

VEDL/Sec./SE/18-19/94

August 25, 2018

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

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051

Scrip Code: 500295

Scrip Code: VEDL

Dear Sir(s),

Sub: Submission pursuant to the 53rd Annual General Meeting of the Company

In continuation to our letter VEDL/Sec./SE/18-19/79 dated July 27, 2018, the 53rd Annual General Meeting ('AGM') of the Company was held on August 24, 2018 and the business(es) mentioned in the Notice dated July 13, 2018 were transacted. In this regard, please find enclosed the following -

1. Voting results as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure - I**.
2. Consolidated Report dated August 24, 2018, from the Scrutinizer for remote e-voting and for conducting physical voting at the AGM, pursuant to Section 108 and 109 respectively of the Companies Act, 2013 and Rule 20 (4) (xi) and Rule 21(2) respectively of the Companies (Management and Administration) Rules, 2014, as **Annexure - II**.
3. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI Listing Regulations, as **Annexure - III**.
4. Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI Listing Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

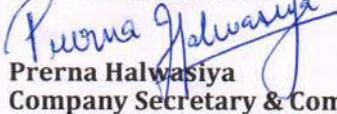
The meeting commenced at 10:30 a.m. and concluded at 1:30 p.m.

The result along with the Scrutinizer's Report(s) is available at the registered and corporate office and website of the Company and Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company.

Thanking you,

Yours Sincerely,

For Vedanta Limited


Prerna Halwasiya
Company Secretary & Compliance Officer

CC:

National Securities Depository Limited
4th Floor, A wing, Trade World,
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013

Central Depository Services (India) Ltd.
25th Floor, Marathon Futurex,
N M Joshi Marg, Lower Parel (East),
Mumbai - 400013

VEDANTA LIMITED

DLF Atria, Phase 2, Jacaranda Marg, DLF City, Gurugram - 122002, Haryana, India | T +91 124 459 3000 | F +91 124 414 5612
www.vedantalimited.com

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

CIN: L13209MH1965PLC291394

	VEDANTA LIMITED
Date of the AGM/EGM	24-08-2018
Total number of shareholders on record date	552949
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	191
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt a) The audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon; and b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
Public- Institutions	E-Voting	1,194,485,455	952,765,393	79.764	952,067,979	697,414	99.927	0.073	31,345,367
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		952,765,393	79.764	952,067,979	697,414	99.927	0.073	31,345,367
Public- Non Institutions	E-Voting	659,092,396	27,257,212	4.136	27,251,846	5,366	99.980	0.020	90,795
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,514,224	4.175	27,508,258	5,966	99.978	0.022	90,846
Total		3,717,196,639	2,843,880,405	76.506	2,843,177,025	703,380	99.975	0.025	31,436,213



Suma Halwasya

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - a) To confirm the payment of First Interim Dividend of Rs.21.20 per equity share for the financial year ended March 31, 2018 b) To confirm payment of Preference Dividend of Rs. 0.75 per preference share @7.5% on pro-rata basis payable uptill the end of FY 2017-18								
Whether promoter/ promoter group are interested in the agenda/ resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
Public- Institutions	E-Voting	1,194,485,455	1,010,810,286	84.623	1,010,810,286	0	100.000	0.000	612,289
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,810,286	84.623	1,010,810,286	0	100.000	0.000	612,289
Public- Non Institutions	E-Voting	659,092,396	27,257,604	4.136	27,256,640	964	99.996	0.004	90,403
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,514,616	4.175	27,513,052	1,564	99.994	0.006	90,454
Total		3,717,196,639	2,901,925,690	78.068	2,901,924,126	1,564	100.000	0.000	702,743



Purna Jalwani

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. GR Arun Kumar (DIN:01874769), who retires by rotation and being eligible, offers himself for re-appointment as a Director								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.0000	0.0000	0
	Poll		0	0.000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.0000	0.0000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	997,677,695	13,120,148	98.7020	1.2980	624,732
	Poll		0	0.000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.0000	0.0000	0
	Total		1,010,797,843	84.622	997,677,695	13,120,148	98.7020	1.2980	624,732
Public- Non Institutions	E-Voting	659,092,396	27,254,454	4.135	27,242,492	11,962	99.9561	0.0439	93,553
	Poll		257,012	0.039	256,312	700	99.7276	0.2724	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.0000	0.0000	0
	Total		27,511,466	4.174	27,498,804	12,662	99.9540	0.0460	93,604
Total		3,717,196,639	2,901,910,097	78.067	2,888,777,287	13,132,810	99.5474	0.4526	718,336



 Vedanta Limited



 Aruna Jalwani

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider re-appointment of Mr. Navin Agarwal (DIN: 00006303) as the Whole-Time Director of the Company for a period of 5 years w.e.f August 01, 2018								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0.000
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	959,885,292	50,912,551	94.963	5.037	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	959,885,292	50,912,551	94.963	5.037	624,732
Public- Non Institutions	E-Voting	659,092,396	27,254,155	4.135	25,205,921	2,048,234	92.485	7.515	93,852
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,511,167	4.174	25,462,333	2,048,834	92.553	7.447	93,903
Total		3,717,196,639	2,901,909,798	78.067	2,848,948,413	52,961,385	98.175	1.825	718,635



Navin Agarwal

Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - To consider re-appointment of Ms. Lalita D. Gupte (DIN:00043559) as an Independent Director for a second and final term effective from January 29, 2018 to August 10, 2021								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	947,230,145	63,567,698	93.711	6.289	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	947,230,145	63,567,698	93.711	6.289	624,732
Public- Non Institutions	E-Voting	659,092,396	27,254,441	4.135	27,246,535	7,906	99.971	0.029	93,566
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,511,453	4.174	27,502,947	8,506	99.969	0.031	93,617
Total		3,717,196,639	2,901,910,084	78.067	2,838,333,880	63,576,204	97.809	2.191	718,349



Aruna Jalwani

Resolution No.	6								
Resolution required: (Ordinary/ Special)	SPECIAL - To consider re-appointment of Mr. Ravi Kant (DIN:00016184) as an Independent Director for a second and final term effective from January 29, 2018 to May 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0.000
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	997,807,365	12,990,478	98.715	1.285	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	997,807,365	12,990,478	98.715	1.285	624,732
Public- Non Institutions	E-Voting	659,092,396	27,254,317	4.135	27,246,697	7,620	99.972	0.028	93,690
	Poll		257,012	0.039	253,417	3,595	98.601	1.399	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,511,329	4.174	27,500,114	11,215	99.959	0.041	93,741
Total		3,717,196,639	2,901,909,960	78.067	2,888,908,267	13,001,693	99.552	0.448	718,473



Reshma Halwani

Resolution No.	7								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider appointment of Mr. U. K. Sinha (DIN:00010336) as an Independent Director for a term effective from March 13, 2018 till August 10, 2021								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	1,010,797,843	0	100.000	0.000	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	1,010,797,843	0	100.000	0.000	624,732
Public- Non Institutions	E-Voting	659,092,396	27,255,355	4.135	27,248,416	6,939	99.975	0.025	92,652
	Poll		257,012	0.039	253,517	3,495	98.640	1.360	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,512,367	4.174	27,501,933	10,434	99.962	0.038	92,703
Total		3,717,196,639	2,901,910,998	78.067	2,901,900,564	10,434	100.000	0.000	717,435



Aruna Halwani

Resolution No.	8								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider re-appointment of Mr. Tarun Jain (DIN:00006843) as Whole-Time Director of the Company for the period April 1, 2018 to March 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0.000
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	998,634,994	12,162,849	98.797	1.203	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	998,634,994	12,162,849	98.797	1.203	624,732
Public- Non Institutions	E-Voting	659,092,396	27,254,359	4.135	27,247,249	7,110	99.974	0.026	93,648
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,511,371	4.174	27,503,661	7,710	99.972	0.028	93,699
Total		3,717,196,639	2,901,910,002	78.067	2,889,739,443	12,170,559	99.581	0.419	718,431



Prerna Halwaniya

Resolution No.	9								
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0.000
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	1,005,253,342	5,544,501	99.451	0.549	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	1,005,253,342	5,544,501	99.452	0.549	624,732
Public- Non Institutions	E-Voting	659,092,396	27,256,389	4.135	27,249,499	6,890	99.975	0.025	91,618
	Poll		257,012	0.039	256,412	600	99.767	0.233	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,513,401	4.174	27,505,911	7,490	99.973	0.027	91,669
Total		3,717,196,639	2,901,912,032	78.067	2,896,360,041	5,551,991	99.809	0.191	716,401



Arum Jhalwani

Resolution No.	10								
Resolution required: (Ordinary/ Special)	SPECIAL - To approve offer or invitation to subscribe the Non- Convertible Debentures or other Debt Securities upto Rs.20,000 crore on a Private Placement basis								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	1,863,618,788	1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,863,600,788	99.999	1,863,600,788	0	100.000	0.000	0
Public- Institutions	E-Voting	1,194,485,455	1,010,797,843	84.622	1,010,797,843	0	100.000	0.000	624,732
	Poll		0	0.000	0	0	0.000	0.000	0
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		1,010,797,843	84.622	1,010,797,843	0	100.000	0.000	624,732
Public- Non Institutions	E-Voting	659,092,396	27,340,351	4.148	27,329,334	11,017	99.960	0.040	7,656
	Poll		257,012	0.039	256,452	560	99.782	0.218	51
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000	0
	Total		27,597,363	4.187	27,585,786	11,577	99.958	0.042	7,707
Total		3,717,196,639	2,901,995,994	78.069	2,901,984,417	11,577	100.000	0.000	632,439



Aruna Halwani

UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri Navin Agrawal
Chairman
Vedanta Limited
1st Floor, C wing, Unit 103, Corporate Avenue
Atul Projects, Chakala, Andheri (East)
Mumbai 400 093

Dear Sir,

**Sub: Combined Report on E-voting and voting by Ballot conducted
at 53rd Annual General Meeting of Vedanta Limited.**

- 1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 53rd Annual General Meeting.
- 2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 53rd Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.
- 3) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I was also appointed as Scrutinizer to scrutinize the voting by means of Ballot at the 53rd Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 53rd AGM of the Shareholders of the Company, held on Friday, the 24th August, 2018.
- 4) M/s. Karvy Computershare Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of the shareholders eligible for voting.
- 5) My responsibility as a scrutinizer for voting on Ballot, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 53rd AGM of the Company.
- 6) Based on the reports generated from the e-voting system provided by M/s. Karvy Computershare Pvt. Ltd. and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under:






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Resolution No. 1: Ordinary Resolution: Adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	997	2842920613	99.975	8	702780	0.025	38	31436162
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1099	2843177025	99.975	9	703380	0.025	38	31436162

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: Confirmation to the payment of First Interim Dividend of Rs.21.20 per Equity Share for the financial year ended March 31, 2018; and (b) To confirm the payment of Preference Dividend @ 7.5% on Non-cumulative Non-convertible Redeemable Preference Shares for the financial year ended March 31, 2018.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	1020	2901667714	100	8	964	Negligible	17	702692
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1122	2901924126	99.999	9	1564	Negligible	17	702692

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution: Appointment of Mr. G.R. Arun Kumar (DIN: 01874769), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	996	288520975	99.547	28	13132110	0.453	21	718285
Ballot	101	256312	99.728	2	700	0.272	0	0
Combined	1097	2888777287	99.547	30	13132810	0.453	21	718285

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.



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Resolution No. 4: Ordinary Resolution: Re-appointment of Mr. Navin Agarwal (DIN: 00006303) as the Whole-time Director of the Company for a period of 5 years with effect from August 01, 2018.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	922	2848692001	98.175	101	52960785	1.825	24	718584
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1024	2848948413	98.175	102	52961385	1.825	24	718584

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 5: Special Resolution: Re-appointment of Ms. Lalita D. Gupte (DIN: 00043559) as an Independent Director for a second and final term effective from January 29, 2018 to August 10, 2021.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	917	2838077468	97.809	108	63575604	2.191	21	718298
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1019	2838333880	97.809	109	63576204	2.191	21	718298

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 6: Special Resolution: Re-appointment of Mr. Ravi Kant (DIN: 00016184) as an Independent Director for a second and final term effective from January 29, 2018 to May 31, 2019.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	992	2888654850	99.552	30	12998098	0.448	23	718422
Ballot	99	253417	98.601	4	3595	1.399	0	0
Combined	1091	2888908267	99.552	34	13001693	0.448	23	718422

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 7: Ordinary Resolution: Appointment of Mr. U.K. Sinha (DIN: 00010336) as an Independent Director for a term effective from March 13, 2018 till August 10, 2021.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	1000	2901647047	100	21	6939	Negligible	24	717384
Ballot	100	253517	98.640	3	3495	1.360	0	0
Combined	1100	2901900564	100	24	10434	Negligible	24	717384



: 4 :

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 8: Ordinary Resolution: Re-appointment of Mr. Tarun Jain (DIN: 00006843) as the Whole-time Director of the Company for a period of April 1, 2018 to March 31, 2019.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	998	2889483031	99.581	26	12169959	0.419	21	718380
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1100	2889739443	99.581	27	12170559	0.419	21	718380

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 9: Ordinary Resolution: To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2019.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	994	2896103629	99.809	29	5551391	0.191	22	716350
Ballot	102	256412	99.767	1	600	0.233	0	0
Combined	1096	2896360041	99.809	30	5551991	0.191	22	716350

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 10: Special Resolution: Offer / invitation to subscribe the Non-Convertible Debentures or other Debt Securities upto Rs.20,000 crore on a Private Placement basis.

	In favour of the Resolution			Against the Resolution			Abstain	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ votes
E-voting	993	2901727965	100	35	11017	Negligible	18	632388
Ballot	100	256452	99.782	3	560	0.218	0	0
Combined	1093	2901984417	100	38	11577	Negligible	18	632388

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

7) Out of 107, 2 ballot papers were found invalid.



..5/

UPENDRA SHUKLA

: 5 :

- 8) It is specifically pointed-out that in case of e-voting some of the shareholders partially cast their votes in favour and partially against the resolution.
- 9) A list of Equity Shareholders, who voted through e-voting and through Ballot is kept ready for handing over to the Company Secretary.
- 10) Ballot papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary.

Thanking you,



Yours faithfully,

A handwritten signature in blue ink, appearing to be "U.C. Shukla".

(U.C. SHUKLA)

Dated: August 24, 2018
Place: Mumbai



A handwritten signature in blue ink, appearing to be "Anura Halwaniya".

SUMMARY OF PROCEEDINGS OF THE 53RD ANNUAL GENERAL MEETING OF VEDANTA LIMITED ('THE COMPANY') HELD ON FRIDAY, AUGUST 24, 2018

The 53rd Annual General Meeting (AGM) of the Members of the Company was held on **Friday, August 24, 2018 at 10.30 a.m.** at 'Rangsharda Auditorium, K C Marg, Bandra Reclamation, Bandra (West), Mumbai - 400 050'. The meeting started with the briefing on the safety arrangements.

Mr. Navin Agarwal, Chairman of the Board, chaired the meeting.

As per the records of attendance, 196 members including 5 members by proxy were present. The requisite quorum being present, the Chairman called the Meeting to order.

All the Members of the Board of the Company attended the meeting. The Chairman introduced the Board of Directors on the dais and informed the Members that the statutory registers under the Companies Act, 2013 and other documents as referred in the AGM Notice were available for inspection by the members at the meeting.

It was further informed that there were no qualifications in the Auditors' Report on the Financial Statements and the report of Secretarial Auditors of the Company. The Notice and the Auditors Report were taken as read with the permission of the members present and thereafter the Chairman addressed the Members.

The Chairman apprised the Members that the Company had provided a facility for raising queries through online portal and then, invited the Members for asking any further queries/ concerns on the Company's accounts and businesses. All the queries raised were responded to the satisfaction of the members.

The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. The e-voting period commenced on Tuesday, August 21, 2018 (9:00 am IST) and ended on Thursday, August 23, 2018 (5:00 pm IST). Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes, through physical ballot paper at the meeting, under the supervision and guidance of the Scrutinizer, Mr. Shukla, Practicing Company Secretary, appointed for the fair and transparent conduct of the Ballot Process.

The Chairman announced that the results of the voting (both remote e-voting and through ballot paper at the AGM) along with Proceedings and Scrutinizer's Report would be declared within the timelines prescribed under law and authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

The following items of business, as set out in the AGM Notice dated July 13, 2018, were transacted at the meeting:

S.NO.	ITEM TRANSACTED	RESOLUTION
ORDINARY BUSINESS		
1.	To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon.	Ordinary
2.	To confirm the payment of First Interim Dividend of ₹ 21.20 per equity share for the financial year ended March 31, 2018; To confirm the payment of Preference Dividend @7.5% on Non-Cumulative Non-Convertible Redeemable Preference shares for the financial year ended March 31, 2018	Ordinary

VEDANTA LIMITED

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www.vedantalimited.com

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

CIN: L13209MH1965PLC291394



3.	To appoint Mr. GR Arun Kumar (DIN:01874769), who retires by rotation and being eligible, offers himself for re-appointment as a Director	Ordinary
SPECIAL BUSINESS		
4.*	To consider re-appointment of Mr. Navin Agarwal (DIN: 00006303) as the Whole-Time Director of the Company for a period of 5 years w.e.f August 01, 2018	Ordinary
5.	To consider re-appointment of Ms. Lalita D. Gupte (DIN:00043559) as an Independent Director for a second and final term effective from January 29, 2018 to August 10, 2021	Special
6.	To consider re-appointment of Mr. Ravi Kant (DIN:00016184) as an Independent Director for a second and final term effective from January 29, 2018 to May 31, 2019	Special
7.	To consider appointment of Mr. U. K. Sinha (DIN:00010336) as an Independent Director for a term effective from March 13, 2018 till August 10, 2021	Ordinary
8.	To consider re-appointment of Mr. Tarun Jain (DIN:00006843) as Whole-Time Director of the Company for the period April 1, 2018 to March 31, 2019	Ordinary
9.	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2019	Ordinary
10.	To approve offer or invitation to subscribe the Non- Convertible Debentures or other Debt Securities upto ₹ 20,000 crore on a Private Placement basis	Special

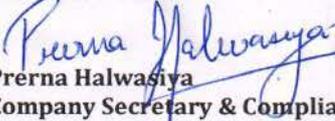
**Mr. Agarwal being interested in this resolution, requested Mr. Aman Mehta, Chairman of Nomination and Remuneration Committee to conduct the proceedings for this resolution.*

The Chairman extended his gratitude and appreciation to the shareholders for their valued trust and association and requested them to continue voting.

All resolutions for consideration at the 53rd AGM, as set out in the Notice dated July 13, 2018, have been passed by the Members with requisite majority through remote e-voting and ballot paper at the AGM Venue.

This is for your information and records.

For Vedanta Limited


Purna Halwasia
 Company Secretary & Compliance Officer



VEDANTA LIMITED

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