

Disclosures under Regulation 31(1)/31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

General Details

1	Target Company (TC)	Vedanta Limited		
2	Stock exchanges where the Target company is listed	NSE	BSE	MSEI
		Yes	Yes	No
3	Date of Reporting	13-Sep-2022		
4	Name of the promoter or PAC on whose shares encumbrance has been created/ released/ invoked	FINSIDER INTERNATIONAL COMPANY LIMITED, TWIN STAR HOLDINGS LTD, VEDANTA HOLDINGS MAURITIUS LIMITED, VEDANTA HOLDINGS MAURITIUS II LIMITED, VEDANTA NETHERLANDS INVESTMENTS B.V., WELTER TRADING LIMITED		

Remarks (Optional)

5	Additional Information (For Public dissemination)	Disclosure is being made by Vedanta Resources Limited(VRL)in relation to creation of encumbrance over the equity shares of Vedanta Limited(VEDL)held by its subsidiaries.A facility agreement dated 08.09.22(Facility Agreement) for USD 100mn has been entered amongst a.Twin Star Holdings Limited(as borrower) b.VRL & Welter Trading Limited(WTL)(as original guarantors), c.Standard Chartered Bank (Singapore)Limited(as original lender) & d.Standard Chartered Bank(as Arranger and Agent). Borrower made a drawdown of the facility on 09.09.2022.Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.
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Details of the creation/invocation/release of encumbrance:

Sr.No.	Name of the promoter(s) or PACs with them	Entity/Person belongs to		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	
		Promoter /Promotor Group	PAC	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event	Date of Transaction	Type of encumbrance	Whether shares being reported involves encumbrance in favour of multiple entities? (Yes/No)	Reason for encumbrance	No. of shares	% of total share capital	Name of the entity in whose favour shares encumbered	No. of shares	% of total share capital
1	FINSIDER INTERNATIONAL COMPANY LIMITED	Yes	No	163464540	4.40	163464540	4.40	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	163464540	4.40	Standard Chartered Bank (as agent on behalf of the Finance Parties)	163464540	4.40
2	TWIN STAR HOLDINGS LTD	Yes	No	1724805858	46.40	1724805858	46.40	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	1724805858	46.40	Standard Chartered Bank (as agent on behalf of the Finance Parties)	1724805858	46.40
3	VEDANTA HOLDINGS MAURITIUS LIMITED	Yes	No	107342705	2.89	107342705	2.89	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	107342705	2.89	Standard Chartered Bank (as agent on behalf of the Finance Parties)	107342705	2.89
4	VEDANTA HOLDINGS MAURITIUS II LIMITED	Yes	No	492820420	13.26	492820420	13.26	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	492820420	13.26	Standard Chartered Bank (as agent on behalf of the Finance Parties)	492820420	13.26
5	VEDANTA NETHERLANDS INVESTMENTS B.V.	Yes	No	63514714	1.71	63514714	1.71	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	63514714	1.71	Standard Chartered Bank (as agent on behalf of the Finance Parties)	63514714	1.71
6	WELTER TRADING LIMITED	Yes	No	38241056	1.03	38241056	1.03	Creation	08-Sep-2022	Others	Yes	As detailed in remarks	38241056	1.03	Standard Chartered Bank (as agent on behalf of the Finance Parties)	38241056	1.03
	Total			2590189293	69.69%	2590189293	69.69%						2590189293	69.69%		2590189293	69.69%

I hereby declare that the disclosure being submitted is true and correct

Name : Deepak Kumar

Signature : 

Place : London

Date : 13-Sep-2022

Disclosures of Reason for Encumbrance as per SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A:

General Details

1	Target Company (TC)		Vedanta Limited		
2	Stock exchanges where the Target company is listed		NSE	BSE	MSEI
			Yes	Yes	No
3	Name of the promoter or PAC whose shares have been encumbered		FINSIDER INTERNATIONAL COMPANY LIMITED TWIN STAR HOLDINGS LTD VEDANTA HOLDINGS MAURITIUS LIMITED VEDANTA HOLDINGS MAURITIUS II LIMITED VEDANTA NETHERLANDS INVESTMENTS B.V. WELTER TRADING LIMITED		
4	Total promoter shareholding in the listed company		Number of Shares		2590349949
			% of total share capital		69.69
5	Encumbered shares as a % of promoter shareholding		99.99		
6	Whether encumbered share is 50% or more of promoter shareholding		Yes		
7	Whether encumbered share is 20% or more of total share capital		Yes		

Remarks (Optional)

8	Additional Information (For Public dissemination)	Disclosure is being made by Vedanta Resources Limited(VRL)in relation to creation of encumbrance over the equity shares of Vedanta Limited(VE DL)held by its subsidiaries.A facility agreement dated 08.09.22(Facility Agreement) for USD 100mn has been entered amongst a.Twin Star Holdings Limited(as borrower) b.VRL & Welter Trading Limited(WTL)(as original guarantors), c.Standard Chartered Bank (Singapore)Limited(as original lender) & d.Standard Chartered Bank(as Arranger and Agent). Borrower made a drawdown of the facility on 09.09.2022.Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.
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Details of all the events/ agreements pertaining to encumbrance

Specific details about the encumbrance		Encumbrance 1	
1	Date of Creation of encumbrance	08-Sep-2022	
2	Type of encumbrance	Others	Borrower, VRL, and WTL are part of the promoter and promoter group of VEDL ("Promoter Group Entities").As part of the aforesaid Facility Agreement, among others, (a) the Promoter Group Entities are not permitted to create any encumbrance over any assets held by them unless certain conditions are fulfilled, (b) VRL and its subsidiaries, individually or jointly, are required to retain control over VEDL &/or, directly or indirectly, own at least 50.1% of the issued equity share capital of VEDL, and (c) there are certain restrictions on the Promoter Group Entities with respect to disposal of VEDL's shares. Given the nature of the conditions under the Facility Agreement, one or more conditions are likely to fall within the definition of the term "encumbrance" provided under Chapter V of the Takeover Regulations.
3	No. of shares encumbered	2590189293	
4	Shares encumbered as a percentage of total share capital	69.68	
5	Name of the entity in whose favour shares encumbered (X)	Standard Chartered Bank (as agent on behalf of the Finance Parties)	
6	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	Scheduled Commercial Bank	

7	Names of all other entities in the agreement (Please fill NA in case there is no other entity)	Listed company and its group companies (if	(a) TWIN STAR HOLDINGS LTD. (b) VEDANTA RESOURCES LIMITED (c) WELTER TRADING LIMITED	
		Other entities (if any) –	(D) STANDARD CHARTERED BANK (SINGAPORE) LIMITED	
8	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	No		
		Name of the issuer		
		Details of the debt instrument		
		Whether the debt instrument is listed on stock exchanges?		
		Credit Rating of the debt instrument		
9	Security Cover / Asset Cover	ISIN of the instrument		
		Value of shares on the date of event / agreement (A)	0	
		Amount involved (against which shares have been encumbered) (B)	0	
		Ratio of A / B	0.0	
10	Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
		(b) For the benefit of listed company	No	
		(c) Any other reason (please specify)	Yes	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, b) general corporate purposes and c) payment of fees, costs and expenses incurred in connection with the facility.

I hereby declare that the disclosure being submitted is true and correct

Name:

Signature :

Place : London

Date : 13-Sep-2022