

VEDL/Sec./SE/26-27/102

October 01, 2026

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

National Stock Exchange of India Limited
“Exchange Plaza” 5th Floor, Plot No. C/I, G Block
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 500295
Scrip Code: VEDL

Sub: Declaration of Voting Results of Postal Ballot and Submission of Scrutinizer’s Report in accordance with Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”)

Dear Sir/Madam,

Pursuant to our letter no. VEDL/Sec./SE/26-27/92 dated August 31, 2026, we had intimated that the Company has initiated the process of Postal Ballot for seeking approval of the shareholders with respect to the following Special Resolution(s) as set out in the Postal Ballot Notice dated August 28, 2026 (“**Notice**”) through remote e-voting process (“**e-voting**”) only:

S. No.	Particulars	Resolution
1	To consider and approve ‘Vedanta Limited – Employee Stock Option Scheme 2026’ and its implementation through Trust Route	Special
2	To consider and approve extension of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited	Special
3	To consider and approve secondary acquisition of shares through Trust route for the implementation of ‘Vedanta Limited – Employee Stock Option Scheme 2026’	Special
4	To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Stock Option Scheme 2026’	Special
5	To consider and approve implementation of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ through Trust Route	Special
6	To consider and approve extension of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited	Special
7	To consider and approve secondary acquisition of shares through Trust route for the implementation of ‘Vedanta Limited – Employee Share Purchase Plan 2026’	Special
8	To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Share Purchase Plan 2026’	Special
9	To consider and approve the re-appointment of Mr. Prasun Kumar Mukherjee (DIN:00015999) as a Non-Executive Independent Director of the Company for a second and final term of one (1) year, effective from August 11, 2026 to August 10, 2027	Special

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st Floor, ‘C’ wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530
Email: comp.sect@vedanta.co.in | Website: www.vedantalimited.com

CIN: L13209MH1965PLC291394

Sensitivity: Internal (C3)

10	To consider and approve the re-appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director designated as Chief Executive Officer of the Company effective from August 01, 2026 to July 31, 2027	Ordinary
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The Board of Directors of the Company had appointed Mr. Upendra C. Shukla, Practicing Company Secretary (Membership No. FCS No. 2727, CP No. 1654), as Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner ("**Scrutinizer**").

In furtherance to the above, we would like to inform that the aforesaid Special Resolution(s) as mentioned in the Notice has been duly approved by the shareholders with requisite majority. The approval is considered to have been received on the last date specified for remote e-voting i.e., Wednesday, September 30, 2026.

In this regard, please find enclosed herewith the voting results as required under Regulation 44(3) of Listing Regulations in the prescribed format; and the copy of Scrutinizer's Report dated October 01, 2026.

The results along with Scrutinizer's Report are available at the registered and corporate office and website of the Company at www.vedantalimited.com and on the website of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company, at evoting.kfintech.com.

We request you to kindly take the above information on record.

Thanking you.

Yours faithfully,

For Vedanta Limited

Prerna

Halwasiya

Prerna Halwasiya

Company Secretary and Compliance Officer

Digitally signed by
Prerna Halwasiya
Date: 2026.10.01
15:51:20 +05'30'

Enclosed: As above

VEDANTA LIMITED

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CIN: L13209MH1965PLC291394

Sensitivity: Internal (C3)

General information about company	
Scrip code	500295
NSE Symbol	VEDL
MSEI Symbol	NOTLISTED
ISIN	INE205A01025
Name of the company	VEDANTA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	UPENDRA C SHUKLA
Firms Name	UPENDRA C SHUKLA
Qualification	CS
Membership Number	2727
Date of Board Meeting in which appointed	28-08-2026
Date of Issuance of Report to the company	01-10-2026

Voting results	
Record date	28-08-2026
Total number of shareholders on record date	2689290
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	10
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve 'Vedanta Limited – Employee Stock Option Scheme 2026' and its implementation through Trust Route				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	564971552	334665695	62.7999	37.2001
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	564971552	334665695	62.7999	37.2001
Public- Non Institutions	E-Voting	734674997	94830911	12.9079	94514820	316091	99.6667	0.3333
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94830911	12.9079	94514820	316091	99.6667	0.3333
Total		3910388057	3134138921	80.1491	2799157135	334981786	89.3118	10.6882
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve extension of 'Vedanta Limited – Employee Stock Option Scheme 2026' to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	557177471	342459776	61.9336	38.0664
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	557177471	342459776	61.9336	38.0664
Public- Non Institutions	E-Voting	734674997	94831168	12.9079	94495557	335611	99.6461	0.3539
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94831168	12.9079	94495557	335611	99.6461	0.3539
Total		3910388057	3134139178	80.1491	2791343791	342795387	89.0625	10.9375
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve secondary acquisition of shares through Trust route for the implementation of 'Vedanta Limited – Employee Stock Option Scheme 2026'				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	564420645	335216602	62.7387	37.2613
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	564420645	335216602	62.7387	37.2613
Public- Non Institutions	E-Voting	734674997	94831142	12.9079	94505412	325730	99.6565	0.3435
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94831142	12.9079	94505412	325730	99.6565	0.3435
Total		3910388057	3134139152	80.1491	2798596820	335542332	89.294	10.706
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under 'Vedanta Limited – Employee Stock Option Scheme 2026'				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	564140445	335496802	62.7075	37.2925
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	564140445	335496802	62.7075	37.2925
Public- Non Institutions	E-Voting	734674997	94830895	12.9079	94504549	326346	99.6559	0.3441
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94830895	12.9079	94504549	326346	99.6559	0.3441
Total		3910388057	3134138905	80.1491	2798315757	335823148	89.285	10.715
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve implementation of 'Vedanta Limited – Employee Share Purchase Plan 2026' through Trust Route				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899664827	86.844	717227743	182437084	79.7217	20.2783
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899664827	86.844	717227743	182437084	79.7217	20.2783
Public- Non Institutions	E-Voting	734674997	94831183	12.9079	93138844	1692339	98.2154	1.7846
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94831183	12.9079	93138844	1692339	98.2154	1.7846
Total		3910388057	3134166773	80.1498	2950037350	184129423	94.1251	5.8749
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve extension of 'Vedanta Limited – Employee Share Purchase Plan 2026' to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	536436684	363200563	59.6281	40.3719
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	536436684	363200563	59.6281	40.3719
Public- Non Institutions	E-Voting	734674997	94829862	12.9077	93121057	1708805	98.198	1.802
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94829862	12.9077	93121057	1708805	98.198	1.802
Total		3910388057	3134137872	80.149	2769228504	364909368	88.3569	11.6431
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve secondary acquisition of shares through Trust route for the implementation of 'Vedanta Limited – Employee Share Purchase Plan 2026'				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899664827	86.844	714330799	185334028	79.3997	20.6003
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899664827	86.844	714330799	185334028	79.3997	20.6003
Public- Non Institutions	E-Voting	734674997	94830448	12.9078	93138826	1691622	98.2162	1.7838
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94830448	12.9078	93138826	1691622	98.2162	1.7838
Total		3910388057	3134166038	80.1497	2947140388	187025650	94.0327	5.9673
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under 'Vedanta Limited – Employee Share Purchase Plan 2026'				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899664827	86.844	715180864	184483963	79.4941	20.5059
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899664827	86.844	715180864	184483963	79.4941	20.5059
Public- Non Institutions	E-Voting	734674997	94830388	12.9078	93122457	1707931	98.199	1.801
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94830388	12.9078	93122457	1707931	98.199	1.801
Total		3910388057	3134165978	80.1497	2947974084	186191894	94.0593	5.9407
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the re-appointment of Mr. Prasun Kumar Mukherjee (DIN:00015999) as a Non-Executive Independent Director of the Company for a second and final term of one (1) year, effective from August 11, 2026 to August 10, 2027				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	899637247	86.8414	464859419	434777828	51.6719	48.3281
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	899637247	86.8414	464859419	434777828	51.6719	48.3281
Public- Non Institutions	E-Voting	734674997	94834682	12.9084	94287737	546945	99.4233	0.5767
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94834682	12.9084	94287737	546945	99.4233	0.5767
Total		3910388057	3134142692	80.1491	2698817919	435324773	86.1102	13.8898
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the re-appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director designated as Chief Executive Officer of the Company effective from August 01, 2026 to July 31, 2027				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2139758459	2139670763	99.9959	2139670763	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2139758459	2139670763	99.9959	2139670763	0	100	0
Public- Institutions	E-Voting	1035954601	898373325	86.7194	865136585	33236740	96.3003	3.6997
	Poll							
	Postal Ballot (if applicable)							
	Total	1035954601	898373325	86.7194	865136585	33236740	96.3003	3.6997
Public- Non Institutions	E-Voting	734674997	94834817	12.9084	94542381	292436	99.6916	0.3084
	Poll							
	Postal Ballot (if applicable)							
	Total	734674997	94834817	12.9084	94542381	292436	99.6916	0.3084
Total		3910388057	3132878905	80.1168	3099349729	33529176	98.9298	1.0702
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

UPENDRA SHUKLA

B. Com., F C. S

Company Secretary

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E-mail : ucshukla@rediffmail.com
ucshukla.cs@gmail.com

Shri. Anil Agarwal,
Chairman,
Vedanta Limited
1st Floor, C-wing, Unit 103,
Corporate Avenue,
Chakala, Andheri (East),
Mumbai- 400 093

Dear Sir,

Sub: Scrutinizer's Report on passing of the Resolutions through Postal Ballot Notice dated August 28, 2026 (Remote e-Voting).

- 1) I, Upendra Shukla, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of Vedanta Limited (hereinafter referred to as 'the Company') to scrutinize the voting by means of Postal Ballot through electronic means ('remote e-voting') conducted for passing of the Resolutions as per Annexure-1 to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules').
- 2) Pursuant to General Circular Nos. 09/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs ("MCA") read together with previous circulars issued by MCA in this regard ("MCA Circulars"), and relevant circulars issued by the Securities and Exchange Board of India ("SEBI") in this regard, the notice dated 28th August, 2026 as confirmed by the Company was sent to the Members in respect of below mentioned resolutions through electronic mode to those members, whose e-mail addresses are registered with the Company/Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice.
- 4) The Company had appointed M/s. KFin Technologies Limited ("KFin") as Service Provider, who provided the facilities for conducting the Remote e-voting.
- 5) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the KFin. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to passing of Resolutions by means of Postal Ballot by voting through electronic means ("remote e-voting").

...2/-

UPENDRA
CHANDRAS
HANKAR
SHUKLA

: 2 :

Based on the reports generated from the e-voting system provided by the KFin, I submit my report on e-voting as under:

- The Remote e-voting period commenced from Tuesday, 01st September, 2026 at 9.00 a.m. (IST) and ended on Wednesday, 30th September, 2026 at 5.00 p.m. (IST).
- The members of the Company as on the 'cut-off' date i.e. Friday, 28th August, 2026 were entitled to vote on the resolutions as set-out in the Notice of the Company.
- On completion of Remote e-voting at 5:00 p.m. on 30th September, 2026, I unblocked the results of the Remote e-voting on the KFin e-voting system/ platform and after downloading the results, counted the votes and the same was witnessed by two witnesses.
- All the 7909 Remote/e-voting responses are valid.
- I now, submit my report as under on the results of the Remote e-voting in respect of the resolution as set out in the Notice dated 28th August, 2026:

Resolution No. 1: Special Resolution: To consider and approve 'Vedanta Limited -Employee Stock Option Scheme 2026' and its implementation through Trust Route.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6783	2799157135	89.31	1045	334981786	10.69	102	62708	1289089

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 2: Special Resolution: To consider and approve extension of 'Vedanta Limited – Employee Stock Option Scheme 2026' to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6759	2791343791	89.06	1066	342795387	10.94	103	62138	1289402

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

...3/-

Resolution No. 3: Special Resolution: To consider and approve secondary acquisition of shares through Trust route for the implementation of ‘Vedanta Limited – Employee Stock Option Scheme 2026’.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6774	2798596820	89.29	1052	335542332	10.71	102	73528	1278038

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 4: Special Resolution: To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Stock Option Scheme 2026’.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6774	2798315757	89.28	1048	335823148	10.72	106	73796	1278017

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 5: Special Resolution: To consider and approve implementation of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ through Trust Route.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	7162	2950037350	94.13	654	184129423	5.87	102	45879	1278066

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 6: Special Resolution: To consider and approve extension of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6781	2769228504	88.36	1038	364909368	11.64	108	74881	1277965

...4/-

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 7: Special Resolution: To consider and approve secondary acquisition of shares through Trust route for the implementation of ‘Vedanta Limited – Employee Share Purchase Plan 2026’.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	7136	2947140388	94.03	677	187025650	5.97	107	46588	1278092

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 8: Special Resolution: To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Share Purchase Plan 2026’.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	7138	2947974084	94.06	677	186191894	5.94	106	46772	1277968

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 9: Special Resolution: To consider and approve the re-appointment of Mr. Prasun Kumar Mukherjee (DIN:00015999) as a Non-Executive Independent Director of the Company for a second and final term of one (1) year, effective from August 11, 2026 to August 10, 2027.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	6737	2698817919	86.11	1081	435324773	13.89	102	58815	1289211

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

...5/-

Resolution No. 10: Ordinary Resolution: To consider and approve the re-appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director designated as Chief Executive Officer of the Company effective from August 01, 2026 to July 31, 2027.

	In favour of the Resolution			Against the Resolution			Abstained		Less Voted
	No. of Ballot/Response received	No. of votes cast	% of votes cast	No. of Ballots/Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes	No. of shares/votes
Remote E-voting	7353	3099349729	98.93	472	33529176	1.07	101	1322655	1289158

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Thanking you,

Yours faithfully,

UPENDRA
CHANDRASHA
NKAR SHUKLA

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654
Peer Review No.: 1882/2022

UDIN: F002727H001697134
Date: 01/10/2026
Place: Mumbai

Countersigned by - Prerna

Halwasiya

Digitally signed
by Prerna
Halwasiya
Date: 2026.10.01
15:37:44 +05'30'

ANNEXURE- I

- 1. To consider and approve ‘Vedanta Limited – Employee Stock Option Scheme 2026’ and its implementation through Trust Route and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and any rules, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India and any other applicable law for the time being in force, the Memorandum of Association and Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the Members of the Company be and is hereby accorded for: (i) introduction and adoption of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ (“VEDL ESOS 2026” or “ESOS Scheme”), the particulars of which are furnished in the explanatory statement annexed to this notice; (ii) administration and implementation of VEDL ESOS 2026 through an existing irrevocable employee welfare trust of the Company namely ‘Vedanta Limited ESOS Trust’ (“Trust”); and (iii) authorizing the Board (which term shall be deemed to include any committee, including the Nomination & Remuneration Committee which the Board has constituted) to create, offer, issue, grant and allot from time to time, in one or more tranches, not exceeding 16,62,04,184 (Sixteen Crore Sixty two lakh four thousand one hundred and eighty four) employee stock options (“Options”), representing 4.25% of the total paid-up share capital of the Company as on March 31, 2026, to or for the benefit of such eligible employees of the Company, exclusively working in India or outside, including any Director, whether whole-time or otherwise (other than employee who is Promoter or person belonging to the Promoter Group, Independent Directors of the Company and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) as determined in terms of the ESOS Scheme, exercisable into not more than 16,62,04,184 (Sixteen Crore Sixty two lakh four thousand one hundred and eighty four) equity shares of the Company of face value of Re. 1/- (Rupee One Only) each fully paid-up (“Shares”), where one Option would convert into one equity share upon exercise, on such terms and in such manner, in accordance with the provisions of the applicable laws and the provisions of the ESOS Scheme, to be sourced by way of secondary acquisition by the Trust.

RESOLVED FURTHER THAT the Shares as specified hereinabove shall be transferred by the Trust to the grantees upon exercise of Options in accordance with the terms of the grant and provisions of the Options and such Shares shall rank pari passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues,

merger and sale of division and others, if any additional Options to be granted by the Company, for the purpose of making a fair and reasonable adjustment to the Options granted earlier, the ceiling of total number of Options and Shares specified above shall be deemed to be increased to the extent of such additional Options granted.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the eligible employees under the ESOS Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per equity share shall bear to the revised face value of the equity share of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said eligible employees.

RESOLVED FURTHER THAT the Company and the Trust shall ensure compliance of the provisions of the SBEB Regulations, Listing Regulations, Companies Act, 2013 and rules made thereunder and all other applicable laws at all times in connection with acquisition, holding and dealing in the Shares of the Company including but not limited to accounting policies, maintenance of proper books of account, records and documents with appropriate disclosures as prescribed.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to implement VEDL ESOS 2026 and to inter alia:

- a) bring into effect the ESOS Scheme as per the terms approved in this resolution and at any time to modify, change, vary, alter, amend, suspend or terminate the ESOS Scheme subject to the compliance with the applicable laws and regulations and further subject to consent of the shareholders by way of special resolution to the extent required under SBEB Regulations, and to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion, for such purpose;
- b) to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the ESOS Scheme and do all other things incidental and ancillary thereof in conformity with the provisions of the Companies Act, 2013, SBEB Regulations, Listing Regulations, Memorandum and Articles of Association of the Company and any other applicable laws in force to give effect to this resolution;
- c) delegate to the Trust, the authority to administer, implement and supervise the operation of VEDL ESOS 2026 on such terms and conditions as it may specify;
- d) determine the detailed terms and conditions of the grant, issue, re-issue, cancellation or withdrawal of stock options from time to time including the vesting period, exercise period and other criteria;
- e) to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions, including but not limited to executing all documents, papers and making necessary filings to give effect to the above resolutions from time to time; and
- f) to delegate all or any powers conferred herein, to any committee of directors with a power to further delegate to any executives / officers of the company to do all such acts, deeds, matters and

things as also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

2. To consider and approve extension of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended from time to time, read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and any rules, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India and any other applicable law for the time being in force, the Memorandum of Association and Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded to extend the benefits of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ (“VEDL ESOS 2026” or “ESOS Scheme”) referred to in Resolution 1(A) of this Notice to create, offer, issue, grant and allot from time to time, in one or more tranches, such number of employee stock options (“Options”) to the eligible employees of the Holding Company and/or Subsidiary Company(ies) of the Company, exclusively working in India or outside India, as determined in terms of the VEDL ESOS 2026, within the ceiling of total number of Options and equity shares, as specified in VEDL ESOS 2026 along with such other terms and in such manner, in accordance with the provisions of the applicable laws and the provisions of the VEDL ESOS 2026.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee, be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

3. To consider and approve secondary acquisition of shares through Trust route for the implementation of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended and enacted from time to time read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Memorandum of Association and the Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded for acquisition of not exceeding 16,62,04,184 (Sixteen Crore Sixty two lakh four thousand one hundred and eighty four) equity shares of the Company having face value of Re. 1/- (Rupee One only) each fully paid-up (“Shares”), by way of secondary acquisition, from time to time, in one or more tranches, for the purpose of implementing and giving effect to the ‘Vedanta Limited – Employee Stock Option Scheme 2026’ (“VEDL ESOS 2026” or “ESOS Scheme”), through an existing irrevocable employee welfare trust of the Company namely ‘Vedanta Limited ESOS Trust’ (“Trust”), in due compliance with the provisions of the SBEB Regulations and other applicable laws.

RESOLVED FURTHER in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, or other re-organization, the ceiling aforesaid in terms of number of Shares intended to be purchased by the Trust by way of secondary acquisition shall be adjusted with a view to facilitate fair and reasonable adjustment to the eligible employees as per provisions of the SBEB Regulations and such adjusted number of Shares shall be deemed to be the ceiling as originally approved.

RESOLVED FURTHER THAT the Trust shall undertake only delivery-based transactions for the purpose of secondary acquisition in accordance with the SBEB Regulations and shall not engage in derivatives trading. The Trust may undertake off-market transfers of shares to employees pursuant to the ESOS Scheme and applicable laws. Further, the Trust shall not function as a trading mechanism and shall not sell shares in the secondary market except as permitted under applicable Regulations. The Trust shall operate strictly in compliance with the ESOS Scheme, the SBEB Regulations, and all other applicable laws and regulations, as amended from time to time.

RESOLVED FURTHER THAT the Trustees of the Trust shall not vote in respect of the shares acquired and held by such Trust.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any committee of directors with a power to further delegate to any executives / officers of the company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

4. To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Stock Option Scheme 2026’ and in this regard, to consider and if thought fit, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 67 of the Companies Act, 2013 read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (the “Act”), Regulation 3(8) of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and other applicable provisions, circulars/notifications/ guidance/frequently asked questions issued thereunder, as amended from time to time (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the Memorandum of Association and the Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded for extending loan, in compliance with the applicable laws, in one or more tranches, to the irrevocable employee welfare trust namely ‘Vedanta Limited ESOS Trust’ (“Trust”) which is already set up by the Company, by such sum of money not exceeding 5% (Five Percent) of the aggregate of the paid-up share capital and free reserves of the Company, with a view to enable the Trust to acquire equity shares of the Company of face value of Re. 1/- (Rupee One Only) each fully paid-up (“Shares”) by way of secondary acquisition, for the implementation of ‘Vedanta Limited – Employee Stock Option Scheme 2026’ along with the existing employee benefit schemes/plans of the Company, as may be approved by the members from time to time.

RESOLVED FURTHER THAT the Trust shall use the loan amount disbursed from time to time only for the purposes of the Scheme strictly in accordance with the provisions of SBEB Regulations.

RESOLVED FURTHER THAT the loan provided by the Company shall be interest-free with tenure of such loan based on the term of the ESOS Scheme and shall be repayable to the Company from the realization of proceeds of exercise/ permitted sale/ transfer of Shares and any other eventual income of the Trust.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

5. To consider and approve implementation of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ through Trust Route and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended from time to time, read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and any rules, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India and any other applicable law for the time being in force, the Memorandum of Association and Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded for: (i) introduction and adoption of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ (“VEDL ESPP 2026” or “ESPP Plan”), the particulars of which are furnished in the explanatory statement annexed to this notice; (ii) administration and implementation of VEDL ESPP 2026 through an existing irrevocable employee welfare trust of the Company namely ‘Vedanta Limited ESOS Trust’ (“Trust”); and (iii) authorizing the Board (which term shall be deemed to include any committee, including the

Nomination and Remuneration Committee which the Board has constituted) for the purpose of identification, contemplating to create, offer, issue and allot/ transfer from time to time, in one or more tranches, not exceeding 2,93,30,150 (Two crore Ninety three lakh thirty thousand one hundred and fifty) fully paid-up equity shares in the Company of face value of Re. 1/- (Rupee One only) each ("Shares"), representing 0.75% of the total paid-up share capital of the Company as on March 31, 2026 to and for the benefit of such eligible employees of the Company, exclusively working in India or outside, including any Director, whether whole-time or otherwise (other than employee who is Promoter or person belonging to the Promoter Group, Independent Directors of the Company and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), as determined in terms of the ESPP Plan, on such terms and conditions, as may be determined in accordance with the provisions of the ESPP Plan and in due compliance with the applicable law and regulations, to be sourced by way of secondary acquisition by the Trust.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional Shares to be allotted/ transferred by the Company, for the purpose of making a fair and reasonable adjustment to the Shares allotted/ transferred earlier, the ceiling of total number of Shares specified above shall be deemed to be increased to the extent of such additional Shares allotted/ transferred.

RESOLVED FURTHER THAT in case the Shares of the Company are either sub-divided or consolidated, then the number of Shares to be allotted/ transferred and the price of acquisition payable by the eligible employees under the ESPP Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per Share shall bear to the revised face value of the Share of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said eligible employees.

RESOLVED FURTHER THAT the Company and the Trust shall ensure compliance of the provisions of the SBEB Regulations, Listing Regulations, Companies Act, 2013 and rules made thereunder and all other applicable laws at all times in connection with acquisition, holding and dealing in the Shares of the Company including but not limited to accounting policies, maintenance of proper books of account, records and documents with appropriate disclosures as prescribed.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to implement VEDL ESPP 2026 and to inter alia:

- a) bring into effect the ESPP Plan as per the terms approved in this resolution and at any time to modify, change, vary, alter, amend, suspend or terminate the ESPP Plan subject to the compliance with the applicable laws and regulations and further subject to consent of the shareholders by way of special resolution to the extent required under SBEB Regulations, and to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion, for such purpose;
- b) to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the ESPP Plan and do all other things incidental and ancillary thereof in conformity with the provisions of the Companies Act, 2013, SBEB Regulations, Listing Regulations, Memorandum and Articles of Association of the Company and any other applicable laws in force to give effect to this resolution;
- c) delegate to the Trust, the authority to administer, implement and supervise the operation of VEDL ESPP 2026 on such terms and conditions as it may specify;
- d) determine the detailed terms and conditions of the offer of allotment of shares from time to time including the purchase price per share and other criteria;

- e) to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions, including but not limited to executing all documents, papers and making necessary filings to give effect to the above resolutions from time to time; and
- f) to delegate all or any powers conferred herein, to any committee of directors with a power to further delegate to any executives / officers of the company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. As may be necessary to give effect to this resolutions.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

6. To consider and approve extension of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ to the employees of the Holding Company and/or Subsidiary Company(ies) of Vedanta Limited and in this regard, to consider and if thought fit, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended from time to time, read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and any rules, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India and any other applicable law for the time being in force, the Memorandum of Association and the Articles of Association of Vedanta Limited (“Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded to extend the benefits of ‘Vedanta Limited – Employee Share Purchase Plan 2026’ (“VEDL ESPP 2026”/ “ESPP Plan”) referred to in Resolution 2(A) of this Notice to create, offer and allot/ transfer from time to time, in one or more tranches, such number of fully paid-up equity shares of the Company having face value of Re. 1/- (Rupee One only) each (“Shares”) to the eligible employees of the Holding Company and/ or Subsidiary Company(ies) of the Company, exclusively working in India or outside India, which shall be within the ceiling of total number of Shares, as specified in the VEDL ESPP 2026 along with such other terms and in such manner, in accordance with the provisions of the applicable law and the provisions of the VEDL ESPP 2026.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee, be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further

to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

7. To consider and approve acquisition of shares through Trust route for the implementation of ‘Vedanta Limited- Employee Share Purchase Plan 2026’ and in this regard, to consider and if thought fit, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as amended and enacted from time to time read with all circulars and notifications issued thereunder (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Memorandum of Association and the Articles of Association of Vedanta Limited (“Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded for acquisition of not exceeding 2,93,30,150 (Two crore Ninety three lakh thirty thousand one hundred and fifty) equity shares of the Company having face value of Re. 1/- (Rupee One only) each fully paid-up (“Shares”), by way of secondary acquisition, from time to time, in one or more tranches, for the purpose of implementing and giving effect to ‘Vedanta Limited – Employee Share Purchase Plan 2026’ (“VEDL ESPP 2026”/ “ESPP Plan”), through an existing irrevocable employee welfare trust namely ‘Vedanta Limited ESOS Trust’ (“Trust”), in due compliance with the provisions of the SBEB Regulations and other applicable laws.

RESOLVED FURTHER in case of any corporate action(s) such as rights issues, bonus issues, change in capital structure, or other re-organization, the ceiling aforesaid in terms of number of Shares intended to be purchased by the Trust by way of secondary acquisition shall be adjusted with a view to facilitate fair and reasonable adjustment to the eligible employees as per provisions of the SBEB Regulations and such adjusted number of Shares shall be deemed to be the ceiling as originally approved.

RESOLVED FURTHER THAT the Trust shall undertake only delivery-based transactions for the purpose of secondary acquisition in accordance with the SBEB Regulations and shall not engage in derivatives trading. The Trust may undertake off-market transfers of shares to employees pursuant to the ESPP Plan(s) and applicable laws. Further, the Trust shall not function as a trading mechanism and shall not sell shares in the secondary market except as permitted under applicable regulations. The

Trust shall operate strictly in compliance with the ESPP Plan(s), the SBEB Regulations, and all other applicable laws and regulations, as amended from time to time.

RESOLVED FURTHER THAT the Trustees of the Trust shall not vote in respect of the shares acquired and held by such Trust.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any committee of directors with a power to further delegate to any executives / officers of the company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

8. To consider and approve provision of money by the Company for purchase of its own Shares through the Trust under ‘Vedanta Limited – Employee Share Purchase Plan 2026’ and in this regard, to consider and if thought fit, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 67 of the Companies Act, 2013 read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (the “Act”), Regulation 3(8) of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 and other applicable provisions, circulars/notifications/ guidance/frequently asked questions issued thereunder, as amended from time to time (“SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the Memorandum of Association and the Articles of Association of Vedanta Limited (the “Company”) and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions or sanctions and based on the recommendation of the Nomination & Remuneration Committee (“Committee”) and Board of Directors (“Board”) of the Company, the consent of the members of the Company be and is hereby accorded for extending loan in compliance with the applicable laws, in one or more tranches, to the irrevocable employee welfare trust namely ‘Vedanta Limited ESOS Trust’ (“Trust”) which is already set up by the Company, by such sum of money not exceeding 5% (Five Percent) of the aggregate of the paid-up share capital and free reserves of the Company, with a view to enable the Trust to acquire equity shares of the Company of face value of Re. 1/- (Rupee One Only) each fully paid-up (“Shares”) by way of secondary acquisition, for the

implementation of 'Vedanta Limited – Employee Share Purchase Plan 2026' along with the existing employee benefit schemes/plans of the Company, as may be approved by the members from time to time.

RESOLVED FURTHER THAT the Trust shall use the loan amount disbursed from time to time only for the purposes of the ESPP Plan strictly in accordance with the provisions of SBEB Regulations.

RESOLVED FURTHER THAT the loan provided by the Company shall be interest-free with tenure of such loan based on the term of the Plan and shall be repayable to the Company from the realization of proceeds of exercise/ permitted sale/ transfer of Shares and any other eventual income of the Trust.

RESOLVED FURTHER THAT subject to the broad terms above, the Board or Committee be and is hereby authorized to do all such acts, deeds, matters and things, as may at its absolute discretion, as deemed fit, to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/ or instructions as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, and things as are necessary to give effect to the foregoing resolutions including but not limited to executing documents, communications, papers, and making all necessary filings with any government or statutory authority, including the Registrar of Companies, to give effect to the above resolutions, from time to time.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorized to sign a certified true copy of the foregoing resolutions for the purpose of filing with any statutory or regulatory authority as may be required. and to sign a certified true copy of the foregoing resolutions as may be required.”

9. To consider and approve the re-appointment of Mr. Prasun Kumar Mukherjee (DIN:00015999) as a Non-Executive Independent Director of the Company for a second and final term of one (1) year, effective from August 11, 2026 to August 10, 2027 and in this regard, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149(6), 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), based on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors, Mr. Prasun Kumar Mukherjee (DIN:00015999), whose first term has been completed on August 10, 2026 and who has submitted a declaration of independence as provided under Section 149(6) of the Act and applicable rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for re-appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second and final term of one (1) year effective from August 11, 2026 to August 10, 2027, on such terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution or to delegate all or any of the powers to any officer(s)/authorised representative(s) of the Company.”

10. To consider and approve the re-appointment of Mr. Arun Misra (DIN: 01835605) as an Executive Director designated as Chief Executive Officer of the Company effective from August 01, 2026 to July 31, 2027 and in this regard, pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {including any statutory amendments or modification(s) or re-enactment(s) thereof for the time being in force}, and on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Arun Misra (DIN:01835605) as an Executive Director designated as Chief Executive Officer of the Company for a period of one year effective from August 01, 2026 to July 31, 2027 on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with the power to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the members of the Company.

RESOLVED FURTHER THAT in the absence or inadequacy of profits in the financial year, the Company will pay remuneration by way of salary including perquisites and allowances as specified under Section II of Part II of Schedule V to the Act or in accordance with any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution or to delegate all or any of the powers to any officer(s)/authorised representative(s) of the Company.”

UPENDRA
CHANDRA
SHANKAR
SHUKLA