

VEDL/Sec./SE/24-25/109

September 16, 2025

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

National Stock Exchange of India Limited
“Exchange Plaza”, 5th Floor, Plot No. C/I, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 500295**Scrip Code: VEDL**

Sub: Update in relation to company scheme application (C.A./CAA/ MB/220/2024) for the scheme of arrangement filed by Talwandi Sabo Power Limited with the National Company Law Tribunal

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

We refer to earlier intimations including intimations dated March 4, 2025 and May 29, 2025, in respect of the Scheme of Arrangement between *inter alia* Vedanta Limited (“**Company**” or “**VEDL**”), Vedanta Aluminium Metal Limited (“**VAML**” or “**Resulting Company 1**”), Talwandi Sabo Power Limited (“**TSPL**” or “**Resulting Company 2**”), Malco Energy Limited (“**MEL**” or “**Resulting Company 3**”), and Vedanta Iron and Steel Limited (“**VISL**” or “**Resulting Company 4**”) and their respective shareholders and creditors (“**Scheme**”).

As set out in the disclosure dated March 4, 2025, an order had been passed by the Hon’ble National Company Law Tribunal, Mumbai bench (“**NCLT**”) in Company Scheme Application (C.A./CAA/ MB/220/2024) (“**TSPL CSA**”) filed by TSPL, rejecting the Scheme presented by TSPL (“**Impugned Order**”). TSPL filed an appeal against the Impugned Order before the Hon’ble National Company Law Appellate Tribunal (“**NCLAT**”).

By order dated September 15, 2025 (“**NCLAT Order**”) (uploaded on NCLAT website on September 16, 2025), the Hon’ble NCLAT has set aside the Impugned Order. A copy of the NCLAT Order is annexed herewith.

Please take the above disclosure on record.

Thanking you.

Yours sincerely,

For Vedanta Limited

Perna Halwasiya
Company Secretary & Compliance Officer

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st Floor, ‘C’ wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530

Email: comp.sect@vedanta.co.in | Website: www.vedantalimited.com

CIN: L132O9MH1965PLC291394

NATIONAL COMPANY LAW APPELLATE TRIBUNAL

PRINCIPAL BENCH

NEW DELHI

COMPANY APPEAL (AT) NO.90/2025

In the matter of:

Talwandi Sabo Power Ltd

Appellant

Vs

Sepco Electric Power Construction Corporation Respondent

For Appellant: Mr Arun Kathpalia, Sr Advocate, Mr Rohan Batra, Mr Mehul Shah, Mr Rishabh Bhargava, Mr Dhruv Sethi, Ms Yuga Rane, Ms Diksha Gupta, Mr Aditya Dhupar, Advocates.

For Respondent: Mr Kapil Arora, Ms Shikha Tandon, Mr Pravar Veer Misra, Mr Zaid Drabu, Mr Adhiraj Singh Chauhan, Advocates.

ORDER

HYBRID MODE

15.09.2025: This appeal is filed against the impugned order dated 04.03.2025 passed by the Ld. NCLT, Mumbai. During the pendency of the appeal the matter has been amicably settled between the parties and in lieu thereof an affidavit has been filed by Respondent No.1, M/s Sepco Electric Power Construction Corporation, which *interalia* states the appellant and the Respondent company have entered into a settlement on the following terms:

8.a) That the Respondent has no right, interest or entitlement of any kind whatsoever to participate in or attend any meeting of creditors of TSPL and/or has no other right, interest or

entitlement with respect to TSPL or the Scheme or any part thereof.

b) That the Respondent shall not file any challenge, protest, claim or objection before this Hon'ble Tribunal, or the Ld. National Company Law Tribunal or any other fora in connection to the Scheme in any manner whatsoever.

c) That the Respondent shall provide its consent and no-objection to the approval of the Scheme and the TSPL First Motion by filing an affidavit before this Hon'ble Tribunal on or before September 12, 2025.

9. That in accordance with the terms of the Settlement Agreement, the Respondent is filing the present affidavit and hereby providing its consent and no-objection to the approval of the Scheme and the TSPL First Motion.

2. It is submitted by the learned senior counsel present the appeal may be disposed of in terms of the settlement arrived at between the parties and the impugned order may be set aside.

3. In view of the above, the impugned order is hereby set aside. The Ld. NCLT may now proceed with the applications on first motion and may decide on convening/dispensation of the meetings within a week from the date of receipt of this order.

4. While disposing of this appeal we say the parties shall be bound by the settlement arrived at *vide* Settlement dated 11.09.2025. The bank guarantees and amendment to bank guarantees, by the appellant given vide our order dated 27th May, 2025 be returned to the appellant herein.

5. With these observations the appeal stands disposed of.

6. Pending applications, if any, are closed.

(Justice Yogesh Khanna)
Member (Judicial)

(Mr. Ajai Das Mehrotra)
Member (Technical)

Bm/md