

**Vedanta Resources Ltd.**

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**Date:** December 18, 2021

**BSE Limited**

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**National Stock Exchange of India Limited**

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**Vedanta Limited**

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**E-mail:** [comp.sect@vedanta.co.in](mailto: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")**

We refer to Vedanta Resources Limited's ("VRL") earlier disclosures relating to creation of encumbrance (as defined under Chapter V of the Takeover Regulations) over the equity shares of Vedanta Limited ("VEDL"). One of VRL's subsidiaries, namely Vedanta Holdings Mauritius II Limited ("VHML II"), acquired 170,116,200 equity shares of VEDL (representing 4.58% of the equity share capital of VEDL) from VRL's other subsidiary namely, Finsider International Company Limited ("FIL"), on December 16, 2021 pursuant to *inter se* transfers through block deal on the stock exchange in compliance with applicable exemptions from making an open offer available under Regulation 10(1)(a)(iii) of the Takeover Regulations (such transfers "**Inter Se Transfers**"). The shareholding details of VHML II and FIL pre and post Inter Se Transfers is as follows:

Sr. No.	Name	Shareholding pre Inter Se Transfers	Shareholding post Inter Se Transfers
1	VHML II	210,445,341 equity shares (5.66%)	380,561,541 equity shares (10.24%)
2	FIL	401,496,480 equity shares (10.80%)	231,380,280 equity shares (6.22%)

While the Inter Se Transfers have resulted in change in details of shareholding held by the aforementioned subsidiaries, there is no change in the terms and conditions of the encumbrances as disclosed earlier. To further clarify, no fresh encumbrance is being created and only the pre and post holdings of VHML II and FIL have changed pursuant to the Inter Se Transfers.

Considering the above, the disclosure in the format specified by Securities and Exchange Board of India's ("**SEBI**") circular dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015, has been enclosed after incorporating the change in shareholding details pursuant to the Inter Se Transfer. For completeness, the disclosure required in terms of SEBI circular dated August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90, is also enclosed.

Kindly take the above on record.

Thanking you,  
Yours faithfully

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

**Authorised Signatory**



**Vedanta Resources Ltd.**

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**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

**ANNEXURE – I**

<b>Disclosure by the Promoters to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulations 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</b>	
Name of the Target Company (TC)	Vedanta Limited ("VEDL")
Names of the stock exchanges where the shares of the target company are listed	BSE Limited and National Stock Exchange of India Limited
Date of reporting	December 18, 2021
Names of the promoters or PAC on whose shares encumbrance has been created/ released/ invoked	1. TWIN STAR HOLDINGS LIMITED 2. FINSIDER INTERNATIONAL COMPANY LIMITED 3. WESTGLOBE LIMITED 4. WELTER TRADING LIMITED 5. VEDANTA HOLDINGS MAURITIUS LIMITED 6. VEDANTA HOLDINGS MAURITIUS II LIMITED 7. VEDANTA NETHERLAND INVESTMENT BV
Details of the creation of encumbrance:	

Name of the promoter(s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)]-/ release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favour shares encumbered ***	Number	% of total share capital
Pravin Agarwal	18,660	0	Nil	Nil	-	-	-	-	-	-	-	-	-
Suman Didwania	87,696	0	Nil	Nil	-	-	-	-	-	-	-	-	-
Ankit Agarwal	36,300	0	Nil	Nil	-	-	-	-	-	-	-	-	-
Sakshi Mody	18,000	0	Nil	Nil	-	-	-	-	-	-	-	-	-
Anil Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedvati Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Navin Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Kiran Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Agnivesh Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Priya Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Pratik Agarwal	-	-	-	-	-	-	-	-	-	-	-	-	-
Hare Krishna Packaging Private Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Sterlite Metals Rolling Mills Private Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Limited	-	-	-	-	-	-	-	-	-	-	-	-	-

Name of the promoter(s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)]-/- release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favour shares encumbered ***	Number	% of total share capital
Finsider International Company Limited	231,380,280	6.22	231,380,280	6.22	Fresh encumbrance has not been created and only the pre and post holdings of Vedanta Holdings Mauritius II Limited and Finsider International Company Limited have changed pursuant to the Inter Se Transfers. Please refer to the <b>Note</b> below.							231,380,280	6.22
Westglobe Limited	44,343,139	1.19	44,343,139	1.19								44,343,139	1.19
Welter Trading Limited	3,82,41,056	1.03	3,82,41,056	1.03								3,82,41,056	1.03
Vedanta Holdings Mauritius II Limited	380,561,541	10.24	380,561,541	10.24								380,561,541	10.24
Vedanta Holdings Mauritius Limited	107,342,705	2.89	107,342,705	2.89								107,342,705	2.89
Twinstar Holdings Limited	1,724,805,858	46.40	1,724,805,858	46.40								1,724,805,858	46.40
Vedanta Netherland Investment BV	63,514,714	1.71	63,514,714	1.71								63,514,714	1.71
Vedanta UK investment Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Holdings Jersey Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Richter Holding Limited, Cyprus	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Cyprus Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Holdings Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Finance UK limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Volcan Investments Cyprus Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Finance Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Vedanta Resources Finance II Plc	-	-	-	-	-	-	-	-	-	-	-	-	-
Anil Agarwal Discretionary Trust	-	-	-	-	-	-	-	-	-	-	-	-	-
Conclave PTC Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Volcan Investments Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>2,590,349,949</b>	<b>69.69</b>	<b>2,590,189,293<sup>#</sup></b>	<b>69.68<sup>#</sup></b>	-	-	-	-	-	-	-	<b>2,590,189,293<sup>#</sup></b>	<b>69.68<sup>#</sup></b>

**#Note:** One of Vedanta Resources Limited’s (“VRL”) subsidiaries, namely Vedanta Holdings Mauritius II Limited, acquired 170,116,200 equity shares of VEDL (representing 4.58% of the equity share capital of VEDL) from VRL’s other subsidiary namely, Finsider International Company Limited, on December 16, 2021 pursuant to inter se transfers through block deal on the stock exchange in compliance with applicable exemptions from making an open offer available under Regulation 10(1)(a)(iii) of the Takeover Regulations (such transfers “**Inter Se Transfers**”). As a result of the Inter Se Transfers, the details of shareholding held aforementioned subsidiaries have changed. However, there is no change in the terms and conditions of the encumbrances as disclosed earlier and the equity shares held by VRL and its subsidiaries continue to remain encumbered in favour of the following parties:

1. Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 (“**2020 Bonds**”) issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020, December 29, 2020, April 19, 2021 and November 25, 2021.
2. OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 (“**Notes**”) by Vedanta Holdings Mauritius II Limited. Refer to previous disclosures dated December 28, 2020, April 19, 2021 and November 25, 2021. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 (as reported in disclosure dated February 26, 2021).
3. First Abu Dhabi Bank PJSC, as facility agent on behalf of the Finance Parties (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdings Mauritius Limited. Refer to previous disclosures dated February 26, 2021, April 19, 2021 and November 25, 2021.
4. Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000,000, 8.95% guaranteed senior bonds due 2025 (“**2021 Bonds**”) issued by Vedanta Resources Finance II plc on March 11, 2021. Refer to previous disclosures dated March 15, 2021, April 19, 2021 and November 25, 2021.
5. Deutsche Bank A.G., Singapore Branch, as agent on behalf of the finance parties (as disclosed in the disclosure dated June 4, 2021) in relation to the following facility agreements:
  - facility agreement dated April 7, 2021 in relation to facility of an aggregate amount of US \$100,000,000 availed by Twin Star Holdings Limited.
  - facility agreement dated June 2, 2021 in relation to facility of an aggregate amount of US \$180,000,000 availed by Twin Star Holdings Limited.
 Refer to previous disclosures dated June 4, 2021 and November 25, 2021.
6. Madison Pacific Trust Limited, as facility agent on behalf of the finance parties (as disclosed in the disclosure dated November 24, 2021) in relation to the following facility agreements:
  - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 400,000,000.
  - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 150,000,000.
  - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 250,000,000.
 Refer to previous disclosures dated November 24, 2021 and November 25, 2021.

**Signature of the Authorized Signatory**



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

**Place: London, UK**

**Date: December 18, 2021**

\*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 irrespective of whether they are reporting on the date of event or not.

\*\* 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.

**ANNEXURE - II**

**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 and National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	1. TWIN STAR HOLDINGS LIMITED 2. FINSIDER INTERNATIONAL COMPANY LIMITED 3. WESTGLOBE LIMITED 4. WELTER TRADING LIMITED 5. VEDANTA HOLDINGS MAURITIUS LIMITED 6. VEDANTA HOLDINGS MAURITIUS II LIMITED 7. VEDANTA NETHERLAND INVESTMENT BV
Total promoter shareholding in the listed company	No. of shares: 2,590,349,949 % of total share capital: 69.69%
Encumbered shares as a % of promoter shareholding	99.99%
Whether encumbered share is 50% or more of promoter shareholding	YES / <del>NO</del>
Whether encumbered share is 20% or more of total share capital	YES / <del>NO</del>

**DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE**

		<b>Encumbrance 1</b> (Date of creation of encumbrance: Dec 21, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 2</b> (Date of creation of encumbrance: Dec 23, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 3</b> (Date of creation of encumbrance: Feb 24, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 4</b> (Date of creation of encumbrance: March 11, 2021, April 16, 2021 and Nov 23, 2021)	Details of subsequent encumbrances continued on page 7
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		As mentioned in the disclosures dated December 23, 2020, December 29, 2020, April 19, 2021 and November 25, 2021.	As mentioned in the disclosure dated 28 December 2020, April 19, 2021 and November 25, 2021 read with restated Annexure I disclosed on 22 February 2021.	As mentioned in the disclosure dated February 26, 2021, April 19, 2021 and November 25, 2021.	As mentioned in the disclosure dated March 15, 2021, April 19, 2021 and November 25, 2021.	
No. and % of shares encumbered		No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Citicorp International Limited (as trustee for the holders of the 2020 Bonds ( <i>defined below</i> ))	OCM Verde XI Investment Pte. Ltd. (as security agent)	First Abu Dhabi Bank PJSC (as facility agent (on behalf of finance parties as mentioned in the disclosure dated February 26, 2021))	Citicorp International Limited (as trustee for the holders of the 2021 Bonds ( <i>defined below</i> ))	
	Whether the entity X is a scheduled	<del>YES</del> / NO	<del>YES</del> / NO	YES/ <del>NO</del>	<del>YES</del> / NO	

		<b>Encumbrance 1</b> (Date of creation of encumbrance: Dec 21, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 2</b> (Date of creation of encumbrance: Dec 23, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 3</b> (Date of creation of encumbrance: Feb 24, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 4</b> (Date of creation of encumbrance: March 11, 2021, April 16, 2021 and Nov 23, 2021)	
	commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Citicorp International Limited (as trustee for the holders of the 2020 Bonds)	OCM Verde XI Investment Pte. Ltd. (as security agent) (" <b>OCM</b> ")	First Abu Dhabi Bank PJSC (on behalf of finance parties as mentioned in the disclosure dated February 26, 2021)	Citicorp International Limited (as trustee for the holders of the 2021 Bonds)	Details of subsequent encumbrances continued on page 7
	Names of all other entities in the agreement	As mentioned in the disclosure dated 23 December 2020 and 29 December 2020	As mentioned in the disclosure dated 28 December 2020	As mentioned in the disclosure dated February 26, 2021.	As mentioned in the disclosure dated March 15, 2021.	
	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	YES/ <del>NO</del> If yes, 1. <b>Name of the issuer:</b> Vedanta Resources Finance II Plc 2. <b>Details of the debt instrument:</b> US \$1,000,000,000, 13.875% Guaranteed Senior Bonds due 2024 (" <b>2020 Bonds</b> ") 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Yes, SGX-ST 4. <b>Credit Rating of the debt instrument:</b> B- by S&P 5. <b>ISIN of the instrument:</b> Regulation S Bonds: USV9667MAA00 Rule 144A Bonds: US92243XAD30	YES/ <del>NO</del> If yes, 1. <b>Name of the issuer:</b> Vedanta Holdings Mauritius II Limited (" <b>VHML II</b> ") 2. <b>Details of the debt instrument:</b> upto US\$ 1,000,000,000 notes of nominal value US \$1 (" <b>Notes</b> ") 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> No 4. <b>Credit Rating of the debt instrument:</b> Not Applicable 5. <b>ISIN of the instrument:</b> Not Applicable	YES/ <del>NO</del> : If yes, 1. <b>Name of the issuer:</b> Not applicable 2. <b>Details of the debt instrument:</b> Not applicable 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Not applicable 4. <b>Credit Rating of the debt instrument:</b> Not applicable 5. <b>ISIN of the instrument:</b> Not applicable	YES/ <del>NO</del> If yes, 1. <b>Name of the issuer:</b> Vedanta Resources Finance II Plc 2. <b>Details of the debt instrument:</b> US \$ 1,200,000,000, 8.95% percent guaranteed senior bonds due 2025 (" <b>2021 Bonds</b> ") 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Yes, SGX-ST 4. <b>Credit Rating of the debt instrument:</b> B- by S&P 5. <b>ISIN of the instrument:</b> Regulation S Bonds: USG9T27HAD62 Rule 144A Bonds: US92243XAE13	
	Security Cover/ Asset Cover	Not applicable	Not applicable	Not applicable	Not applicable	
	Amount involved	Not applicable	Not applicable	Not applicable	Not applicable	

		<b>Encumbrance 1</b> (Date of creation of encumbrance: Dec 21, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 2</b> (Date of creation of encumbrance: Dec 23, 2020, Dec 24, 2020, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 3</b> (Date of creation of encumbrance: Feb 24, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 4</b> (Date of creation of encumbrance: March 11, 2021, April 16, 2021 and Nov 23, 2021)	
	(against which shares have been encumbered) (B)					
	Ratio of A / B	Not applicable	Not applicable	Not applicable	Not applicable	
End money use of	Borrowed amount to be 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)	The funds raised will be used to fund the tender offer for any and all of Vedanta Resources Limited's ("VRL") outstanding US\$ 900 million 8.25% bonds due 2021 and any remaining proceeds shall be used to service debt of VRL, Twin Star Holdings Limited or Welter Trading Limited and/or for acquisition of equity shares of Indian Subsidiary/(ies) of VRL by Twinstar/Welter, if decided and in accordance with applicable laws.	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.	The borrower shall apply amounts borrowed by it under the Facilities towards a) funding the consideration payable for the acquisition of shares of Vedanta Limited under the voluntary open offer announced on 9 January 2021, b) payment of any fees, costs and expenses in connection with the transactions contemplated and c) any other purpose expressly agreed by the Agent (acting on the instructions of all lenders).	The proceeds of the 2021 Bonds may be used for acquisition of equity shares of Indian subsidiary/(ies) of VRL, if decided and in accordance with applicable laws. Any remaining proceeds will be used to service the existing indebtedness of identified entities belonging to the promoter and promoter group of VEDL, and (subject to certain caps) to meet expenses of such entities.	Details of subsequent encumbrances continued on page 7

Details of subsequent encumbrances have been set out in the table below.

	<b>Encumbrance 5</b> (Date of creation of encumbrance: April 7, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 6</b> (Date of creation of encumbrance: June 2, 2021 and Nov 23, 2021)	<b>Encumbrance 7</b> (Date of creation of encumbrance: Nov 22, 2021 and Nov 23, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	As mentioned in the disclosure dated June 4, 2021 and November 25, 2021.	As mentioned in the disclosure dated June 4, 2021 and November 25, 2021.	As mentioned in the disclosure dated November 24, 2021 and November 25, 2021.
No. and % of shares encumbered	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.	No. of shares: 2,590,189,293 % of total share capital: 69.68% Please refer <b>Note</b> below.



		<b>Encumbrance 5</b> (Date of creation of encumbrance: April 7, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 6</b> (Date of creation of encumbrance: June 2, 2021 and Nov 23, 2021)	<b>Encumbrance 7</b> (Date of creation of encumbrance: Nov 22, 2021 and Nov 23, 2021)
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Deutsche Bank A.G., Singapore Branch (as agent)	Deutsche Bank A.G., Singapore Branch (as agent)	Madison Pacific Trust Limited as facility agent on behalf of the finance parties.
	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.	YES/ <del>NO</del> Deutsche Bank A.G., Singapore Branch (as agent).	YES/ <del>NO</del> Deutsche Bank A.G., Singapore Branch (as agent).	<del>YES</del> / NO Madison Pacific Trust Limited as facility agent on behalf of the finance parties
	Names of all other entities in the agreement	As mentioned in the disclosure dated June 4, 2021.	As mentioned in the disclosure dated June 4, 2021.	As mentioned in the disclosure dated Nov 24, 2021.
	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	<del>YES</del> / NO: If yes, 1. <b>Name of the issuer:</b> Not applicable 2. <b>Details of the debt instrument:</b> Not applicable 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Not applicable 4. <b>Credit Rating of the debt instrument:</b> Not applicable 5. <b>ISIN of the instrument:</b> Not applicable	<del>YES</del> / NO: If yes, 1. <b>Name of the issuer:</b> Not applicable 2. <b>Details of the debt instrument:</b> Not applicable 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Not applicable 4. <b>Credit Rating of the debt instrument:</b> Not applicable 5. <b>ISIN of the instrument:</b> Not applicable	<del>YES</del> / NO: If yes, 1. <b>Name of the issuer:</b> Not applicable 2. <b>Details of the debt instrument:</b> Not applicable 3. <b>Whether the debt instrument is listed on stock exchanges?:</b> Not applicable 4. <b>Credit Rating of the debt instrument:</b> Not applicable 5. <b>ISIN of the instrument:</b> Not applicable
Security Cover/ Asset Cover	Value of shares on the date of event / agreement (A)	Not applicable	Not applicable	Not applicable
	Amount involved (against which shares have been encumbered) (B)	Not applicable	Not applicable	Not applicable
	Ratio of A / B	Not applicable	Not applicable	Not applicable

		<b>Encumbrance 5</b> (Date of creation of encumbrance: April 7, 2021, April 16, 2021 and Nov 23, 2021)	<b>Encumbrance 6</b> (Date of creation of encumbrance: June 2, 2021 and Nov 23, 2021)	<b>Encumbrance 7</b> (Date of creation of encumbrance: Nov 22, 2021 and Nov 23, 2021)
End money use of	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(c) Any other reason (please specify)</p>	The borrower shall apply the amounts borrowed by it under the facilities towards a) acquisition of equity shares of VEDL, b) servicing of existing financial indebtedness of identified entities belonging to the promoter and promoter group of VEDL, and c) payment of fees, costs and expenses incurred in connection with the facilities.	The borrower shall apply the amounts borrowed by it under the facility towards a) servicing of existing financial indebtedness of identified entities belonging to the promoter and promoter group of VEDL, and b) payment of fees, costs and expenses incurred in connection with the facility.	The proceeds of the facility agreements shall be utilized by Promoter Group Entities for a) funding the consideration payable for the acquisition of shares of VEDL b) payment of any fees, costs and expenses in connection with the acquisition and c) any other purpose expressly agreed by the Agent (acting on the instructions of all lenders).

**Note:** One of Vedanta Resources Limited’s (“VRL”) subsidiaries, namely Vedanta Holdings Mauritius II Limited, acquired 170,116,200 equity shares of VEDL (representing 4.58% of the equity share capital of VEDL) from VRL’s other subsidiary namely, Finsider International Company Limited, on December 16, 2021 pursuant to inter se transfers through block deal on the stock exchange in compliance with applicable exemptions from making an open offer available under Regulation 10(1)(a)(iii) of the Takeover Regulations (such transfers “**Inter Se Transfers**”). As a result of the Inter Se Transfers, the details of shareholding held aforementioned subsidiaries have changed. However, there is no change in the terms and conditions of the encumbrances as disclosed earlier and the equity shares held by VRL and its subsidiaries continue to remain encumbered in favour of the following parties:

1. Citicorp International Limited, acting as trustees for holders of US\$1,000,000,000 13.875% guaranteed senior bonds due 2024 (“**2020 Bonds**”) issued by Vedanta Resources Finance II PLC on December 21, 2020. Refer to previous disclosures dated December 23, 2020, December 29, 2020, April 19, 2021 and November 25, 2021.
2. OCM Verde XI Investment Pte. Ltd., in connection with the subscription agreement dated December 23, 2020 for issue of US \$ 400,000,000 notes of nominal value US \$1 (“**Notes**”) by Vedanta Holdings Mauritius II Limited. Refer to previous disclosures dated December 28, 2020, April 19, 2021 and November 25, 2021. This facility was increased to US\$ 1,000,000,000 notes of nominal value US \$1 (as reported in disclosure dated February 26, 2021).
3. First Abu Dhabi Bank PJSC, as facility agent on behalf of the Finance Parties (as defined in the disclosure dated February 26, 2021) under the facility agreement dated February 24, 2021 in relation to facility of an aggregate amount of US \$ 350,000,000 availed by Vedanta Holdings Mauritius Limited. Refer to previous disclosures dated February 26, 2021, April 19, 2021 and November 25, 2021.
4. Citicorp International Limited, acting as trustees for holders of US \$ 1,200,000,000, 8.95% guaranteed senior bonds due 2025 (“**2021 Bonds**”) issued by Vedanta Resources Finance II plc on March 11, 2021. Refer to previous disclosures dated March 15, 2021, April 19, 2021 and November 25, 2021.
5. Deutsche Bank A.G., Singapore Branch, as agent on behalf of the finance parties (as disclosed in the disclosure dated June 4, 2021) in relation to the following facility agreements:
  - facility agreement dated April 7, 2021 in relation to facility of an aggregate amount of US \$100,000,000 availed by Twin Star Holdings Limited.
  - facility agreement dated June 2, 2021 in relation to facility of an aggregate amount of US \$180,000,000 availed by Twin Star Holdings Limited.

Refer to previous disclosures dated June 4, 2021 and November 25, 2021.

6. Madison Pacific Trust Limited, as facility agent on behalf of the finance parties (as disclosed in the disclosure dated November 24, 2021) in relation to the following facility agreements:
- facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 400,000,000.
  - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 150,000,000.
  - facility agreement dated November 22, 2021 in relation to facility of an aggregate amount of US \$ 250,000,000.
- Refer to previous disclosures dated November 24, 2021 and November 25, 2021.

**To clarify, please note that no fresh encumbrance is being created and only the pre and post holdings of Vedanta Holdings Mauritius II Limited, Finsider International Company Limited have changed pursuant to the Inter Se Transfers.**

**Signature of the Authorized Signatory**  
**For and on behalf of Vedanta Resources Limited and its subsidiaries**



**Place: London, UK**  
**Date: December 18, 2021**