

**General information about company**

Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	NOTLISTED
ISIN	INE205A01025
Name of the entity	VEDANTA LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory      Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Anil Agarwal	AFWPA3200K	00010883	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-09-1952	No				Active	NA		01-04-2020				2	0	0	0		
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961	No				Active	NA		17-08-2013	01-08-2018			2	0	0	0		
3	Mr	Sunil Duggal	AAMPD1109M	07291685	Executive Director	Not Applicable	CEO	14-07-1962	No				Active	NA		25-04-2021				1	0	1	0		
4	Mr	Dindayal Jalan	ABHPJ9120E	00006882	Non-Executive - Independent Director	Not Applicable		29-09-1956	No				Active	NA		01-04-2021			21	1	1	4	2		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Upendra Kumar Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	No				Active	NA		13-03-2018	11-08-2021		57	4	4	4	3		
6	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989	No				Active	NA		17-05-2017	17-05-2020			1	0	0	0		
7	Ms	Padmini Sekhsaria	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975	No				Active	NA		05-02-2021			22	2	1	1	0		
8	Mr	Akhilesh Joshi	AAZPJ8388D	01920024	Non-Executive - Independent Director	Not Applicable		25-01-1954	No				Active	NA		01-07-2021	01-07-2022		18	2	2	6	0		

**Text Block**

Textual Information(1)

1. Tenure of Mr. Dindayal Jalan till the end of quarter is 21 months.
2. Tenure of Mr. U.K. Sinha till the end of quarter is 57 months and 19 days.
3. Tenure of Mr. Akhilesh Joshi till the date of end of quarter is 18 Months.
4. Tenure of Ms. Padmini Sekhsaria till the end of quarter is 22 months and 27 days.

**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory	Textual Information(1)
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**Annexure 1 Text Block**

Textual Information(1)

Effective 06.06.2020, Risk Manangement Committee has been consolidated with the Audit Committee and renamed as Audit & Risk Management Committee.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

**Sr Text Block**

Textual Information(1)

Mr. Sinha was appointed as member of Audit & Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	27-05-2020		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		

**Sr Text Block**

Textual Information(1)

Mr. Sinha was appointed as member of Nomination and Remuneration Committee w.e.f. 27.05.2020 and designated as Chairperson w.e.f. 07.11.2020.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	21-10-2021		Textual Information(1)
2	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	07-11-2020		
3	07291685	Sunil Duggal	Executive Director	Member	25-04-2021		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	01-04-2021		

**Sr Text Block**

Textual Information(1)

Mr. Jalan was appointed as Chairperson of Stakeholders Relationship Committee w.e.f. 21.10.2021.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

**Sr Text Block**

Textual Information(1)

Mr. Sinha was appointed as member of Audit & Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Chairperson	21-10-2021		Textual Information(1)
2	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
3	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	05-02-2021		

**Sr Text Block**

Textual Information(1)

Mr. Joshi was appointed as Chairperson of CSR Committee w.e.f 21.10.2021.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	06-07-2022				Yes	8	6	3
2	28-07-2022		21		Yes	8	7	4
3		28-10-2022	91		Yes	8	7	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							Textual Information(1)				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
1	Audit Committee	27-07-2022				Yes	3	3	3	0	
2	Audit Committee	28-10-2022	92			Yes	3	3	3	0	
3	Nomination and remuneration committee	06-07-2022				Yes	3	2	2	0	
4	Nomination and remuneration committee	28-07-2022	21			Yes	3	2	2	0	
5	Nomination and remuneration committee	28-10-2022	91			Yes	3	2	2	0	
6	Risk Management Committee	27-07-2022				Yes	3	3	3	0	

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	28-10-2022	92			Yes	3	3	3	0
8	Corporate Social Responsibility Committee	27-10-2022				Yes	4	4	3	0
9	Stakeholders Relationship Committee	27-07-2022				Yes	4	4	3	0

**Text Block**

Textual Information(1)

Effective 06.06.2020, the Risk Management Committee (RMC) has been consolidated with Audit Committee (AC) and renamed as Audit & Risk Management Committee comprising of Independent Directors only. The Committee meeting details mentioned under AC tab have also been added under RMC tab.

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

Pursuant to Regulation 27 of SEBI Listing Regulations we hereby inform that no material related party transaction was entered into by the Company during the quarter under review.

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Prerna Halwasiya
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	07-01-2023