

<b>General information about company</b>	
Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	
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	Quarterly
Date of Report	30-06-2020
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	S. Venkatakrishnan	AVLPV1553B	08364908	Executive Director	Not Applicable	CEO	29-03-1965	NA		01-03-2019		05-04-2020		1	0	1	0		
4	Mr	GR Arun Kumar	ADJPA2469F	01874769	Executive Director	Not Applicable		29-06-1971	NA		22-11-2016	22-11-2019			1	0	1	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether 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	Mahendra Kumar Sharma	AAPPS4589K	00327684	Non-Executive - Independent Director	Not Applicable		04-05-1947	NA		01-06-2019			13	5	4	6	4		
6	Ms	Lalita D. Gupte	AAEPG5696C	00043559	Non-Executive - Independent Director	Not Applicable		04-10-1948	NA		29-03-2014	29-01-2018		65	5	5	7	2		
7	Mr	K. Venkataramanan	AABPV8512F	00001647	Non-Executive - Independent Director	Not Applicable		11-12-1944	Yes	06-12-2019	01-04-2017	01-04-2020		39	3	3	3	0		
8	Mr	Aman Mehta	AAGPM5030J	00009364	Non-Executive - Independent Director	Not Applicable		01-09-1946	NA		17-05-2017		16-05-2020	36	5	5	6	2		

## 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
9	Mr	UK Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	NA		13-03-2018			27	3	3	5	2		
10	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		

### Text Block

Textual Information(1)

1. Mr. Anil Agarwal has been appointed as an Additional Non-Executive Director designated as the Chairman of the Board effective from April 01, 2020 pursuant to which Mr. Navin Agarwal has been re-designated as the Executive Vice-Chairman of the Board effective from April 01, 2020.
2. Mr. Tarun Jain, Non-Executive Director ceased to be a Director of the Company effective April 01, 2020 upon completion of his tenure on March 31, 2020.
3. Mr. S. Venkatakrishnan resigned as the Whole-Time Director & CEO of the Company effective close of business hours on April 05, 2020.
4. Mr. GR Arun Kumar was re-appointed as the Whole-Time Director designated as Chief Financial Officer of the Company for a further period of 2 years effective from November 22, 2019 till November 21, 2021 subject to shareholders approval.
5. Ms. Lalita D. Gupte was appointed in 'casual vacancy' as Independent Director on March 29, 2014. On January 29, 2015, she was appointed as Independent Director under Section 149 of the Companies Act, 2013 for a fixed term of 3 years. Further, the appointment was confirmed by the Shareholders by way of resolution passed through Postal Ballot on March 30, 2015.
6. Tenure of Ms. Lalita D. Gupte as per Section 149 of the Companies Act, 2013 till the end of the quarter is 65 months and 2 days.
7. In terms of Reg 17(1A) of SEBI Listing Regulations, the shareholders through special resolution passed by Postal Ballot on December 06, 2019, approved continuation of directorship of Mr. Krishnamurthi Venkataramanan as a Non-Executive Independent Director from the day he attained the age of 75 years i.e., December 11, 2019 till the expiry of his current term till March 31, 2020. Further, Mr. Venkat has also been re-appointed for a 2nd and final term of one year effective from April 01, 2020 till March 31, 2021 notwithstanding that he has attained the age of 75 years.
8. Tenure of Mr. K Venkataramanan till the end of the quarter is 39 months.
9. Consequent to completion of his tenure, Mr. Aman Mehta ceased to be an Independent Director of the Company effective close of business hours on May 16, 2020. His tenure was 36 months.
10. Ms. Priya Agarwal has been re-appointed as the Non-Executive Director of the Company effective May 17, 2020 for a term of 3 years.
11. Tenure of Mr. MK Sharma till the end of the quarter is 13 months.
12. Tenure of Mr. UK Sinha till the end of the quarter is 27 months and 18 days.

**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)

1. Mr. Tarun Jain, Non-Executive Director ceased to be a Director of the Company effective from April 01, 2020 upon completion of his tenure on March 31, 2020.
2. Mr. S. Venkatakrishnan resigned as the Whole-Time Director & CEO of the Company effective close of business hours on April 05, 2020.
3. Consequent to completion of his tenure, Mr. Aman Mehta ceased to be Independent Director of the Company effective close of business hours on May 16, 2020.
4. Consequent to appointment of Mr. Anil Agarwal as the Non-Executive Chairman of the Board effective April 01, 2020 pursuant to which Mr. Navin Agarwal has been re-designated as the Executive Vice-Chairman, Mr. Navin Agarwal ceased to be member of the Nomination & Remuneration Committee (NRC) effective April 01, 2020. NRC has been reconstituted effective May 27, 2020 with Mr. MK Sharma as Chairperson and Mr. UK Sinha, Ms. Lalita D. Gupte and Mr. Anil Agarwal as Members.
5. For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting pursuant to Regulation 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.  
  
Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.
6. The Board of Directors approved the formation of Sustainability Committee effective April 01, 2019 with the following constitution:  
  
Mr. K. Venkataramanan (Independent Director), Chairman  
  
Mr. UK Sinha (Independent Director), Member  
  
Mr. S Venkatakrishnan (Executive Director), Member  
  
Mr. Sunil Duggal, Member  
  
Ms. Deshnee Naidoo, Member  
  
Mr. S Venkatakrishnan and Ms. Deshnee Naidoo ceased to be members of the 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	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Chairperson	29-03-2014		
2	00009364	Aman Mehta	Non-Executive - Independent Director	Member	12-07-2017	16-05-2020	
3	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	01-06-2019		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		



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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	01-06-2019		Textual Information(1)
2	00009364	Aman Mehta	Non-Executive - Independent Director	Chairperson	12-07-2017	16-05-2020	
3	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Member	29-04-2015		
4	00006303	Navin Agarwal	Executive Director	Member	29-10-2014	01-04-2020	
5	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		
6	00010336	UK Sinha	Non-Executive - Independent Director	Member	27-05-2020		

**Sr Text Block**

Textual Information(1)

Mr. Sharma was appointed as a member of the Nomination & Remuneration Committee effective June 01, 2019. He has been designated as the Chairperson effective May 27, 2020.

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	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Chairperson	01-04-2014		Textual Information(1)
2	00001647	K. Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		
3	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		
4	01874769	GR Arun Kumar	Executive Director	Member	12-07-2017		
5	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019	05-04-2020	

**Sr Text Block**

Textual Information(1)

Ms. Gupte was appointed as a member of the Stakeholders Relationship Committee 01.04.2014. She was designated as Chairperson of the Committee 01.04.2017.

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	00043559	Lalita D. Gupte	Non-Executive - Independent Director	Chairperson	06-06-2020		Textual Information(1)
2	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	06-06-2020		Textual Information(2)
3	00010336	UK Sinha	Non-Executive - Independent Director	Member	06-06-2020		Textual Information(3)
4	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019	05-04-2020	Textual Information(4)
5	01874769	GR Arun Kumar	Executive Director	Member	22-11-2016	06-06-2020	Textual Information(5)
6	99999999	Dilip Golani	Member	Member	29-10-2014	06-06-2020	Textual Information(6)

<b>Sr Text Block</b>	
Textual Information(1)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is Risk Officer of RMC.</p> <p>Effective 06.06.2020 RMC has been consolidated with Audit Committee comprising of only Independent Directors.</p> <p>Ms. Gupte has been designated as Chairperson of combined Audit &amp; Risk Management Committee effective 06.06.2020.</p>
Textual Information(2)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.</p> <p>Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.</p> <p>Mr. Sharma has been designated as a member of the combined Audit &amp; Risk Management Committee effective June 06, 2020.</p>
Textual Information(3)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.</p> <p>Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.</p> <p>Mr. Sinha has been designated as a member of the combined Audit &amp; Risk Management Committee effective June 06, 2020.</p>
Textual Information(4)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.</p> <p>Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.</p>
Textual Information(5)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.</p> <p>Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.</p>
Textual Information(6)	<p>For Risk Management Committee (RMC), Chairman of each meeting is appointed at the start of each meeting as per Reg 21(3) of Listing Regulations. Mr. Deodatta Padgaonkar is the Risk Officer of the RMC.</p> <p>Effective June 06, 2020, the RMC has been consolidated with the Audit Committee comprising of only Independent Directors.</p>

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	00009364	Aman Mehta	Non-Executive - Independent Director	Member	12-07-2017	16-05-2020	
3	00001647	K. Venkataramanan	Non-Executive - Independent Director	Member	01-04-2017		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		
5	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
6	08364908	S. Venkatakrishnan	Executive Director	Member	01-03-2019	05-04-2020	

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	08364908	S. Venkatakrishnan	Finance Standing Committee	Executive Director	Member	Textual Information(1)
2	01874769	GR Arun Kumar	Finance Standing Committee	Executive Director	Member	Textual Information(2)
3	00006303	Navin Agarwal	Committee of Directors	Executive Director	Chairperson	Textual Information(3)
4	01874769	GR Arun Kumar	Committee of Directors	Executive Director	Member	Textual Information(4)
5	08364908	S. Venkatakrishnan	Committee of Directors	Executive Director	Member	Textual Information(5)



### Other Committee Text Block

Textual Information(1)	Mr. S. Venkatakrisnan resigned as the Whole-Time Director & CEO of the Company effective close of business hours on April 05, 2020. Effective May 16, 2020, Finance Standing Committee has been consolidated with the Committee of Directors (COD) with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as member of the COD.
Textual Information(2)	Effective May 16, 2020, Finance Standing Committee has been consolidated with the Committee of Directors (COD) with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as member of the COD.
Textual Information(3)	Effective May 16, 2020, Finance Standing Committee has been consolidated with the Committee of Directors (COD) with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as member of the COD.
Textual Information(4)	Effective May 16, 2020, Finance Standing Committee has been consolidated with the Committee of Directors (COD) with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as member of the COD.
Textual Information(5)	Mr. S. Venkatakrisnan resigned as the Whole-Time Director & CEO of the Company effective close of business hours on April 05, 2020. Effective May 16, 2020, Finance Standing Committee has been consolidated with the Committee of Directors (COD) with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as member of the COD.

**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	31-01-2020				Yes	10	5
2	27-03-2020		55		Yes	10	5
3		25-04-2020	28		Yes	9	5
4		12-05-2020	16		Yes	9	5
5		18-05-2020	5		Yes	8	4
6		06-06-2020	18		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	30-01-2020				Yes	4	4
2	Audit Committee	12-05-2020	102			Yes	4	4
3	Audit Committee	18-05-2020	5			Yes	3	3
4	Audit Committee	30-05-2020	11			Yes	3	3
5	Audit Committee	06-06-2020	6			Yes	3	3
6	Nomination and remuneration committee	31-01-2020				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	27-03-2020	55			Yes	4	3
8	Nomination and remuneration committee	06-06-2020	70			Yes	4	3
9	Corporate Social Responsibility Committee	30-01-2020				Yes	7	4
10	Corporate Social Responsibility Committee	06-06-2020	127			Yes	4	3
11	Other Committee	02-03-2020		Sustainability Committee		Yes	3	2

**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	Perna Halwasiya
2	Designation	Company Secretary and Compliance Officer



<b>Signatory Details</b>	
Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	15-07-2020