



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY THE BOARD OF DIRECTORS OF VEDANTA LIMITED ON FRIDAY, DECEMBER 20, 2024

Approval in relation to non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Demerged Company" or "Company") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Scheme") and approval of the updated scheme in this regard

"RESOLVED THAT in the opinion of the Board, non-implementation of Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Scheme will be advantageous and beneficial to the Company, its shareholders and other stakeholders and the terms thereof are fair and reasonable and is not detrimental to the shareholders of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of paragraphs 44, 46 and 51 of the Scheme, the consent of the Board of Directors of the Company ("Board"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Scheme along with consequential and other factual updates, a copy of which is circulated to the Board for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Scheme shall remain unaltered and unchanged.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company; Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A and Mr. Rohit Agarwal, Director – MAS ("Authorised Persons"), be and are hereby severally authorized to:

- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("Tribunal");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors and file intimations with statutory authorities including the Tribunal and to do all such acts, deeds, matters and things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

RESOLVED FURTHER THAT the disclosure to be submitted to the stock exchanges in connection with the Board's resolution on non-implementation of Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Scheme, under Regulation 30 of the SEBI Listing Regulations, a copy of which is circulated to the Board, be and is hereby approved.

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard."

Certified True Copy
For Vedanta Limited


Prerna Halwasiya
Company Secretary & Compliance Officer
ACS No. 20856
Place: New Delhi



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

VEDANTA BASE METALS LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY THE BOARD OF DIRECTORS OF VEDANTA BASE METALS LIMITED ON MONDAY, DECEMBER 23, 2024

Approval in relation to non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Vedanta") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Original Scheme") and approval of the updated Scheme in this regard

"RESOLVED THAT pursuant to the decision of the Board of Directors of Vedanta Limited by way of circular resolution dated December 20, 2024, and pursuant to the provisions of paragraphs 44 and 51 of the Original Scheme, the consent of the Board of Directors of the Company ("**Board**"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme along with consequential and other factual updates, a copy of which was circulated to the Board for the purposes of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Original Scheme shall remain unaltered and unchanged.

RESOLVED FURTHER THAT any of the Directors of the Company; Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A and Mr. Rohit Agarwal, Director – MAS ("**Authorised Persons**"), be and are hereby severally authorized to:

- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("**Tribunal**");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors, as may be applicable and to do all such acts, deeds, matters and things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

VEDANTA BASE METALS LIMITED

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard.”

Certified True Copy

For Vedanta Base Metals Limited



Anup Agarwal
Director

DIN: 08551388

Place: New Delhi

VEDANTA ALUMINIUM METAL LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY THE BOARD OF DIRECTORS OF VEDANTA ALUMINIUM METAL LIMITED ON MONDAY, DECEMBER 23, 2024

Approval in relation to non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Vedanta") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Original Scheme") and approval of the updated Scheme in this regard

"RESOLVED THAT pursuant to the decision of the Board of Directors of Vedanta Limited by way of circular resolution dated December 20, 2024, and pursuant to the provisions of paragraphs 44 and 51 of the Original Scheme, the consent of the Board of Directors of the Company ("**Board**"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme along with consequential and other factual updates, a copy of which was circulated to the Board for the purposes of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Original Scheme shall remain unaltered and unchanged.

RESOLVED FURTHER THAT any of the Directors of the Company; Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A and Mr. Rohit Agarwal, Director – MAS ("**Authorised Persons**"), be and are hereby severally authorized to:


- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("**Tribunal**");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors, as may be applicable and to do all such acts, deeds, matters and things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

VEDANTA ALUMINIUM METAL LIMITED

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard.”

Certified True Copy

For Vedanta Aluminium Metal Limited



Anup Agarwal

Director

DIN: 08551388

Place: New Delhi

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF TALWANDI SABO POWER LIMITED THROUGH CIRCULAR RESOLUTION ON MONDAY, DECEMBER 23, 2024

Resolution No. 09/ FY 2024-25: To approve non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Vedanta") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Original Scheme") and approval of the updated Scheme in this regard

"RESOLVED THAT pursuant to the decision of the Board of Directors of Vedanta Limited by way of circular resolution dated December 20, 2024, and pursuant to the provisions of paragraphs 44 and 51 of the Original Scheme, the consent of the Board of Directors of the Company ("**Board**"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme along with consequential and other factual updates, a copy of which was circulated to the Board for the purposes of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Original Scheme shall remain unaltered and unchanged.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A and Mr. Rohit Agarwal, Director – MAS ("**Authorised Persons**"), be and are hereby severally authorized to:

- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("**Tribunal**");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors, as may be applicable and to do all such acts, deeds, matters and things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard."

**Certified True Copy
For Talwandi Sabo Power Limited**



**Shivangi Dhanuka
Company Secretary
Mem No. A70586**

TALWANDI SABO POWER LIMITED

Site Office: Village Banwala, Mansa - Talwandi Sabo Road, Mansa, Punjab, India, 151302

Registered Office Address: 1st Floor, C wing, Unit 103, Corporate Avenue Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093

Tel. 91-1659-248000 | **Telefax:** 01659-248083 **website:** www.tsplindia.co

CIN NO. U40101MH2007PLC433557

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY THE BOARD OF DIRECTORS OF MALCO ENERGY LIMITED ON MONDAY, 23rd DECEMBER, 2024

Approval in relation to Non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Vedanta") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Original Scheme") and approval of the updated Scheme in this regard

"RESOLVED THAT pursuant to the decision of the Board of Directors of Vedanta Limited by way of circular resolution dated December 20, 2024, and pursuant to the provisions of paragraphs 44 and 51 of the Original Scheme, the consent of the Board of Directors of the Company ("**Board**"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme along with consequential and other factual updates, a copy of which was circulated to the Board for the purposes of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Original Scheme shall remain unaltered and unchanged.

RESOLVED FURTHER THAT any of the Directors of the Company; Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A; Mr. Rohit Agarwal, Director – MAS and Mr. Satyapriya, AVP-Legal Vedanta ("**Authorised Persons**"), be and are hereby severally authorized to:

- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("**Tribunal**");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors, as may be applicable and to do all such acts, deeds, matters and

MALCO Energy Limited

Registered Office: C-103, ATUL PROJECTS-CORPORATE AVENUE, NEW LINK ROAD, CHAKALA, ANDHERI, (E), Chakala Midc,

Mumbai, Mumbai, Maharashtra, India, 400093

CIN: U31300MH2001PLC428719

www.vedantalimited.com

T-022 6643 4500

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things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard."

Certified True Copy
For Malco Energy Limited



Navin Kumar Jaju
Director
DIN: 00669654



MALCO Energy Limited

Registered Office: C-103, ATUL PROJECTS-CORPORATE AVENUE, NEW LINK ROAD, CHAKALA, ANDHERI, (E), Chakala Midc, Mumbai, Mumbai, Maharashtra, India, 400093

CIN: U31300MH2001PLC428719

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VEDANTA IRON AND STEEL LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY THE BOARD OF DIRECTORS OF VEDANTA IRON AND STEEL LIMITED ON MONDAY, DECEMBER 23, 2024

Approval in relation to non-implementation of Part V (Demerger and Vesting of Base Metals Undertaking) of Scheme of Arrangement between Vedanta Limited ("Vedanta") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Original Scheme") and approval of the updated Scheme in this regard

"RESOLVED THAT pursuant to the decision of the Board of Directors of Vedanta Limited by way of circular resolution dated December 20, 2024, and pursuant to the provisions of paragraphs 44 and 51 of the Original Scheme, the consent of the Board of Directors of the Company ("**Board**"), be and is hereby accorded for not implementing Part V (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme.

RESOLVED FURTHER THAT the updated draft of the Scheme in relation to non-implementation of Part V of (*Demerger and Vesting of the Base Metals Undertaking*) of the Original Scheme along with consequential and other factual updates, a copy of which was circulated to the Board for the purposes of identification, be and is hereby approved.

RESOLVED FURTHER THAT all other clauses of the Original Scheme shall remain unaltered and unchanged.

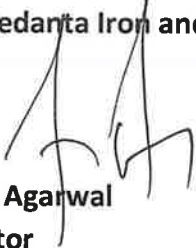
RESOLVED FURTHER THAT any of the Directors of the Company; Mr. Ajay Agarwal, President – Finance; Mr. Anupam Kumar, Deputy CFO; Ms. Deepa Dumbre, Deputy Head Treasury; Ms. Kavitha Pillai, AGM – Corporate Secretarial; Ms. Akansha Aggarwal, Deputy Head Taxation; Mr. M Gopichand, Deputy Group Head Taxation; Mr. Mayank Totla, AGM Finance; Ms. Mansi Dhiman, Director – M&A and Strategy; Mr. Vinit Bansal, Head – FP&A and Mr. Rohit Agarwal, Director – MAS ("**Authorised Persons**"), be and are hereby severally authorized to:

- (i) make the necessary updates to the Scheme and all relevant documents and papers with regard to the Scheme and / or the Company's application with the Hon'ble National Company Law Tribunal ("**Tribunal**");
- (ii) make appropriate disclosures in the notice convening meeting of shareholders / creditors, as may be applicable and to do all such acts, deeds, matters and things and sign and execute all such documents as may be necessary, desirable and expedient and as they may deem fit to give effect to the updated Scheme.

VEDANTA IRON AND STEEL LIMITED

RESOLVED FURTHER THAT any of the Authorised Persons, be and are hereby severally authorized to do all such acts, deeds and things for the purpose of giving effect to the above resolution and take all such necessary steps as may be deemed necessary or incidental in this regard.”

Certified True Copy
For Vedanta Iron and Steel Limited



Anup Agarwal
Director

DIN: 08551388

Place: New Delhi