

August 14, 2026

The General Manager,
Department of Corporate Services,
BSE Limited, P.J. Towers, Dalal Street,
Mumbai - 400 001

Ref: Application seeking approval under Regulations 37 and 59A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, ("SEBI Listing Regulations") for the Scheme of Arrangement between Vedanta Limited ("Demerged Company" or "Company" or "VEDL") and Vedanta Property Platforms Limited ("Resulting Company" or "VPPL") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Scheme")

In connection with the above application, we hereby confirm that:

- a. The Demerged Company, its promoters or directors have never been declared as wilful defaulter as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks.
- b. None of the promoters or directors of the companies involved in the Scheme is a fugitive economic offender.
- c. The Demerged Company, its promoters or directors have not been directly or indirectly, debarred from accessing the capital market or have not been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities. However, certain proceedings are currently pending against: (i) the Demerged Company before the Bombay High Court; and (ii) Navin Agarwal and Priya Agarwal Hebbar, directors of the Demerged Company, before the Securities Appellate Tribunal ("SAT"). In connection with these proceedings, orders restricting access to the capital markets ("**Relevant Orders**") were passed against the relevant parties, which have been stayed / overruled. The details regarding the proceedings and the Relevant Orders are set out below:
 - (i) Order against Sterlite Industries India Limited (now merged with the Demerged Company)
SEBI issued a show cause notice to Sterlite Industries India Limited (merged with Vedanta Limited) ("**SIIL**") to show cause as to why it should not proceed against SIIL under Section 24 read with Section 27 of the SEBI Act, 1992 for alleged violation of regulation 4(a) and 4(d) of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 1995 ("**Alleged Violations**"). SIIL replied to the show cause notice. Thereafter, the Chairman of SEBI passed an order dated April 19, 2001, prohibiting SIIL from accessing the capital markets for a period of two years and ordering prosecution proceedings for the Alleged Violations ("**Impugned Order**"). Accordingly, SEBI proceeded to file a criminal complaint before the 8th Additional Chief Metropolitan Magistrate's Court at Esplanade Mumbai ("**Trial Court**"). SIIL filed an appeal before the SAT against the Impugned Order. The Impugned Order was subsequently overruled by the SAT vide an order dated October 22, 2001, on the basis that inter alia there was insufficient material evidence to establish that SIIL had, directly or indirectly, engaged in market manipulation and allowed the appeal filed by SIIL ("**SAT Order**"). SEBI filed an appeal before the High Court of Judicature at Bombay ("**Bombay High Court**") against SIIL, its Director, Anil Agarwal and others ("**Accused**") challenging the SAT Order which is currently pending. SIIL filed a criminal application before the Bombay High Court to stay the criminal proceedings initiated by SEBI through its criminal complaint since the Impugned Order was set aside by SAT. The Bombay High Court *inter alia* vide an order dated November 22, 2006 admitted the application and granted an interim stay on the criminal proceedings. As per the amendment to the SEBI Act, 1992 through the Securities Law (Amendment) Act, 2014, the jurisdiction of the matter has been

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
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CIN: I13209MH1965PI C291394



transferred from the Trial Court to the sessions court. The aforementioned interim stay on the criminal proceedings granted by the Bombay High Court continues to be in force as on date. The matter is currently pending.

(ii) Order against Navin Agarwal and Priya Agarwal Hebbar

Cairn UK Holdings Limited ("CUHL") filed a complaint on the SEBI complaint redress system ("**Complaint**") alleging non-payment of dividend amounting to ₹3,406.50 million by Cairn India Limited (now merged with Vedanta Limited) ("CIL") in respect of the equity shares held by CUHL in CIL. SEBI disposed of the Complaint on the ground that the unpaid dividends had been paid to the Government of India pursuant to the recovery notice issued by the Deputy Commissioner of Income Tax and the said matter was pending before the relevant income tax authorities. CUHL filed an appeal before the Securities Appellate Tribunal ("**SAT**") challenging the disposal of the Complaint by SEBI. Subsequently, the SAT directed SEBI to reconsider the Complaint for violation of provisions of the Companies Act, 2013 and SEBI Listing Regulations for non-payment of dividends. Basis re-examination, SEBI disposed of the Complaint on the ground that *inter alia* there was absence of *mens rea* on the part of CIL, which is required to constitute an offence under Section 127 of the Companies Act, 2013 ("**Disposal of Complaint**"). CUHL challenged the Disposal of Complaint before the SAT. The SAT observed that a prima-facie case was made out by CUHL and directed SEBI to investigate the alleged violations of the Companies Act, 2013 and SEBI Listing Regulations within six months ("**SAT Order**"). SEBI filed an appeal before the Supreme Court and the Supreme Court upheld the SAT Order and extended the time for completing the enquiry. Thereafter, SEBI issued a show cause notice to Vedanta Limited, its Directors, Navin Agarwal and Priya Agarwal Hebbar and others (collectively, "**Parties**") to show cause as to why suitable directions should not be initiated for *inter alia* alleged violations of certain provisions of the Companies Act, 2013 and SEBI Listing Regulations for non-payment of dividend. Pursuant to an order ("**Order**"), SEBI directed Vedanta Limited to pay CUHL ₹776.3 million, that is simple interest at the rate of 18% per annum for delayed payment of dividend, due and payable to CUHL within 45 days of the Order and pursuant to its directions *inter alia* (a) restrained Vedanta Limited's Director, Navin Agarwal and certain others from accessing the securities market and further prohibited from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with securities market in any manner, whatsoever, for a period of two months from the date of the Order; and (b) restrained Vedanta Limited's Director, Priya Agarwal Hebbar and certain others from accessing the securities market and further prohibited from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with securities market for a period of one month from the date of the Order. Aggrieved by the Order, the Parties filed an appeal before SAT and subsequently, SAT granted a stay on the effect and operation of the Order subject to payment of 50% of the interest amount by Vedanta Limited to CUHL. The aforesaid payment of 50% of the interest amount was deposited by Vedanta Limited. The matter is currently pending before SAT.

- d. The Demerged Company, its promoters or directors do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognised stock exchange.

For Vedanta Limited



Purna Halwasiya
Company Secretary & Compliance Officer
ACS: 20856



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In connection with the above application, we hereby confirm that:

- a. The Resulting Company, its promoters or directors have never been declared as wilful defaulter as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks.
- b. None of the promoters or directors of the companies involved in the Scheme is a fugitive economic offender.
- c. The Resulting Company, its promoters or directors have not been directly or indirectly, debarred from accessing the capital market or have not been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities. However, certain proceedings are currently pending against the Demerged Company, promoter of the Resulting Company, before the Bombay High Court, in which an order restricting access to the capital markets ("**Relevant Order**") was passed against Sterlite Industries India Limited (now merged with the Demerged Company), which has been overruled by Securities Appellate Tribunal ("**SAT**"). The details regarding the proceedings and the Relevant Order are set out below:

- (i) Order against Sterlite Industries India Limited (now merged with the Demerged Company)

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VEDANTA PROPERTY PLATFORMS LIMITED

REGISTERED OFFICE: Vedanta Property Platforms Limited, C-103, Atul Projects, Corporate Avenue, Chakala MIDC, Mumbai, Maharashtra, India – 400093 | T +91 22 6643 4500

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vide an order dated November 22, 2006 admitted the application and granted an interim stay on the criminal proceedings. As per the amendment to the SEBI Act, 1992 through the Securities Law (Amendment) Act, 2014, the jurisdiction of the matter has been transferred from the Trial Court to the sessions court. The aforementioned interim stay on the criminal proceedings granted by the Bombay High Court continues to be in force as on date. The matter is currently pending.

- d. The Resulting Company, its promoters or directors do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognised stock exchange.

For Vedanta Property Platforms Limited



Mansi Dhiman
Non-Executive Director
DIN: 07597797

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To
Manager-Listing Compliance
National Stock Exchange of India Limited,
'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

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application and granted an interim stay on the criminal proceedings. As per the amendment to the SEBI Act, 1992 through the Securities Law (Amendment) Act, 2014, the jurisdiction of the matter has been transferred from the Trial Court to the sessions court. The aforementioned interim stay on the criminal proceedings granted by the Bombay High Court continues to be in force as on date. The matter is currently pending.

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For Vedanta Limited


Purna Halwasiya
Company Secretary & Compliance Officer
ACS: 20856



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National Stock Exchange of India Limited,
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the Bombay High Court to stay the criminal proceedings initiated by SEBI through its criminal complaint since the Impugned Order was set aside by SAT. The Bombay High Court inter alia vide an order dated November 22, 2006 admitted the application and granted an interim stay on the criminal proceedings. As per the amendment to the SEBI Act, 1992 through the Securities Law (Amendment) Act, 2014, the jurisdiction of the matter has been transferred from the Trial Court to the sessions court. The aforementioned interim stay on the criminal proceedings granted by the Bombay High Court continues to be in force as on date. The matter is currently pending.

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For Vedanta Property Platforms Limited



Mansi Dhiman
Non-Executive Director
DIN: 07597797

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