

Vedanta Resources Ltd. 30 Berkeley Square London, W1J 6EX

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Date: March 15, 2021

BSE Limited

Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001

E-mail: corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza,

Bandra-Kurla-Complex, Bandra (East)

Mumbai - 400 051

Email: takeover@nse.co.in

Vedanta Limited

1st Floor, 'C' Wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 E-mail: comp.sect@vedanta.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This disclosure is being made by Vedanta Resources Limited in relation to creation of encumbrance over the equity shares of Vedanta Limited ("VEDL") held by its subsidiaries i.e. Finsider International Company Limited, Westglobe Limited, Welter Trading Limited, Twin Star Holdings Limited and Vedanta Holdings Mauritius II Limited.

Vedanta Resources Finance II plc ("Issuer") has issued US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust deed dated March 11, 2021 has been executed between Citicorp, the Issuer, Vedanta Resources Limited ("VRL"), Twin Star Holdings Limited ("Twinstar") and Welter Trading Limited ("Welter"). The Issuer, VRL, Twinstar and Welter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL.

Citicorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Cs"), inter alia: (a) the Promoter Group Entities are not permitted to create any encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own more than 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being March 11, 2025); (c) Twinstar and Welter can dispose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the nature of the conditions under the T&Cs, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.



The enclosed disclosure is being made under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

Kindly take the above on record.

Thanking you.

Yours faithfully,

For and on behalf of **Vedanta Resources Limited** and its aforementioned subsidiaries

Deepak Kumar

Authorised Signatory

Encl:

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015 Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

| | | | 1 | /(| 9 | | Q | | 1 | to | | | | | | | | | | | | | | | | | | | | | |
|---------------|--------------|-------------------|-------|-----------------|-----------------|---|----------|---------------|------------------|---------------|---------------|-----------------|--------------|-------------|---------------|----------------|----------------|----|---|-------------|-------------|---|-----------------------------------|---------------------------|---|--|---|-------------------|--|---------------------------------|--|
| International | Einsider | Vedanta Resources | Mills | Sterlite Metals | Limited Private | | k Agarwa | Priya Agarwal | Agnivesh Agarwal | Kiran Agarwal | Navin Agarwal | Vedvati Agarwal | Anil Agarwal | Sakshi Mody | Ankit Agarwal | Suman Didwania | Pravin Agarwal | | 4 | | | with him* | promoter(s) or PACs | Name of the Promoter hold | 70+5:15 05+60 0:00+:00 | TIVORCO | Names of the promoters or PAC on whose shares encumbrance has been created / released/ | Date of reporting | Names of the stock exchanges where the shares of the target company are listed | Name of the Target Company (TC) | Disclosure by the Promoters to the stock exchanges and to the Target Company for encumbrance of shares 31(2) of SEBI (Substantial Acquisition of Shares an |
| 10,11,00,100 | 10 11 06 190 | í | | ı | | 1 | ı | 1 | ı | ı | 1 | 1 | ı | 18,000 | 36,300 | 87,696 | 18,660 | | | | Number | (1) | the target company | Promoter holding in | 26 20 20 20 20 20 20 20 20 20 20 20 20 20 | | ers or PAC on wh | | changes where | mpany (TC) | omoters to the |
| 0.00 | 10 00 | ı | | ı | | 1 | - | | | 1 | 1 | 1 | 1 | 0 | 0 | 0 | 0 | | share capital | total | % of | | npany | ding in | | | ose sha | | the share | | stock ex |
| +0,14,30,460 | 10 14 06 400 | ı | | 1 | | 1 | r | ſ | | - | 1 | I | 1 | N. | Z | Nii | Z | | | | Number | (2) | already encumbered | Promoter holding | | | res encumbran | | es of the target | | changes and to |
| 10.00 | 1000 | 1 | | 1 | | 1 | 1 | | ı | 1 | | 1 | | Z | Z | <u>z</u> | Z | | share capital | total | % of | | mbered | Olding | | | ce has be | | compan | | the Tary |
| Cieduoii | Continu | 1 | | ı | | ı | ı | 1 | 3 | 1 | 1 | 1 | 1 | 1 | ı | ı | 1 | | (creation / release / invocation) | event | Type of | | | | | | en created / r e | | y are listed | | get Company i SEBI (Substant |
| | | , | | | | ı | ı | ł | 1 | 1 | 1 | 1 | 1 | | | ı | ı | се | invocation of encumbran | creation/ | Date of | | | | | | eleased/- | | | | for encumbrar |
| | | 1 | | 1 | | 1 | 1 | 1 | | | 1 | 1 | 1 | ı | 1 | 1 | 3 | | (pledge/ lien/ non disposal undertaking/ others) | encumbrance | Type of | | בימוני כו מעפווי | Dot all of or or | 1 | 3. WELTER THE | | March 15, 2021 | BSE Limited, Na | Vedanta Limited | |
| | | | | • | | ı | 1 | ı | | | - | , | ı | ı | 1 | -1 | 1 | | CO ** | encumbran | Reasons for | | s beliging to | - | יסרטואסט ועואס | WESTGLOBE LIVITED WELTER TRADING LIMITED TWIN STAR HOLDINGS LIMITED | NTERNATIONAL | | tional Stock Exc | ď | ocation of encu |
| 40,14,96,480 | | | | | | ī | 1 | 1 | | 1 | 1 | ī | ı | 1 | - | 1 | | | | | Number | | vents benaming to encumbiance (5) | (2) | או ווסטוו בוועוו בר | WESTGLOBE LIMITED TWIN STAR HOLDINGS LIMITED VEDANTA HOLDINGS MALIBITIES ILLIMITED | FINSIDER INTERNATIONAL COMPANY LIMITED | | hange of India Li | | mbrance/ releastions, 2011 |
| 10.80 | | ' | | ' | | 1 | 1 | - | | 1 | 1 | ı | | | , | - | - | | capital | share | % of | | | | , | | ED | | mited and N | | se of encumb |
| International | | | | | | 1 | 1 | 1 | 1 | 1 | 1 | ı | Е | 1 | 1 | 1 | 1 | | whose favour shares encumbered *** | entity in | Name of the | | | | | | | | , National Stock Exchange of India Limited and New York Stock Exchange for ADS | | l invocation of encumbrance l release of encumbrance, in terms of Regulations 31(1) and database l and l |
| 40,14,96,480 | | | | | | 1 | - | ı | | - | 1 | 1 | - | 1 | ı | 1 | 1 | | | | Number | {creation [(2)+(3)]+ release [(2)-(3)]+ invocation [(1)-(3)]} | encumbered shares | | | | | | change for ADS | | of Regulations |
| 10.80 | | | | - | | 1 | 1 | - | 1 | 1 | ı | 1 | 1 | | | | 1 | | share capital | total | % of | 2)+(3)]+ ;)+(3)]+ (1)+(3)]} | d shares | | | | | | | | 11(1) and |

| 1 | <u> </u> | | 0 | Die | An | 표 | Ve | = | Ve | Cy | ٧٥ | Ne | Z | lin | Ve | Но | Ve | Cy | Ve | Lin | Ric | Jer | Ve | N ₂ | Ve | Ma | Ve. | Lin | T _W | Li. | We | × | Co |
|----------------------------|----------|---------|----------------------|---------------------|---------|----------------|-----------|-----------------|-------------------|----------------|--------------------|---------------------|----------|---------|--------------------|-------------------------|-----------|----------------|-----------|-----------------|---------|----------------|----------|-------------------|----------|----------------------|--------------|---------|-------------------------------------|-------------|--------------|-------------------|-----------------|
| Ē | Limited | en | nclave | cretion | Anils | Finance II Plc | Vedanta | Finance Limited | danta | Cyprus Limited | lcan lı | therlan | | limited | danta i | Holdings Limited | Vedanta | Cyprus Limited | Vedanta | Limited, Cyprus | Richter | Jersey Limited | Vedanta | uritius | Vedanta | uritius | Vedanta | Limited | Twinstar | Limited | Welter | stglobe | npany |
| | Limited | ot most | Conclave PTC Limited | Discretionary Trust | Agarwal | Plc | Resources | imited | Vedanta Resources | nited | Volcan Investments | Netherland Antilles | Cello NV | | Vedanta Finance UK | imited | Resources | nited | Resources | yprus | Holding | nited | Holdings | Mauritius Limited | Holdings | Mauritius II Limited | Holdings | | Holdings | | Trading | Westglobe Limited | Company Limited |
| 2,04,86,18,788 | | | | | ı | | , | | 1 | | Ţ | | , | | ı | | , | | ı | | 1 | | 1 | | 1 | | 18,50,00,000 | | 1,37,93,77,457 | 5. | 3,82,41,056 | 4,43,43,139 | |
| - | | | | | ı | | , | | | | 1 | | , | | ı | | | | , | | , | | 1 | | 1 | | 4.98 | | 37.11 | | 1.03 | 1.19 | |
| 55.11 2,04,84,58,132 55.11 | , | | 1 | | ı | | 1 | | ı | | ī | | ı | | ſ | | , | | ı | | 1 | | 1 | | ı | | 18,50,00,000 | | 1,37,93,77,457 37.11 1,37,93,77,457 | | 3,82,41,056 | 4,43,43,139 | |
| 55.11 | | | | | ı | | 1 | | | | ı | | 1 | | ı | | , | | 1 | | 1 | | | | , | | 4.98 | | 37.11 | | 1.03 | 1.19 | |
| | | | 1 | | ı | | ſ | | 1 | | ı | | 1 | | 1 | | ı | | 1 | | ō | | 1 | | ī | | Creation | | Creation | | Creation | Creation | |
| | | - | | | , | | , | | ı | | ī | | 1 | | ı | | t | | , | | ľ | | 1 | | , | | | 1 | | | 2021 | March 11, | |
| | | | , | | 1 | | 1. | | ı | | ı | | 1 | | ı | | ı | | 1 | | ı | | 1 | | , | | | | below. | to the Note | Please refer | Others. | |
| | | | 1 | | 1 | | 1 | | 1 | | ı | | ı | | ı | | ı | | | | 1 | | Ţ | | 1 | | | | | below. | to the Note | Please refer | |
| 2,04,84,58,132 | | 1 | 1 | | | | ı | | 1 | | 1 | | t | | 1 | | 1 | | ī | | , | | | | 1 | | 18,50,00,000 | | 1,37,93,77,457 | | 3,82,41,056 | 4,43,43,139 | |
| 55.11 | | 1 | 1 | | 1 | | ı | | 1 | | 1 | | | | 1 | | ı | | 1 | | 1 | | 1 | | 1 | | 4.98 | | 37.11 | | 1.03 | 1.19 | |
| 1 | | 1 | 1 | | 1 | | 1 | | 1 | | ı | | ı | | 1 | | ı | | ı | | 1 | | ı | | ı | | | | below. | to the Note | Please reter | | Limited |
| 2,04,84,58,132 | | | 1 | | | | 1 | | ı | | 1 | | , | | , | | 1 | | ı | | 1 | | 1 | | ı | | 18,50,00,000 | | 1,37,93,77,457 | | 3,82,41,056 | 4,43,43,139 | |
| 2 55.11 | | 1 | ı | | , | | | | | | r | | | | | | | | , | | , | | | | | | 4.98 | 2 | 37.11 | | 1.03 | 1.19 | |

Celanta Resources Finance II plc ("Issuer") has issued US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust detected March 11, 2021 has been executed between Citicorp, the Issuer, Vedanta Resources Limited ("VRL"), Twin Star Holdings Limited ("Twinstar") and Welter Trading Limited ("Welter"). The Issuer, VRL, Twinstar and Welter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL.

nature of the conditions under the T&Cs, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations 📆 corp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Cs"), inter alia: (a) the Promoter Group Entities are not permitted to create any numbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own ose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the ethan 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being March 11, 2025); (c) Twinstar and Welter can



and its aforementioned subsidiaries For and on behalf of Vedanta Resources Limited Signature of the Authorized Signatory Place: London, UK

Date: 15th March 2021

irrespective of whether they are reporting on the date of event or not. *The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

| Name of listed company | Vedanta Limited ("VEDL") |
|---|--|
| Name of the recognised stock exchanges where the shares of the company are listed | BSE Limited, National Stock Exchange of India Limited and New York Stock |
| | Exchange for ADS |
| Name of the promoter(s) / PACs whose shares have been encumbered | 1. FINSIDER INTERNATIONAL COMPANY LIMITED |
| | 2. WESTGLOBE LIMITED |
| | 3. WELTER TRADING LIMITED |
| | 4. TWIN STAR HOLDINGS LIMITED |
| | 5. VEDANTA HOLDINGS MAURITIUS II LIMITED |
| Total promoter shareholding in the listed company | No. of shares: 2,04,86,18,788 |
| | % of total share capital: 55.11% |
| Encumbered shares as a % of promoter shareholding | 99.99% |
| Whether encumbered share is 50% or more of promoter shareholding | YES / NO |
| Whether encumbered share is 20% or more of total share capital | YES / NO |

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE

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|---------------------|---|---|--|--|
| transform | No. and % of shares encumbered | other covenant, transaction, condition or affangement in the nature of encumbrance) | Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any | |
| 9 2 3 7 9 3 9 7 7 2 | No. of shares: 2,04,84,58,132 % of total share capital: 55.11% | December 2020. | As mentioned in the disclosures As mentioned in the dated 23 December 2020 and 29 dated 28 December | (Date of creation of encumbrance: Dec 21, 2020 and Dec 24, 2020) |
| | No. of shares: 2,04,84,58,132 % of total share capital: 55.11% | with restated Annexure I disclosed on 22 February 2021. | | (Date of creation of encumbrance: Dec 23, 2020 and Dec 24, 2020) |
| | No. of shares: 2,04,84,58,132 % of total share capital: 55.11% | | disclosure As mentioned in the disclosure Conditions in the nature of 2020 read dated February 26, 2021. | Encumbrance 3 (Date of creation of encumbrance: Feb 24, 2021) |
| | No. of shares: 2,04,84,58,132 % of total share capital: 55.11% | Note below. | Conditions in the nature of encumbrance. Please refer to the | (Date of creation of encumbrance: March 11, 2021) |

| | E | vedanta | |
|---|--|--|--|
| Cover | Security Cover / Asset | transforming elements | Specific details about the encumbrance |
| Amount involved (against which shares have been encumbered) (B) | Value of shares on the date of event / agreement (A) | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. Names of all other entities in the agreement Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | Name of the entity in whose favour shares encumbered (X) |
| Not applicable. | Not applicable. | Citicorp International Limited (as trustee for the holders of the Bonds) As mentioned in the disclosure dated 23 December 2020 and 29 December 2020 and 29 December 2020 and 29 If yes, 1. Name of the issuer: Vedanta Resources Finance II Plc 2. Details of the debt instrument: US \$1,000,000,000, 13.875% Guaranteed Senior Bonds due 2024 3. Whether the debt instrument is listed on stock exchanges?: Yes, SGX-ST 4. Credit Rating of the debt instrument: B- by S&P 5. ISIN of the instrument: Regulation S Bonds: USV9667MAA00 Rule 144A Bonds: US92243XAD30 | Citicorp International Limited (as trustee for the holders of the Bonds) |
| Not applicable. | Not applicable. | OCM Verde XI Investment Pte. Ltd. (as security agent) ("OCM") As mentioned in the disclosure dated 28 December 2020 YES/NO If yes, 1. Name of the issuer: Vedanta Holdings Mauritius II Limited ("VHML II") 2. Details of the debt instrument: upto US\$ 1,000,000,000 notes of nominal value US \$1 ("Notes") 3. Whether the debt instrument is listed on stock exchanges?: No 4. Credit Rating of the debt instrument: Not Applicable 5. ISIN of the instrument: Not Applicable | OCM Verde XI Investment Pte. Ltd. (as security agent) |
| Not applicable. | Not applicable. | First Abu Dhabi Bank PJSC (as facility agent on behalf of Finance Parties) Please refer to the Note below. As mentioned in the disclosure dated February 26, 2021. **ES-/ NO: If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not applicable 3. Whether the debt instrument is listed on stock exchanges?: Not applicable 4. Credit Rating of the debt instrument: Not applicable 5. ISIN of the instrument: Not applicable 5. ISIN of the instrument: | First Abu Dhabi Bank PJSC (as facility agent on behalf of Finance Parties) |
| Not applicable | Not applicable | | Citicorp International Limited (as trustee for the holders of the Bonds) |

| use of | T |
|---|-----------------|
| utilized for what purpose— (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify) | Ratio of A / B |
| utilized for what purpose (a) Personal use by (b) For the benefit of listed company (b) For the benefit of amount, purpose of raising amount, purpose of raising schedule etc. (c) Any other reason (c) Any other reason (please specify) (d) Personal use by (utilized for what purpose (fund the tender offer for any and be applied towards: (a) amounts borrowed by it under be used for acquisition of equity promoters and PACs. Limited's ("VRL") outstanding proceeds (costs and expenses in vEDL by the Facilities towards a) funding shares of Indian subsidiary/(les) (b) payment of any fees, acquisition of shares of Vedanta applied towards: (a) amounts borrowed by it under be used for acquisition of equity (les) by the Facilities towards a) funding shares of Indian subsidiary/(les) (les) amounts borrowed by it under be used for acquisition of equity (les) by the Facilities towards a) funding shares of Indian subsidiary/(les) (les) amounts borrowed by it under be used for acquisition of equity (les) amounts borrowed by it under be used for acquisition of equity (les) amounts borrowed by it under be used for acquisition of equity (les) amounts borrowed by it under be used for acquisition of equity (les) amounts borrowed by it under be used for acquisition of equity be applied towards: (a) amounts borrowed by it under be used for acquisition of equity be used for acquisition of shares in VEDL by the Facilities towards a) funding shares of Indian subsidiary/(les) amounts borrowed by it under be used for acquisition of equity (les) by the Facilities towards a) funding shares of Indian subsidiary/(les) by payment of any fees, indebtedness of identified contemplated, and (c) any other transactions of identified with the transactions promoter and promoter group of contemplated and c) any other vertice the existing purpose expressly agreed by the caps) to meet expenses of such a promoter share acquisition of equity (les) by the Facilities towards a) funding shares of Indian subsidiary/(les) (les) to vertice the applicable laws. | Not applicable. |
| The proceeds of the Notes shall be applied towards: (a) acquisition of shares in VEDL by Vedanta Holdings Mauritius II Limited; (b) payment of any fees, costs and expenses in connection with the transactions contemplated, and (c) any other purpose that may be expressly agreed by OCM. | Not applicable. |
| e Notes shall The Borrower shall apply wards: (a) amounts borrowed by it under be used for acquisition of equity s in VEDL by the Facilities towards a) funding shares of Indian subsidiary/(ies) Mauritius II the consideration payable for the of VRL, if decided and in t of any fees, in connection connection Limited under the voluntary open transactions offer announced on 9 January used to service the existing (c) any other 2021, b) payment of any fees, indebtedness of identified be expressly costs and expenses in connection with the transactions contemplated and c) any other cops) to meet expenses of such Agent (acting on the instructions of all Lenders). | Not applicable. |
| shall apply The proceeds of the Bonds may d by it under be used for acquisition of equity rds a) funding shares of Indian subsidiary/(ies) bayable for the of VRL, if decided and in es of Vedanta accordance with applicable laws. Followers of January used to service the existing of any fees, indebtedness of identified in connection entities belonging to the transactions promoter and promoter group of c) any other vEDL, and (subject to certain agreed by the caps) to meet expenses of such ne instructions entities. | Not applicable |

deed dated March 11, 2021 has been executed between Citicorp, the Issuer, Vedanta Resources Limited ("VRL"), Twin Star Holdings Limited ("Twinstar") and Welter Trading Limited Vedanta Resources Finance II plc ("Issuer") has issued US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 ("Bonds") on March 11, 2021. In relation to the Bonds, a trust ("Welter"). The Issuer, VRL, Twin Star and Welter (collectively, "Promoter Group Entities") are members of the promoter and promoter group of VEDL

shature of the conditions under the T&Cs, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations. more than 50% of the issued equity share capital of VEDL for so long as the Bonds are outstanding (the final maturity date of the Bonds being March 11, 2025); (c) Twinstar and Welter can encumbrance over any assets directly held by them unless certain conditions are fulfilled; (b) VRL and its subsidiaries are required to retain control over VEDL or, directly or indirectly, own dispose of or acquire shares of VEDL only as specified; and (d) following an Event of Default (as defined), the Promoter Group Entities can dispose of their assets only as specified. Given the Citicorp is acting as trustee for the holders of the Bonds. As per the terms and conditions of the Bonds ("T&Cs"), inter alia: (a) the Promoter Group Entities are not permitted to create any

Insformation behalf of Vedanta Resources Limited and its subsidiaries

Signature of the Authorized Signatory

Place: London, UK

Date: 15th March 2021