

General information about company	
Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	NOTLISTED
ISIN	INE205A01025
Name of the entity	VEDANTA LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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
1	Mr	Anil Kumar Agarwal	AFWPA3200K	00010883	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-09-1952
2	Mr	Navin Agarwal	ACTPA4140J	00006303	Executive Director	Not Applicable		11-01-1961
3	Mr	Arun Misra	ACIPM8106D	01835605	Executive Director	Not Applicable		08-05-1965
4	Mr	Dindayal Jalan	ABHPJ9120E	00006882	Non-Executive - Independent Director	Not Applicable		29-09-1956
5	Mr	Upendra Kumar Sinha	AHSPS5192A	00010336	Non-Executive - Independent Director	Not Applicable		02-03-1952
6	Ms	Priya Agarwal	ANFPA8240C	05162177	Non-Executive - Non Independent Director	Not Applicable		10-08-1989
7	Ms	Padmini Sekhsaria	AALPS0212R	00046486	Non-Executive - Independent Director	Not Applicable		06-09-1975
8	Mr	Akhilesh Joshi	AAZPJ8388D	01920024	Non-Executive - Independent Director	Not Applicable		25-01-1954
9	Mr	Sunil Duggal	AAMPD1109M	07291685	Executive Director	Not Applicable	CEO	14-07-1962

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

I. Composition of Board of Directors												
Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		01-04-2020				2	0	0	0		
2	NA		17-08-2013	01-08-2023			2	0	0	0		
3	NA		01-08-2023				2	0	3	0		
4	NA		01-04-2021	01-04-2023		30	1	1	4	2		
5	NA		13-03-2018	11-08-2021		66	5	5	10	5		
6	NA		17-05-2017	17-05-2023			2	0	0	0		
7	NA		05-02-2021	05-02-2023		31	2	1	1	0		
8	NA		01-07-2021	01-07-2022		27	2	2	6	0		
9	NA		25-04-2021		01-08-2023		0	0	0	0		

Text Block

Textual Information(1)

1 Post completion of term of Mr. Navin Agarwal effective from close of business hours on 31.07.2023 the members further approved his reappointment for a period of five years effective from 01.08.2023 to 31.07.2028 at the 58th Annual General Meeting of the Company held on 12.07.2023

2 Tenure of Mr. Dindayal Jalan till the end of quarter is 30 months.

3 Tenure of Mr. UK Sinha till the end of quarter is 66 months and 18 days.

4 Tenure of Mr. Akhilesh Joshi till the end of quarter is 27 Months.

5 Post completion of the term of Ms. Priya Agarwal on 16.05.2023 the members further approved the reappointment of Ms. Priya effective from 17.05.2023 to 16.05.2028 at the 58th Annual General Meeting of the Company held on 12.07.2023

6 Tenure of Ms. Padmini Sekhsaria till the end of quarter is 31 months and 26 days.

7 The appointment of Mr. Arun Misra as Executive Director effective from 01.08.2023 to 31.05.2025 was approved by shareholders through postal ballot on 25.08.2023.

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)

Effective 06.06.2020, Risk Manangement Committee has been consolidated with the Audit Committee and renamed as Audit and Risk Management 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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Audit & Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	27-05-2020		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	00010883	Anil Kumar Agarwal	Non-Executive - Non Independent Director	Member	27-05-2020		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Nomination and Remuneration Committee w.e.f. 27.05.2020 and designated as Chairperson w.e.f. 07.11.2020.

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	00006882	Dindayal Jalan	Non-Executive - Independent Director	Chairperson	21-10-2021		
2	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	07-11-2020		
3	01835605	Arun Misra	Executive Director	Member	01-08-2023		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	01-04-2021		
5	07291685	Sunil Duggal	Executive Director	Member	25-04-2021	01-08-2023	

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	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Chairperson	28-03-2018		Textual Information(1)
2	00006882	Dindayal Jalan	Non-Executive - Independent Director	Member	01-04-2021		
3	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Member	01-07-2021		

Sr Text Block

Textual Information(1)

Mr. Sinha was appointed as member of Audit & Risk Management Committee w.e.f. 28.03.2018 and designated as Chairperson w.e.f. 21.10.2021.

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	01920024	Akhilesh Joshi	Non-Executive - Independent Director	Chairperson	21-10-2021		
2	05162177	Priya Agarwal	Non-Executive - Non Independent Director	Member	12-07-2017		
3	00010336	Upendra Kumar Sinha	Non-Executive - Independent Director	Member	28-03-2018		
4	00046486	Padmini Sekhsaria	Non-Executive - Independent Director	Member	05-02-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-05-2023				Yes	8	7	3
2	30-06-2023		48		Yes	8	8	4
3		07-07-2023	6		Yes	8	8	4
4		21-07-2023	13		Yes	8	8	4
5		04-08-2023	13		Yes	8	6	2
6		29-09-2023	55		Yes	8	8	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)				
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
1	Audit Committee	11-05-2023				Yes	3	3	3	0	
2	Audit Committee	30-06-2023	49			Yes	3	3	3	0	
3	Audit Committee	07-07-2023	6			Yes	3	3	3	0	
4	Audit Committee	21-07-2023	13			Yes	3	3	3	0	
5	Audit Committee	29-09-2023	69			Yes	3	3	3	0	
6	Nomination and remuneration committee	12-05-2023				Yes	3	3	2	0	

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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	21-07-2023	69			Yes	3	3	2	0
8	Nomination and remuneration committee	04-08-2023	13			Yes	3	2	1	0
9	Risk Management Committee	11-05-2023				Yes	3	3	3	0
10	Risk Management Committee	30-06-2023	49			Yes	3	3	3	0
11	Risk Management Committee	07-07-2023	6			Yes	3	3	3	0
12	Risk Management Committee	21-07-2023	13			Yes	3	3	3	0
13	Risk Management Committee	29-09-2023	69			Yes	3	3	3	0
14	Corporate Social Responsibility Committee	11-05-2023				Yes	4	4	3	0

Text Block

Textual Information(1)

Effective 06.06.2020, the Risk Management Committee (RMC) has been consolidated with Audit Committee (AC) and renamed as Audit and Risk Management Committee comprising of Independent Directors only. The Committee meeting details mentioned under AC tab have also been added under RMC tab.

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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 1000 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	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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Annexure III

1	Name of signatory	Prerna Halwasiya
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	600000	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Guarantee - Refer Additional Note 3	0	1150000000
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			

Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Sonal Shrivastava		
Designation	CFO		
Place	Mumbai		
Date	13-10-2023		

Text Block

Textual Information(2)

1. Information for the same transaction with the same party falling in more than one categories above is given only once under the most relevant category.
2. The above reported amount are based on the net carrying values as per the books of accounts.
3. Bank guarantee provided to the Income Tax department as a collateral in respect of certain tax disputes.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details

Name of signatory	Prerna Halwasiya
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	13-10-2023

