

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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
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

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 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	NA		01-04-2020				2	0	0	0		
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961	NA		17-08-2013	01-08-2018			2	0	0	0		
3	Mr	GR Arun Kumar	ADJPA2469F	01874769	Executive Director	Not Applicable		29-06-1971	NA		22-11-2016	22-11-2019			1	0	1	0		
4	Mr	Mahendra Kumar Sharma	AAPPS4589K	00327684	Non-Executive - Independent Director	Not Applicable		04-05-1947	NA		01-06-2019			22	5	4	7	5		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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 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	K Venkataramanan	AABPV8512F	00001647	Non-Executive - Independent Director	Not Applicable		11-12-1944	Yes	06-12-2019	01-04-2017	01-04-2020		48	3	3	4	0		
6	Mr	Upendra Kumar Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	NA		13-03-2018			36	4	4	5	3		
7	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989	NA		17-05-2017	17-05-2020			1	0	0	0		
8	Ms	Padmini Somani	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975	NA		05-02-2021			1	2	1	1	0		

Text Block

Textual Information(1)

1. Ms. Padmini Somani has been appointed as an Additional Director designated as Non-Executive Independent Director for a 1st term of 2 years w.e.f. 05.02.2021 till 04.02.2023 subject to approval of shareholders at the next Annual General Meeting. Tenure of Ms. Somani till the end of quarter is 1 month and 27 days.
2. Mr. K Venkataramanan ceased to be the Non-Executive Independent Director of the Company w.e.f. close of business hours on 31.03.2021 upon completion of his 2nd and final term. Tenure of Mr. Venkataramanan till the date of his cessation is 48 months.
3. Tenure of Mr. MK Sharma till the end of quarter is 22 months.
4. Tenure of Mr. UK Sinha till the end of quarter is 36 months and 19 days.
5. The Board of Directors in its meeting dated 31.03.2021 has appointed Mr. Dindayal Jalan as an Additional Director designated as Non-Executive Independent Director for a 1st term of 2 years w.e.f. 01.04.2021 till 31.03.2023 subject to approval of shareholders at the next Annual General Meeting.
6. Mr. GR Arun Kumar has resigned from the position of Whole-Time Director and Chief Financial Officer and the Board in its meeting dated 31.03.2021 noted that Mr. Kumar shall be relieved from the position w.e.f. close of business hours on 24.04.2021.
7. The Board in its meeting dated 31.03.2021 has appointed Mr. Sunil Duggal, Chief Executive Officer, as an Additional Director designated as Whole-Time Director and CEO & KMP of the Company w.e.f. 25.04.2021 till 31.07.2023 subject to approval of shareholders at the next Annual General Meeting.

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 Management 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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	01-06-2019		Textual Information(1)
2	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
3	00001647	K Venkataramanan	Non-Executive - Independent Director	Member	07-11-2020		Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Sharma was appointed as Member of the Audit and Risk Management Committee w.e.f. 01.06.2019. He has been designated as the Chairperson w.e.f. 07.11.2020.
Textual Information(2)	Mr. Venkataramanan ceased to be Member of Audit and Risk Management Committee w.e.f. close of business hours on 31.03.2021 pursuant to completion of term.

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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	01-06-2019		Textual Information(2)
3	00001647	K Venkataramanan	Non-Executive - Independent Director	Member	07-11-2020		Textual Information(3)
4	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.
Textual Information(2)	Mr. Sharma was appointed as member of Nomination and Remuneration Committee w.e.f. 01.06.2019. He was designated as Chairperson w.e.f. 27.05.2020 and redesignated as Member w.e.f. 07.11.2020.
Textual Information(3)	Mr. Venkataramanan ceased to be Member of Nomination and Remuneration Committee w.e.f. close of business hours on 31.03.2021 pursuant to completion of term.

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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00001647	K Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		Textual Information(2)
3	01874769	GR Arun Kumar	Executive Director	Member	12-07-2017		
4	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	07-11-2020		

Sr Text Block

Textual Information(1)	Mr. Sinha was appointed as member of Stakeholder Relationship Committee w.e.f. 28.03.2018 and redesignated as Chairperson w.e.f. 07.11.2020.
Textual Information(2)	Mr. Venkataramanan ceased to be Member of Stakeholder Relationship Committee w.e.f. close of business hours on 31.03.2021 pursuant to completion of term.

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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	01-06-2019		Textual Information(1)
2	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
3	00001647	K Venkataramanan	Non-Executive - Independent Director	Member	07-11-2020		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Sharma was appointed as Member of Audit and Risk Management Committee w.e.f. 01.06.2019. He was designated as Chairperson w.e.f. 07.11.2020.
Textual Information(2)	Mr. Venkataramanan ceased to be Member of Audit and Risk Management Committee w.e.f. close of business hours on 31.03.2021 pursuant to completion of term.

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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	01-06-2019		
2	00001647	K Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		Textual Information(1)
3	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
4	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
5	00046486	Padmini Somani	Non-Executive - Independent Director	Member	05-02-2021		

Sr Text Block

Textual Information(1)

Mr. Venkataramanan ceased to be Member of Corporate Social Responsibility Committee w.e.f. close of business hours on 31.03.2021 pursuant to completion of term.

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	03-10-2020				Yes	8	4
2	20-10-2020		16		Yes	8	4
3	06-11-2020		16		Yes	8	4
4		12-01-2021	66		Yes	7	3
5		29-01-2021	16		Yes	7	3
6		31-03-2021	60		Yes	8	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	03-10-2020				Yes	3	3
2	Audit Committee	05-11-2020	32			Yes	3	3
3	Audit Committee	28-01-2021	83			Yes	3	3
4	Audit Committee	31-03-2021	61			Yes	3	3
5	Nomination and remuneration committee	06-11-2020				Yes	4	3
6	Nomination and remuneration committee	29-01-2021	83			Yes	4	3

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Nomination and remuneration committee	31-03-2021	60			Yes	4	3
8	Stakeholders Relationship Committee	05-11-2020				Yes	4	3
9	Corporate Social Responsibility Committee	28-01-2021				Yes	4	3

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 500 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

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.vedantalimited.com
2	Terms and conditions of appointment of independent directors	Yes		www.vedantalimited.com
3	Composition of various committees of board of directors	Yes		www.vedantalimited.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.vedantalimited.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vedantalimited.com
6	Criteria of making payments to non-executive directors	Yes		www.vedantalimited.com
7	Policy on dealing with related party transactions	Yes		www.vedantalimited.com
8	Policy for determining 'material' subsidiaries	Yes		www.vedantalimited.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.vedantalimited.com

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vedantalimited.com
11	email address for grievance redressal and other relevant details	Yes		www.vedantalimited.com
12	Financial results	Yes		www.vedantalimited.com
13	Shareholding pattern	Yes		www.vedantalimited.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.vedantalimited.com
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.vedantalimited.com
16	New name and the old name of the listed entity	Yes		www.vedantalimited.com
17	Advertisements as per regulation 47 (1)	Yes		www.vedantalimited.com
18	Credit rating or revision in credit rating obtained	Yes		www.vedantalimited.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.vedantalimited.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.vedantalimited.com
21	Materiality Policy as per Regulation 30	Yes		www.vedantalimited.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.vedantalimited.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.vedantalimited.com

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Prerna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
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	07-04-2021