

Management Standard – Leadership, Responsibility and Resources

Vedanta Resources Plc

Sustainability Governance System


Management Standard

Leadership, Responsibility and Resources

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Management Standard – Leadership, Responsibility and Resources

1. PURPOSE

The purpose of this Management Standard is to ensure all front-line leaders, senior managers and those employees with appropriate sustainability responsibilities lead by example, show commitment and adopt the right behaviours to promote a proactive sustainability culture.

2. SCOPE

This Management Standard is mandatory and applies to all Vedanta subsidiaries and their operational or managed sites including new acquisitions, corporate offices and research facilities and to all new and existing employees. This Standard is applicable to the entire operation lifecycle (including exploration and planning, evaluation, operation and closure).

3. DEFINITIONS

Definitions of key terms and concepts used in this document are shown in the following table.

Term	Definition
Accountability	Ultimate responsibility (i.e. someone is accountable if there is no-one with any higher authority)
Committee	A group of nominated or assigned individuals (including, but not limited to, senior management, supervisors, employees, union representatives) officially delegated to perform a function, such as investigating, considering, reporting, or acting on sustainability matters.
Competency	A combination of knowledge, skills and behaviours which enable individuals to undertake responsibilities and perform activities to a recognised standard and quality on a consistent basis.
Competent person	An individual who has the necessary and sufficient knowledge, skills and behaviours as well as the necessary experience (practice) to complete their responsibilities safely, effectively and consistently.
Operation(s)	A location or activity that is operated by a Vedanta Company and is part of the Vedanta Group. Locations could include mines, refineries, ports or transportation activities, wind farms, oil and gas development sites, offices including corporate head offices and research and development facilities.
Manager	A Vedanta operation employee (or contract employee) who has other persons reporting to them or who has the authority to allocate resources.
Resources	Resources may include financial, human and specialised skills,

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Term	Definition
	organisational infrastructure, plant, equipment and technology.
Sustainability Culture	The product of individual and group values, attitudes, perceptions, and patterns of behaviour that determine the commitment to, and the style and proficiency of, an organisation’s sustainability management.
Top Management	All managers, and their line reports, that report directly to the most senior manager who has ultimate accountability at a Vedanta operation (who may also be a senior manager of one of Vedanta’s subsidiary companies). A top management structure may also exist at the subsidiary Company level and Vedanta Group level.
Vedanta Company	A subsidiary of Vedanta Group either fully or majority owned that has its own management structure (e.g. Hindustan Zinc Limited, Vedanta Aluminium Limited, Sterlite Industries limited, etc.)

4. PROGRAMME REQUIREMENTS

All Vedanta subsidiary companies and operations are required to follow the requirements listed below with regards the mechanisms for leadership, responsibility and resources management.

4.1. Committees

Vedanta Group Board shall establish a Sustainability Committee to assist it in meeting its responsibilities in relation to sustainability-related matters arising out of the activities and operations of the Group. The Committee shall be appointed by the Board and will meet at least quarterly. The Committee shall operate under an approved Terms of Reference.

The Sustainability Committee will be supported by adhoc committees and the Group Chief Sustainability Officer (CSO). The Chief Sustainability Officer will provide an advisory role to Vedanta committees on sustainability matters and will liaise with the Group companies and their senior management to ensure sustainability matters are managed appropriately.

- Each Vedanta Company subsidiary and its operations will establish Sustainability committees, or equivalent, that comprises senior management and individuals with sustainability-related responsibilities (established committees should also meet regulatory requirements as required). Vedanta Company subsidiary and operation Sustainability committees, or equivalent, will meet on a periodic basis to review company/operation sustainability issues and performance and will report to Group as required and in accordance with the *Performance Monitoring, Data Management and Reporting Management Standard* and/or the *Management Review and Continual Improvement Management Standard*. Each Vedanta Company subsidiary and operation will establish an audit and assurance process that is in accordance with the *Auditing and Assurance Management Standard*.

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4.2. Leadership

Top management at all operations will lead by example on sustainability matters and clearly communicate Vedanta's goal of zero harm to people and minimal discharge to the environment and the elements of the Vedanta sustainability model (Responsible Stewardship, Strong Relationships and Adding Value). Top management will commit to embracing and championing the Vedanta Group mission, values, strategy, code of conduct and sustainability policies and standards to ensure high standards are met and sustainability is managed in an appropriate and consistent manner across the business.

Top management will ensure:

- a) sustainability-related matters are given equal priority to other business functions (e.g. projects, operations, maintenance, finance, etc.);
- b) a positive and proactive sustainability culture is promoted to all employees and third parties as appropriate;
- c) they demonstrate a commitment to continual improvement and building on sustainability-related performance;
- d) employees and contractors are competent to undertake their activities through the provision of an effective training programme;
- e) sustainability issues are communicated through effective channels and shareholders, lenders, employees, communities, industry, governments and third parties are consulted where required;
- f) objectives and targets are established and integrated throughout the company and performance against objectives and targets is monitored;
- g) visible participation in programme reviews and audits;
- h) periodic reviews are undertaken of sustainability programmes to ensure they remain relevant to the extent of associated risks. These reviews will meet the requirements as set out in the *Management Review and Continual Improvement Management Standard*; and
- i) good practices and lessons learnt are identified and, where possible, are shared within the wider Vedanta business.

4.3. Responsibilities

- a) Operations shall designate a senior manager who has ultimate responsibility and accountability for sustainability-related issues. This person will act as the single point contact to the Chief Sustainability Officer and shall be responsible for reporting to the Company Subsidiary and Vedanta Group on sustainability performance as required;

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- b) The Operation shall designate competent person(s) with day to day responsibility for the management of sustainability-related issues. The designated person(s) shall be responsible for ensuring on-going compliance with Vedanta Group policies and standards and national, regional and local regulations and other requirements;
- c) Operation senior managers will be responsible for establishing, implementing and maintaining local policies that meet Vedanta Group policy requirements or local law whichever is the stricter and to ensure these are communicated to all employees;
- d) Operation senior managers shall be responsible and accountable for implementing and maintaining management systems to manage sustainability-related issues;
- e) Operation senior managers shall be designated as accountable and responsible for the establishment and effective implementation of specific environmental, health and safety and social issues where this need has been identified (e.g. for the management of contractors, managing grievance mechanisms, auditing human rights risks etc.);
- f) Roles, responsibilities and accountabilities shall be clearly defined and documented; and
- g) Accountabilities and responsibilities for sustainability issues shall be included in manager's job description or equivalent and incentive scorecards.

4.4. Resources

- a) Vedanta Group will ensure appropriate resources are made available to maintain the long-term sustainability of the Vedanta Group, the environment and communities in which the business operates.
- b) Operations shall ensure adequate resources (including financial, human, technical and organisational) are identified and made available to ensure on-going responsible stewardship;
- c) Where internal sustainability resources or competent individuals are not available, Vedanta operations shall identify external competent expertise where required; and
- d) Identified resources shall be prioritised to sustain compliance and drive towards continual improvement.

5. ROLES AND RESPONSIBILITIES

Vedanta Resources, subsidiaries, businesses, operations and sites shall ensure that roles and responsibilities for implementing and complying with this Standard are allocated. Key responsibilities shall be included in job descriptions, procedures and/or other appropriate documentation.

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6. COMPLIANCE AND PERFORMANCE

Each Vedanta operation shall ensure they comply with the requirements of this standard. Performance against meeting the requirements of this Standard shall be assessed periodically, documented and, where required, reported to Vedanta Group. The assessment of performance shall include setting and reporting on key performance indicators (KPIs) where these have been established at Vedanta Group, Company or local level and which meet the requirements as set out in the *Sustainability Data Management Technical Standard*.

The evaluation of performance shall include, as a minimum, confirmation that:

- Vedanta Company subsidiary and operation Sustainability committees, or equivalent, have been established, have documented terms of reference, and committees have met in the past 12 months (documented committee minutes are available);
- Top management lead by example through regular participation in committee meetings, reviews and audits;
- A senior manager at the operation level has been assigned with ultimate responsibility and accountability for sustainability-related issues;
- Roles, responsibilities and accountabilities have been clearly defined and documented;
- Manager’s job descriptions or equivalent and incentive scorecards include accountabilities and responsibilities for sustainability issues; and
- Sustainability resource requirements are included as line items in annual plans, capital and operational expenditure forecasts and committee meeting agendas.

7. REVIEW

This Management Standard shall be periodically audited and reviewed to determine its accuracy and relevance with regard to legislation, education, training and technological changes. In all other circumstances, it shall be reviewed no later than 24 months since the previous review.

8. REFERENCES

Doc. Ref.	Title
MS 10	Data Management, Performance Monitoring and Reporting
MS 12	Auditing and Assurance
MS 14	Management Review and Continual Improvement

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