

<b>General information about company</b>	
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	Half Yearly
Date of Report	30-09-2020
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	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			16	5	4	6	4		

## 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	Ms	Lalita D Gupte	AAEPG5696C	00043559	Non-Executive - Independent Director	Not Applicable		04-10-1948	NA		29-03-2014	29-01-2018		68	5	5	7	2		
6	Mr	K Venkataramanan	AABPV8512F	00001647	Non-Executive - Independent Director	Not Applicable		11-12-1944	Yes	06-12-2019	01-04-2017	01-04-2020		42	3	3	3	0		
7	Mr	UK Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952	NA		13-03-2018			30	4	4	5	2		
8	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 was appointed as Non Executive Director designated as Chairman effective 01.04.2020 pursuant to which Mr. Navin Agarwal was re-designated as Executive Vice Chairman effective 01.04.2020.
2. Ms. Lalita D. Gupte was appointed in casual vacancy as Independent Director on 29.03.2014. She was appointed as Independent Director under Section 149 of Companies Act 2013 on 29.01.2015 for a fixed term of 3 years. The appointment was confirmed by shareholders by way of resolution passed through Postal Ballot on 30.03.2015.
3. Tenure of Ms. Lalita D. Gupte as per Section 149 of Companies Act 2013 till the end of quarter is 68 months and 2 days.
4. The shareholders passed special resolution by Postal Ballot on 06.12.2019 and approved continuation of Mr. K Venkataramanan as Independent Director from the day he attained the age of 75 years i.e.11.12.2019 till 31.03.2020. Further Mr. Venkat was reappointed for 2nd and final term of 1 year effective from 01.04.2020 till 31.03.2021 notwithstanding that he has attained the age of 75 years.
5. Tenure of Mr. K Venkataramanan till the end of quarter is 42 months.
6. Tenure of Mr. MK Sharma till the end of quarter is 16 months.
7. Tenure of Mr. UK Sinha till the end of quarter is 30 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. The Nomination and Remuneration Committee has been reconstituted effective 27.05.2020 with Mr. MK Sharma as Chairperson and Mr. UK Sinha, Ms. Lalita D. Gupte and Mr. Anil Agarwal as Members.
2. The Risk Management Committee has been consolidated with the Audit Committee effective 06.06.2020 with Ms. Lalita D. Gupte as Chairperson and Mr. MK Sharma and Mr. UK Sinha as Members of the combined Audit and Risk Management Committee.
3. The Board of Directors approved the formation of Sustainability Committee effective 01.01.2019. The present constitution of the Committee includes Mr. K. Venkataramanan as Chairman and Mr. UK Sinha and Mr. Sunil Duggal as Members.
4. The Finance Standing Committee of the Company has been consolidated with the Committee of Directors effective 16.05.2020 with Mr. Navin Agarwal as Chairperson and Mr. GR Arun Kumar as Member of the Committee of Directors.

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	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	01-06-2019		
3	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	00043559	Lalita D Gupte	Non-Executive - Independent Director	Member	29-04-2015		
3	00010883	Anil Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		
4	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 and Remuneration Committee effective 01.06.2019. He has been designated as the Chairperson effective 27.05.2020.

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	01874769	GR Arun Kumar	Executive Director	Member	12-07-2017		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		

**Sr Text Block**

Textual Information(1)

Ms. Gupte was appointed as a member of the Stakeholders Relationship Committee effective 01.04.2014. She has been designated as the Chairperson effective 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)

**Sr Text Block**

Textual Information(1)	The Risk Management Committee has been consolidated with the Audit Committee effective 06.06.2020 and Ms. Gupte has been designated as the Chairperson of the combined Audit and Risk Management Committee.
Textual Information(2)	The Risk Management Committee has been consolidated with the Audit Committee effective 06.06.2020 and Mr. Sharma has been designated as the member of the combined Audit and Risk Management Committee.
Textual Information(3)	The Risk Management Committee has been consolidated with the Audit Committee effective 06.06.2020 and Mr. Sinha has been designated as the member of the combined Audit and Risk Management Committee.

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		
3	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
4	00010336	UK Sinha	Non-Executive - Independent Director	Member	28-03-2018		

**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	25-04-2020				Yes	9	5
2	12-05-2020		16		Yes	9	5
3	18-05-2020		5		Yes	8	4
4	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	12-05-2020				Yes	4	4
2	Audit Committee	18-05-2020	5			Yes	3	3
3	Audit Committee	30-05-2020	11			Yes	3	3
4	Audit Committee	06-06-2020	6			Yes	3	3
5	Audit Committee	12-09-2020	97			Yes	3	3
6	Nomination and remuneration committee	06-06-2020				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	Corporate Social Responsibility Committee	06-06-2020				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.	No
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 III****III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

**Annexure III**

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	New Delhi
Date	15-10-2020