



VEDL/Sec./SE/16-17/06

April 12, 2016

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/Madam,

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter ended March 31, 2016

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD/5/2015 dated September 24, 2015, we enclose herewith the Quarterly Compliance Report on Corporate Governance for the Quarter ended March 31, 2016.

Request to please take on record.

Thanking you,

Yours sincerely,
For Vedanta Limited


Rajiv Choubey
Company Secretary & VP Legal

12.04.2016

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **Vedanta Limited**

2. Quarter ending: **March 31, 2016**

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN ^{\$} & DIN	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Navin Agarwal	ACTPA414 0J & 00006303	Executive-Chairperson	August 17, 2013	NA	3	Nil	Nil
Mr.	Dindayal Jalan	ABHPJ912 0E & 00006882	Executive	April 1, 2014	NA	2 #	3	Nil
Mr.	Tarun Jain	AACPJ908 9J & 00006843	Executive	April 1, 2014	NA	3 ##	3	Nil
Mr.	Thomas Albanese	BNCPA871 4K & 06853915	Executive	April 1, 2014	NA	1	Nil	Nil
Mr.	Naresh Chandra	AAAPC107 2G & 00015833	Independent-Non-Executive	March 29, 2014	3 years	7	10	1
Mr.	Ravi Kant	AAIPK7999 L & 00016184	Independent-Non-Executive	January 28, 2014	3 years	1	1	Nil
Ms.	Lalita D. Gupte	AAEPG569 6C & 00043559	Independent-Non-Executive	March 29, 2014	3 years	5 ###	7	1
Ms.	Anuradha Dutt	AAGPD539 3M & 00145124	Independent-Non-Executive	April 27, 2015	3 years	1	1	1

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

#Mr. Dindayal Jalan is a Director in Vizag General Cargo Berth Private Limited whose only Debt Securities are listed.

##Mr. Tarun Jain is a Director in Bharat Aluminum Company Limited whose only Debt Securities are listed.

###Ms. Lalita D. Gupte is a Director in India Infradebt Limited whose only Debt Securities are listed.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) §
1. Audit Committee	1. Ms. Lalita D. Gupte	Chairperson – Independent – Non Executive Director
	2. Mr. Naresh Chandra	Independent – Non Executive Director
	3. Mr. Ravi Kant	Independent – Non Executive Director
2. Nomination & Remuneration Committee	1. Mr. Naresh Chandra	Chairperson – Independent – Non Executive Director
	2. Ms. Lalita D. Gupte	Independent – Non – Executive Director
	3. Mr. Ravi Kant	Independent – Non – Executive Director
	4. Mr. Navin Agarwal	Executive Director
3. Risk Management Committee(if applicable)	1. Mr. Thomas Albanese	Executive Director
	2. Mr. Tarun Jain	Executive Director
	3. Mr. Dindayal Jalan	Executive Director
	4. Mr. Dilip Golani	Director – Management Assurance System & Information Technology
4. Stakeholders Relationship Committee'	1. Ms. Anuradha Dutt	Chairperson – Independent – Non Executive Director
	2. Mr. Dindayal Jalan	Executive Director
	3. Ms. Lalita D. Gupte	Independent-Non-Executive Director

§Category of directors means executive/ non-executive/ independent/ Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
October 27, 2015 November 27, 2015	January 28, 2016	63 days (both days inclusive)

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
January 27, 2016 (Audit Committee)	Two members out of three attended the meeting through physical presence at the venue.	October 26, 2015 November 27, 2015 December 16, 2015	43 days (both days inclusive)
January 27, 2016 (Stakeholder Relationship Committee)	Yes, all the members attended the meeting. (through physical presence and electronic mode).	No meeting in previous quarter. Last meeting conducted on July 28, 2015.	Not Applicable
February 15, 2016 (Risk Management Committee)	Three members out of four attended the meeting.	No meeting in previous quarter.	Not Applicable

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/ No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/ or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/ advice of Board of Directors may be mentioned here: None.



Name & Designation Rajiv Choubey
Company Secretary & Compliance Officer