VEDANTA IRON AND STEEL LIMITED
CIN: L24109MH2023PLC411777
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Corporate Avenue New Link, Chakala MIDC,
Mumbai, Maharashtra – 400 093
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POSTAL BALLOT NOTICE
(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Members,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Vedanta Iron And Steel Limited (the "**Company**") by means of Postal Ballot through remote e-voting process ("**e-voting**") being provided by the Company to all its members to cast their votes electronically, pursuant to Sections 108 and 110 of the Companies Act, 2013 (the "**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**") and other applicable provisions of the Act and the Rules made thereunder [including any statutory amendment(s), modification(s) or re-enactment thereof, for the time being in force] and in accordance with the guidelines issued by the Ministry of Corporate Affairs ("**MCA**") through General Circular No. 03/2025 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 other applicable laws, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations, if any.

In compliance with Regulation 44 of the SEBI Listing Regulations, as amended from time to time and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. The instructions related to e-voting are appended to this Notice.

The Board of Directors on **Friday, August 28, 2026**, have appointed **Mr. Shivaram Bhat**, Practicing Company Secretary (**Membership No.: A10454, CP No. 7853)** as scrutinizer for conducting the Postal Ballot, through e- voting process, in a fair and transparent manner and he/she has communicated his/her willingness to be appointed for the said purpose.

Members are requested to carefully read the instructions in the notes provided in this Postal Ballot Notice to cast their vote electronically. The remote e-voting period shall commence on **Tuesday, September 01, 2026, at 09: 00 am (IST)** and end on **Wednesday, September 30, 2026, at 05:00 pm (IST)**. The votes cannot be casted after **05: 00 pm** on **Wednesday, September 30, 2026.**

The Scrutinizer will, upon the conclusion of e-voting, scrutinize the votes cast and shall submit a Scrutinizer's report of the votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same. The Chairman or any other person authorised by the Chairman shall declare the results within the prescribed timelines under applicable laws. The said results along with the report of the Scrutinizer will also be placed on the website of the Company at www.vedantaironandsteel.com, the website of KFin Technologies Limited ("**KFin**"), Registrar & Transfer Agent ("**RTA**") of the Company at https://evoting.kfintech.com/ and shall also be displayed at the registered office of the Company. The results shall simultaneously be submitted to the Stock Exchange(s) and be made available at www.bseindia.com and www.nseindia.com. The resolution will be deemed to be passed on **Wednesday, September 30, 2026,** subject to receipt of the requisite number of votes in favour of the resolution.

SPECIAL BUSINESS:

1. **Appointment of M/s S.R. Batliboi & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Sections 139(8), 139(11), 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (the **"Act"**) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, M/s S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 301003E/E300005), be and are hereby appointed as the Statutory Auditors of the Company ("**Statutory Auditors**") to hold office from July 01, 2026, till conclusion of the next Annual General Meeting of the Company, to fill the casual vacancy, to conduct audit of the accounts of the Company for the financial year ending March 31, 2027, at such remuneration as set out in the statement annexed herewith pursuant to Section 102 of the Act.

RESOLVED FURTHER THAT the Audit and Risk Management Committee and the Board of Directors be and are hereby severally authorised to approve any variation or revision in the fees payable during the year, as may be considered necessary or appropriate.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include any Committee constituted or to be constituted by the Board or any person(s) authorised by the Board in this regard) be and is hereby authorised, on behalf of the Company, to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution including but not limited to determination of roles and responsibilities/scope of work of the Statutory Auditors, to finalise and execute the terms of appointment and all related documents, filings and communications including any contracts or documents in this regard."

2. **To consider and approve 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' and its implementation through Trust**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"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, (**"SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to the introduction of 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' **("VISL ESOP 2026" or "Plan")** and implementation through an irrevocable employee welfare trust namely

'VISL ESOS Trust'**("Trust")** the salient features of which are furnished in the explanatory statement annexed to this notice, and authorizing the Board (which term shall be deemed to include any committee, including the Nomination and 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 Crores, Sixty-Two Lakhs, Four Thousand, One Hundred and Eighty-Four) employee stock options **("Options")** representing 4.25% of the total paid-up share capital of the Company, to or for the benefit of such eligible employees of the Company, exclusively working in India or outside, as determined in terms of the Plan, exercisable into not more than 16,62,04,184 (Sixteen Crores, Sixty-Two Lakhs, Four Thousand, One Hundred and Eighty-Four) equity shares 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 Plan.

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 Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per equity shares shall bear to the revised face value of the equity shares 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, the Act and rules made thereunder, SEBI Listing Regulations and all other applicable laws at all times in connection with 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 at any time to modify, change, vary, alter, amend, suspend or terminate the 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 and also 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 Plan and do all other things incidental and ancillary thereof in conformity with the provisions of the Act, SBEB Regulations, SEBI Listing Regulations, the relevant provisions of the Memorandum and Articles of Association of the Company and any other applicable laws in force to give effect to this resolution from time to time.

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 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 extension of 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' to the employees of the holding company and subsidiary company(ies) of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"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, as amended (**"SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to offer, issue, grant and allot from time to time, in one or more tranches, Employee Stock Option **("Options")** under 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' **("VISL ESOP 2026" or "Plan")** to the eligible employees of holding company and subsidiary company(ies) of the Company, exclusively working in India or outside India, as determined in terms of the Plan, within the ceiling of total number of Options and equity shares, as specified in Plan along with such other terms and in such manner, in accordance with the provisions of the applicable laws and the provisions of the Plan.

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 secondary acquisition of shares through Trust for the implementation of 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026'

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"**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, as amended (**"SEBI Listing Regulations"**) the relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and the Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to acquire not exceeding 16,62,04,184 (Sixteen Crores, Sixty-Two Lakhs, 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 implementation of 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' **("VISL ESOP 2026" or "Plan")**, through irrevocable employee welfare trust namely 'VISL ESOS Trust' **("Trust")** set-up by the Company, 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 from 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 and that the Trust may undertake off-market transfers of shares to employees pursuant to the Plan(s) and applicable laws.

RESOLVED FURTHER THAT the Trust shall not function as a trading mechanism and shall not sell shares in the secondary market except as permitted under applicable regulations and that the Trust shall operate strictly in compliance with the terms of the 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 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, subject to applicable laws.

RESOLVED FURTHER THAT subject to the broad terms above, the Board 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 provision of money by the Company for purchase of its own Shares through the trust under the 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026'

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of the Section 67 of the Companies Act, 2013(the "**Act**") read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 3(8) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any 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 **("SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee **("Committee")** and the Board of Directors **("Board")** of the Company, the consent of the shareholders of the Company be and is hereby accorded to grant a loan, provide guarantee or security in connection with a loan granted or to be granted, in one or more tranches, to the irrevocable employee welfare trust namely 'VISL ESOS Trust' **("Trust")** 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 of Shares, for the implementation of 'Vedanta Iron And Steel Limited – Employee Stock Option Plan 2026' (the Plan) along with any other employee benefit schemes/plans of the Company, as may be approved by the shareholders 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 Plan strictly in accordance with the provisions of SBEB Regulations, the Act, and SEBI Listing 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/ purchase/ permitted sale/ transfer of Shares and any other eventual income of the Trust.

RESOLVED FURTHER THAT subject to the broad terms above, the Board 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."

6. To consider and approve Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' and its implementation through Trust

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"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, as amended from time to time (**"SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and the Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to the introduction of 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' **("VISL ESPP 2026"/ "ESPP Plan")** and implementation through an irrevocable employee welfare trust namely 'VISL ESOS Trust'**("Trust"),** set up by the Company, the salient features of which are furnished in the explanatory statement annexed to this notice, and 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 Crores, Ninety-Three Lakhs 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, to the eligible employees of the Company, exclusively working in India or outside, 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.

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 Shares 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, the Act and rules made thereunder, SEBI Listing Regulations, and all other applicable laws at all times in connection with 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 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 and also 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; delegate to the Trust, the authority to administer, implement and supervise the operation of VISL ESPP 2026 on such terms and conditions as it may specify; determine the detailed terms and conditions of the offer of allotment of Shares from time to time including the purchase price per share; and do all other things incidental and ancillary thereof in conformity with the provisions of the Act, SBEB Regulations, SEBI Listing Regulations, the relevant provisions of the Memorandum of Association and Articles of Association of the Company and any other applicable laws in force to give effect to this resolution including but not limited to executing all documents, papers and making necessary filings to give effect to the above resolutions from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to 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 subject to the applicable laws.

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 extension of 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' to the employees of the holding company and /or subsidiary company(ies) of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"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, as amended from time to time (**"SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to create, offer and allot/ transfer from time to time, in one or more tranches, such number fully paid-up equity shares in the Company of face value of Re. 1/- (Rupee One only) each **("Shares")** under 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' **("VISL ESPP 2026"/ "ESPP Plan")** to the eligible employees of the holding company and/ or subsidiary company(ies), exclusively working in India or outside India, subject to their eligibility as may be determined under the VISL ESPP 2026, which shall be within the ceiling of total number of Share, as specified in the VISL 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 VISL 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."

8. To consider and approve secondary acquisition of shares through Trust route for the implementation of 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026'

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"**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 **("SEBI Listing Regulations")**, as amended from time to time, 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee (**"Committee"**) and Board of Directors (**"Board"**) of the Company, the consent of the shareholders of the Company be and is hereby accorded to acquire not exceeding 2,93,30,150 (Two Crores, Ninety-Three Lakhs, Thirty Thousand, One Hundred and Fifty) equity shares of 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 implementation of 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' **("VISL ESPP 2026"/"ESPP Plan")**, through an irrevocable employee welfare trust namely 'VISL ESOS Trust' **("Trust")** set-up by the Company, 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 from 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 and that the Trust may undertake off-market transfers of shares to employees pursuant to the ESPP Plan and applicable laws.

RESOLVED FURTHER THAT the Trust shall not function as a trading mechanism and shall not sell shares in the secondary market except as permitted under applicable regulations and that the Trust shall operate strictly in compliance with the ESPP Plan, 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, subject to applicable laws.

RESOLVED FURTHER THAT subject to the broad terms above, the Board 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 provision of money by the Company for purchase of its own Shares through the trust under the 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026'

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Special Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of the Section 67 of the Companies Act, 2013 (the "**Act**") read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 3(8) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any 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 **("SEBI 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 relevant provisions of the Memorandum of Association and the Articles of Association of the Vedanta Iron And Steel 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 and Remuneration Committee **("Committee")** and the Board of Directors **("Board")** of the Company, the consent of the shareholders of the Company be and is hereby accorded to grant a loan, provide guarantee or security in connection with a loan granted or to be granted, in one or more tranches, to the irrevocable employee welfare trust namely 'VISL ESPP Trust' **("Trust")** 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 of Shares, for the implementation of 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026' (the Plan) along with any other employee benefit schemes/plans of the Company, as may be approved by the shareholders 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 Plan strictly in accordance with the provisions of SBEB Regulations, the Act and SEBI Listing 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 / purchase/ permitted sale / transfer of Shares and any other eventual income of the Trust.

RESOLVED FURTHER THAT subject to the broad terms above, the Board 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."

10. To approve material related party transaction(s) between the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time and basis the approval and recommendations of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for the Company to enter / continue to enter into material related party transaction(s) with the certain identified related parties of the Company (specified in the explanatory statement as "**Identified Related Parties**") (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between the Company and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between the Company and such Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

11. To approve material related party transaction(s) between Sesa Resources Limited ("SRL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for SRL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between SRL and such Identified Related Parties, such that the maximum value of the related party transactions between SRL and such Identified

Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

12. To approve material related party transaction(s) between Sesa Mining Corporation Limited ("SMCL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for SMCL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between SMCL and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between SMCL and such Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

13. To approve material related party transaction(s) between Bloom Fountain Limited ("BFL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for BFL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between BFL and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between BFL and such Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

14. To approve material related party transaction(s) between ESL Steel Limited ("ESL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for ESL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between ESL and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between ESL and such

Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

15. To approve material related party transaction(s) between Western Cluster Limited ("WCL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for WCL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between WCL and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between WCL and such Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

16. To approve material related party transaction(s) between Desai Cement Company Private Limited ("DCCPL"), a material subsidiary of the Company and certain Identified Related Parties of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an "Ordinary Resolution" by way of Postal Ballot:

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), as amended from time to time, the applicable provisions of the Companies Act, 2013 (the "**Act**") read with the rules made thereunder, other applicable laws/statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transactions (the "**RPT Policy**") and other applicable laws, and charter documents of the Company, and subject to such approval(s), consent(s), or permission(s) as may be necessary from time to time, and basis the approval and recommendation of the Audit and Risk Management Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for DCCPL, a material subsidiary of the Company, to enter / continue to enter into material related party transaction(s) with the Identified Related Parties of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between DCCPL and such Identified Related Parties of the Company, such that the maximum value of the related party transactions between DCCPL and such Identified Related Parties of the Company, in aggregate, does not exceed the value as specified under each category, in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include the Audit and Risk Management Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Registered Office: **C-103 Atul Projects, Corporate Avenue New Link, Chakala MIDC, Mumbai, Maharashtra, 400 093** **CIN: L24109MH2023PLC411777** **E-mail ID: visl.cs@vedanta.co.in** **Website: www.vedantaironandsteel.com** **Tel: +91 8326713601** **Place: Panaji, Goa** **Dated: August 31, 2026**	**By Order of the Board of Directors** **for Vedanta Iron And Steel Limited** **Tina Lakhani** **Company Secretary and Compliance Officer** **A - 34723**

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Act read with Section 110 of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**") as amended from time to time, setting out the material facts relating to the special business to be transacted as mentioned in Item No. 1 to 16 is annexed hereto.

2. In compliance with the MCA Circulars and the SEBI Listing Regulations, this Postal Ballot Notice along with the explanatory statement and the remote e-voting instructions are being sent electronically to all those Members whose names appear in the Register of Members and/or Register of Beneficial Owners maintained by the Depositories as on the "**cut-off date**" i.e., Friday, August 28, 2026, received from the Depositories and whose e-mail address is registered with the Company / RTA/ Depositories / Depository Participant ("**DPs**").

3. The Notice is being sent in electronic form only and the physical copy of the Notice along with the Postal Ballot Form and pre-paid business envelope will not be sent to the members. Accordingly, the communication of the assent or dissent of the members would take place through e-voting system only.

4. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

5. Members may note that the notice will also be available on the Company's website at www.vedantaironandsteel.com, website of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin at evoting.kfintech.com.

6. Members whose e-mail address is not registered and who wish to receive the Notice(s), Annual Report and all other communications by the Company, from time to time may get their e-mail address registered by submitting Form ISR- 1 to KFin at einward.ris@kfintech.com or to the Company at visl.cs@vedanta.co.in. However, for the shares held in demat form, members are requested to write to their respective DPs.

7. The Board of Directors on **Friday, August 28, 2026,** has approved the appointment of KFin Technologies Limited, as the agency to provide e-voting facility. The instructions for e-voting are provided in the Postal Ballot Notice and Members may cast their vote by following the instructions provided in the Notes to the Notice.

8. **The Postal Ballot e-voting facility will be available during the following period:**

Commencement of e-voting	**Tuesday, September 01, 2026, at 09:00 am**
End of e-voting	**Wednesday, September 30, 2026, at 5:00 pm**

9. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

10. The members may please note that the e-voting shall not be allowed beyond the above-mentioned date and time.

11. The Scrutinizer will submit his/her report to the Chairman after completion of the scrutiny and the results of the e-voting by postal ballot will be announced within statutory timelines. The resolution, if approved, shall be

deemed to have been passed on the last date of e-voting i.e., Wednesday, September 30, 2026, subject to receipt of the requisite number of votes in favour of the resolution.

12. All material documents referred to in the Notice and explanatory statement shall be open for inspection at the Registered Office of the Company without any fee on all working days (i.e. excluding, Saturdays, Sundays and public holidays) between 9:30 AM (**IST**) to 6:00 PM (**IST**) from the date of dispatch of notice upto the date of declaration of results of postal ballot.

13. All material documents referred to in the notice and explanatory statement will also be available electronically for inspection without any fee by the members from the date of circulation of this notice until the last date of e-voting. Members seeking to inspect such documents can send an e-mail to visl.cs@vedanta.co.in.

14. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorized representatives. Institutional / Corporate Members are requested to send a scanned copy in pdf / jpg format of the Board Resolution / Power of Attorney authorising its representatives to vote pursuant to Section 113 of the Act, through e-mail at cs.sbhat@gmail.com with a copy marked to evoting@kfintech.com.

15. The Procedure for e-voting is as under: -

Login method for e-voting for Individual shareholders holding securities in demat mode.
Pursuant to SEBI circular - Master Circular- HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

I. Login method for e-voting for Individual shareholders holding securities in demat mode.

Pursuant to SEBI circular - SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depository(ies)/Depository Participants ("DPs") in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login method
Individual shareholders holding securities in dematmode with NSDL	**A. Users registered for NSDL IDeAS facility:** 1. Open web browser and type the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "**Beneficial Owner**" icon under "**Login**" which is available under **"IDeAS"** section. 2. A new screen will open. Enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on **"Access to e-voting"** under e-voting services and you will be able to see e-voting page. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	B. Users not registered for IDeAS e-Services: Option to register is available at https://eservices.nsdl.com Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.
	C. By visiting the e-voting website of NSDL: 1. Visit the e-voting website of NSDL. Open web browser and type the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the **"Login"** icon, available under the **'Shareholder/Member'** section. 2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown onthe screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	D. NSDL Speede Shareholders/Members can also download NSDL Mobile App "NSDL Speede"facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Individual Shareholders holding securities in dematmode with CDSL	**A. Existing users who have opted for Easi/Easiest:** 1. Open web browser and type: www.cdslindia.com and click on login icon and select New System Myeasi 2. Shareholders can login through their existing user ID and password. Optionwill be made available to reach e-voting page without any further authentication. 3. After successful login on Easi/Easiest, the user will also be able to see thee-voting Menu. The menu will have links of ESPs. Click on **KFintech** to cast your vote.
	B. Users who have not opted for Easi/Easiest: Option to register for Easi/Easiest is available at www.cdslindia.com Proceedwith completing the required fields. After successful registration, please follow the steps given above to cast your vote.
	C. By visiting the e-voting website of CDSL: 1. The user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the demat Account. 2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., **KFintech**.
Individual Shareholders (holding securities in dematmode) logging through theirdepository participant(s)	1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/CDSLwebsite after successful authentication, wherein you can see e-voting feature. 3. Click on option available against Company name or e-voting service provider- **KFintech** and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:

Members facing any technical issue - NSDL	Members facing any technical issue – CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33

II. Login method for e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1. Initial password is provided in the body of the e-mail.
2. Launch internet browser and type the URL: https://evoting.kfintech.com/ in the address bar.
3. Enter the login credentials i.e., User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-

voting, you can use your existing User ID and password for casting your votes.

4. After entering the details, click on LOGIN.
5. You will reach the password change menu wherein, you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case(a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share yourpassword with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the EVENT, i.e., 10136 - Vedanta Iron And Steel Limited
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut- off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
9. Members holding multiple folios/demat accounts may choose to vote separately for each folio/demat account.
10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently.During the voting period, you can login multiple times till you have confirmed that you have voted on all the resolutions.
11. Corporate/institutional Members (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the Scrutinizer through email at cs.sbhat@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'VISL_EVENT No.'

Members who have forgotten the user id and password, may obtain / retrieve the same in the manner mentioned below:

Visit https://evoting.kfintech.com and click on **"Reset Password"**. Then, follow the instructions displayed on the screen to retrieve or reset your login credentials.

1. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of https://evoting.kfintech.com or call KFin on 1-800-309-4001 (toll free).

2. KPRISM-Mobile service application by KFin - Members are requested to note that KFin has launched a mobile application - KPRISM and website kprism.kfintech.com for online service to members. Members can download the mobile application, register themselves (one time) for availing host of services, viz., consolidated portfolio view serviced by KFin, dividend status and send requests for change of address, change/update bank mandate. Through the mobile application, members can download annual reports, standard forms and keep track of upcoming general meetings and dividend disbursements. The mobile application is available for download from Android Play Store and Google Play Store.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT") READ WITH RULE 20 and 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 ("THE RULES") AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED ("SEBI LISTING REGULATIONS") AND CIRCULARS ISSUED THEREUNDER:

The following statement sets out all material facts relating to the Special Business proposed in this postal ballot notice:

Item No. 1:

The Company was incorporated in October 2023 as a wholly owned subsidiary of Vedanta Limited ("**VEDL**"). The National Company Law Tribunal, Mumbai vide its orders dated December 16, 2025 and January 09, 2026 had approved the Composite Scheme of Arrangement between Vedanta Limited ("**Demerged Company**" or "**VEDL**") and Vedanta Aluminium Metal Limited ("**Resulting Company 1**"), Vedanta Power Limited (erstwhile Talwandi Sabo Power Limited) ("**Resulting Company 2**"), Vedanta Oil & Gas Limited (erstwhile Malco Energy Limited) ("**Resulting Company 3**"), and Vedanta Iron and Steel Limited ("**Resulting Company 4**" or "**Company**") under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (the "**Act**") ("**Scheme**"). Pursuant to the Scheme becoming effective from May 1, 2026, the Iron Ore undertaking of VEDL has been transferred to the Company.

Subsequently, the equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited with effect from June 15, 2026.

Following the demerger, the Company undertook a review of its governance, compliance and assurance framework to align the same with its evolving business profile, operational requirements and long-term strategic objectives as a standalone listed entity. As part of this review, the Company also evaluated its Statutory Audit framework with a view to aligning such arrangements with the evolving structure and requirements of the Company and fostering greater consistency and coordination across the Group.

Accordingly, the Board of Directors, based on the recommendation of the Audit and Risk Management Committee, on July 01, 2026, had considered and approved the appointment of M/s S.R. Batliboi & Co. LLP (ICAI Firm Registration Number 301003E/E300005) as Statutory Auditors of the Company to fill in the casual vacancy arising from the resignation of previous Statutory Auditors M/s Haribhakti & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 103523W/W100048) on June 12, 2026.

Pursuant to the provisions of Section 139(8)(i) of the Act, where a casual vacancy arises in the office of the Statutory Auditors, the appointment made by the Board of Directors to fill the casual vacancy within thirty days from the date of resignation of the Statutory Auditor of the Company, such appointment is required to be approved by the members of the Company within three months from the date of appointment by the Board. Accordingly, subject to the approval of the members of the Company M/s S.R. Batliboi & Co. LLP, Chartered Accountants, shall hold office from July 01, 2026, until the conclusion of the ensuing Annual General Meeting of the Company and shall conduct the statutory audit of the accounts of the Company for the financial year ending March 31, 2027.

M/s S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/E300005) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the requisite confirmation that their appointment, if made, will be within the limit as prescribed under the relevant law and eligible under the criteria as specified under Section 144 of the Act. They have also confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

Brief Profile of M/s S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/E300005) **is provided below:**

M/s S.R Batliboi & Co LLP is a firm of Chartered Accountants and a member of the M/s S. R. Batliboi & Affiliates ('SRB') network of firms registered with the Institute of Chartered Accountants of India. M/s S.R. Batliboi & Affiliates ('SRB') network of firms of Chartered Accountants, started in 1914 and registered with the Institute of Chartered Accountants of India.

Their methodology, working environment, compensation strategy and technical resources are designed to attract and retain the best people.

M/s S.R Batliboi & Affiliates network of firms includes:
- *M/s S R B C & CO LLP*
- *M/s S.R. Batliboi & Associates LLP*
- *M/s S.R. Batliboi & Co LLP*
- *M/s S.V. Ghatalia & Associates LLP*

Their highly specialized team of professionals is bifurcated along market segments. The segments they provide service are as under:

- *Industrial, Infrastructure & Consumer (IIC)*
- *Technology, Media and Telecommunications (TMT) and*
- *Financial Services (FS)*

With more than 6,100+ professional across India, their vision is to build the finest Assurance Practice in the country.

With high-quality professionals and their market aligned globally integrated model, their ability to draw the right quality professionals across geographic locations in a completely seamless manner differentiates them in the market place.

Proposed Fees:

The Board, on the recommendation of the Audit and Risk Management Committee, has approved a fee of ₹ 2.45 crore exclusive of applicable taxes and out-of-pocket expenses, as may be incurred, for the FY 2026-27 for scope of work related to the audit of standalone and consolidated financial statements of the Company and any variation in the fees, if any.

The shareholders may kindly note that the fees paid to the outgoing auditors for FY 2025-26 was Rs. 90,000/-. Since the demerger became effective from May 01, 2026, hence, the fees payable for FY 2026-27 will not be comparable. The variation in fees payable to the proposed Statutory Auditors as compared to the outgoing Statutory Auditors is primarily attributable to the revised scope of audit services and the increased scale of operations and reporting requirements of the Company as an independent listed entity.

Further, any additional certifications, engagements or other permissible non-audit services, if required, shall be approved by the Audit and Risk Management Committee in accordance with applicable law and shall be within the prescribed regulatory limits. The Audit and Risk Management Committee and the Board of Directors shall approve any variation or revision in the fees payable during the year, as may be considered necessary or appropriate.

None of the Directors/ Key Managerial Personnel ("**KMP"**) of the Company/ their relatives are, in any way concerned or interested financially or otherwise in the resolution set out at Item No. 1 of the Notice.

The Board of Directors accordingly recommends the Ordinary resolution as set out at Item No. 1 of the Notice for the approval of the members.

Item Nos. 2 to 9:

The Company was incorporated in October 2023 as a wholly owned subsidiary of Vedanta Limited ("VEDL"). The National Company Law Tribunal, Mumbai vide its orders dated December 16, 2025 and January 09, 2026 had approved the Composite Scheme of Arrangement between Vedanta Limited ("Demerged Company" or "VEDL") and Vedanta Aluminium Metal Limited ("Resulting Company 1"), Vedanta Power Limited (erstwhile Talwandi Sabo Power Limited) ("Resulting Company 2"), Vedanta Oil & Gas Limited (erstwhile Malco Energy Limited) ("Resulting Company 3"), and Vedanta Iron and Steel Limited ("Resulting Company 4" or "Company") under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (the "**Act**") ("**Scheme**"). Pursuant to the Scheme becoming effective from May 1, 2026, the iron ore undertaking of VEDL has been transferred to the Company.
The Board of Directors **("Board")** of VISL firmly believes that employees are integral to the Company's long-term success and that equity-based compensation is an effective tool to attract, motivate, reward and retain talent. The Company recognizes performance-linked, equity-based compensation plans as an effective and strategically important mechanism for rewarding, motivating, and retaining talent within the Company and its holding and subsidiary entities. Such plans foster an ownership mindset and encourage sustained performance. Accordingly, the proposed equity-based compensation plans seek to promote employee participation, retention and commitment while enabling employees to share in the Company's future growth and success.

In view of the Company's evolving strategic priorities and talent retention needs, the Company, pursuant to the recommendation of the Nomination and Remuneration Committee **("Committee")** and approval of the Board at their respective meetings held on Wednesday, July 29, 2026, and subject to the approval of the shareholders, proposes to implement:

(i) the **Vedanta Iron And Steel Limited Employee Stock Option Plan 2026** ("**VISL ESOP 2026" or "Plan"**), comprising a pool of not exceeding 16,62,04,184 (Sixteen Crores, Sixty two lakhs, four thousand, one hundred and eighty-four) **Employee Stock Options** ("**Options**"); and

(ii) (ii) the Vedanta Iron And Steel Limited Employee Share Purchase Plan 2026 ("VISL ESPP 2026" or "ESPP Plan", comprising a pool of not exceeding 2,93,30,150 (Two crores, Ninety-three lakhs, thirty thousand, one hundred and fifty) fully paid-up equity shares of face value of Re. 1/- (Rupee One only) each ("Shares").

The Shares required for the implementation of the VISL ESOP 2026 and VISL ESPP 2026 (**Collectively "Plans"**), will be acquired through purchases in the secondary market. Accordingly, the proposed Plans will not result in any issuance of new shares or additional equity dilution for existing shareholders, as all Shares required under the Plans will be sourced from the existing market float.

As these Plans involve secondary acquisition of the Shares, then as per the Regulation 3 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB Regulations**"), it shall be mandatory for the Company to implement the proposed Plans through an irrevocable employee welfare trust namely 'VISL ESOS Trust' **("Trust")** set up by the Company, a proven structure that streamlines administration, ensures seamless and efficient exercise/purchase processes, and provides timely funding to employees upon exercise/purchase as per applicable laws.

Further, in compliance with the requirements of the SBEB Regulations, the salient features and disclosures relating to the **VISL ESOP 2026** are set out in **Part A**, and the salient features and disclosures relating to the **VISL ESPP 2026** are set out in **Part B** of this Explanatory Statement.

Part A and Part B shall form an integral part of this Explanatory Statement in respect of Resolution Nos. 2 to 9 of this notice.

PART A- VISL ESOP 2026

Under the Plan, eligible employees will be granted Options in recognition of their continued association with the Company, its holding company and subsidiary companies. The vesting of such Options shall be linked to individual and Company performance parameters, thereby aligning employee performance and commitment with the Company's strategic objectives, sustainable growth and long-term value creation.

The vesting of Options under the Plan shall be subject to continued employment/service and achievement of prescribed performance parameters as determined by the Committee from time to time. Vesting shall be linked to a combination of corporate and individual performance metrics. Business performance may be assessed based on financial, operational, strategic and sustainability-related objectives, including measures such as revenue growth, profitability, cash flow, shareholder value creation, ESG and HSE initiatives. Individual performance shall be evaluated under the Company's performance management framework.

In the case of Senior Leadership and Key Management personnel, vesting shall be subject to more stringent performance requirements, with a greater emphasis on sustained business performance, achievement of strategic business objectives, governance standards and long-term value creation. The Committee may prescribe higher performance thresholds, longer performance assessment periods and additional strategic or organizational goals for such employees. Failure to achieve the prescribed business performance thresholds may result in partial vesting or lapse of the grant, notwithstanding satisfactory individual performance.

The Committee may prescribe different performance weightages depending on the role, level and function of the employee, with greater emphasis on business performance for senior management and leadership roles and increased focus on individual performance for other employees. No vesting shall occur where the minimum performance thresholds determined by the Committee are not achieved.

In terms of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB Regulations"), the salient features of the VISL ESOP 2026 are given as under:

a. Description of the Plan:

The Plan contemplates grant of Options to the eligible employees of the Company and/or its holding company and/or its subsidiary, exclusively working in India or outside India, as determined in terms of the Plan and in due compliance of SBEB Regulations. After vesting of Options, the eligible employees earn the right (but not an obligation) to exercise the vested Options within the exercise period and obtain equity shares of the Company subject to payment of exercise price and satisfaction of any tax obligation arising thereon. The eligible employees are expected to receive benefits based on their contribution to creating value for shareholders.

The Plan is intended to achieve the following:

(a) to reward and drive performance and align employees' individual objectives with the Company's overall growth;
(b) to retain talent;
(c) to align with industry practice, including competitive positioning of overall compensation; and
(d) to provide employees with a wealth creation opportunity.

The Committee shall act as the compensation committee and shall supervise the Plan. All questions of interpretation of the Plan shall be determined by the Committee, and such determination shall be final and binding upon all persons having an interest in the Plan. Whereas the Trust shall administer the Plan.

b. Total number of Options to be granted:

The total number of Options to be granted under the Plan shall not exceed 16,62,04,184 (Sixteen Crores, Sixty-Two Lakhs, Four Thousand, One Hundred and Eighty-Four) Options. Each Option when exercised would be converted into one equity share of face value of Re. 1/- (Rupee One Only) each fully paid-up.

The equity shares so issued and allotted as mentioned hereinbefore shall rank pari passu with the then existing equity shares of the Company for all purposes and in all respects.

Further, SBEB Regulations require that in case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division etc., a fair and reasonable adjustment needs to be made to the Options granted. In this regard, the Committee shall adjust the number and price of the Options granted in such a manner that the total value of the Options granted under the Plan remain the same after any such corporate action. Accordingly, if any additional Options are granted by the Company, for making such fair and reasonable adjustment, the ceiling of aforesaid shall be deemed to be increased to the extent of such additional Options granted.

c. Identification of classes of employees entitled to participate in the Plan:

Subject to determination or selection by the Committee, following classes of employees are eligible being:

i. an employee as designated by the Company, who is exclusively working in India or outside India; or
ii. a director of the Company, whether a whole-time director (as defined under relevant provisions of the Act) or not; including a non-executive director who is not a promoter or member of the promoter group; or
iii. an employee as defined in sub-clauses (i) or (ii), of a holding company and/or subsidiary company(ies), in India or outside India;

but does not include:

i. an employee who is a promoter or belongs to the promoter group;
ii. a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding shares of the Company;
iii. an independent director.

The Committee, while granting the Options to any eligible employee(s) of any holding company and/or subsidiary company(ies), shall at its discretion, consider the factors including but not limited to the role(s) of such employee(s) for safeguarding the interest of the Company or such employee's contribution to the Company.

d. Requirements of Vesting and period of Vesting:

All the Options granted on any date shall vest not earlier than the minimum vesting period of **1 (one) year** and not later than the maximum vesting period of **5 (Five) years** from the date of grant.

The Vesting Conditions upon the satisfaction of which the Options shall vest are set out below and shall apply in the following manner:

Vesting Conditions:

The vesting of Options under the Plan shall be subject to the option grantee's continued employment/service with the relevant Company and the achievement of the applicable performance conditions.

The Committee on its discretion may apply mix of business and individual performance conditions based on the level and department of option grantee. The vesting outcome shall be determined based on the achievement of the applicable performance conditions and the corresponding weightages assigned thereto. The business performance condition will have a minimum weightage of 50% for any employee. For Leadership and Middle Management Roles, the vesting outcome shall be weighted as follows: Business Performance Conditions (50%), Individual Performance Condition (40%), and other performance, strategic or business-related parameters, as may be determined by the Committee as per the business requirement at the time (10%). For Non-Leadership Roles, the vesting outcome shall be weighted as follows: Business Performance Conditions (50%) and Individual Performance Condition (50%).

a. Business Performance Conditions

The Business Performance will have a minimum weightage of 50% for vesting of options for any employee. The vesting of the Options shall be subject to the achievement of prescribed business performance conditions, which shall be assessed over a sustained performance period of three (3) years. Business performance shall be evaluated based on the achievement of operational, financial and strategic performance metrics as determined by Management from time to time, including but not limited to Volume, Cost of Production, EBITDA, free cash flow (**"FCF"**), market capitalization against approved targets and profit margins.

Strategic performance metrics may include, among others, Environmental, Social and Governance (ESG) and Health, Safety and Environment (HSE) objectives including initiatives aimed at reducing the

Company's carbon footprint and greenhouse gas emissions, thereby reinforcing the commitment to long-term carbon neutrality, sustainable growth and value creation.

For each performance metric, the Committee shall determine the applicable performance targets, threshold levels and corresponding weightages. If the minimum threshold level prescribed for any performance metric is not achieved during the relevant performance year or performance cycle, as applicable, such metric shall be assigned a performance score of zero, and no vesting credit shall accrue in respect of that metric. All performance scores shall be assessed and applied in accordance with the methodology determined by the Committee.

b. Individual Performance Condition

Individual Performance shall be assessed based on the option grantee's cumulative performance during the three (3) years immediately preceding the vesting date, as recorded under the Company's performance management framework. The Committee shall have the discretion to determine the methodology for assessing the individual performance parameters depending on the grade, function, business unit or role of the option grantee.

c. Multiplier

Subject to the approval of the Committee, the vesting outcome may be adjusted through the application of the following performance multipliers:

No Fatality Multiplier –

Where the Company achieves a fatality-free record throughout the applicable three (3) year performance cycle, a business performance multiplier of one hundred and ten percent (110%) shall apply.

Individual Performance Rating Multiplier –

A Performance Rating Multiplier ranging from one hundred and twenty-five percent (125%) to zero percent (0%) shall be applied based on the option grantee's sustained individual performance ratings during the assessment period, in accordance with criteria approved by the Committee.

As grants under this Plan are intended to be awarded over multiple years, the Committee shall have the authority to determine and where necessary, modify (in accordance with and subject to the terms of the Plan) the applicable performance conditions, performance parameters and their respective weightages from time to time, having regard to the prevailing business context, strategic priorities and organizational objectives. The specific vesting period, vesting schedule and the vesting conditions, upon which vesting shall take place, will be detailed in the letter of grant issued to the eligible employee at the time of the grant and would be subject to compliance with terms and conditions set forth in the Plan.

e. Maximum period within which the Options shall be vested:

All the Options granted on any date shall vest not later than the maximum vesting period of **5 (five) years** from the date of each grant.

f. Exercise price or pricing formula:

The exercise price per Option shall be the face value of the share of the Company as on grant date.

Provided that, the exercise price per Option shall not be less than the face value of the share of the Company.

g. Exercise period and the process of exercise:

The exercise period for vested Options shall not exceed **8 (eight) months** commencing from the date of each vesting or such other shorter period as may be prescribed by the Committee at the time of Grant.

The vested Options shall be exercisable by the eligible employees by a written application in writing or through any other method as determined by the Committee, to the Company/Trust, requesting the issuance/ transfer of Shares of the Company for the Vested Options. Exercise of Options shall be entertained only after payment of the requisite exercise price and satisfaction of applicable taxes by the eligible employee. The Options shall lapse if not exercised within the specified exercise period.

h. Appraisal process for determining the eligibility of employees under the Plan:

The appraisal process for determining the eligibility of the Employees will be based on designation, leadership potential, period of service, performance-linked parameters, criticality of role, their overall rating and such other criteria as may be determined by the Committee at its sole discretion, from time to time.

i. Maximum number of Options to be issued per employee and in aggregate:

The maximum number of Options that may be granted to each employee per grant and in aggregate (taking into account all grants) vary depending upon the designation and the appraisal/ assessment process, however, shall not exceed 3,32,40,837 (Three Crores, Thirty-Two Lakhs, Forty Thousand, Eight Hundred and Thirty-Seven) Options.

j. Maximum quantum of benefits to be provided per employee under the Plan:

The maximum quantum of benefits contemplated under the Plan are in terms of the maximum number of Options that may be granted to an eligible employee.

Apart from the grant of Options as stated above, no other benefits are contemplated under the Plan.

k. Route of the Plan implementation:

The Plan shall be implemented and administered through the Trust set up by the Company.

l. Source of acquisition of shares under the Plan:

The Plan contemplates the acquisition of shares by the Trust from the secondary market.

m. Amount of loan to be provided for implementation of the Plan(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.:

The Company shall provide necessary financial assistance with the grant of a loan, provision of a guarantee or security in connection with a loan to the Trust, subject to 5% (five percent) of the aggregate paid-up share capital and free reserves, as permissible under the applicable laws. The loan amount may be disbursed in one or more tranches for the implementation of VISL ESOP 2026 along with any other employee benefit schemes/plans of the Company, as may be approved by the shareholders of the Company from time to time.

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 realization of proceeds of exercise/permitted sale/ transfer of Shares and any other eventual income of the Trust.

The Trust shall utilise the loan amount disbursed from time to time strictly for the purposes of the Plan.

n. Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the Plan:

The Trust may undertake secondary acquisition of Shares of the Company for the purpose of implementation and administration of the Plan, provided that the aggregate number of shares acquired and held through such secondary acquisition shall not exceed 4.25% of the paid-up equity share capital of the Company or such other limit as may be determine by the Committee as prescribed under the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time. Such acquisition shall be subject to compliance with all applicable laws, rules and regulatory requirements.

o. Accounting and Disclosure Policies:

The Company shall follow the relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Act and/ or any relevant accounting standards/ guidance note as may be prescribed by the Institute of Chartered Accountants of India or any other competent authority, from time to time, including the disclosure requirements prescribed therein, in compliance with Regulation 15 of SBEB Regulations.

p. Method of Option valuation:

The Company shall adopt 'fair value method' for valuation of Options as prescribed under IND AS 102 on share-based payments or any accounting standard/ guidance note, as applicable, notified by competent authorities from time to time.

q. Declaration:

In case, the Company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the Options and the impact of this difference on profits and on Earning Per Share (EPS) of the Company shall also be disclosed in the Boards' Report.

r. Period of lock-in:

The Shares issued/ transferred pursuant to the exercise of Options shall not be subject to any lock-in period restriction except such restrictions as may be prescribed under applicable laws, including that under the code of conduct framed by the Company under the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015, as amended, shall apply.

s. Terms and conditions for buyback, if any, of specified securities Options covered, granted under the Plan:

Subject to the provisions of the then prevailing applicable laws, the Board shall determine the procedure for buy-back of the specified securities/Options if to be undertaken at any time by the Company and the applicable terms and conditions thereof.

A copy of the draft Plan is available for inspection at the Company's registered office during official hours on all working days till the last date of the e-voting.

None of the Directors and Key Managerial Personnel of the Company, including their relatives, are interested or concerned in the resolutions, except to the extent they may be lawfully granted Options under VISL ESOP 2026.

PART B- VISL ESPP 2026

Under the proposed VISL ESPP 2026, the eligibility of employees shall be linked to their monetary contribution towards the acquisition of Shares of the Company and their continued employment with the Company and/or its holding or subsidiary entities. Eligible employees may, on a voluntary basis, participate in the VISL ESPP 2026 by contributing such percentage of their salary, whether on a monthly, quarterly or such other periodic basis, through payroll deductions or such other mechanism as may be determined by the Committee from time to time. The contribution percentage, participation terms, maximum permissible contribution limits and other operational parameters shall be prescribed by the Committee, up to the maximum limit of 10% of monthly salary, provided, the total contribution in a year shall not exceed Rs. 7,50,000/- for all the employees, participating in the VISL ESPP 2026.

Shares acquired pursuant to the contributions made by an eligible employee participating under the VISL ESPP 2026 shall be credited to the employee's designated demat account on monthly basis or quarterly basis or such other periodic basis, as may be decided by the Committee from time to time and shall be subject to a minimum continuous holding period of 24 (Twenty-Four) months from the date of acquisition/credit of Shares, or such longer period as may be prescribed by the Committee. Being a continuous contribution plan, the eligibility for the issue/allotment of Matching Shares shall accrue separately and on a rolling basis in respect of each contribution made by the employee. Accordingly, Shares acquired out of a particular contribution shall become eligible for matching shares only upon completion of the aforesaid holding period with respect to such contribution.

For the purpose of this VISL ESPP 2026 **"Matching Shares"** would mean additional Shares transferred to the eligible employee by the VISL ESOS Trust, free of cost, upon completion of the aforesaid holding period, fulfilment of the applicable eligibility criteria and continued employment with the Company and/or its holding or subsidiary entities, and subject to acceptance of the offer letter under the VISL ESPP 2026. The matching shares shall be transferred in such ratio as may be determined by the Committee from time to time, provided, the maximum number of matching shares shall not exceed fifty percent (50%) of the Shares so held by the eligible employee, subject to the terms of this VISL ESPP 2026.

For example, Shares acquired through an employee's contribution shall become eligible for matching shares upon completion of the applicable holding period of 24 (twenty-four) months. Accordingly, Shares credited pursuant to the first month's contribution shall become eligible for matching shares in the 25th (twenty-fifth) month, similarly, Shares credited pursuant to the second month's contribution shall become eligible in the 26th (twenty-sixth) month, and so on, on a rolling basis.

In the event that, prior to the relevant entitlement date, an employee sells, transfers, pledges, encumbers or otherwise disposes of any Shares acquired through his/her contribution, or ceases to be in the employment of the Company and/or its holding or subsidiary entities for any reason whatsoever, the entitlement to the corresponding matching shares shall automatically lapse and stand forfeited without any further act, deed or notice by the Company.

The award and transfer of Matching Shares shall further be subject to compliance with such conditions, restrictions and requirements as may be prescribed by the Committee from time to time, including without limitation, treatment of fractional entitlements and lock-in requirements applicable to the Matching Shares. Employees shall be entitled to transfer or sell the Matching Shares only upon expiry of the lock-in period prescribed by the Committee, which shall be minimum one (1) year from the date of allotment/transfer of such Matching Shares.

Further, the VISL ESPP 2026 shall be applicable only to eligible employees in grades M5 and below, with the objective of extending the benefits of employee ownership and long-term wealth creation to a wider base of employees, particularly those class of employees which may otherwise have limited access to long-term incentive opportunities. In furtherance of sound corporate governance practices, the Managing Director and Chief Executive Officer, Whole-Time Director(s), Heads of Departments (HoDs), and such other categories of employees as may be designated by the Committee from time to time, shall not be eligible to participate in the VISL ESPP 2026.

In terms of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB Regulations"), the salient features of the VISL ESPP 2026 are given as under:

a. Brief description of the plan:

The Company has instituted the **VISL ESPP 2026** to grant equity-based incentives to its eligible employees in order to inter-alia reward its eligible employees in due recognition of their association and loyalty with the Company; enable its eligible employees to become co-owners seeking alignment of their interest with that of owners; and provide a share in the value created in the Company over a period of time, as well as to give an opportunity to reap value out of corporate growth in future.

The Nomination & Remuneration Committee ("**Committee**") shall act as the compensation committee and shall supervise the VISL ESPP 2026. All questions of interpretation of the VISL ESPP 2026 shall be determined by the Committee, and such determination shall be final and binding upon all persons having an interest in this VISL ESPP 2026 and administered by the VISL ESOS Trust.

b. The total number of shares to be offered:

The total number of Shares to be allotted/transferred under the VISL ESPP 2026 shall not exceed 2,93,30,150 (Two Crores, Ninety-Three Lakhs Thirty Thousand, One Hundred and Fifty) fully paid-up equity shares each to the employees eligible under the VISL ESPP 2026, in one or more tranches, from time to time, in accordance with the terms and conditions of the VISL ESPP 2026.

c. Identification of classes of employees entitled to participate and be beneficiaries in the plan(s):

The class of employees who are eligible subject to selection by the Nomination and Remuneration Committee are as under:

i. an employee as designated by the Company, who is exclusively working in India or outside India; or
ii. a director of the Company, whether a whole-time director (as defined under relevant provisions of the Act) or not; including a non-executive director who is not a promoter or member of the promoter group; or
iii. an employee as defined in sub-clauses (i) or (ii), of a holding company and/or subsidiary company, in India or outside India;

Without prejudice to the foregoing, the employees as defined hereinabove shall be required to satisfy the following conditions to be eligible to participate in VISL ESPP 2026:

i. the identified eligible employees must be in grades M5 and below, as defined in the Company's policies; and
ii. the eligible employees having acquired shares under the VISL ESPP 2026 through his/her own monetary contribution under the voluntary contribution plan must continuously hold such shares in the designated demat account for a minimum period of 24 (twenty-four) months from the date of acquisition/credit of the shares.

but does not include:

i. an employee who is a promoter or belongs to the promoter group;
ii. a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding Shares of the Company;
iii. an independent director.

d. Requirements of vesting and period of vesting

This being an ESPP, the requirements of vesting and period of vesting are not applicable under this VISL ESPP 2026.

e. Maximum period within which the benefits shall be vested:

This being an ESPP, the requirements of vesting and period of vesting are not applicable under this VISL ESPP 2026.

f. Exercise/Purchase price or pricing formula:

The Purchase Price per Share under the VISL ESPP 2026 shall be nil or the price as determined by the Committee.

The Matching Shares for the purposes of VISL ESPP 2026 shall be acquired by the VISL ESOS Trust through secondary acquisition and shall thereafter be transferred, on a rolling basis, to the eligible employees upon completion of the minimum holding period of 24 (twenty-four) months applicable to the shares acquired under the voluntary contribution plan. The specific purchase price shall be intimated to the eligible employee from time to time.

g. Exercise Period and process of exercise/offer period and process of acceptance of offer;

The Committee shall determine the dates for commencement and closure of the offer period and extended offer period, respectively which shall not extend beyond the date of commencement of payment window. The offer period and extended offer period shall be specified in the offer letter communicated to each eligible employees.

Submission of acceptance of the offer filled-in all respects within offer period or extended offer period, as the case may be, shall be deemed as if application for purchase of Shares has been made pending payment of purchase price and applicable taxes, in one or more traches, from time to time but within the payment window.

h. Appraisal process for determining the eligibility of employees under the VISL ESPP 2026:

The Committee will consider criteria such as performance, level in the organization, period of service, etc.

In addition to the foregoing, eligibility for receipt of Matching Shares shall be subject to the employee having acquired shares under the VISL ESPP 2026 through his/her voluntary monetary contribution and having continuously held such Shares in the designated demat account for a minimum period of 24 (Twenty-Four) months from the date of acquisition/credit of such Shares. Upon completion of the prescribed holding period and fulfilment of the other eligibility conditions specified under the VISL ESPP 2026, including continued employment, the employee shall become eligible to receive matching shares in accordance with the terms of the VISL ESPP 2026. The number of matching shares awarded shall not exceed fifty percent (50%) of the Shares so held by the eligible employee, subject to the terms of this VISL ESPP 2026.

i. Maximum number of shares to be issued per employee and in aggregate:

The maximum number Shares that may be offered and transferred to any specific eligible employee per offer and in aggregate (taking into account all offers) shall vary depending upon the designation and the appraisal/ assessment process or such other criteria as may be approved by the Committee. However, the maximum number of Shares that may be offered and transferred to any specific employee per offer shall not exceed 5,866,030 (Fifty-Eight Lakhs, Sixty-Six Thousand and Thirty) shares at the time of offer.

j. Maximum quantum of benefits to be provided per employee under the VISL ESPP 2026**:**

The maximum quantum of benefits contemplated under the VISL ESPP 2026 are in terms of the maximum number of Matching Shares that may be transferred to an eligible Employee.

Apart from the transfer of matching shares as stated above that no other benefits are contemplated under the VISL ESPP 2026.

k. Whether the plan(s) is to be implemented and administered directly by the company or through a trust:

The VISL ESPP 2026 shall be implemented and administered through the Trust set up by the Company.

l. Whether the plan(s) involves new issue of shares by the company or secondary acquisition by the trust or both:

The VISL ESPP 2026 contemplates secondary acquisition shares by the Trust from secondary market.

m. The amount of loan to be provided for implementation of the plan(s) by the company to the trust, its tenure, utilization, repayment terms, etc.:

The Company shall provide necessary financial assistance with the grant of a loan, provision of a guarantee or security in connection with a loan to the Trust, subject to 5% (five percent) of the aggregate paid-up share capital and free reserves, as permissible under the applicable laws. The loan amount may be disbursed in one or more tranches for the implementation of VISL ESPP 2026 along with any other employee benefit schemes/plans of the Company, as may be approved by the shareholders of the Company from time to time.

The loan provided by the Company shall be interest-free with tenure of such loan based on the term of the VISL ESPP 2026 and shall be repayable to the Company from realization of proceeds of exercise/purchase/ permitted sale/ transfer of shares and any other eventual income of the Trust.

The money so provided will be utilized solely for the purpose of acquiring Matching Shares of the Company under the VISL ESPP 2026

n. Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the plan(s);

The Trust may undertake secondary acquisition of Shares of the Company for the purpose of implementation and administration of the VISL ESPP 2026, provided that the aggregate number of shares acquired and held through such secondary acquisition shall not exceed 0.75% of the paid-up equity share capital of the Company or such other limit as may be determine by the Committee as prescribed under the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time. Such acquisition shall be subject to compliance with all applicable laws, rules and regulatory requirements.

o. A statement to the effect that the company shall conform to the accounting policies specified in regulation 15:

The Company shall follow the relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Act and/ or any relevant accounting standards/ guidance note as may be prescribed by the Institute of Chartered Accountants of India or any other competent authority, from time to time, including the disclosure requirements prescribed therein, in compliance with Regulation 15 of SBEB Regulations.

p. Method of Option valuation:

As under VISL ESPP 2026, shares are offered, the method of option valuation is not applicable.

q. Declaration:

The Committee shall determine the purchase price, if any, of the Share(s) and the pricing formula, if any price is to be charged, for allotment/ transfer of Shares.

r. Period of lock-in:

The shares transferred pursuant to this VISL ESPP 2026 shall be under lock-in for a minimum period of **1 (one) year** from the date of transfer thereof or for such a period as may be decided by the Committee, from time to time.

s. Terms and conditions for buyback, if any, of specified securities/Options covered, granted under the plan(s):

As under VISL ESPP 2026, shares are offered, provisions of buy back is not applicable.

A copy of the draft Plan is available for inspection at the Company's registered office during official hours on all working days till the last date of the e-voting.

None of the Directors and Key Managerial Personnel of the Company, including their relatives, are interested or concerned in the resolutions, except to the extent they may be lawfully granted Options under VISL ESOP 2026.

The details required in the Explanatory Statement in respect of Resolution No. 5 and 9 of this Notice for the provision of money, under Section 67 of the Act read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014, as amended, are as follows:

The Company was incorporated in October 2023 as a wholly owned entity with an initial issued, subscribed and paid-up equity share capital of Rs. 1,00,000 (Rupees One Lakh Only). Accordingly, as on March 31, 2026, the paid-up equity share capital of the Company reflected only the initial subscribed capital.

Thereafter, pursuant to the Composite Scheme of Arrangement and Demerger involving Vedanta Limited and the Company, and upon the Scheme becoming effective, equity shares of the Company were allotted to the eligible shareholders of Vedanta Limited in accordance with the approved share entitlement ratio. Consequently, the Company's issued, subscribed and paid-up equity share capital increased and presently stands at Rs. 3,910,686,689/- (Rupees Three Hundred Ninety-One Crores, Six Lakhs, Eighty-Six Thousand, Six Hundred and Eighty-Nine Only) divided into 3,910,686,689 (Three Hundred Ninety-One Crore Six Lakh Eighty-Six Thousand Six Hundred and Eighty-Nine) equity shares of Re.1/- (Rupee One Only) each fully paid-up.

The Company now proposes to implement the Vedanta Iron And Steel Limited Employee Stock Option Plan 2026 and 'Vedanta Iron And Steel Limited – Employee Share Purchase Plan 2026. These Plans are proposed to be administered through an irrevocable employee welfare trust, namely VISL ESOS Trust ("**Trust"**), which would acquire and hold equity shares of the Company for the purposes of implementation of the Plans.

Regulation 3(11) of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 provides that the aggregate number of equity shares that may be acquired by an employee benefit trust through secondary acquisition shall not exceed 5% of the paid-up equity share capital of the company as at the end of the financial year immediately prior to the year in which the shareholders' approval is obtained for such secondary acquisition. Further, Explanation 1, to Regulation 3(11) clarifies that such limits shall automatically include within their ambit the expanded or reduced capital of the company where such expansion or reduction has taken place on account of corporate actions, including a scheme of arrangement.

Accordingly, for the purpose of determining the permissible limit for secondary acquisition by the VISL ESOS Trust, the Company shall consider its audited post-demerger paid-up equity share capital.

Approval of the Members is therefore sought to enable the Trust to acquire, through secondary acquisition, equity shares up to 5% of the paid-up equity share capital of the Company for the purpose of implementation and administration of the VISL ESOP 2026 and VISL ESPP 2026.

Further, to facilitate such acquisition, the Company may extend financial assistance to the Trust by way of an interest-free loan in accordance with Section 67 of the Act, Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and the applicable provisions of the SBEB Regulations. The loan shall be utilized solely for implementation of the Plans and repaid from exercise proceeds, sale proceeds of shares and/or other income of the Trust, in accordance with applicable law.
The Board is of the view that the proposed trust route would enable efficient implementation and administration of the Plans and accordingly recommends the Resolution for approval of the Members. Necessary details in this regard are provided as under:

a. The class of employees for whose benefit the Plans is being implemented, and money is being provided for acquisition of the Shares:

Following classes of employees and directors (collectively referred to as "Employees") are eligible being:

i. an employee as designated by the Company, who is exclusively working in India or outside India; or
ii. a director of the Company, whether a whole-time director (as defined under relevant provisions of the Act) or not; including a non-executive director who is not a promoter or member of the promoter group; or
iii. an employee as defined in sub-clauses (i) or (ii), of a holding company and/or subsidiary company, in India or outside India;

but does not include:

i. an employee who is a promoter or belongs to the promoter group;
ii. a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding shares of the Company;
iii. an independent director.

However, for the purpose of VISL ESPP 2026 and without prejudice to the foregoing, the employees as defined hereinabove shall be required to satisfy the following conditions to be eligible to participate in VISL ESPP 2026:

i. the identified eligible employees must be in grades M5 and below, as defined in the Company's policies; and
ii. the eligible employees having acquired shares under the VISL ESPP 2026 through his/her own monetary contribution under the voluntary contribution plan must continuously hold such shares in the designated demat account for a minimum period of 24 (Twenty-Four) months from the date of acquisition/credit of the Shares.

b. The particulars of the Trustee or employees in whose favour such Shares are to be registered:

It is contemplated that designated trustee shall acquire and hold the Shares of the Company in accordance with the provisions of the Plans, the Act, and the SBEB Regulations.

Upon vesting and exercise of the Options/ transfer of shares, the corresponding equity shares shall be transferred by the Trust to the eligible employees and such shares shall thereafter be registered in the respective names of the employees in accordance with the provisions of the Plans, the Act and the SBEB Regulations.

c. The particulars of trust and name, address, occupation and nationality of trustees and their relationship with the promoters, directors or key managerial personnel, if any:

The Trust is in the nature of an irrevocable employee welfare trust with the name 'VISL ESOS Trust' **("Trust")** having its principal office at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 403001

Details of the Trustee:

S No	Name	Address	Occupation	Nationality
1	Mr. Swapnesh Bansal CFO-Iron Ore Business	Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 403001	Employment	Indian
2	Ms. Himani Pangti CHRO- Iron Ore Business	Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 403001	Employment	Indian

None of the Trustee is a promoter, director or key managerial personnel of the Company or its holding company or subsidiary entities or a relative of any such promoter, director or key managerial personnel, or beneficially holds 10% or more of the paid-up share capital or the voting rights of the Company.

d. Any interest of key managerial personnel, directors or promoters in such Plan or trust and effect thereof:

Promoters are not eligible to be covered under the Plans. However, key managerial personnel and directors (excluding independent directors) may be covered under the Plans in due compliance with relevant applicable SBEB Regulations.

e. The detailed particulars of benefits which will accrue to the employees from the implementation of the Plans:

The maximum quantum of benefits contemplated under the Plans are in terms of the maximum number of Options/matching shares that may be granted/ transferred to an eligible employee as specified in respective Plans.

Apart from the grant of Options/ transfer of matching shares, as stated above, no other benefits are contemplated under the respective Plans.

f. The details about who would exercise and how the voting rights in respect of the shares to be acquired under the Plan would be exercised:

The trustee of the Trust shall not vote in respect of Shares held in the Trust as per extant SBEB Regulations. In this circumstance, the voting rights can be exercised by an eligible employee only when the Shares are transferred by the Trust to him/her.

None of the directors and / or key managerial personnel of the Company including their relatives are interested or concerned in the Trust/ resolution, except to the extent of their entitlements, if any, under the Plans.

In this background, the Company seeks your approval by way of a special resolution pursuant to:

i. Section 62(1)(b) of the Act read with Regulation 3 and Regulation 6 of SBEB Regulations, for the implementation of VISL ESOP 2026 and VISL ESPP 2026 through Trust route, in agenda item no. 2 and item no. 6; and

ii. Regulation 6(3)(c) of the SBEB Regulations, a separate resolution, for extending and granting the Options under the VISL ESOP 2026 to the eligible employees of its holding and/ or subsidiary company, working in India or outside India, in agenda item no. 3.

iii. Regulation 6(3)(c) of the SBEB Regulations, a separate resolution, for extending and allotting/transferring the Shares under the VISL ESPP 2026 to the eligible employees of its holding and/or subsidiary company, working in India or outside India, in agenda item no. 7.

iv. Section 67 of the Act read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 3(8) of the SBEB Regulations, for approving provision of money by the Company for purchase of its own Shares by the Trust through secondary acquisition, for the implementation of the Plans as set out in Item Nos. 4, 5, 8 and 9 of this Notice.

Item No. 10 & 16:

The Company was incorporated in October 2023 as a wholly owned subsidiary of Vedanta Limited ("**VEDL**"). The National Company Law Tribunal, Mumbai vide its orders dated December 16, 2025 and January 09, 2026 had approved the Composite Scheme of Arrangement between Vedanta Limited ("**Demerged Company**" or "**VEDL**") and Vedanta Aluminium Metal Limited ("**Resulting Company 1**"), Vedanta Power Limited (erstwhile Talwandi Sabo Power Limited) ("**Resulting Company 2**"), Vedanta Oil & Gas Limited (erstwhile Malco Energy Limited) ("**Resulting Company 3**"), and Vedanta Iron and Steel Limited ("**Resulting Company 4**" or "**Company**") under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (the "**Act**") ("**Scheme**"). Pursuant to the Scheme becoming effective from May 1, 2026, the iron ore undertaking of VEDL has been transferred to the Company.

Subsequently, the equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited with effect from June 15, 2026.

Prior to the demerger becoming effective, the iron ore undertaking was operating as an integral part of VEDL and had entered into various related party transactions in the ordinary course of business and at arm's length. Following the demerger, the Company continues to undertake substantially similar transactions, which are essential for the routine conduct of its business and ensuring continuity of operations.

Under Regulation 23 of the SEBI Listing Regulations, a transaction with a related party, whether entered into individually or taken together with previous transactions during a financial year, is considered material if it exceeds the materiality thresholds prescribed under Schedule XII of the SEBI Listing Regulations.

The Company, along with its subsidiaries, namely Sesa Resources Limited ("SRL"), Sesa Mining Corporation Limited ("SMCL"), Bloom Fountain Limited ("BFL"), ESL Steel Limited ("ESL"), Western Cluster Limited ("WCL") and Desai Cement Company Private Limited ("DCCPL"), constitutes the group's material subsidiaries.

Members may note that the requirement for obtaining shareholders' approval for the transactions set out in this notice has arisen primarily as a matter of regulatory compliance, due to the technical application of the materiality thresholds under Regulation 23 of the SEBI Listing Regulations in the unique circumstances following the demerger and listing of the Company. Since the Company was a wholly owned subsidiary of VEDL during the financial year ended March 31, 2026, and the demerger became effective only on May 01, 2026, the Company did not have an annual consolidated turnover as an independently listed entity for the immediately preceding financial year for the purpose of determining materiality thresholds under Regulation 23 of the SEBI Listing Regulations.

Since the Company's turnover as per the last audited financial statements i.e., for FY 2026 (pre-demerger period) was Nil, all the related party transactions would be considered as material related party transactions under the SEBI Listing Regulations. The transactions are with subsidiaries, associate companies, promoter group companies and other group companies. These transactions are largely operational in nature, in the ordinary course of business and at arm's length.

Members may note that the consolidated revenue from operations of iron & steel business for FY 2026 is Rs. 13,339 crore. In this context, most of these RPTs are not material in nature, considering the eventual size of Company operations.

In furtherance of its business activities, the Company and its subsidiaries have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) with related parties in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

The Company and its subsidiaries have a robust governance framework governing the related party transactions undertaken by them. All related party transactions are subject to a multi-layer review mechanism, including scrutiny by management, review by independent accounting firms and subject-matter experts for arm's length consideration and compared with the benchmarks available for similar type of transactions and this analysis is also presented to the Audit and Risk Management Committee.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit and Risk Management Committee including oversight by the Board, and continuing compliance with the Company's RPT Policy and applicable provisions of the SEBI Listing Regulations. All related party transactions as set out in this postal ballot notice have been unanimously approved by the Audit and Risk Management Committee and the Board after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business.

The related party transactions for FY 2026-27 between the subsidiaries and such identified parties of the company as set out in this postal ballot notice are also approved by the Board/Audit and Risk Management Committee of the Company and of the respective subsidiaries.

The Board wishes to clarify that all the proposed transactions are necessary to ensure business continuity, operational efficiency and seamless functioning of the Company and its subsidiaries post-demerger.

Approval of these resolutions shall not dilute the governance standards applicable to related party transactions. All such transactions shall continue to be subject to the applicable provisions of the SEBI Listing Regulations, the prior approval and oversight of the Audit and Risk Management Committee and such other review mechanisms as may be prescribed under applicable law and the policies of the Company.

The approval of the members pursuant to resolution nos. 10 to 16 is being sought for the related party transactions / contracts / agreements / arrangements for FY 2026-27 set out in Table A to Table G, respectively. Such transactions are driven by operational synergies, integrated business requirements, supply chain optimization, resource sharing, technology enablement, employee benefit administration and regulatory obligations and are intended to support the Company's business objectives while ensuring operational efficiency.

The members may further note that shareholders' approval is being sought only in respect of the related party transactions for FY 2026-27.

The approval of the members for the transactions set out in Table A to Table G shall be deemed to include the approval to any modification not resulting in material modification as currently defined under the Company's policy on Related Party Transactions. Any subsequent material modification in the transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

In terms of Regulation 23 of the SEBI Listing Regulations, all related parties of the Company shall abstain from voting on the resolutions set out at Item Nos. 10 to 16 of the Notice, whether or not such related party is a party to the proposed transactions.

Except for the Director(s), Key Managerial Personnel ("KMP") and/or their relatives who may be deemed to be concerned or interested, financially or otherwise, to the extent of their respective shareholding, directorship, employment, position, association or other interest, if any, in the Company, its subsidiaries and/or the related parties forming part of the proposed transactions set out in Table A to Table G, none of the other Directors or KMP of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 10 to 16 of the Notice.

The Board of Directors accordingly recommends the Ordinary resolution as set out at Item No. 10 to 16 of the Notice for the approval of the members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFDPOD2/ I/3762/2026 dated January 30, 2026, as amended ("**SEBI Master Circular**") along with details as required under the Industry Standards on 'Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions' ("**RPT Industry Standards**") are set forth below:

Table A: Details of related party contracts / arrangements / transactions entered / to be entered into by the Company in relation to Item No. 10.

Table B: Details of related party contracts / arrangements / transactions entered / to be entered into by SRL a material Subsidiary of the Company in relation to Item No. 11.

Table C: Details of related party contracts / arrangements / transactions entered / to be entered into by SMCL a material Subsidiary of the Company in relation to Item No. 12.

Table D: Details of related party contracts / arrangements / transactions entered / to be entered into by BFL a material Subsidiary of the Company in relation to Item No. 13

Table E: Details of related party contracts / arrangements / transactions entered / to be entered into by ESL a material Subsidiary of the Company in relation to Item No. 14.

Table F: Details of related party contracts / arrangements / transactions entered / to be entered into by WCL a material Subsidiary of the Company in relation to Item No. 15.

Table G: Details of related party contracts / arrangements / transactions entered / to be entered into by DCCPL a material Subsidiary of the Company in relation to Item No. 16.

The Audit and risk Management Committee has also reviewed and taken note of the Certificate provided by the CEO and CFO as required under the RPT Industry Standards.

Registered Office: C-103 Atul Projects, Corporate Avenue New Link, Chakala MIDC, Mumbai, Maharashtra, 400 093 **CIN: L24109MH2023PLC411777** **E-mail ID: visl.cs@vedanta.co.in** **Website: www.vedantaironandsteel.com** **Tel: +91 8326713601** **Place: Panaji, Goa** **Dated: August 31, 2026**	**By Order of the Board of Directors** **for Vedanta Iron And Steel Limited** **Tina Lakhani** **Company Secretary and Compliance Officer** **A - 34723**

Table A Details of related party contracts/arrangements/transactions entered/to be entered into by the Company in relation to Item No. 10

Sr No	Particulars	Related Party (1)	Related Party (2)	Related Party (3)	Related Party (4)
1	Name of the related party	**Adv Abhijit Gosavi (AG)**	**Anil Aggarwal Foundation (AAF)**	**Bharat Aluminium Company Limited (Balco)**	**Black Mountain Mining (Proprietary) Limited (BMML)**
2	Country of incorporation of the related party	India	India	India	South Africa
3	Nature of business of the related party	Advocate	Anil Agarwal Foundation operations primarily relate to promotion of education, protection of environment including wildlife and other similar objects on a non-profit making charitable basis.	BALCO is an integrated aluminium producer engaged in the manufacturing and sale of aluminium and captive power generation. It operates large-scale smelting facilities with a total capacity of 5.70 lakh MTPA and captive and independent power plants of about 2,010 MW at Korba, Chhattisgarh, supported by captive bauxite mines at Mainpat and Bodai Daldali. BALCO is a subsidiary of Vedanta Aluminium Metal Limited and is recognised as one of India's leading aluminium producers.	Black Mountain Mining (Propreitory) Limited is a significant player in the South African mining sector, primarily focused on zinc, copper, and lead production through its operations in the Black Mountain Complex. Company Operations 1.Mines: Black Mountain Mining operates several key mines, including the Deeps, Swartberg, and Gamsberg mines, collectively known as the Black Mountain Complex. The Deeps and Swartberg mines are underground operations, while Gamsberg is an open-pit mine and is recognized as one of the largest zinc projects in the Northern Cape. 2.Production: The Deeps mine primarily produces copper, lead, and zinc, with silver as a by-product, while the Swartberg mine also focuses on copper and lead. The Gamsberg mine, when fully developed, is expected to rank among the top five zinc mines globally.

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4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Relative of KMP	Section 8 Company for CSR Activities	Fellow Subsidiary	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Not Applicable	None	None	None

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7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	Sale and Goods of Services- INR 1,27,25,000	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 20 Lakhs	Total Amount - INR 10 crore	Total Amount -Rs 17 crore - Sale of Goods & Services – INR 11.00 crore - Purchase of Goods & Services – INR 2.00 crore - Reimbursement of Expenses – INR 2.00 crore - Recovery of Expenses – INR 2.00 crore	Total Amount - INR 4.00 crore - Reimbursement – INR 2.00 crore - Recovery – INR 2.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.

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12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	NIL	5.35%	0.10%	0.08%
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	-	INR 187 crore	INR 17,379 crore	INR 4,849 crore
	Profit After Tax	-	INR 19 crore	INR 4,825 crore	INR 535 crore
	Net Worth	-	INR 79 crore	INR 16,382 crore	INR 5,665 crore
		As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025
	Turnover	-	INR 117 crore	INR 15,808 crore	INR 3,933 crore
	Profit After Tax	-	INR (10) crore	INR 2,969 crore	INR 577 crore
	Net Worth	-	INR 60 crore	INR 12,157 crore	INR 4,387 crore
		As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024
	Turnover	-	INR 96 crore	INR 13,141 crore	INR 3,554 crore
	Profit After Tax	-	-	INR 1,385 crore	INR 76 crore

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	Net Worth	-	-	INR 9,121 crore	INR 3,642 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	The data is not available	-	-	-
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Provision of legal retainership and advisory services in relation to the Company's ongoing legal matters and litigation proceedings.	Contribution for Corporate Social Responsibility Expenditure through the foundation for nand ghar projects	Sale and Purchase of Goods and Services at arms length price, recovery and reimbursement of Salary, Admin and other expenses on cost basis	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18

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21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transaction enables the Company to obtain specialized legal advisory and litigation support services for ongoing legal and regulatory matters. Continuity of legal representation supports effective risk management and protection of the Company's interests	The contribution facilitates implementation of the Company's CSR obligations through an established organization with proven execution capabilities. The transaction supports statutory compliance, ESG objectives and long-term stakeholder value creation.	The proposed transactions support procurement and sale of goods and services within the Group, enabling operational efficiencies and supply chain optimization. The arrangement provides business synergies, reliable sourcing and commercially competitive terms.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The related party is the spouse of Ms. Tina Lakhani, Company Secretary and Compliance Officer. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Kumar Agarwal is a common Director between the Company and Anil Agarwal Foundation. None of the promoters/promoter group entities, Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in any of the proposed transactions, except to the extent of their shareholding in the Company, if any.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report. Also, a CSR audit is already conducted for Company.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable

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26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	Not Applicable
27	Material terms of the proposed transaction	Obtaining legal retainership and advisory services in relation to the Company's ongoing legal matters and litigation proceedings.	Contribution for Corporate Social Responsibility Expenditure through the foundation	1. Coke and Coal, Pigiron and other Goods and Services 2. Purchase of Alumina, coal other Goods and Services 3. As and when incurred on actual basis 4. As and when incurred on actual basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
29	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 nil FY 2024-25 nil FY 2023-24 nil
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18

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31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (5)	Related Party (6)	Related Party (7)	Related Party (8)
1	Name of the related party	**Desai Cement Company Private Limited (DCCPL)**	**Ferro Alloys Corporation Limited (FACOR)**	**Fujairah Gold FZC (FGF)**	**Hindustan Zinc Limited (HZL)**
2	Country of incorporation of the related party	India	India	United Arab Emirates	India
3	Nature of business of the related party	Desai Cement Company Private Limited, a private company incorporated on September 06, 1997, under the Companies Act, 1956 with Corporate Identification Number U26942GA1997PTC002183 and registered office situated at Survey no. 184, Maina, navelim, North Goa, Bicholim, Goa, India, 403505. The Company is engaged in the business of manufacturing GGBS/PSC. The Company's operations are all situated in Goa. Company has handed over the actual operations of its Cement Plant and has executed an agreement to that effect. Revenue generated through Rental and EBITDA sharing.	FACOR is one of the oldest and reputed producers of High Carbon Ferro Chrome or Charge Chrome in India, known for its consistent supply, best-in-class quality, and service in the domestic as well as Global Market for four decades. The company's Charge Chrome Plant (CCP) was established in 1983 and is one of India's significant producers and exporters of Ferro Alloys, an essential ingredient for the production of Steel and Stainless Steel.FACOR has the capacity to produce 145 KTPA of Charge Chrome / Ferro Chrome along with a 100 MW Power Plant in Bhadrak, Odisha. It has also established a mining complex in Jajpur and Dhenkanal districts in Odisha for the mining of Chrome Ore, having an annual capacity of 320 KTPA.	The principal activity of the business is the operation of a Precious Metal Refinery and Continuous Cast Copper Rod Plant. Fujairah Gold FZC is part of the Vedanta Resources Limited ("VRL") Group and is strategically located in Fujairah Free Zone II, UAE.	Integrated mining and metals company engaged in the production of zinc, lead and silver, supported by captive power generation facilities (thermal, wind and solar) and processing infrastructure. The entity also produces sulphuric acid and rock phosphate and operates fertilizer and alloys businesses, with mining and smelting operations located across Rajasthan and Uttarakhand.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Wholly-owned subsidiary of SMCL which is a step-down subsidiary of VISL	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary

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5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Wholly-owned subsidiary (100%) of SMCL which is a step-down subsidiary of VISL	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	- Purchase of Goods and Services - INR 2,977 - Recovery - INR 13,46,683	- Recovery - INR 1,95,73,411 - Reimbursement - INR 1,83,830	NIL	Reimbursement - INR 1,751,364
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None

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10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total amount - INR 30.50 crore - Sale of Goods & Services – INR 20.00 crore - Sale of Stores & Spares – INR 1.00 crore - Sale of Fixed Assets – INR 0.5 crore - Purchase of Goods & Services – INR 2.00 crore - Purchase of Stores & Spares – INR 1.00 crore - Purchase of Fixed Assets – INR 1.00 crore - Reimbursement – INR 1.00 crore - Recovery – INR 4.00 crore	Total Amount- INR 18.25 crore - Sale of Goods & Services – INR 0.25 crore - Sale of Stores & Spares – INR 0.50 crore - Sale of Fixed Assets – INR 1.00 crore - Purchase of Stores & Spares – INR 0.50 crore - Purchase of Fixed Assets – INR 1.00 crore - Reimbursement – INR 5.00 crore - Recovery – INR 10.00 crore	Total Amount- INR 2 Cr - Recovery - INR 1 crore - Reimbursement- INR 1 crore	Total Amount - 274 crore - Sale of Goods & Services – INR 258.00 crore - Sale of Fixed Assets – INR 4.00 crore - Purchase of Fixed Assets –INR 4.00 crore - Reimbursement – INR 4.00 crore - Recovery – INR 4.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

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13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	1016.67%	1.67%	0.02%	0.70%
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March, 2026	As on March 31, 2026
	Turnover	INR 3 crore	INR 1,094 crore	INR 8457 crore	INR 39,009 crore
	Profit After Tax	INR (1) crore	INR 89 crore	INR (11) crore	INR 13,712 crore
	Net Worth	INR (6) crore	INR 1,143 crore	INR (995) crore	INR 22,475 crore

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		As on March, 2025	As on March, 2025	As on March, 2025	As on March 31, 2025
	Turnover	INR 8 crore	INR 930 crore	INR 6,430 crore	INR 32,927 crore
	Profit After Tax	INR 3 crore	INR (6) crore	INR (90) crore	INR 10,279 crore
	Net Worth	INR (5) crore	INR 1,060 crore	INR (912) crore	INR 13,326 crore
		As on March, 2024	As on March, 2024	As on March, 2024	As on March 31, 2024
	Turnover	INR 9 crore	INR 816 crore	INR 4,903 crore	INR 28,084 crore
	Profit After Tax	INR 2 crore	INR 21 crore	INR (75) crore	INR 7,787 crore
	Net Worth	INR (8) crore	INR 1,080 crore	INR (797) crore	INR 15,233 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods and Services (Power, Slag) at arm's length price, sale and Purchase of stores on cost basis, sale and purchase of fixed asset at arm's length price/Written Down Value Basis, Recovery and Reimbursement of expenses on cost basis	Recovery and Reimbursement of Salary, admin and Other Expenses, Sale and Purchase of Goods and Services and Fixed Assets at arm's length price, Sale and Purchase of stores on Cost basis	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis	Sales of Goods and Services (Coke, iron ore) at arm's length price, recovery and reimbursement of Salary and Admin Expenses on Cost Basis, Sale and Purchase of Fixed Assets on Written Down value/arm' s length price
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

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19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions support efficient utilization of by-products, materials and operational resources while generating commercial value for both entities. The arrangement enables optimization of procurement, sales and asset utilization on arm's length terms.	The transactions facilitate sourcing and sale of products and services within the Group while leveraging operational synergies and established business relationships. The arrangement supports efficient procurement and value maximization across businesses.It also relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions provide access to strategic products, services and operational capabilities within the Group. The arrangement enhances operational efficiency, creates procurement advantages and supports integrated business operations.

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22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Mr. Vadalur Subramanian Radhakrishnan Independent Direct, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of DCCPL. None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	Not Applicable	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.

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27	Material terms of the proposed transaction	1. As per contract and PO - Sale of Slag,Power and other Goods and Services (raw materials) as signed MSA 2. Purchase of Slag and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis	1. As per contract and PO -Coke, Pigiron, Iron and other Goods and Services (raw materials) as signed MSA 2. Sale of stores and spares at arms length 3. Sale of Fixed Assets on WDV Basis 4. Purchase of stores and spares at arms length 5. Purchase of Fixed Assets on WDV Basis 6. Recovery-As and when incurred on actual basis 7. Reimbursement-As and when incurred on actual basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	1. Sale of Coke and Coal and other Services 2. Sale of Fixed Assets on WDV Basis 3. Purchase of Fixed Assets on WDV Basis 4. Recovery-As and when incurred on actual basis 5. Reimbursement-As and when incurred on actual basis
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern

29	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sr No	Particulars	Related Party (9)	Related Party (10)	Related Party (11)	Related Party (12)
1	Name of the related party	**Konkola Copper Mines Plc (KCMP)**	**Meenakshi Energy Limited (MEL)**	**Sesa Community Development Foundation (SCDF)**	**Sesa Group Employees Gratuity Fund and Sesa Group Executives Gratuity Fund (SGEGF)**
2	Country of incorporation of the related party	Zambia	India	India	India
3	Nature of business of the related party	Konkola Copper Mines Plc is a company incorporated in Zambia & forms part of the group's copper segment. KCM's major products for sale are Finished copper & Copper-cobalt alloys. KCM is one of Zambia's largest integrated copper producers with operations located in four of Country's mining towns on the Copperbelt & Central provinces. The Copperbelt is host to the Konkola Mine, the Nchanga Smelter, Tail leach plant & Nkana refinery. nampundwe Pyrite Mine is in the Shibuyunji district of central province.	Meenakshi Energy Limited is engaged in the generation and supply of electricity through coal-based thermal power plants. The company develops, owns and operates power generation facilities and supplies power to distribution utilities and other customers where the Company operates its power plant at Thamminapatnam, Sri Potti Sreeramulu, Tirupati District, Andhra Pradesh.	It is a Section 8 Company under the Companies Act 2013	This is an Employee welfare trust of Vedanta Iron And Steel Limited for the management of gratuity benefits for employees and executives
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Enterprises over which key management personnel have control or significant influence	Employees Gratuity Fund Trust
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None

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6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	CSR expenditure - INR 26,14,728	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 4 crore - Reimbursement – INR 2.00 crore - Recovery – INR 2.00 crore	Total Amount - INR 2 crore - Reimbursement –INR 1.00 crore - Recovery –INR 1.00 crore	Total Amount - 11 crore - Sale of Fixed Assets – INR 0.50 crore - Purchase of Fixed Assets – INR 0.50 crore - Reimbursement – INR 1.00 crore - Recovery – INR 1.00 crore - CSR Contribution – INR 8.00 crore	Total Amount - INR 20 crore

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11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.12%	0.13%	NIL	Not Applicable
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026

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	Turnover	-	INR 1,543 crore	Not Applicable	Not Applicable
	Profit After Tax	-	INR (108) crore	Not Applicable	Not Applicable
	Net Worth	-	INR 5,419 crore	Not Applicable	Not Applicable
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	USD 405 Millions	INR 120 crore	Not Applicable	Not Applicable
	Profit After Tax	USD (313) Millions	INR (152) crore	Not Applicable	Not Applicable
	Net Worth	USD 781 Millions	INR 5,195 crore	Not Applicable	Not Applicable
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	-	-	Not Applicable	Not Applicable
	Profit After Tax	-	INR (53) crore	Not Applicable	Not Applicable
	Net Worth	-	INR (53) crore	Not Applicable	Not Applicable
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis	Recovery and Reimbursement of Salary and Admin Expenses on Cost Basis	1. Contribution towards CSR expenditurr 2. Sale of Fixed Assets on WDV Basis 3. Purchase of Fixed Assets on WDV Basis 4. Recovery-As and when incurred on actual basis 5. Reimbursement-As and when incurred on actual basis	Contribution to Gratuity Trust towards employee benefits
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18

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21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The contribution supports the Company's CSR initiatives through an experienced implementation agency with established community development expertise. The transaction facilitates effective CSR project execution and compliance with statutory obligations.	The contributions are necessary to fund gratuity obligations and ensure compliance with employee benefit requirements. The arrangement supports employee welfare and fulfillment of long-term commitments towards employees.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable	Not Applicable

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26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable	Not Applicable	Not Applicable
27	Material terms of the proposed transaction	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	Not Applicable	Not Applicable
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
29	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (13)	Related Party (14)	Related Party (15)	Related Party (16)
1	Name of the related party	**Sesa Group Employees Provident Fund Trust (SGEPF)**	**Sesa Group Executives Superannuation scheme(SGESS)**	**Sesa Mining Corporation Limited (SMCL)**	**Sesa Resources Limited (SRL)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	It is a Provident Fund Trust to manage and administer the provident fund contributions of employees within the Sesa Group. (VISL)	It is an employee welfare trust to provide retirement benefits to the executives of the Sesa Group	Sesa Mining Corporation Limited, a public limited company incorporated on June 27, 1969, under the Companies Act, 1956 with Corporate Identification Number U13209GA1969PLC000091 and registered office situated at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 434001. The Company is engaged in trading activities related to iron ore including providing marketing and logistics services.	Sesa Resources Limited, a public limited company incorporated on December 22, 1965, under the Companies Act, 1956 with Corporate Identification Number U13209GA1965PLC000030 and registered office situated at Sesa Ghor, 20 EDC Complex Patto, Panaji, Goa, India – 403 001. The Company is engaged in the trading activities related to iron ore and rental services of barges and jetties.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Post retirement benefit plans	Post retirement benefit plans	SMCL is a 100% wholly owned subsidiary of Sesa Resources Limited ("SRL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	SRL is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	VISL, through it's subsidiary, i.e, SRL is holding 100% of Equity shares in SMCL.	VISL is holding 100% of Equity shares in SRL.

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6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Contribution - INR 1,73,50,442	Contribution - INR 28,65,424	- Interest income-INR 44,44,827 - Sale of Stores & Spares – INR 1,73,73,333 - Sale of Goods & Services – INR 1,58,01,58,398 - Purchase of Goods & Services – INR 10,12,56,171 - Purchase of Stores & Spares – INR 6,07,787 - Recovery – INR 13,35,58,676	- Sale of Stores & Spares – INR 14,82,253 - Purchase of Goods & Services – INR 59,70,710 - Purchase of Stores & Spares – INR 3,498 - Recovery – INR 70,91,092
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None

10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount- Contribution - INR 15 crore	Total Amount- Contribution - INR 5 crore	Total Amount - INR 2,273.2 crore Sale of Goods & Services – INR 1,400.00 crore - Sale of Stores & Spares – INR 20.00 crore - Sale of Fixed Assets – INR 49.20 crore - Purchase of Goods & Services – INR 544.00 crore - Purchase of Stores & Spares – INR 20.00 crore - Purchase of Fixed Assets – INR 30.00 crore - Interest Income – INR 10.00 crore - Reimbursement – INR 20.00 crore - Recovery – INR 80.00 crore - Loan Renewal Approval – INR 100.00 crore	Total Amount - INR 592 crore - Sale of Goods & Services – INR 100.00 crore - Sale of Stores & Spares – INR 6.00 crore - Sale of Fixed Assets – INR 25.00 crore - Purchase of Goods & Services – INR 250.00 crore - Purchase of Stores & Spares – INR 5.00 crore - Purchase of Fixed Assets – INR 30.00 crore - Interest Income – INR 10.00 crore - Reimbursement – INR 15.00 crore - Recovery – INR 51.00 crore - Loan Renewal Approval – INR 100.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

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13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable	Not Applicable	173.26%	1909.68%
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March 31, 2026	**As on March, 2026**
	Turnover	Not Applicable	Not Applicable	INR 1312 crore	INR 31 crore
	Profit After Tax	Not Applicable	Not Applicable	INR 282 crore	INR 13 crore
	Net Worth	Not Applicable	Not Applicable	INR 449 crore	INR 463 crore
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	Not Applicable	Not Applicable	INR 542 crore	INR 10 crore
	Profit After Tax	Not Applicable	Not Applicable	INR 118 crore	INR (3) crore
	Net Worth	Not Applicable	Not Applicable	INR 232 crore	INR 451 crore
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	Not Applicable	Not Applicable	INR 189 crore	INR 23 crore
	Profit After Tax	Not Applicable	Not Applicable	INR 99 crore	INR 26 crore
	Net Worth	Not Applicable	Not Applicable	INR 114 crore	INR 454 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				

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16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution to Employees Provident Fund trust	Contribution to Executives Super Annuation Fund towards retirement benefits for the executives of the Company	Sale and Purchase of goods and services at arm' s length price, Sale and Purchase of stores and spares on cost basis, Sale and Purchase of fixed assets on Written Down Value Basis/Arm's length price, Recovery and Reimbursement of salary, admin and other expenses, Interest Income on Loan given and Loan due for Renewal	Sale and Purchase of goods and services at arm' s length price, Sale and Purchase of stores and spares on cost basis, Sale and Purchase of fixed assets on Written Down Value Basis/Arm's length price, Recovery and Reimbursement of salary, admin and other expenses, Interest Income on Loan given and Loan due for Renewal
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The transactions are necessary for administration of statutory provident fund contributions and related employee welfare obligations. The arrangement ensures regulatory compliance and effective fund management.	The contributions support retirement benefit obligations for eligible executives under approved employee welfare schemes. The arrangement promotes employee retention and fulfillment of long-term employee benefit commitments.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.

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22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SMCL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SRL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.

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27	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Not Applicable	Not Applicable	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises. Loan Facilities are unsecured, considering that these are intergroup transactions.	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises. Loan Facilities are unsecured, considering that these are intergroup transactions.
28	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable	Not Applicable	Approximately 9.2%	Approximately 9.2%
29	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.
30	Whether secured or unsecured?	Not Applicable	Not Applicable	Unsecured	Unsecured
31	Material terms of the proposed transaction	Not Applicable	Not Applicable	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Interest Income on Loan Given at benchmark rate	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Interest Income on Loan Given at benchmark rate

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32	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	AA/Stable Crisil (long term) A1+ (short term)	A1+ (short term)
33	Material covenants of the proposed transaction	Not Applicable	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.
34	Latest credit rating of the related partyNote: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable	Not Applicable	AA/Stable Crisil (long term) A1+ (short term)	A1+ (short term)
35	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	The proposed transaction is Loan to support the Company's working capital requirements and general business operations in the ordinary course of business.
36	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
37	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL

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38	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
39	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (17)	Related Party (18)	Related Party (19)	Related Party (20)
1	Name of the related party	**Sterlite Iron & Steel Co Limited (SISCL)**	**STL Digital Limited(SDL)**	**Vedanta Aluminium Metal Limited (VAML)**	**Vedanta Base Metals Limited (VBML)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	Sterlite Iron and Steel Company Limited was incorporated for setting up a Steel Plant in Orissa. The Company has not yet started operations.	STL Digital is a global IT services and consulting company dedicated to delivering exceptional digital transformation experiences for enterprises. STL Digital strategic partnerships with top technology firms and startups enable us to provide end-to-end digital solutions that enhance customer experiences	It is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013 The Company was incorporated on 06 October 2023 for carrying out the business activities in the metal and mining sector.	It is a public limited company based in Mumbai, Maharashtra, India. Incorporated on 09 October 2023
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	STL Digital Limited is an associate of VISL's Ultimate Parent Company. VISL, along with its subsidiaries, does not hold any shareholding in STL Digital Limited.	Fellow subsidiary	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None

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7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	Purchase of Goods and Services VISL- INR 10511275	Reimbursement- INR 633219976 Recovery-INR 96000	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - 6.9 crore Interest Income – INR 0.70 crore - Reimbursement – INR 0.50 crore - Recovery – INR 0.50 crore - Loan Renewal Approval – INR 5.20 crore	Total Amount- INR 31 crore Purchase of Goods & Services –INR 30.00 crore - Reimbursement –INR 0.50 crore - Recovery –INR 0.50 crore	Total Amount - INR 107 crore Sale of Fixed Assets – INR 1.00 crore - Purchase of Fixed Assets – INR 1.00 crore - Reimbursement – INR 100.00 crore - Recovery – INR 5.00 crore	Total Amount- INR 14 crore - Reimbursement –INR 2.00 crore - Recovery –INR 2.00 crore -Purchase of goods and services-INR 10 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

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13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	NIL	13.17%	NIL	NIL
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	**As on March, 2026**	**As on March, 2026**	**As on March, 2026**	**As on March, 2026**
	Turnover	NIL	INR 235 crore	NIL	-
	Profit After Tax	INR (0.50) crore	INR (71) crore	INR 0 cr	INR (0.015) crore
	Net Worth	INR (6.02) crore	INR (220) crore	INR 0 cr	INR (0.03) crore
		As on March, 2025	**As on March, 2025**	**As on March, 2025**	**As on March, 2025**
	Turnover	NIL	INR 235 crore	NIL	-
	Profit After Tax	INR (0.61) crore	INR (42) crore	INR 0 cr	INR (0.015) crore
	Net Worth	INR (5.52) crore	INR (149) crore	INR 0 cr	INR (0.01) crore
		As on March, 2024	**As on March, 2024**	**As on March, 2024**	**As on March, 2024**
	Turnover	NIL	INR 235 crore	NIL	-
	Profit After Tax	INR (20) crore	INR (81) crore	INR 0 cr	INR (0.009) crore
	Net Worth	INR (4.91) crore	INR (107) crore	INR 0 cr	INR 0.001 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of salary, admin and other expenses on cost basis, interest income on loan given and renewal of Loan due.	Purchase of IT Services and hardware at arm' s length price	Recovery and reimbursement of salary, admin and other expenses on cost basis, sale and purchase of fixed assets at arm' s length price	Recovery and reimbursement of salary, admin and other expenses on cost basis, purchase of goods and services (coke,debris) at arm's length price
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				

18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed funding and cost-sharing arrangements support business requirements of the related entity while enabling efficient deployment of funds	The engagement provides access to specialized IT, digital and technology services without significant in-house investment. The arrangement supports digital transformation, operational efficiency and technology modernization initiatives.	The transactions facilitate operational coordination, resource sharing and efficient utilization of assets and services within the Group. The arrangement supports business growth through economies of scale and integrated operations.	The transactions support procurement of goods and services and sharing of resources required for business operations. The arrangement provides cost efficiencies and operational synergies across group entities.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VAML. None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.

23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations	Not Applicable	Not Applicable	Not Applicable

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28	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity .*	Approximately 9.2%	Not Applicable	Not Applicable	Not Applicable
29	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	Not Applicable	Not Applicable	Not Applicable
30	Whether secured or unsecured?	Unsecured	Not Applicable	Not Applicable	Not Applicable
31	Material terms of the proposed transaction	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Interest Income on Loan Given at benchmark rate	1. Purchase of IT Services and Hardware as per PO terms 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis	1.Recovery-As and when incurred on actual basis 2.Reimbursement-As and when incurred on actual basis 3. Sale of Fixed Assets on WDV Basis 4. Purchase of Fixed Assets on WDV Basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis
32	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not available	Not Applicable	Not Applicable	Not Applicable
33	Material covenants of the proposed transaction	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable	Not Applicable	Not Applicable
34	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not available	Not Applicable	Not Applicable	Not Applicable

35	Latest credit rating of the related partyNote: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not available	Not Applicable	Not Applicable	Not Applicable
36	The purpose for which the funds will be utilized by the listed entity / subsidiary	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable	Not Applicable	Not Applicable
37	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
38	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
39	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
40	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (21)	Related Party (22)	Related Party (23)	Related Party (24)
1	Name of the related party	**Vedanta Limited (VEDL)**	**Vedanta Oil and Gas Limited (Earlier MALCO Energy Limited) (VOGL)**	**Vedanta Power Limited(formerly known as Talwandi Sabo Power Limited) (VPL)**	**Vedanta Resources Investments Limited (VRIL)**
2	Country of incorporation of the related party	India	India	India	United Kingdom
3	Nature of business of the related party	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	Vedanta Oil & Gas is India's leading private sector oil and gas exploration and production company, unlocking the nation's hydrocarbon potential to strengthen energy security. Operating under the brand "Cairn", it holds interests in 44 blocks spanning over 47,000 sq km of acreage across India, with gross 2P (proved plus probable) and 2C (contingent) resources of 1.4 bnboe.	Vedanta Power Limited is engaged in generating and supplying electricity through its 1980 (3×660) MW coal-based supercritical thermal power plant at at Village Banawala, Mansa-Talwandi Sabo Road, District Mansa, Punjab, India. The company operates on a Build-Own-Operate model and supplies power exclusively to Punjab State Power Corporation Limited under a long-term Power Purchase Agreement. It was originally incorporated as an SPV by the erstwhile Punjab State Electricity Board.	The principal activity of the business is holding investments. The Company is a subsidiary company in the Vedanta Resources Limited (the "Parent Company" or "VRL") group ("Vedanta Group"). Vedanta UK Holdings Limited ("VUHL") is the Company's immediate parent, which in turn is a wholly owned subsidiary of VRL. The Company was incorporated on 28 July 2023.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None

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6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Additional Loan taken- INR 233500 Interest expense- INR 54829	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Brand Fees- INR 100000
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Reimbursement -INR 13,86,63,567.00 Recovery- INR 390440	NIL	NIL	Brand Fee- INR 239097764
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 88.41 crore Interest Expense – INR 0.10 crore - Reimbursement – INR 63.00 crore - Recovery – INR 15.25 crore - Borrowing Renewal – INR 0.06 crore - Sale of Goods & Services – INR 10.00 crore	Total Amount - INR 4 crore - Reimbursement – INR 2.00 crore - Recovery – INR 2.00 crore	Total Amount - INR 2 crore - Reimbursement – INR 1 crore - Recovery – INR 1 crore	Total Amount - INR 200 crore Management Consultancy / Brand Fees –INR 200.00 crore

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11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.10%	1.13%	0.04%	3966.20%

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years..	As on March 31, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	INR 85,982 crore	INR 354 crore	INR 5,453 crore	na
	Profit After Tax	INR 17,726 crore	INR (191) crore	INR (1,713) crore	na
	Net Worth	INR 78,049 crore	INR (474) crore	INR 1,938 crore	na
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	INR 72,805 crore	INR 877 crore	INR 5,223 crore	USD 5,96,387
	Profit After Tax	INR 17,928 crore	INR (188) crore	INR 32 crore	USD (9,713,647)
	Net Worth	INR 75,399 crore	INR (280) crore	INR 3,654 crore	USD (18,906,910)
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	INR 69,663 crore	INR 616 crore	INR 5,267 crore	Not Applicable
	Profit After Tax	INR 6,623 crore	INR (117) crore	INR 602 crore	Not Applicable
	Net Worth	INR 65,536 crore	INR 94 crore	INR 3,623 crore	Not Applicable
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				Data is not available as same is not yet published
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Power, Other goods and services and scrap at arm's length price, recovery and reimbursement of-expenses on cost basis, interest expense on loan taken and borrowings due for renewal	Recovery and reimbursement of salary, admin and other expenses on cost basis	Recovery and reimbursement of salary, admin and other expenses on cost basis	Brand Fee to be paid on Turnover of VISL for use of Brand name
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

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19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.The transactions provide access to power, products, shared services and treasury support available within the Group ecosystem.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The transaction enables the Company to leverage the Vedanta Group brand and associated goodwill which enhances market credibility and stakeholder confidence. Use of a globally recognized brand strengthens the Company's commercial positioning and value creation prospects.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VEDL None of the promoters/Directors /KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/ KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/ KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/ KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.

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23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable	Not Applicable	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	Not Applicable	Not Applicable	Not Applicable

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27	Whether secured or unsecured?	Unsecured	Not Applicable	Not Applicable	Not Applicable
28	Material terms of the proposed transaction	1. As per contract and PO - Sale of Power and other Goods and Services (raw materials) as signed MSA 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis 4. Interest Expense on Loan taken at benchmark rate	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	Brand Fees at 3% of Turnover
29	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	AA+/Stable Crisil (long term) A1+ (short term)	Not Applicable	Not Applicable	Not Applicable
30	Material covenants of the proposed transaction	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable	Not Applicable	Not Applicable
31	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The proposed loan was given to support the Company's working capital requirements prior to Demerger	Not Applicable	Not Applicable	Not Applicable
32	Latest credit rating of the related partyNote: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	AA+/Stable Crisil (long term) A1+ (short term)	Not Applicable	Not Applicable	Not Applicable

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33	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
34	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 Loan taken - INR 2,33,500 Interest expense - INR 54,829 FY 2024-25 - Loan taken- INR 8,88,683 - Interest expense- INR 42,711 FY 2023-24 Investement Received - INR 1,00,000	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	Brand Fees FY 2025-26 - INR 1,00,000 FY 2024-25 - INR 1,00,000 FY 2023-24 - INR 1,00,000
35	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
36	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (25)	Related Party (26)	Related Party (27)	Related Party (28)
1	Name of the related party	**Vedanta Resources Limited (VRL)**	**Vedanta ESOS Trust**	**VISL ESOS Trust' (Trust)**	**Vizag General Cargo Berth Private Limited (VGCB)**
2	Country of incorporation of the related party	United Kingdom	India	India	India
3	Nature of business of the related party	Vedanta Resources Limited (VRL) is a company limited by shares and incorporated & domiciled in the United Kingdom. Vedanta and its consolidated subsidiaries (collectively, the "Group") is a diversified natural resource group engaged in exploring, extracting and processing minerals and oil and gas. The Group engages in the exploration, production and sale of zinc, lead, silver, copper, aluminium, iron ore and oil and gas and has a presence across India, South Africa, Zambia, namibia, Ireland, Australia, Liberia and UAE. The Group is also in the business of commercial power generation, steel manufacturing and port operations in India and manufacturing of glass substrate in South Korea and Taiwan.	The Vedanta ESOS Trust is an employee benefit trust established by the Company to implement and administer its employee stock option and share-based incentive schemes, including acquisition, holding, and transfer of shares to employees upon exercise of options	The VISL ESOS Trust is an employee benefit trust established by the Company to implement and administer its employee stock option and share-based incentive schemes, including acquisition, holding, and transfer of shares to employees upon exercise of options	The company is engaged in the development, operation and maintenance of a general cargo berth at Visakhapatnam Port, India. It provides port handling and cargo logistics services, primarily supporting the movement of bulk materials related to group operations.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Holding company	Employee Stock Option Trust	Company has established the trust for implementation and administration of Employee Benefit Schemes	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None

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6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Vedanta Resource Limited (VRL) is a holding entity of Vedanta Iron and Steel Limited (VISL), where VRL holds 56.38% of VISL through Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited, Vedanta Holdings Mauritius II Limited, Welter Trading Limited and Vedanta Netherlands Investmens BV, Netherlands.	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	NIL	Recovery- INR 656902
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None

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10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount- INR 10 crore Recovery - INR 5 crore Reimbursement- INR 5 crore	Total Amount- Loan to ESOS trust- INR 50 crore	Total Amount- Loan to ESOS trust- INR 60 crore	Total Amount - INR 41.5 crore Sale of Goods & Services –INR 10.00 crore - Sale of Stores & Spares –INR 0.50 crore - Sale of Fixed Assets –INR 5.00 crore - Purchase of Goods & Services –INR 10.00 crore - Purchase of Stores & Spares –INR 1.00 crore - Purchase of Fixed Assets –INR 5.00 crore - Reimbursement –INR 5.00 crore - Recovery –INR 5.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

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13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.01%	NIL	NIL	24.27%
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	USD 21,012 Million	NIL	NIL	INR 171 crore
	Profit After Tax	USD 2,025 Million	NIL	NIL	INR (43) crore
	Net Worth	USD 3,282 Million	INR 51 crore	NIL	INR (82) crore
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March, 2025
	Turnover	USD 18,220 Million	NIL	NIL	INR 157 crore
	Profit After Tax	USD 2398 Million	NIL	NIL	INR (30) crore
	Net Worth	USD 2302 Million	NIL	NIL	INR (41) crore
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March, 2024
	Turnover	USD 17,128 Million	NIL	NIL	INR 165 crore
	Profit After Tax	USD 99 Million	NIL	NIL	INR (30) crore
	Net Worth	USD 848 Million	NIL	NIL	INR (10) crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	Consolidated Turnover of VRL			

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16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of salary and admin expenses on cost basis	Loan given to ESOS Trust to faciliatate the implementation and administration of the Company’s employee stock option and share-based incentive schemes through Purchases from Open market	Loan given to ESOS Trust to faciliatate the implementation and administration of the Company’s employee stock option and share-based incentive schemes through Purchases from Open market	Sale and Purchase of goods and services at arm' s length price, Sale and Purchase of stores and spares on cost basis, Sale and Purchase of fixed assets on Written Down Value Basis/Arm's length price, Recovery and Reimbursement of salary, admin and other expenses
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18

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21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions are recurring in nature and form part of the Company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute.	The transaction facilitates implementation and administration of employee stock option schemes approved by the Company. The scheme aligns employee interests with long-term shareholder value creation and supports retention of key talent	The transaction facilitates implementation and administration of employee stock option schemes approved by the Company. The scheme aligns employee interests with long-term shareholder value creation and supports retention of key talent	The transactions support port handling, logistics and infrastructure requirements critical for movement of cargo and raw materials. Utilization of existing group infrastructure improves supply chain efficiency and reliability.The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VRL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.

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25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Not Applicable	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Not Applicable
28	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable	The average rate of borrowing is ~9.2%, depending on the nature of facilities obtained by VISL.	The average rate of borrowing is ~9.2%, depending on the nature of facilities obtained by VISL.	Not Applicable

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29	Material terms of the proposed transaction	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis	Not Applicable	Not Applicable	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis
30	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern
31	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
32	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
33	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (29)	Related Party (30)	Related Party (31)
1	Name of the related party	**V-Spark Deeptech Ventures Private Limited (V-Spark)**	**Western Cluster Limited (WCL)**	**ESL Steel Limited (ESL)**
2	Country of incorporation of the related party	India	Liberia	India
3	Nature of business of the related party	V-Spark Deeptech Ventures Private Limited ("V-Spark") is proposed to operate as a centralized Technology, Digital and AI Centre of Excellence for Vedanta Group entities, including Vedanta Iron and Steel Limited("VISL"). V-Spark is engaged in providing digital transformation, AI, automation, analytics, technology enablement, innovation advisory, venture clienting, program management, project execution, change management, adoption support, performance monitoring, value realization and knowledge management services.	Western Cluster Limited, 100% wholly owned subsidiary of Bloom Foutain Limited, the company formed under the laws of Mauritius. The Company was incorporated in Liberia on October 18, 2010, to explore investment opportunities in the iron ore sector in the western Region of Liberia and having registered office at Amir Building, 18th Street, Sinkor, Tubman Boulevard, Monrovia, Liberia, West Africa. Western Cluster Limited ("WCL") has iron ore assets in Liberia. Bloom Fountains Limited ("Bloom"), Mauritius holds 100% stake in WCL. In 2011, WCL was granted exclusive mineral exploration and mining rights to iron ore deposits in the Western Region of Liberia, specifically Bomi Hills, Bea Mountain, and Mano River. In 2022, WCL has signed a Memorandum of Understanding with the Government of Liberia to resume its mining operations in Liberia.	ESL Steel Limited is a public limited company incorporated on December 20, 2006, under the Companies Act, 1956 with Corporate Identification Number U27310JH2006PLC012663 and registered office situated at ESL Steel Limited, Village - Siyaljori, Post, Jogidih, O.P. Bangaria, PS - Chandankyari, Bokaro Steel City, Jharkhand, India – 828 303. The Company is engaged in the manufacture and supply or bullets, TMT Bars. Wire Rods and Ductile Iron (DI) Pipes and also deals in Iron Ore, Pig Iron and Iron and Steel Scrap products generated while or for the purpose of manufacturing these products. It also produces Metallurgical Coke, Sinter and Power for captive consumption. The Company caters to the needs of construction, automobile, industrial machinery and equipments and water Infrastructure development.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	WCL is a 100% wholly owned subsidiary of Bloom Fountain Limited ("BFL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	Vedanta Iron and Steel Limited holds 95.49% of the equity share capital of ESL, and accordingly, ESL operates as a subsidiary of Vedanta Iron and Steel Limited ("VISL")

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5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	VISL, through it's subsidiary, i.e, BFL is holding 100% of ordinary shares in WCL	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil	Since there were no subsidiaries of the Company pre-demerger, the total amt for last preceding FY is nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	-Recovery - INR 27,72,754 - Reimbursement - INR 6,50,402 - LTIP recovery- INR 2,16,214	- Purchase of Goods and Services - INR 2,59,429 - Recovery- INR 65,000 - Reimbursement - INR 19,89,312 - Interest Income - INR 36,33,25,163 - LTIP recovery - INR 66,17,098

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9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 27 crore - Purchases of Goods and services- INR 25 crore - Recovery- INR 1 crore - Reimbursement- INR 1 crore	Total Amount - INR 1110.5 crore - Sale of Goods & Services – INR 10.00 crore - Sale of Stores & Spares – INR 10.00 crore - Sale of Fixed Assets – INR 30.00 crore - Purchase of Goods & Services – INR 5.00 crore - Purchase of Fixed Assets – INR 5.50 crore - Reimbursement – INR 10.00 crore - Recovery – INR 29.00 crore - LTIP Recovery – INR 1.00 crore - Intercompany loan/Corporate Guarantee/Bank Guarantee /Letter of comfort - INR 1000 crore - Gurantee Commission/Interest income - INR 10 crore	Total Amount - INR 10,083 crore - Sale of Scrap – INR 5.00 crore - Purchase of Goods & Services – INR 900.00 crore - Purchase of Stores & Spares – INR 1.00 crore - Purchase of Fixed Assets – INR 5.00 crore - Interest Income – INR 345 crore - Reimbursement – INR 5.00 crore - Recovery – INR 10.00 crore - LTIP Recovery – INR 10.00 crore - Loan Renewal Approval – INR 1,787.90 crore - Guarantee Commission Income- INR 15 crore - Cross Security Given / New Corporate Guarantee Given / New Inter Company Loans for approval - INR 4,500 crore - Cross Security Received - INR 2500 crore

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11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crore. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on the Company's financials.	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	155.17%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	138.05%

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March 31, 2026	As on March, 2026
	Turnover	INR 17 crore	NIL	INR 7304 crore
	Profit After Tax	INR 2 crore	INR (1603) crore	INR (1168) crore
	Net Worth	INR 2 crore	INR (2101) crore	INR 3160 crore
		As on March, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	Not Applicable	INR 211 crore	INR 7,928 crore
	Profit After Tax	Not Applicable	INR (28) crore	INR (266) crore
	Net Worth	Not Applicable	INR (351) crore	INR 4,331 crore
		As on March, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	Not Applicable	INR 266 crore	INR 8,300 crore
	Profit After Tax	Not Applicable	INR 5 crore	INR (968) crore
	Net Worth	Not Applicable	INR (315) crore	INR 4,599 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	Data is not available as same is not yet published		

16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase of Digital & AI Services,Recovery and reimbursement of salary, admin and other Expenses,	Sale and Purchase of goods and services at arm' s length price, Sale and Purchase of stores and spares on cost basis, Sale and Purchase of fixed assets on Written Down Value Basis/Arm's length price, Recovery and Reimbursement of salary, admin and other expenses, corporate guarantee/loan given and guarantee commission/ Interest income on guarantee given	Sale and Purchase of goods and services at arm' s length price, Sale and Purchase of stores and spares on cost basis, Sale and Purchase of fixed assets on Written Down Value Basis/Arm's length price, Recovery and Reimbursement of salary, admin and other expenses, corporate guarantee/loan/cross security given for refinancing debt and guarantee commission income on guarantee given, Interest Income on Loan given and Loan due for renewal
17	Details of the proposed transaction and particulars of contract to be specifically disclosed	V-Spark will provide Digital & AI services to VISL as a centralized Technology, Digital and AI Centre of Excellence. The services will include digital strategy and roadmap management, digital architecture and governance, AI / analytics / automation support, project management, vendor coordination, data enablement, system integration, digital operations, implementation support, user adoption, change management, service management, performance monitoring and sustainment of digital assets. The Digital & AI Services will be charged on a cost-plus basis. V-Spark will recover the relevant cost base for resources deployed and services provided, along with a 12% service margin		
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

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19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The engagement provides access to advanced digital, AI, automation and technology capabilities through a centralized Centre of Excellence model. The arrangement supports innovation, operational excellence and technology-led value creation for the Company	The transactions support development and operational requirements of the Liberia mining project and protect the value of the Company's strategic investment. Funding and guarantee support facilitate project execution, regulatory compliance and long-term value realization.	The transactions support integrated steel and mining operations through supply of goods, services, funding and strategic financial support. The arrangement creates operational synergies, optimizes resource utilization and enhances value across the Group.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Dibyendu Bose, an Independent Director on the Board of VISL is also an Independent Director on the Board of WCL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.

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23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.		The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/taken on record by the Audit & Risk Management Committee.
24	Other information relevant for decision making.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice.
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable	Not Applicable	a. INR 900 crore b. 1 year c. Yes

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28	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Not Applicable	Not Applicable	Loan Facilities are expected to be provided by VISL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.
29	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable	Not Applicable	The average rate of borrowing is ~9.2%, depending on the nature of facilities obtained by VISL.
30	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.
31	Whether secured or unsecured?	Not Applicable	Unsecured	Unsecured
32	Purpose for which funds shall be utilized by the investee company.	Not Applicable	Not Applicable	The proposed transaction is Loan to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.

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33	Material terms of the proposed transaction	1. Purchase of Digital and AI Services and Hardware as per PO terms 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, and Other Services as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Gurantee Commission/ Interest Income on Loan / Guarantee Given at benchmark rate	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, and Other Services as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Gurantee Commission/ Interest Income on Loan / Guarantee Given at benchmark rate
34	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	AA (Long term)
35	Material covenants of the proposed transaction	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute
36	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable	The proposed transaction is Loan to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed transaction is Loan to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.

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37	Latest credit rating of the related partyNote: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable	Not available	AA / Stable (CRISIL)
38	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.
39	Rationale for giving guarantee, surety, indemnity or comfort letter	Not Applicable	Performance Guarantee given as part of the ongoing MDA renewal process with the Government of Liberia	Cross Security Provided/ Corporate Guarantee to secure refinancing debt in ESL
40	Whether it will create a legally binding obligation on listed entity?	Not Applicable	Yes	Yes
41	Material covenants of the proposed transaction including (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Not Applicable	(i)Commission to be capped at 0.5% of Guarantee value (ii) Not Applicable	(i)Commission to be capped at 0.5% of Guarantee value (ii) Not Applicable
42	The value of obligations undertaken by the listed entity or any of itssubsidiary, for which a guarantee, surety, indemnity or comfort letterhas been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified	NIL	INR 1000 crore	INR 4500 crore

Sensitivity: Confidential (C2)

43	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee)surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	NIL	INR 1,000 crore	INR 4,500 crore
44	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable	Not available	ESL: AA / Stable (CRISIL)

Sensitivity: Confidential (C2)

45	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern
46	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
47	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
48	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Confidential (C2)

Table B - Details of related party contracts/arrangements/transactions entered/to be entered into by SRL a material Subsidiary of the Company in relation to Item No. 11					
Sr No	**Particulars**	**Related Party (1)**	**Related Party (2)**	**Related Party (3)**	**Related Party (4)**
1	Name of the related party	**Anil Aggarwal Foundation (AAF)**	**Hindustan Zinc Limited (HZL)**	**Sesa Community Development Fund (SCDF)**	**Sesa Mining Corporation Limited (SMCL)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	Anil Aggarwal Foundation operations primarily relates to promotion of education, protection of environment including wildlife and other similar objects on a non-profit making charitable basis.	Integrated mining and metals company engaged in the production of zinc, lead and silver, supported by captive power generation facilities (thermal, wind and solar) and processing infrastructure. The entity also produces sulphuric acid and rock phosphate and operates fertilizer and alloys businesses, with mining and smelting operations located across Rajasthan and Uttarakhand.	It is a Section 8 Company under the Companies Act 2013	Sesa Mining Corporation Limited, a public limited company incorporated on June 27, 1969, under the Companies Act, 1956 with Corporate Identification Number U13209GA1969PLC000091 and registered office situated at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 434001. The Company is engaged in trading activities related to iron ore including providing marketing and logistics services.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Section 8 Company for CSR Activities	Fellow Subsidiary	Enterprises over which key management personnel have control or significant influence	SMCL is a 100% wholly owned subsidiary of Sesa Resources Limited ("SRL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	None	None	SMCL is a 100% wholly owned subsidiary of Sesa Resources Limited ("SRL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	None

, Sensitivity: Public (C4)

7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Nil	Nil	Donation - INR 26,700,000.00	- Sale of Goods & Services- INR 8,33,16,508.14 - Interest Income on Inter corporate loans- INR 184,608,749.61 - Expenses reimbursed - INR 8,68,906
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil	Nil	None	- Sale of Goods - INR 1,49,92,632 - Interest Income - INR 4,61,49,239
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 1 crore Contribution for Corporate Social Responsibility Expenditure - INR 1 crore	Total Amount - INR 2 crore - Purchase of Fixed Assets – INR 0.50 crore - Sale of Fixed Assets – INR 0.50 crore - Reimbursement – INR 0.50 crore - Recovery – INR 0.50 crore	Total Amount - INR 5 crore Contribution towards CSR expenditure – INR 5.00 crore	Total Amount - INR 321.13 crore - Purchase of Goods & Services – INR 5.00 crore - Purchase of Stores & Spares – INR 5.00 crore - Sale of Goods & Services – INR 105.00 crore - Sale of Stores & Spares – INR 5.00 crore - Interest Income – INR 18.94 crore - Reimbursement – INR 5.00 crore - Recovery – INR 5.00 crore -Loan given for renewal– INR 172.19 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	NIL	NIL	NIL

Sensitivity: Public (C4)

13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	3.23%	6.45%	16.13%	1035.90%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.53%	0.01%	68.97%	24.48%
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	INR 187 crore	INR 39,009 crore	INR 7.25 crore	INR 1312 crore
	Profit After Tax	INR 19 crore	INR 13,712 crore	INR (0.04) crore	INR 218 crore
	Net Worth	INR 79 crore	INR 22,475 crore	INR 4.95 crore	INR 449 crore
		As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025
	Turnover	INR 117 crore	INR 32,927 crore	INR 7.02 crore	INR 542 crore
	Profit After Tax	INR (10) crore	INR 10,279 crore	NIL	INR 118 crore
	Net Worth	INR 60 crore	INR 13,326 crore	INR 5.17 crore	INR 232 crore
		As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024
	Turnover	INR 96 crore	INR 28,084 crore	NIL	INR 189 crore
	Profit After Tax	-	INR 7,787 crore	NIL	INR 99 crore
	Net Worth	-	INR 15,233 crore	NIL	INR 114 crore
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*				

, Sensitivity: Public (C4)

16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution for Corporate Social Responsibility Expenditure through the foundation for Nand ghar projects	Sales of Goods and Services (Coke, iron ore) at Arm's length Price, recovery and Reimbursement of Salary and Admin Expenses on Cost Basis, Sale and Purchase of Fixed Assets on Written Down value/arm's length Price	Contribution towards CSR Expenditure, recovery and reimbursement of Other Expenses on cost basis, sale and purchase of fixed assets at arm's length price	Sale of Goods and Services at arm's length Price, Sale and Purchase of stores on cost basis, Sale and Purchase of Fixed Asset at arm's length Price, Recovery and Reimbursement of expenses on cost basis, Interest Income/Expense on Loan given for General Corporate Purchases and loan due for renewal
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The contribution facilitates implementation of the Company's CSR obligations through an established organization with proven execution capabilities. The transaction supports statutory compliance, ESG objectives and long-term stakeholder value creation.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The contribution supports the Company's CSR initiatives through an experienced implementation agency with established community development expertise. The transaction facilitates effective CSR project execution and compliance with statutory obligations.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.

, Sensitivity: Public (C4)

22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/promoter group entities, Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in any of the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of SRL is also an Independent Director on the Board of SMCL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.

, Sensitivity: Public (C4)

27	In case of any trade advance (up to 365 days or such other period as may be extended in accordance with normal trade practice) proposed to be paid to or received from the related party in connection with the transaction, specify the details of any advance paid or received under the contract or arrangement a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.
28	Whether secured or unsecured?	Not Applicable	Not Applicable	Not Applicable	Loan Facilities are unsecured.
29	Purpose for which funds shall be utilized by the investee company.	Not Applicable	Not Applicable	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.
30	Material terms of the proposed transaction	Contribution for Corporate Social Responsibility Expenditure through the foundation	1. Sale of Fixed Assets on WDV Basis 2. Purchase of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis	Contribution for Corporate Social Responsibility Expenditure through the foundation	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Interest Income on Loan Given at benchmark rate
31	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	Not Applicable	Crisil AA Long term Crisil A1+ Short term
32	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	Not Applicable	Not Applicable	Interest rate would be at arm’s length , as benchmarked by an independent expert of global repute.

, Sensitivity: Public (C4)

33	Material covenants of the proposed transaction	Not Applicable	Not Applicable	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.
34	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable	Not Applicable	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.
35	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	Not Applicable	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.
36	Details of solvency status and going concern status of the related party during the last three financial years:	Not Applicable	Not Applicable	Going Concern	Going Concern
37	Transactions undertaken with the same counterparty for the past three yeaINR	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 Donation - INR 26,700,000.00 FY 2024-25 Donation - INR 28,490,447 FY 2023-24 NIL	FY 2025-26 - Sale of Goods & Services - INR 8,33,16,508.14 - Interest Income on Inter corporate loans - INR 1,84,608,749.61 - Expenses reimbursed- INR 8,68,906 FY 2024-25 - Sale of Goods & Services - INR 89,28,480 - Interest Income on Inter corporate loans - INR 17,90,77,445.5 - Expenses reimbursed - INR 32,60,271 FY 2023-24 - Interest Income on Inter corporate loans - INR 176,031,336 - Expenses reimbursed - INR 3,23,20,000 - Recovery of Expense - INR 1,04,70,000
38	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18

, Sensitivity: Public (C4)

39	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

,Sensitivity: Public (C4)

Sr No	Particulars	Related Party (5)	Related Party (6)	Related Party (7)	Related Party (8)
1	Name of the related party	**Sterlite Iron & Steel Co Limited (SISCL)**	**STL Digital Limited (SDL)**	**Vedanta Limited (VEDL)**	**Sesa Resources Limited and Sesa Mining Corporation Ltd Employees Superannuation Fund (SRL & SMCLESF)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	Sterlite Iron and Steel Company Limited is in the process of setting up a Steel Plant in Orissa. The Company has not yet started operations.	STL Digital Limited is a global IT services and consulting company dedicated to delivering exceptional digital transformation experiences for enterprises. STL Digital strategic partnerships with top technology firms and startups enable us to provide end-to-end digital solutions that enhance customer experiences.	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	It is an employee welfare trust to provide retirement benefits to the executives of the SMCL and SRL
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	STL Digital Limited is an associate of VISL's Ultimate Parent Company. VISL, along with its subsidiaries, does not hold any shareholding in STL Digital Limited.	Fellow Subsidiary	Post retirement benefit plans
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None

Sensitivity: Public (C4)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	NIL	- Sale of Goods & Services - INR 22,83,82,928.7 - Recovery of Expenses - INR 29,00,187.7 - Expenses reimbursed - INR 12,544,002.04	Contribution - INR 2,01,476
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	Sale of Goods - INR 40,56,910.00 Purchase of Stores - INR 3,69,815.0	Contribution - INR 69,660
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 2 crore - Reimbursement – INR 1.00 crore - Recovery – INR 1.00 crore	Total Amount - INR 1.00 crore Purchase of Goods and Services- INR 1 crore	Total Amount - INR 11.75 crore - Recovery – INR 1.25 crore - Reimbursement – INR 1.50 crore - Sale of Goods & Services – INR 8.00 crore - Purchase of Stores and Spares - INR 1.00 crore	Total Amount - INR 1 crore Contribution - INR 1 crore

Sensitivity: Public (C4)

11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	6.45%	3.23%	37.90%	3.23%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	0.42%	0.01%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

Sensitivity: Public (C4)

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	**As on March, 2026**	**As on March, 2026**	**As on March, 2026**	**As on March, 2026**
	Turnover	Nil	INR 235 crore	INR 85982 Crore	Not Applicable
	Profit After Tax	INR (0.50) crore	INR (71) crore	INR 17726 Crore	Not Applicable
	Net Worth	INR (6.02) crore	INR (220) crore	INR 78,049 Crore	Not Applicable
		As on March, 2025	**As on March, 2025**	**As on March, 2025**	**As on March, 2025**
	Turnover	NIL	INR 235 crore	INR 72805 Crore	Not Applicable
	Profit After Tax	INR (0.61) crore	INR (42) crore	INR 17928 Crore	Not Applicable
	Net Worth	INR (5.52) crore	INR (149) crore	INR 75, 399 Crore	Not Applicable
		As on March, 2024	**As on March, 2024**	**As on March, 2024**	**As on March, 2024**
	Turnover	NIL	INR 235 crore	INR 69,663 crore	Not Applicable
	Profit After Tax	INR (20) crore	INR (81) crore	INR 6,623 crore	Not Applicable
	Net Worth	INR (4.91) crore	INR (107) crore	INR 65,536 crore	Not Applicable
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of Salary, Admin and Other Expenses on cost basis, Interest Income on Loan given and Renewal of Loan due, Recovery and reimbursement of Salary, Admin and Other Expenses on cost basis	Purchase of IT Services and hardware at arm's length price	Sale and Purchase of Goods,Services and Scrap at Arm's length Price, Sale and Purchase of stores on cost basis, Sale and Purchase of Fixed Asset at arm's length price, Recovery and Reimbursement of expenses on cost basis, Interest Expense on Loan taken and Gurantee commission Expense on Corporate Gurantee given by Vedanta Limited	Contribution to Executives Super Annuation Fund to provide retirement benefits
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

Sensitivity: Public (C4)

19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The engagement provides access to specialized IT, digital and technology services without significant in-house investment. The arrangement supports digital transformation, operational efficiency and technology modernization initiatives.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements.	The contributions support retirement benefit obligations for eligible executives under approved employee welfare schemes. The arrangement promotes employee retention and fulfillment of long-term employee benefit commitments.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. E*xplanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VEDL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.

Sensitivity: Public (C4)

24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	In case of any trade advance (up to 365 days or such other period as may be extended in accordance with normal trade practice) proposed to be paid to or received from the related party in connection with the transaction, specify the details of any advance paid or received under the contract or arrangement a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	Not Applicable
28	Material terms of the proposed transaction	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis	1. Purchase of IT Services and Hardware as per PO terms	1. Recovery —-As and when incurred on actual basis 2. Reimbursement – As and when incurred on actual basis 3. Sale of Goods & Services (Ironore) as per PO terms 4. Purchase of Stores and Spares on cost basis	Not Applicable
29	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Not Applicable

Sensitivity: Public (C4)

30	Transactions undertaken with the same counterparty for the past three yeaINR	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 - Sale of Goods & Services - INR 22,83,82,928.7 - Recovery of Expenses-Rs 29,00,187.7 - Expenses reimbursed- Rs 12,544,002.04 FY 2024-25 - Sale of Goods & Services - INR 9,40,05,174 - Recovery of Expenses -INR 54,25,870 - Expenses reimbursed - INR 1,40,41,195 - Inter corporate loans interest- INR 80,65,75,343 - Loan Repaid - INR 16,00,00,00,000 FY 2023-24 - Sale of Goods & Services - INR 23,38,42,528 - Recovery of Expenses - INR 1,05,10,000 - Expenses reimbursed - INR 1,97,20,000 - Inter corporate loans Interest - INR 3,50,68,493 - Loan Given - INR 16,00,00,00,000	FY 2025-26 Contribuation - INR 2,01,476 FY 2024-25 Contribuation - INR 1,76,620.68 FY 2023-24 NIL
31	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
32	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (9)	Related Party (10)	Related Party (11)	Related Party (12)	Related Party (13)
1	Name of the related party	**Sesa Resources Limited Employees Gratuity Fund (SRLEGF)**	**Sesa Resources Limited Employees Provident Fund Trust (SRLEPFT)**	**Vizag General Cargo Berth Private Limited (VGCB)**	**Western Cluster limited (WCL)**	**ESL Steel Limited (ESL)**
2	Country of incorporation of the related party	India	India	India	Liberia	India
3	Nature of business of the related party	These are Employee welfare trusts established by Sesa Resources Limited for the management of gratuity benefits for employees and executives.	It is a Provident Fund Trust to manage and administer the provident fund contributions of employees within the SRL	The company is engaged in the development, operation and maintenance of a general cargo berth at Visakhapatnam Port, India. It provides port handling and cargo logistics services, primarily supporting the movement of bulk materials related to group operations.	Western Cluster Limited, 100% wholly owned subsidiary of Bloom Foutain Limited, the company formed under the laws of Mauritius. The Company was incorporated in Liberia on October 18, 2010, to explore investment opportunities in the iron ore sector in the western Region of Liberia and having registered office at Amir Building, 18th Street, Sinkor, Tubman Boulevard, Monrovia, Liberia, West Africa. Western Cluster Limited ("WCL") has iron ore assets in Liberia. Bloom Fountains Limited ("Bloom"), Mauritius holds 100% stake in WCL. In 2011, WCL was granted exclusive mineral exploration and mining rights to iron ore deposits in the Western Region of Liberia, specifically Bomi Hills, Bea Mountain, and Mano River. In 2022, WCL has signed a Memorandum of Understanding with the Government of Liberia to resume its mining operations in Liberia.	ESL Steel Limited is a public limited company incorporated on December 20, 2006, under the Companies Act, 1956 with Corporate Identification Number U27310JH2006PLC012663 and registered office situated at ESL Steel Limited, Village - Siyaljori, Post, Jogidih, O.P. Bangaria, PS - Chandankyari, Bokaro Steel City, Jharkhand, India – 828 303. The Company is engaged in the manufacture and supply or bullets, TMT Bars. Wire Rods and Ductile Iron (DI) Pipes and also deals in Iron Ore, Pig Iron and Iron and Steel Scrap products generated while or for the purpose of manufacturing these products. It also produces Metallurgical Coke, Sinter and Power for captive consumption. The Company caters to the needs of construction, automobile, industrial machinery and equipments and water Infrastructure development.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Employees Gratuity Fund Trust	Post retirement benefit plans	Fellow Subsidiary	WCL is a 100% wholly owned subsidiary of Bloom Fountain Limited ("BFL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	Vedanta Iron and Steel Limited holds 95.49% of the equity share capital of ESL, and accordingly, ESL operates as a subsidiary of Vedanta Iron and Steel Limited ("VISL")
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	VISL, through it's subsidiary, i.e, BFL is holding 100% of ordinary shares in WCL	None

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6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considere* d.	None	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Contribution INR 32,77,194	Contribution - INR 32,28,695	NIL	NIL	NIL
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	Contribution - INR 71,621	NIL	NIL	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 1 crore Contribution - INR 1 crore	Total Amount - INR 1 crore Contribution - INR 1 crore	Total Amount - INR 4 crore - Sale of Fixed Assets – INR 1.00 crore - Sale of Stores & Spares – INR 1.00 crore - Reimbursement – INR 1.00 crore - Recovery – INR 1.00 crore	Total Amount - INR 40 crore - Sale of Fixed Assets – INR 10.00 crore - Sale of Stores & Spares – INR 10.00 crore - Reimbursement – INR 10.00 crore - Recovery – INR 10.00 crore	Total Amount - INR 58 crore - Sale of Fixed Assets – INR 2.00 crore - Sale of Stores & Spares – INR 1.00 crore - Reimbursement – INR 1.00 crore - Recovery –INR 1.00 crore - Purchase of Stores & Spares – INR 1.00 crore - Purchase of Fixed Asset – INR 2.00 crore - Purchase of Goods and services- INR 50.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Sensitivity: Public (C4)

13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	3.23%	3.23%	12.90%	129.03%	187.10%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	2.34%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	0.79%
15	Financial performance of the company for the past three financial year	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	Not Applicable	Not Applicable	INR 171 crore	Nil	INR 7304 crore
	Profit After Tax	Not Applicable	Not Applicable	INR (43) crore	INR (1615) crore	INR (1168) crore
	Net Worth	Not Applicable	Not Applicable	INR (82) crore	INR (2101) Crores	INR 3160 crore
		As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025
	Turnover	Not Applicable	NIL	INR 157 crore	INR 211 crore	INR 7,928 crore
	Profit After Tax	Not Applicable	INR (0.07) crore	INR (30) crore	INR (28) crore	INR (266) crore
	Net Worth	Not Applicable	NIL	INR (41) crore	INR (351) crore	INR 4,331 Crore
		As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024
	Turnover	Not Applicable	NIL	INR 165 crore	INR 266 crore	INR 8,300 crore
	Profit After Tax	Not Applicable	INR 0.05 crore	INR (30) crore	INR 5 crore	INR (968) crore
	Net Worth	Not Applicable	NIL	INR (10) crore	INR (315) crore	INR 4,599 crore
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*					
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution to Gratuity Trust	Contribution to Employees Provident Fund trust	Recovery and Reimbursement of Salary, admin and Other Expenses, Sale of Fixed Assets at WDV Basis, Sale of stores on Cost basis	Recovery and Reimbursement of Salary, admin and Other Expenses, Sale of Fixed Assets at WDV Basis, Sale of stores on Cost basis	Recovery and Reimbursement of Salary, admin and Other Expenses, Sale of Fixed Assets at WDV Basis, Sale and Purchase of stores on Cost basis,Purchase of Goods on Arm's length Basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed					
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.

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20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18	Refer Point No. 10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The contributions are necessary to fund gratuity obligations and ensure compliance with employee benefit requirements. The arrangement supports employee welfare and fulfillment of long-term commitments towards employees.	The transactions are necessary for administration of statutory provident fund contributions and related employee welfare obligations. The arrangement ensures regulatory compliance and effective fund management.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Dibyendu Bose, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of WCL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Pankaj Kumar Sharma, Whole Time Director and CEO of VISL is also a Director on the Board of ESL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

Sensitivity: Public (C4)

25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	In case of any trade advance (up to 365 days or such other period as may be extended in accordance with normal trade practice) proposed to be paid to or received from the related party in connection with the transaction, specify the details of any advance paid or received under the contract or arrangement a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.	No payment/reciept of advance is given/taken or is envisaged for this transaction.
28	Material terms of the proposed transaction	Not Applicable	Not Applicable	1. Sale of fixed assets on WDV Basis 2.Sale of stores on cost Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis	1. Sale of fixed assets on WDV Basis 2.Sale of stores on cost Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis	1. Sale of fixed assets on WDV Basis 2. Sale of stores on cost Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis 5. Purchase of Iron ore,Hotmetal at Arm's length Price as per PO terms 6. Purchase and Sale of Stores on cost basis
29	Details of solvency status and going concern status of the related party during the last three financial years:	Not Applicable	Not Applicable	Going Concern	Going Concern	Going Concern
30	Transactions undertaken with the same counterparty for the past three yeaINR	FY 2025-26 Contribuation - INR 32,77,194 FY 2024-25 Contribuation - INR 2,05,619 FY 2023-24 NIL	FY 2025-26 Contribuation - INR 32,28,695 FY 2024-25 Contribuation - INR 20,64,095 FY 2023-24 Contribuation - INR 24,99,211	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
31	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
32	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Public (C4)

TABLE C: Details of related party contracts/arrangements/transactions entered/to be entered into by SMCL a material Subsidiary of the Company in relation to Item No. 12

Sr No	Particulars	Related Party (1)	Related Party (2)	Related Party (3)	Related Party (4)
1	Name of the related party	**Anil Aggarwal Foundation (AAF)**	**Desai Cement Company Private Limited (DCCPL)**	**Hindustan Zinc Limited (HZL)**	**Meenakshi Energy Limited (MEL)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	Anil Aggarwal Foundation operations primarily relates to promotion of education, protection of environment including wildlife and other similar objects on a non-profit making charitable basis.	DCCPL a private company incorporated on September 06, 1997, under the Companies Act, 1956 with Corporate Identification Number U26942GA1997PTC002183 and registered office situated at Survey no. 184, Maina, Navelim, North Goa, Bicholim, Goa, India, 403505. DCCPL is engaged in the business of manufacturing GGBS/PSC. DCCPL's operations are all situated in Goa. DCCPL has handed over the actual operations of its Cement Plant and has executed an agreement to that effect. Revenue generated through Rental and EBITDA sharing.	Integrated mining and metals company engaged in the production of zinc, lead and silver, supported by captive power generation facilities (thermal, wind and solar) and processing infrastructure. The entity also produces sulphuric acid and rock phosphate and operates fertilizer and alloys businesses, with mining and smelting operations located across Rajasthan and Uttarakhand.	MEL is engaged in the generation and supply of electricity through coal-based thermal power plants. It develops, owns and operates power generation facilities and supplies power to distribution utilities and other customers where the Company operates its power plant at Thamminapatnam, Sri Potti Sreeramulu, Tirupati District, Andhra Pradesh.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Section 8 Company for CSR Activities	Wholly-owned subsidiary of SMCL which is a step-down subsidiary of the Company	Fellow Subsidiary	Fellow subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	Wholly-owned subsidiary (100%) of SMCL which is a step-down subsidiary of the Company	None	None

Sensitivity: Internal (C3)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	Interest on Inter corporate deposit/loans - INR 57,89,791	NIL	Sale of Goods and Services -INR 22,99,00,000
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	Interest income - INR 13,64,822	NIL	Sale of Goods and Services - INR 2,78,07,856
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 1 crore Contribution for Corporate Social Responsibility Expenditure-INR 1 crore	Total Amount - INR 11.10 crore - Interest Income – INR 1.10 crore - Loan given for Renewal – INR 10.00 crore	Total Budget - INR 2 crore - Purchase of Fixed Assets – INR 0.50 crore - Sale of Fixed Assets – INR 0.50 crore - Reimbursement – INR 0.50 crore - Recovery – INR 0.50 crore	Total Amount - INR 10 crore Sale of Goods and Services - INR 10 crore

Sensitivity: Internal (C3)

11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Not Applicable	Not Applicable	NIL	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.08%	0.85%	0.15%	0.76%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.53%	370.00%	0.01%	0.65%
15	Financial performance of the company for the past three financial year	As on March, 2026	As on March, 2026	As on March 31, 2026	As on March, 2026
	Turnover	INR 187 crore	INR 3 crores	INR 39,009 crore	INR 1,543 crore
	Profit After Tax	INR 19 crore	INR (1) crore	INR 13,712 crore	INR (108) crore
	Net Worth	INR 79 crore	INR (6) crore	INR 22,475 crore	INR 5,419 crore
		As on March, 2025	As on March, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	INR 117 crore	INR 8 crore	INR 32,927 crore	INR 120 crore
	Profit After Tax	INR (10) crore	INR 3 crore	INR 10,279 crore	INR (152) crore
	Net Worth	INR 60 crore	INR (5) crore	INR 13,326 crore	INR 5,195 crore

Sensitivity: Internal (C3)

		As on March, 2024	As on March, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	INR 96 crore	INR 9 crore	INR 28,084 crore	-
	Profit After Tax	-	INR 2 crore	INR 7,787 crore	INR (53) crore
	Net Worth	-	INR (8) crore	INR 15,233 crore	INR (53) crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution for Corporate Social Responsibility Expenditure through the foundation for Nand ghar projects	Interest Income on Loan given for General Corporate Purchases and loan due for renewal	Recovery and Reimbursement of Salary and Admin Expenses on Cost Basis, Sale and Purchase of Fixed Assets on WDV/arm's length price	Sales of Goods and Services at Arm's length Price
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed contribution to the CSR Trust enables the Company to undertake its CSR activities through an established implementation platform having proven expertise, local presence, and experience in executing community development initiatives aligned with the Company's CSR objectives.	The proposed funding and cost-sharing arrangements support business requirements of the related entity while enabling efficient deployment of funds	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed sale of goods and services supports revenue generation and optimal utilization of the Company's production capacity and resources. The transactions are undertaken on arm's length terms and contribute to operational efficiencies and value creation for the Company and its public shareholders.

Sensitivity: Internal (C3)

22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is a common Direcotor. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Vadalur Subramanian Radhakrishnan, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of DCCPL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable	Not Applicable	Not Applicable
27	Material terms of the proposed transaction	Contribution towards CSR Activities	Not Applicable	1. Sale of Fixed Assets on WDV Basis 2. Purchase of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis
28	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
29	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern

Sensitivity: Internal (C3)

30	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 Interest on Inter corporate deposit/loans - INR 57,89,791 FY 2024-25 Interest income - INR 82,82,937 FY 2023-24 Interest income - INR 1,20,89,052	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 Sale of Goods and Services - INR 22,99,00,000 FY 2024-25 Sale of Goods and Services - INR 6,00,00,000 FY 2023-24 NIL
31	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
32	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

Sr No	Particulars	Related Party (5)	Related Party (6)	Related Party (7)	Related Party (8)
1	Name of the related party	**Sesa Community Development Foundation (SCDF)**	**Sesa Resources Limited (SRL)**	**STL Digital Limited (SDL)**	**Vedanta Base Metals Limited (VBML)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	It is a Section 8 Company under the Companies Act 2013	SRL, a public limited company incorporated on December 22, 1965, under the Companies Act, 1956 with Corporate Identification Number U13209GA1965PLC000030 and registered office situated at Sesa Ghor, 20 EDC Complex Patto, Panaji, Goa, India – 403 001. SRL is engaged in the trading activities related to iron ore and rental services of barges and jetties.	STL Digital Limited is an associate of VISL's Ultimate Parent Company.	It is a public limited company based in Mumbai, Maharashtra, India. Incorporated on October 09, 2023
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Enterprises over which key management personnel have control or significant influence	SRL is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	STL Digital Limited is an associate of VISL's Ultimate Parent Company. VISL, along with its subsidiaries, does not hold any shareholding in STL Digital Limited.	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	VISL is holding 100% of Equity shares in SRL.	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Nil	- Sale of Goods & Services - INR 9,00,000 - Interest on Inter corporate deposit/loans - INR 18,46,00,000 - Purchases & other services - INR 8,33,00,000	nil	Nil

Sensitivity: Internal (C3)

8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil	- Purchase of Goods - INR 1,49,92,632 - Interest Expense - INR 4,61,49,239	Purchase of Goods - INR 52,882	Recovery - INR 1,21,70,695
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 10 crore Contribution for Corporate Social Responsibility Expenditure - INR 10 crore	Total Amount: INR 321.13 crore - Sale of Goods & Services – INR 5.00 crore - Sale of Stores & Spares – INR 5.00 crore - Purchase of Goods & Services – INR 105.00 crore - Purchase of Stores & Spares – INR 5.00 crore - Interest Expense – INR 18.94 crore - Reimbursement – INR 5.00 crore - Recovery – INR 5.00 crore - Short term borrowings approvals for renewal – INR 172.19 crore	Total Amount: 12 crore - Purchase of Goods & Services – INR 5.00 crore - Reimbursement – INR 2.00 crore - Recovery – INR 5.00 crore	Total Amount - INR 25 crore - Reimbursement – INR 5.00 crore - Recovery – INR 20.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	NIL	NIL	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.76%	24.47%	0.91%	1.91%

Sensitivity: Internal (C3)

14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	137.93%	24.48%	5.10%	Not Applicale (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
15	Financial performance of the company for the past three financial year	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	INR 7.25 crore	INR 31 crore	INR 235 crore	-
	Profit After Tax	INR (0.04) crore	INR 13 crore	INR (71) crore	INR (0.015) crore
	Net Worth	INR 4.95 crore	INR 463 crore	INR (220) crore	INR (0.03) crore
		As on March, 2025	As on March 31, 2025	As on March, 2025	As on March, 2025
	Turnover	INR 7.02 crore	INR 10 crore	INR 235 crore	-
	Profit After Tax	NIL	INR (3) crore	INR (42) crore	INR (0.015) crore
	Net Worth	INR 5.17 crore	INR 451 crore	INR (149) crore	INR (0.01) crore
		As on March, 2024	As on March 31, 2024	As on March, 2024	As on March, 2024
	Turnover	NIL	INR 23 crore	INR 235 crore	-
	Profit After Tax	NIL	INR 26 crore	INR (81) crore	INR (0.009) crore
	Net Worth	NIL	INR 454 crore	INR (107) crore	INR 0.001 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				

Sensitivity: Internal (C3)

16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution towards CSR Expenditure	Sale of Goods and Services at Armslenth Price, Sale and Purchase of stores on cost basis, Sale and Purchase of Fixed Asset at Armslenth Price, Recovery and Reimbursement of expenses on cost basis, Interest Income on Loan given for General Corporate Purchases and Loan due for renewal	Purchase of IT Services and hardware at arm's length price	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed contribution to the CSR Trust enables the Company to undertake its CSR activities through an established implementation platform having proven expertise, local presence, and experience in executing community development initiatives aligned with the Company's CSR objectives.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.	The engagement provides access to specialized IT, digital and technology services without significant in-house investment. The arrangement supports digital transformation, operational efficiency and technology modernization initiatives.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.

Sensitivity: Internal (C3)

22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SRL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	As this transaction pertains to CSR activities, it does not involve any commercial consideration or pricing that would require a valuation report	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	Not Applicable
27	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Not Applicable	Loan Facilities are expected to be provided by SRL primarily from internal accruals generated through business operations.	Not Applicable	Not Applicable

Sensitivity: Internal (C3)

28	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	Not Applicable	Not Applicable
29	Material terms of the proposed transaction	Contribution towards CSR Activities	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Interest Income on Loan Given at benchmark rate	1. Purchase of IT Services and Hardware as per PO terms 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis	Recovery-As and when incurred on actual basis Reimbursement-As and when incurred on actual basis
30	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Crisil A1+ (short term)	Not Applicable	Not Applicable
31	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
32	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable	Not Applicable
33	Maturity / due date	Not Applicable		Not Applicable	Not Applicable
34	Repayment schedule & terms	Not Applicable		Not Applicable	Not Applicable

Sensitivity: Internal (C3)

35	Whether secured or unsecured?	Not Applicable	Loan Facilities are unsecured, considering that these are intergroup transactions.	Not Applicable	Not Applicable
36	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable	Not Applicable
37	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable	Not Applicable
38	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern
39	Transactions undertaken with the same counterparty for the past three years.	FY 2025-25 NIL FY 2024-25 Donations - INR 95,00,000 FY 2023-24 Donations - INR 53,00,000	FY 2025-26 : - Revenue from operations - INR 9,00,000 - Interest on Inter corporate deposit/ loans - INR 18,46,00,000 - Purchases & other services - INR 8,33,00,000 2024-25 - Recovery of Expenses - INR 33,00,000 - Interest on Inter corporate deposit/loans - INR 17,91,00,000 - Purchases & other services - INR 89,00,000 2023-24 - Recovery of Expenses - INR 3,23,00,000 - Interest on Inter corporate deposit/ loans - INR 17,60,00,000	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
40	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
41	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

Sr No	Particulars	Related Party (9)	Related Party (10)	Related Party (11)	Related Party (12)
1	Name of the related party	**Vedanta Limited (VEDL)**	**Vizag General Cargo Berth Private Limited (VGCB)**	**Western Cluster Limited ("WCL")**	**ESL Steel Limited ("ESL")**
2	Country of incorporation of the related party	India	India	Liberia	India
3	Nature of business of the related party	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	The company is engaged in the development, operation and maintenance of a general cargo berth at Visakhapatnam Port, India. It provides port handling and cargo logistics services, primarily supporting the movement of bulk materials related to group operations.	WCL 100% wholly owned subsidiary of Bloom Foutain Limited, the company formed under the laws of Mauritius. WCL was incorporated in Liberia on October 18, 2010, to explore investment opportunities in the iron ore sector in the western Region of Liberia and having registered office at Amir Building, 18th Street, Sinkor, Tubman Boulevard, Monrovia, Liberia, West Africa. WCL has iron ore assets in Liberia. Bloom Fountains Limited (“Bloom”), Mauritius holds 100% stake in WCL. In 2011, WCL was granted exclusive mineral exploration and mining rights to iron ore deposits in the Western Region of Liberia, specifically Bomi Hills, Bea Mountain, and Mano River. In 2022, WCL has signed a Memorandum of Understanding with the Government of Liberia to resume its mining operations in Liberia.	ESL is a public limited company incorporated on December 20, 2006, under the Companies Act, 1956 with Corporate Identification Number U27310JH2006PLC012663 and registered office situated at ESL Steel Limited, Village - Siyaljori, Post, Jogidih, O.P. Bangaria, PS - Chandankyari, Bokaro Steel City, Jharkhand, India – 828 303. It is engaged in the manufacture and supply or bullets, TMT Bars. Wire Rods and Ductile Iron (DI) Pipes and also deals in Iron Ore, Pig Iron and Iron and Steel Scrap products generated while or for the purpose of manufacturing these products. It also produces Metallurgical Coke, Sinter and Power for captive consumption. ESL caters to the needs of construction, automobile, industrial machinery and equipments and water Infrastructure development.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow subsidiary	Fellow subsidiary	WCL is a 100% wholly owned subsidiary of Bloom Fountain Limited ("BFL"), which is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	VISL holds 95.49% of the equity share capital of ESL, and accordingly, ESL operates as a subsidiary of Vedanta Iron and Steel Limited ("VISL")
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	VISL, through it's subsidiary, i.e, BFL is holding 100% of ordinary shares in WCL	Vedanta Iron and Steel Limited holds 95.49% of the equity share capital of ESL, and accordingly, ESL operates as a subsidiary of Vedanta Iron and Steel Limited ("VISL")

Sensitivity: Internal (C3)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	- Sale of Goods and Services - INR 298,83,00,000 - Recovery of Expenses - INR 3,49,00,000 - Expenses reimbursed INR 45,03,00,000 - Interest on Inter corporate deposit/ loans - INR 5,51,00,000/- - Short term borrowings taken from - INR 382,80,00,000/- - Short term borrowings repaid to - INR 423,26,00,000 - Purchases & other services - INR 555,88,00,000	- Expenses reimbursed - INR 7,64,00,000 - Interest on Inter corporate deposit/ loans - INR 29,75,00,000 - Loan given - INR 29,00,00,000 - Purchases & other services - INR 1,49,00,000	Recovery of Expenses - INR 2,00,000	NIL
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	- Reimbursement – INR 2,33,99,565 - Recovery – INR 32,06,381 - Interest Expense – INR 6,17,768 - Sale of Goods & Services – INR 8,79,51,690 - Purchase of Goods & Services – INR 89,73,46,296 - Purchase of Stores & Spares – INR 1,30,19,308	- Reimbursement - INR 38,69,314 - Interest income - INR 2,61,72,761	NIL	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None

Sensitivity: Internal (C3)

10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 177 crore - Reimbursement – INR 5.00 crore - Recovery – INR 1.00 crore - Interest Expense – INR 1 crore - Sale of Goods & Services – INR 30.00 crore - Purchase of Goods & Services – INR 100.00 crore - Sale of Stores & Spares – INR 20.00 crore - Purchase of Stores & Spares – INR 20.00 crore	Total Amount - INR 7 crore - Interest Income – INR 5.00 crore - Reimbursement – INR 1 crore - Recovery – INR crore	Total Amount - INR 31 crore - Sale of Fixed Assets – INR 10.00 crore - Sale of Stores & Spares – INR 10.00 crore - Reimbursement – INR 10.00 crore - Recovery – INR 1.00 crore	Total Amount: 594 crore - Purchase of Goods & Services – INR 550.00 crore - Purchase of Stores & Spares – INR 2.00 crore - Purchase of Fixed Assets – INR 4.00 crore - Sale of Goods & Services – INR 20.00 crore - Sale of Stores & Spares – INR 1.00 crore - Sale of Fixed Assets – INR 4.00 crore - Recovery – INR 5.00 crore - Reimbursement – INR 8.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Not Applicable	Not Applicable	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	13.49%	0.54%	2.36%	45.27%

Sensitivity: Internal (C3)

14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.21%	4.09%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	8.13%
15	Financial performance of the company for the past three financial year	As on March 31, 2026	As on March, 2026	As on March 31, 2026	As on March, 2026
	Turnover	INR 85982 crore	INR 171 crore	NIL	INR 7,304 crore
	Profit After Tax	INR 17726 crore	INR (43) crore	INR (1603) crore	INR (1,168) crore
	Net Worth	INR 78,049 crore	INR (82) crore	INR (2101) crore	INR 3,160 crore
		As on March 31, 2025	As on March, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	INR 72805 crore	INR 157 crore	INR 211 crore	INR 7,928 crore
	Profit After Tax	INR 17928 crore	INR (30) crore	INR (28) crore	INR (266) crore
	Net Worth	INR 75, 399 crore	INR (41) crore	INR (351) crore	INR 4,331 crore
		As on March 31, 2024	As on March, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	INR 69,663 crore	INR 165 crore	INR 266 crore	INR 8,300 crore
	Profit After Tax	INR 6,623 crore	INR (30) crore	INR 5 crore	INR (968) crore
	Net Worth	INR 65,536 crore	INR (10) crore	INR (315) crore	INR 4,599 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale and Purchase of Goods,Services and Scrap at arm's length price, Sale and Purchase of stores on cost basis, Sale and Purchase of Fixed Asset at Arm's length Price, Recovery and Reimbursement of expenses on cost basis, Interest expense on Loan taken	Recovery and Reimbursement of Salary, admin and Other Expenses, Interest income on Loan given by SMCL	Sale of stores on cost basis, Sale of Fixed Asset at Armslenth Price, Recovery and Reimbursement of expenses on cost basis	Sale and Purchase of Goods and Services at arm's length Price, Sale of Stores and Spares on Cost basis, Sale and Purchase of fixed assets on WDV Basis/Arm's length Price, Recovery and reimbursement of Salary, Admin and Other Expenses
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

Sensitivity: Internal (C3)

19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services and funding arrangements.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VEDL None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Dibyendu Bose, Independent Director on the Board of VISL is also an Independent Director on the Board of WCL. None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Pankaj Kumar Sharma, Whole Time Director and CEO of VISL is also a Non Executive Director of ESL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.

Sensitivity: Internal (C3)

24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	In case of any trade advance (up to 365 days or such other period as may be extended in accordance with normal trade practice) proposed to be paid to or received from the related party in connection with the transaction, specify the details of any advance paid or received under the contract or arrangement a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable	Not Applicable	Not Applicable	Trade Advance for Purchase of Ore/Pig Iron a. INR 500 crore b. 365 Days c. Yes

Sensitivity: Internal (C3)

28	Material terms of the proposed transaction	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase of stores and spares at arms length 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis 9. Interest Income on Loan Given at benchmark rate	1.Recovery-As and when incurred on actual basis 2.Reimbursement-As and when incurred on actual basis 3. Interest income at Benchmark rate on Loan given	1. Sale of fixed assets on WDV Basis 2.Sale of stores on cost Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis	1. Sale of fixed assets on WDV Basis 2.Sale of stores on cost Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement-As and when incurred on actual basis 5. Purchase of Ironore,Hotmetal at Armslength Price as per PO terms 6. Purchase and Sale of Stores on cost basis 7. Sale of Ironore and Other Goods and Services as per PO terms
29	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
30	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern

Sensitivity: Internal (C3)

31	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 - Sale of Goods and Services - INR 298,83,00,000 - Recovery of Expenses - INR 3,49,00,000 - Expenses reimbursed - INR 45,03,00,000 - Interest on Inter corporate deposit/loans - INR 5,51,00,000 - Short term borrowings taken from - INR 382,80,00,000 - Short term borrowings repaid to - INR 423,26,00,000 - Purchases & other services - INR 555,88,00,000 FY 2024-25 - Sale of Goods and Services - INR 74,96,00,000 - Purchase of Fixed Assets - INR 159,85,00,000 - Recovery of Expenses - INR 25,90,00,000 - Expenses reimbursed : INR 21,39,00,000 - Interest on Inter corporate deposit/ loans - INR 7,14,00,000 - Short term borrowings taken from - INR 153,35,00,000 - Short term borrowings repaid to - INR 195,19,00,000 - Purchases & other services - INR 180,46,00,000 FY 2023-24 - Sale of Goods and Servoces - INR 81,88,00,000 - Sale of Fixed Assets - INR 7,00,000 - Recovery of Expenses - INR 10,45,00,000 - Expenses reimbursed - INR 1,21,00,000 - Interest on Inter corporate deposit/ loans - INR 6,46,00,000 - Short term borrowings taken from - INR 109,76,00,000 - Short term borrowings repaid to - INR 31,17,00,000	FY 2025-26 : Expenses reimbursed : INR 7,64,00,000/- Interest on Inter corporate deposit/ loans INR 29,75,00,000/- Loan given : INR 29,00,00,000/- Purchases & other services : INR 1,49,00,000/- 2024-25 : Expenses reimbursed : INR 6,63,00,000/- Interest on Inter corporate deposit/ loans INR 24,78,00,000/- Loan given : INR 99,15,00,000/- Loan Repaid by : INR 3,00,00,000/- Purchases & other services : INR 4,20,00,000/- FY 2023-24 : Expenses reimbursed : INR 8,52,00,000/- Interest on Inter corporate deposit/ loans INR 13,11,00,000/- Loan given : INR 195,27,00,000/- Purchases & other services : INR 7,56,00,000/-	FY 2025-26 : Recovery of Expenses : INR 2,00,000/-	FY 2023-24 : Sale of Goods and Services: INR 16,00,000/-
32	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18

Sensitivity: Internal (C3)

33	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

Sr No	Particulars	Related Party (13)	Related Party (14)
1	Name of the related party	**Sesa Mining Corporation Limited Employees Gratuity Fund (SMCLEGF)**	**Sesa Resources Limited and Sesa Mining Corporation Ltd Employees Superannuation Fund (SRLSMCLESF)**
2	Country of incorporation of the related party	India	India
3	Nature of business of the related party	These are Employee welfare trusts established by SMCL for the management of gratuity benefits for employees and executives.	It is an employee welfare trust to provide retirement benefits to the executives of the SMCL and SRL
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Employees Gratuity Fund Trust	Post retirement benefit plans
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	Contribution - INR 29,00,000
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	Contribution - INR 8,91,618
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None

10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Contribution - INR 3 crore	Contribution - INR 3.5 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.23%	0.27%

Sensitivity: Internal (C3)

14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
15	Financial performance of the company for the past three financial year	**As on March, 2026**	**As on March, 2026**
	Turnover	Not Applicable	Not Applicable
	Profit After Tax	Not Applicable	Not Applicable
	Net Worth	Not Applicable	Not Applicable
		As on March, 2025	**As on March, 2025**
	Turnover	Not Applicable	Not Applicable
	Profit After Tax	Not Applicable	Not Applicable
	Net Worth	Not Applicable	Not Applicable

. Sensitivity: Internal (C3)

		As on March, 2024	**As on March, 2024**
	Turnover	Not Applicable	Not Applicable
	Profit After Tax	Not Applicable	Not Applicable
	Net Worth	Not Applicable	Not Applicable
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis		
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Contribution to Gratuity Trust for employees and executives benefit	Contribution to Executives Super Annuation Fund to provide retirement benefits
17	Details of the proposed transaction and particulars of contract to be specifically disclosed		
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.

Sensitivity: Internal (C3)

20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The contributions are necessary to fund gratuity obligations and ensure compliance with employee benefit requirements. The arrangement supports employee welfare and fulfillment of long-term commitments towards employees.	The contributions support retirement benefit obligations for eligible executives under approved employee welfare schemes. The arrangement promotes employee retention and fulfillment of long-term employee benefit commitments.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/KMPs are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.

24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable
27	Material terms of the proposed transaction	Not Applicable	Not Applicable
28	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable

. Sensitivity: Internal (C3)

29	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern
30	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 Contribution - INR 6,00,000 2023-24 Contribution - INR 3,00,000	FY 2025-26 Contribution - INR 29,00,000 FY 2024-25 : Contribution - INR 8,00,000 FY 2023-24 Contribution - INR 3,00,000
31	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18
32	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

TABLE D: Details of related party contracts/arrangements/transactions entered/to be entered into by BFL a material Subsidiary of the Company in relation to Item No. 13

Sr No	Particulars	Related Party (1)	Related Party (2)	Related Party (3)	Related Party (4)	Related Party (5)
1	Name of the related party	**Vedanta Resources Limited (VRL)**	**Vedanta Limited (VEDL)**	**Western Cluster Limited (WCL)**	**Fujairah Gold FZC (FG)**	**Cairn India Holdings Limited (CIHL)**
2	Country of incorporation of the related party	United Kingdom	India	Liberia	United Arab Emirates	Jersey
3	Nature of business of the related party	Vedanta Resources Limited (VRL) is a company limited by shares and incorporated & domiciled in the United Kingdom. Vedanta and its consolidated subsidiaries (collectively, the “Group”) is a diversified natural resource group engaged in exploring, extracting and processing minerals and oil and gas. The Group engages in the exploration, production and sale of zinc, lead, silver, copper, aluminium, iron ore and oil and gas and has a presence across India, South Africa, Zambia, Namibia, Ireland, Australia, Liberia and UAE. The Group is also in the business of commercial power generation, steel manufacturing and port operations in India and manufacturing of glass substrate in South Korea and Taiwan.	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	Western Cluster Limited, 100% wholly owned subsidiary of Bloom Foutain Limited, the company formed under the laws of Mauritius. The Company was incorporated in Liberia on October 18, 2010, to explore investment opportunities in the iron ore sector in the western Region of Liberia and having registered office at Amir Building, 18th Street, Sinkor, Tubman Boulevard, Monrovia, Liberia, West Africa. Western Cluster Limited (“WCL”) has iron ore assets in Liberia. Bloom Fountains Limited (“Bloom”), Mauritius holds 100% stake in WCL. In 2011, WCL was granted exclusive mineral exploration and mining rights to iron ore deposits in the Western Region of Liberia, specifically Bomi Hills, Bea Mountain, and Mano River. In 2022, WCL has signed a Memorandum of Understanding with the Government of Liberia to resume its mining operations in Liberia.	The principal activity of the business is the operation of a Precious Metal Refinery and Continuous Cast Copper Rod Plant. Fujairah Gold FZC is part of the Vedanta Resources Limited ("VRL") Group and is strategically located in Fujairah Free Zone II, UAE.	CIHL is a private company incorporated under the Companies (Jersey) Law 1991. The Company's principal activity is that of an investment company
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Holding company	Fellow subsidiary	Fellow Subsidiary	Fellow Subsidiary	Fellow subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	VISL, through it's subsidiary, i.e, BFL is holding 100% of ordinary shares in WCL	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	Vedanta Resource Limited (VRL) is a holding entity of Vedanta Iron and Steel Limited (VISL), where VRL holds 56.38% of VISL through Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited, Vedanta Holdings Mauritius II Limited, Welter Trading Limited and Vedanta Netherlands Investmens BV, Netherlands.	None	None	None	None

Sensitivity: Internal (C3)

7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	2025-26 - Interest on Optionally Convertible Redeemable Preference Shares - INR 83,72,766	2025-26 - Interest Income - INR 13,68,25,454 - Loan given during the year – INR 89,24,11,760	2025-26 - Interest expenses - INR 10,33,78,39,200	2025-26 - Loan Repaid - INR 1,82,92,33,198 - Advance transferred to TSHL - INR 12,37,00,64,000 - Interest Income - INR 9,11,63,483
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	Interest Income- INR 47432744.1 Additional Loan given-INR 20807776	NIL	Guarantee Commission Expense.-INR 7981106.23
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Budget - INR 4 crore - Recovery - INR 2 crore - Reimbursement- INR 2 crore	Total Amount - INR 8 crore - Guarantee Commission Expense – INR 6.00 crore - Recovery – INR 1.00 crore - Reimbursement – INR 1.00 crore	Total Amount - INR 2,365 crore - Interest Income – INR 100.00 crore - Recovery – INR 5.00 crore - Reimbursement – INR 5.00 crore - New Loan Approval – INR 855.00 crore - Loan Renewal Approval – INR 1,400.00 crore	Total Amount - INR 100 crore - Interest Expense – INR 100.00 crore	Total Amount - INR 44.7 crore - Interest Income – INR 9.70 crore - Guarantee Commission Expense – INR 5.00 crore - Loan Renewal Approval – INR 30.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Yes	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	*0.00% of Annual turnover(less than 0.01%)	0.01%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	1.18%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

Sensitivity: Internal (C3)

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March, 2026	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026
	Turnover	USD 21,012 Million	INR 85982 Crore	Nil	INR 8,457 Crore	Nil
	Profit After Tax	USD 2,025 Million	INR 17726 Crore	INR (1615) Crores	INR (11) Crore	INR 2247 Crore
	Net Worth	USD 3,282 Million	INR 78,049 Crore	INR (2101) Crores	INR (995) Crore	INR 8115 Crores
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	FY 2024-2025	As on March 31, 2025
	Turnover	USD 18,220 Million	INR 72805 Crore	INR 211 Crores	INR 6,430 Crore	NIL
	Profit After Tax	USD 2398 Million	INR 17928 Crore	INR (28) Crores	INR (90) Crore	INR 2,247 Crores
	Net Worth	USD 2302 Million	INR 75, 399 Crore	INR (351) Crores	INR (912) Crore	INR 8,115 Crores
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	FY 2023-2024	As on March 31, 2024
	Turnover	USD 17,128 Million	INR 69,663 Crore	INR 266 Crores	INR 4,903 Crore	NIL
	Profit After Tax	USD 99 Million	INR 6,623 Crore	INR 5 Crores	INR (75) Crore	INR 1,720 Crores
	Net Worth	USD 848 Million	INR 65,536 Crore	INR (315) Crores	INR (797) Crore	INR 7,817 Crores
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*	Consolidated Turnover of VRL				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis	Recovery and Reimbursement of expenses on cost basis, Gurantee commission Expense on Corporate Gurantee	Recovery and Reimbursement of expenses on cost basis, Interest Income on Loan given at Benchmark Rate and loan due for renewal and New Loan proposed towards Capital Expenditure and for Working Capital Requirement	Interest Expenses on Intercompany Loan at Benchmark Rate	Gurantee commission expense for Corporate Gurantee taken and Interest Income on Intercompany loan
17	Details of the proposed transaction and particulars of contract to be specifically disclosed					
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18

Sensitivity: Internal (C3)

21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.The proposed payment of guarantee commission is in consideration of credit enhancement and financial support received from the related party in connection with the Company's borrowing arrangements.	The proposed transactions are recurring in nature and form part of company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute. These transactions are expected to contribute to profitable business growth, and are therefore in the best interest of VISL shareholders.	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support	The proposed payment of guarantee commission is in consideration of credit enhancement and financial support received from the related party in connection with the Company's borrowing arrangements.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Dibyendu Bose, an Independent Director of VISL is also an Independent Director of WCL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

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25	Source of funds in connection with the proposed transaction. *Explanation: This shall not be applicable to listed banks/ NBFCs.*	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Loan Facilities are expected to be provided by the company primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.
26	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable	Not Applicable	Not Applicable	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.
27	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.
28	Material terms of the proposed transaction	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Guarantee Commisssion Expense at benchmark rate	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Interest Income on Loan Given at benchmark rate	1. Interest Expense on Loan Given at benchmark rate	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Interest Income on Loan Given at benchmark rate 4.Guarantee Commisssion Expense at benchmark rate
29	Material covenants of the proposed transaction	Not Applicable	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute
30	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable	Not Applicable	The proposed transaction is Loan to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.
31	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	Not Applicable	The proposed transaction is Loan to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	Not Applicable	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.
32	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern	Going concern

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33	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 - Interest on Optionally Convertible Redeemable Preference Shares - INR 83,72,766 FY 2024-25 - Interest on Optionally Convertible Redeemable Preference Shares - INR 80,12,213 FY 2023-24 - Interest on Optionally Convertible - Redeemable Preference Shares - INR 79,28,569	FY 2025-26 - Interest Income - INR 13,68,25,454 - Loan given during the year – INR 89,24,11,760 FY 2024-25 - Interest Income - INR 1,02,04,834 - Loan given during the year – INR 1,81,22,61,986	FY 2025-26 - Interest expenses - INR 10,33,78,39,200 FY 2024-25 - Interest expenses - INR 9,89,26,65,900 FY 2023-24 - Interest expenses - INR 2,63,56,05,000	FY 2025-26 - Loan Repaid - INR 1,82,92,33,198 - Advance transferred to TSHL - INR 12,37,00,64,000 - Interest Income - INR 9,11,63,483 FY 2024-25 - Interest expenses - INR 48,46,560 - Loan Given - INR 1,75,04,61,826 - Advance given - INR 11,83,73,78,000 - Interest Income - INR 33,91,52,040 FY 2023-23 - Interest expenses - INR 43,34,106
34	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
35	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (6)	Related Party (7)	Related Party (8)	Related Party (9)
1	Name of the related party	**THL Zinc Ltd (TZL)**	**THL Zinc Ventures Ltd (TZVL)**	**TwinStar Holdings Limited (TSHL)**	**Vedanta Incorporated (VEDI)**
2	Country of incorporation of the related party	Mauritius	Mauritius	Mauritius	Bahamas
3	Nature of business of the related party	The principal activity of the business is holding investments in mining and metals companies.	The principal activity of the business is holding investments in Namibian companies engaged in zinc mining and smelting activities.	The principal activity of the business is holding investments and acting as a promoter holding company within the Vedanta Group.The Company is incorporated in Mauritius and operates primarily as an investment holding and financing vehicle within the Vedanta Group.	Vedanta Incorporated is a non-operating overseas investment holding company engaged in holding and managing international investments of the Vedanta Group.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Holding company	Ultimate Holding Company of VISL. Vedanta Incorporated holds 65.7 % directly in Vedanta Resources Limited (VRL) and 34.3% is held by Volcan Investments Cyprus Limited, a wholly owned subsidiary of Vedanta Incorporated.
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	Ultimate Holding Company of VISL. Vedanta Incorporated holds 65.7 % directly in Vedanta Resources Limited (VRL) and 34.3% is held by Volcan Investments Cyprus Limited, a wholly owned subsidiary of Vedanta Incorporated.
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	2025-26 - Interest expenses - INR 2,71,22,248	NIL	2025-26 - Loan transferred from CIHL - INR 12,37,00,64,000 -Interest Income - INR 41,74,89,660	NIL

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8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	YTD Jun 2026 Interest Expenses- INR 12,34,63,695.54	YTD Jun 2026 Interest Income- INR 16,17,41,774.85	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 34.59 crore - Interest Expense – INR 2.76 crore - Borrowing Renewal Approval – INR 31.83 crore	Interest Expense – INR 60.00 crore	Total Amount - INR 54 crore - Interest Income – INR 50 crore - Recovery - INR 2 crore - Reimbursement- INR 2 crore	Total Amount - INR 4 crore - Recovery - INR 2 crore - Reimbursement- INR 2 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)

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14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)	0.78%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the related party for the immidiately preceeding FY is zero.)
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026
	Turnover	NIL	Nil	USD 786 Million	Not applicable
	Profit After Tax	INR (34) crore	INR (368) crore	USD 412 Million	Not applicable
	Net Worth	INR 3339 crore	INR 4724 crore	USD 1877 Million	Not applicable
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	NIL	-	USD 1017 Million	USD 17 Million
	Profit After Tax	INR (544) crore	INR (1,181) crore	USD 648 Million	USD 16 Million
	Net Worth	INR (4,357) crore	INR 7,332 crore	USD 2026 Million	USD 3183 Million
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	NIL	-	USD 1404 Million	USD 5 Million
	Profit After Tax	INR (318) crore	INR (917) crore	USD 991 Million	USD 1 Million
	Net Worth	INR (3,713) crore	INR (849) crore	USD 2138 Million	USD 3275 Million
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*				Data is not available as same is not yet published
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Interest expenses on Loan provided by THL Zinc Limited at Benchmark Interest Rate and Borrowings due for Renewal	Interest Expenses on Intercompany Loan at Benchmark Rate	Interest Income on intercompany loan given at Benchmark Rate,Recovery and reimbursement of Salary and Admin Expenses on Cost Basis	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

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19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support	Proposed transactions is charged at arm's length rates benchmarked to market conditions, ensuring an appropriate commercial return to the Company.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

Sensitivity: Internal (C3)

25	Source of funds in connection with the proposed transaction. *Explanation: This shall not be applicable to listed banks/ NBFCs.*	Loan Facilities are expected to be provided by the company primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Not Applicable	Not Applicable	Not Applicable
26	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	Not Applicable	Not Applicable
27	Material terms of the proposed transaction	1. Interest Expense on Loan Given at benchmark rate	1. Interest Expense on Loan Given at benchmark rate	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Interest Income on Loan Given at benchmark rate	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis
28	Latest credit rating of the related party Note: *a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any* *b. This shall be applicable in case of investment in debt securities.*	Not Applicable	Not Applicable	Not Applicable	Not Applicable
29	Material covenants of the proposed transaction	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable	Not Applicable
30	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable	Not Applicable	Not Applicable
31	The purpose for which the funds will be utilized by the listed entity / subsidiary	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable	Not Applicable	Not Applicable
32	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern	Going concern	Going concern

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33	Transactions undertaken with the same counterparty for the past three years.	FY 2025-26 - Interest expenses - INR 2,71,22,248 FY 2024-25 - Interest expenses - INR 2,59,54,296 FY 2023-24 - Interest expenses - INR 2,56,83,343	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 - Loan transferred from CIHL - INR 12,37,00,64,000 -Interest Income - INR 41,74,89,660 FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
34	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
35	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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TABLE E: Details of related party contracts/arrangements/transactions entered/to be entered into by ESL a material Subsidiary of the Company in relation to Item No. 14					
Sr No	**Particulars**	**Related Party (1)**	**Related Party (2)**	**Related Party (3)**	**Related Party (4)**
1	Name of the related party	**Bharat Aluminium Company Limited (BALCO)**	**Ferro Alloys Corporation Limited (FACOR)**	**Hindustan Zinc Limited (HZL)**	**Meenakshi Energy Limited (MEL)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	BALCO is an integrated aluminium producer engaged in the manufacturing and sale of aluminium and captive power generation. It operates large-scale smelting facilities with a total capacity of 5.70 lakh MTPA and captive and independent power plants of about 2,010 MW at Korba, Chhattisgarh, supported by captive bauxite mines at Mainpat and Bodai Daldali. BALCO is a subsidiary of Vedanta Aluminium and is recognised as one of India's leading aluminium producers.	FACOR is one of the oldest and reputed producers of High Carbon Ferro Chrome or Charge Chrome in India, known for its consistent supply, best-in-class quality, and service in the domestic as well as Global Market for four decades. The company's Charge Chrome Plant (CCP) was established in 1983 and is one of India's significant producers and exporters of Ferro Alloys, an essential ingredient for the production of Steel and Stainless Steel.FACOR has the capacity to produce 145 KTPA of Charge Chrome / Ferro Chrome along with a 100 MW Power Plant in Bhadrak, Odisha. It has also established a mining complex in Jajpur and Dhenkanal districts in Odisha for the mining of Chrome Ore, having an annual capacity of 320 KTPA.	Integrated mining and metals company engaged in the production of zinc, lead and silver, supported by captive power generation facilities (thermal, wind and solar) and processing infrastructure. The entity also produces sulphuric acid and rock phosphate and operates fertilizer and alloys businesses, with mining and smelting operations located across Rajasthan and Uttarakhand.	Meenakshi Energy Limited is engaged in the generation and supply of electricity through coal-based thermal power plants. The company develops, owns and operates power generation facilities and supplies power to distribution utilities and other customers where the Company operates its power plant at Thamminapatnam, Sri Potti Sreeramulu, Tirupati District, Andhra Pradesh.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	- Reimbursement – INR 81,588 - Recovery – INR 6,51,743	- Purchase of Goods & Services – INR 8,58,55,871.12 - Reimbursement – INR 41,008	Reimbursement –INR 38,53,081	NIL
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	Purchase of Goods and Services - INR 3,70,26,055 Reimbursement - INR 33,000	Reimbursement - INR 53,1738	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 8 crore - Recovery of Expenses – INR 2.00 crore - Reimbursement of Expenses – INR 2.00 crore - Purchase of Fixed Assets – INR 2.00 crore - Sale of Fixed Assets – INR 2.00 crore	Total Amount - INR 48.6 crore - Sale of Goods & Services – INR 22.00 crore - Purchase of Goods & Services – INR 22.00 crore - Reimbursement – INR 2.20 crore - Recovery – INR 2.20 crore - Sale of Fixed Assets – INR 0.10 crore - Purchase of Fixed Assets – INR 0.10 crore	Total Amount - INR 8 crore Purchase of Fixed Assets – INR 2.00 crore - Sale of Fixed Assets – INR 2.00 crore - Reimbursement – INR 2.00 crore - Recovery – INR 2.00 crore	Total Amount - INR 1 crore - Reimbursement – INR 0.50 crore - Recovery – INR 0.50 crore

11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable	NIL	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.11%	0.57%	0.02%	0.10%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. *Note: Turnover considered is based on related party standalone turnover*	0.05%	4.44%	0.02%	0.06%

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	**As on March, 2026**	**As on March, 2026**	**As on March 31, 2026**	**As on March, 2026**
	Turnover	INR 17,379 crore	INR 1,094 crore	INR 39,009 crore	INR 1,543 crore
	Profit After Tax	INR 4,825 crore	INR 89 crore	INR 13,712 crore	INR (108) crore
	Net Worth	INR 16,382 crore	INR 1,143 crore	INR 22,475 crore	INR 5,419 crore
		As on March, 2025	**As on March, 2025**	**As on March 31, 2025**	**As on March 31, 2025**
	Turnover	INR 15,808 crore	INR 930 crore	INR 32,927 crore	INR 120 crore
	Profit After Tax	INR 2,969 crore	INR (6) crore	INR 10,279 crore	INR (152) crore
	Net Worth	INR 12,157 crore	INR 1,060 crore	INR 13,326 crore	INR 5,195 crore
		As on March, 2024	**As on March, 2024**	**As on March 31, 2024**	**As on March 31, 2024**
	Turnover	INR 13,141 crore	INR 816 crore	INR 28,084 crore	-
	Profit After Tax	INR 1,385 crore	INR 21 crore	INR 7,787 crore	INR (53) crore
	Net Worth	INR 9,121 crore	INR 1,080 crore	INR 15,233 crore	INR (53) crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and Reimbursement of Salary, Admin and Other Expenses on cost basis, Sale and Purchase of Fixed Assets on Written Down Value/Arm' s length Price	Sale and purchase of goods and services at arm' s length price, recovery and reimbursement of salary, admin and other expenses, and sale and purchase of fixed assets at arm's length price.	Recovery and reimbursement of salary and admin expenses on cost basis, sale and purchase of fixed assets on Written Down Value/arm's length price	Recovery and Reimbursement of salary and admin expenses on cost basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm’s length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.

20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions provide access to strategic products, services and operational capabilities within the Group. The arrangement enhances operational efficiency, creates procurement advantages and supports integrated business operations.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Pankaj Kumar Sharma, Whole Time Director & CEO of VISL is also a Director on the Board of FACOR. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

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25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.
27	Material terms of the proposed transaction	1. Purchase of Fixed assets on WDV Basis 2. Sale of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement- As and when incurred on actual basis	1. Purchase of Fixed assets on WDV Basis 2. Sale of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement- As and when incurred on actual basis 5. Sale of Hotmetal, Power and Other goods and Services at Armslength Price as per PO terms 6.Purchase of Ferro Alloys based on Steelmint Index	1. Purchase of Fixed assets on WDV Basis 2. Sale of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement- As and when incurred on actual basis	1. Recovery - As and when incurred on actual basis 2. Reimbursement - As and when incurred on actual basis
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern
29	Transactions undertaken with the same counterparty for the past three years	Reimbursement – FY 2025-26 - INR 81,588 FY 2024-25 - INR 1,12,600.8 FY 2023-24 - INR 13,66,878 Recovery – FY 2025-26 - INR 6,51,743 FY 2024-25 - INR 1,29,773 FY 2023-24 - INR 30,01,397.8	Purchase of Goods & Services FY 2025-26 – INR 8,58,55,871.12 FY 2024-25 - INR 8,80,74,016.97 FY 2023-24 - INR 6,69,65,001 Reimbursement FY 2025-26 – INR 41,008 FY 2024-25 - INR 4,01,000 FY 2023-24 - INR 8,82,409	Reimbursement – FY 2025-26 - INR 38,53,081 FY 2024-25 - INR 15,17,927 FY 2023-24 - INR 23,05,697 Recovery FY 2024-25 - INR 16,84,000 FY 2023-24 - INR 25,35,804	NIL

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			Recovery FY 2024-25 –INR 1,29,773 FY 2023-24 - INR 3,09,096 Sale of Fixed Asset FY 2024-25 – INR 3,540		
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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Sr No	Particulars	Related Party (5)	Related Party (6)	Related Party (7)	Related Party (8)
1	Name of the related party	**Sesa Mining Corporation Limited (SMCL)**	**Sesa Resources Limited (SRL)**	**STL Digital Limited (SDL)**	**Vedanta Aluminium Metal Limited (VAML)**
2	Country of incorporation of the related party	India	India	India	India
3	Nature of business of the related party	Sesa Mining Corporation Limited, a public limited company incorporated on June 27, 1969, under the Companies Act, 1956 with Corporate Identification Number U13209GA1969PLC000091 and registered office situated at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 434001. The Company is engaged in trading activities related to iron ore including providing marketing and logistics services.	Sesa Resources Limited, a public limited company incorporated on December 22, 1965, under the Companies Act, 1956 with Corporate Identification Number U13209GA1965PLC000030 and registered office situated at Sesa Ghor, 20 EDC Complex Patto, Panaji, Goa, India – 403 001. The Company is engaged in the trading activities related to iron ore and rental services of barges and jetties.	STL Digital is a global IT services and consulting company dedicated to delivering exceptional digital transformation experiences for enterprises. STL Digital strategic partnerships with top technology firms and startups enable us to provide end-to-end digital solutions that enhance customer experiences	VAML is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013 The Company was incorporated on 06 October 2023 for carrying out the business activities in the metal and mining sector.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow subsidiary	SRL is a wholly owned subsidiary of VISL.	STL Digital Limited is an associate of VISL's Ultimate Parent Company.	Fellow subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	VISL, through it's subsidiary, i.e, SRL is holding 100% of Equity shares in SMCL.	VISL is holding 100% of Equity shares in SRL.	SDL is an associate of VISL's Ultimate Parent Company. VISL, along with its subsidiaries, does not hold any shareholding in SDL.	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	NIL	- Purchase of Goods and services – INR 18,71,97,990.43 - Reimbursement – INR 89,250 -Recovery - INR 3,000	NIL

8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	Purchase of Goods and Services - INR 2,14,89,660	Recovery - INR 30,01,471
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 594 crore - Sale of Goods & Services – INR 550.00 crore - Sale of Stores & Spares – INR 2.00 crore - Sale of Fixed Assets – INR 4.00 crore - Purchase of Goods & Services – INR 20.00 crore - Purchase of Stores & Spares – INR 1.00 crore - Purchase of Fixed Assets – INR 4.00 crore - Reimbursement – INR 5.00 crore - Recovery – INR 8.00 crore	Total Amount - INR 58 crore - Sale of Goods & Services – INR 50.00 crore - Sale of Stores & Spares – INR 1.00 crore - Sale of Fixed Assets – INR 2.00 crore - Purchase of Stores & Spares – INR 1.00 crore - Purchase of Fixed Assets – INR 2.00 crore - Reimbursement – INR 1.00 crore - Recovery – INR 1.00 crore	Total Amount - INR 26 crore - Purchase of Goods & Services – INR 25.00 crore - Reimbursement – INR 0.50 crore - Recovery – INR 0.50 crore	Total Amount - INR 6.22 crore - Recovery – INR 1.50 crore - Reimbursement – INR 1.50 crore - Sale of Goods & Services – INR 2.00 crore - Sale of Fixed Assets – INR 0.22 crore - Purchase of Fixed Assets – INR 1.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.

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12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	NIL	NIL	NIL	NIL
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	8.13%	0.79%	0.26%	0.09%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. *Note: Turnover considered is based on related party standalone turnover*	45.27%	187.10%	11.04%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	INR 1,312 crore	INR 31 crore	INR 235 crore	Nil
	Profit After Tax	INR 218 crore	INR 13 crore	INR (71) crore	INR 0 crore
	Net Worth	INR 449 crore	INR 463 crore	INR (220) crore	INR 0 crore
		As on March 31, 2025	As on March 31, 2025	As on March, 2025	As on March, 2025
	Turnover	INR 542 crore	INR 10 crore	INR 235 crore	Nil
	Profit After Tax	INR 118 crore	INR (3) crore	INR (42) crore	INR 0 crore
	Net Worth	INR 232 crore	INR 451 crore	INR (149) crore	INR 0 crore
		As on March 31, 2024	As on March 31, 2024	As on March, 2024	As on March, 2024
	Turnover	INR 189 crore	INR 23 crore	INR 235 crore	Nil
	Profit After Tax	INR 99 crore	INR 26 crore	INR (81) crore	INR 0 crore
	Net Worth	INR 114 crore	INR 454 crore	INR (107) crore	INR 0 crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis			Based on Latest available information	

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16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale and Purchase of goods and services at arm' s length price, sale and purchase of stores on cost basis, sale and purchase of fixed asset at arm' s length Price, Recovery and Reimbursement of expenses on cost basis	Sale of goods and services at arm's length price, sale and purchase of stores & spares on cost basis, sale and purchase of fixed asset at arm's lenth price, recovery and reimbursement of expenses on cost basis,	Purchase of IT Services and hardware at armslength Price and reimbersement and recovery of expenses.	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis, Sale and Purchase of Fixed assets at Armslength Price, Sale of Goods at Armslength
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.	The transactions support integrated mining, logistics and commercial operations through sale and purchase of goods, services. The arrangement enhances operational efficiency, treasury optimization and value creation across the Group.	The engagement provides access to specialized IT, digital and technology services without significant in-house investment. The arrangement supports digital transformation, operational efficiency and technology modernization initiatives.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SMCL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SRL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VAML. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.

23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.
27	Material terms of the proposed transaction	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase and Sale of stores and spares on cost basis 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Purchase of Ironore, Logistic and Marketing Services and Other Goods as per Contract 3. Sale of stores and spares at arms length 4. Sale of Fixed Assets on WDV Basis 5. Purchase and Sale of stores and spares on cost basis 6. Purchase of Fixed Assets on WDV Basis 7. Recovery-As and when incurred on actual basis 8. Reimbursement-As and when incurred on actual basis	1. Recovery-As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis 3. Purchase of IT and Digital Services and Hardware at Armslength Price	1. Purchase of Fixed assets on WDV Basis 2. Sale of Fixed Assets on WDV Basis 3. Recovery-As and when incurred on actual basis 4. Reimbursement- As and when incurred on actual basis 5. Sale of Coke, Hotmetal, Power and other goods and services as per PO terms
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern

29	Transactions undertaken with the same counterparty for the past three years	Purchase of Goods and services FY 2023-24 – INR 15,58,027.6	NIL	- Purchase of Goods and services FY 2025-26 – INR 18,71,97,990.43 FY 2024-25 - INR 8,94,24,155.35 - Reimbursement FY 2025-26 – INR 89,250 FY 2024-25 - INR 1,93,847 - Recovery FY 2025-26 - INR 3,000 FY 2023-24 - INR 51,15,882 Purchase of Stores & Spares FY 2023 - 24 – INR 8,63,29,945	Niil
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sr No	Particulars	Related Party (9)	Related Party (10)	Related Party (11)	Related Party (12)	Related Party (13)
1	Name of the related party	**Vedanta Base Metals Limited (VBML)**	**Vedanta Limited (VEDL)**	**Vedanta Oil and Gas Limited (VOGL)(Earlier MALCO Energy Limited)**	**Vedanta Power Limited (VPL)(formerly known as Talwandi Sabo Power Limited)**	**Vedanta Resources Investments Limited (VRIL)**
2	Country of incorporation of the related party	India	India	India	India	United Kingdom
3	Nature of business of the related party	Vedanta Base Metals Limited is a public limited company based in Mumbai, Maharashtra, India. Incorporated on 09 October 2023	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	Vedanta Oil & Gas is India's leading private sector oil and gas exploration and production company, unlocking the nation's hydrocarbon potential to strengthen energy security. Operating under the brand "Cairn", it holds interests in 44 blocks spanning over 47,000 sq km of acreage across India, with gross 2P (proved plus probable) and 2C (contingent) resources of 1.4 bnboe.	Vedanta Power Limited is engaged in generating and supplying electricity through its 1980 (3×660) MW coal-based supercritical thermal power plant at at Village Banawala, Mansa-Talwandi Sabo Road, District Mansa, Punjab, India. The company operates on a Build-Own-Operate model and supplies power exclusively to Punjab State Power Corporation Limited under a long-term Power Purchase Agreement. It was originally incorporated as an SPV by the erstwhile Punjab State Electricity Board.	The principal activity of the business is holding investments. The Company is a subsidiary company in the Vedanta Resources Limited (the "Parent Company" or "VRL") group ("Vedanta Group"). Vedanta UK Holdings Limited ("VUHL") is the Company's immediate parent, which in turn is a wholly owned subsidiary of VRL. The Company was incorporated on 28 July 2023.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiaries
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.* *While calculating indirect shareholding, shareholding held by relatives shall also be considered.*	None	None	None	None	None

Sensitivity: Confidential (C2)

7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	Allocation of Corporate Expenses – INR 34,86,03,548 - Fresh ICD/ICL taken – INR 12,68,29,55,000 - Guarantee Commission Expense – INR 4,98,46,454 - Guarantee taken - INR 75,00,00,000 - Interest Expenses – INR 1,62,99,13,164 - LTIP – INR 6,56,38,283 -Purchase of Goods - INR 2,22,72,043.2 - Recovery – INR 40,20,185.19 - Reimbursement – INR 2,09,04,497 - Sale of Goods & Services – INR 4,22,17,85,548	NIL	Recovery – INR 2,87,538	Managemnt Consultancy Services and Brand Fees – INR 89,89,35,408
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	- Gurantee Commission Expense - INR 1,22,17,329 - Reimbursement - INR 10,14,66,567.00 - Recovery - INR 26,491 - Interest Expense - INR 17,33,11,532 - Sale of Goods and Services - INR 6,00,452	Recovery- Rs 1,17,352	NIL	Brand Fees- INR 25,90,08,270
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 45 crore - Purchase of Goods - INR 45 crore	Total Amount: - INR 107.49 crore - Reimbursement – INR 58.00 crore - Recovery – INR 2.25 crore - Transfer of Assets – INR 0.28 crore - Sale of Fixed Assets – INR 1.00 crore - Sale of Scrap – INR 2.00 crore - Purchase of Fixed Assets – INR 1.00 crore - Purchase of Goods & Services – INR 11.96 crore - Purchase of Stores & Spares – INR 1.00 crore - Guarantee Commission Expense – INR 10.00 crore - Interest Expense - INR 20 crore	Total Amount - INR 4 crore - Reimbursement – INR 2.00 crore - Recovery – INR 2.00 crore	Total Amount - INR 0.50 crore - Reimbursement – INR 0.25 crore - Recovery – INR 0.25 crore	Total Amount - INR 156 crore Management Consultancy / Brand Fees- INR 156.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Not Applicable	Not Applicable	NIL	NIL	Not Applicable

13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.62%	1.47%	0.05%	0.01%	2.14%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	0.13%	1.13%	0.01%	3093.63%
15	Financial performance of the company for the past three financial year	As on March, 2026	As on March 31, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	-	INR 85982 crore	INR 354 crore	INR 5,453 crore	-
	Profit After Tax	INR (0.015) Crore	INR 17726 crore	INR (191) crore	INR (1,713) crore	-
	Net Worth	INR (0.03) crore	INR 78,049 crore	INR (474) crore	INR 1,938 crore	-
		As on March, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March, 2025
	Turnover	-	INR 72805 crore	INR 877 crore	INR 5,223 crore	USD 596,387
	Profit After Tax	INR (0.015) crore	INR 17928 crore	INR (188) crore	INR 32 crore	USD (9,713,647)
	Net Worth	INR (0.01) crore	INR 75, 399 crore	INR (280) crore	INR 3,654 crore	USD (18,906,910)
		As on March, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March, 2024
	Turnover	-	INR 69,663 crore	INR 616 crore	INR 5,267 crore	-
	Profit After Tax	INR (0.009) crore	INR 6,623 crore	INR (117) crore	INR 602 crore	-
	Net Worth	INR 0.001 crore	INR 65,536 crore	INR 94 crore	INR 3,623 crore	-
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*					
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis, Purchase of Goods and Services (coke,debris) at Arm's length Price	Sale and Purchase of Goods,Services and Scrap at Armslength Price, Sale and Purchase of stores on cost basis, Sale and Purchase of Fixed Asset at Armslength Price, Recovery and Reimbursement of expenses on cost basis, Interest Expense on Loan taken and Gurantee commission Expense on Corporate Gurantee given by Vedanta Limited	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis	Recovery and reimbursement of Salary,Admin and Other Expenses on cost basis	Brand Fee to be paid on Turnover of ESL for use of Brand name
17	Details of the proposed transaction and particulars of contract to be specifically disclosed					
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.

20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The transactions support procurement of goods and services and sharing of resources required for business operations. The arrangement provides cost efficiencies and operational synergies across group entities.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.The transactions provide access to treasury support available within the Group ecosystem.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions, thereby serving the best interests of the Company and its public shareholders.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions, thereby serving the best interests of the Company and its public shareholders.	The transaction enables the Company to leverage the Vedanta Group brand and associated goodwill which enhances market credibility and stakeholder confidence. Use of a globally recognized brand strengthens the Company's commercial positioning and value creation prospects.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chairman on the Board of VEDL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chairman on the Board of VOGL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chairman on the Board of VPL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.

Sensitivity: Confidential (C2)

27	Material terms of the proposed transaction	1. Purchase of Coke, Debris at Armslenth Price	1. As per contract and PO - Sale of Ironore and other Goods and Services (raw materials) as signed MSA 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis 4. Interest Expense on Loan taken at benchmark rate 5. Purchase of Fixed assets on WDV Basis 6. Purchase/ Sale of stores on cost basis 6. Sale/transfer of Fixed Assets on WDV Basis 7.Guarantee Commission Expense on Loan taken at benchmark rate	1. Recovery-As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis	1. Recovery-As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis	Brand Fees paid as per agreement
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern	Going Concern
29	Transactions undertaken with the same counterparty for the past three years	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	Allocation of Corporate Expenses FY 2025-26 – INR 348603548/- FY 2024-25 - INR 247289782/- FY 2023-24 - 290808216/- Fresh ICD/ICL taken FY 2025-26 – INR 12682955000/- FY 2024-25 - INR 2128698912/- FY 2023-24 - INR 2800000000/- Guarantee Commission Expense FY 2025-26 – INR 49846454/- FY 2024-25 - 56649445/- FY 2023-24 - INR 71347164/- Guarantee taken FY 2025-26 - INR 750000000/- Interest Expenses – FY 2025-26 - INR 1,62,99,13,164 FY 2024-25 - 97,13,39,377.53 DY 2023-24 - INR 52,78,86,144 LTIP FY 2025-26 – INR 6,56,38,283 FY 2024-25 - INR 2,93,37,548 FY 2023-24 - INR 5,45,72,986 Purchase of Goods FY 2025-26 - INR 2,22,72,043.2 FY 2024-25 - INR 1,54,08,972 Recovery FY 2025-26 - INR 40,20,185.19 FY 2024-25 - INR 57,97,572 FY 2023-24 - INR 3,54,69,908.49 Reimbursement FY 2025-26 – INR 2,09,04,497 FY 2024-25 - INR 3,53,26,509 FY 2023-24 - INR 2,69,46,788.51 Sale of Goods & Services FY 2025-26 – INR 4,22,17,85,548 FY 2024-25 - INR 3,01,83,45,459 FY 2023-24 - INR 6,58,06,62,135.45 Sale of Scrap FY 2023-24 – INR 9,61,00,709.2	Recovery FY 2024-25 – INR 38,26,740 FY 2023-24 – INR 16,55,666.41	Recovery FY 2025-26 - INR 2,87,538 FY 2024-25 - INR 1,29,773 Reimbursement FY 2023-24 – INR 50,800	Managemnt Consultancy Services and Brand Fees FY 2025-26 – INR 89,89,35,408 FY 2024-25 - INR 99,98,51,247.18625 FY 2023-24 - INR 1,06,28,07,710
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18

31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sr No	Particulars	Related Party (14)	Related Party (15)	Related Party (16)	Related Party (17)	Related Party (18)
1	Name of the related party	**Vizag General Cargo Berth Private Limited (VGCB)**	**V-Spark Deeptech Ventures Private Limited ("V-Spark")**	**Minova Runaya Private Limited(MRPL)**	**Runaya Refining LLP (RR LLP)**	**Sterlite Electric Limited (SEL)(Formerly known as Sterlite Power Transmission Limited)**
2	Country of incorporation of the related party	India	India	India	India	India
3	Nature of business of the related party	The company is engaged in the development, operation and maintenance of a general cargo berth at Visakhapatnam Port, India. It provides port handling and cargo logistics services, primarily supporting the movement of bulk materials related to group operations.	V-Spark Deeptech Ventures Private Limited ("V-Spark") is proposed to operate as a centralized Technology, Digital and AI Centre of Excellence for Vedanta Group entities, including Vedanta Iron and Steel Limited("VISL"). V-Spark is engaged in providing digital transformation, AI, automation, analytics, technology enablement, innovation advisory, venture clienting, program management, project execution, change management, adoption support, performance monitoring, value realization and knowledge management services.	Manufactures and supplies a range of ground support products including rock bolts, resin capsules & injection chemicals	Runaya Refining LLP is primarily involved in providing end to end green solutions for recovery of Aluminium and processing residual waste from Aluminium smelters.	Sterlite Electric Limited (Formerly known as Sterlite Power Transmission Limited) is primarily engaged in the business of Power products and solutions. Business mainly includes manufacturing of power transmission conductors, optical ground wire cables and power cables. Further, It includes execution of Engineering, Procurement and Construction Contracts (EPC) for replacement of power transmission conductors, optical ground wire cables and power cables as a part of master system integration business.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	Private Company in which director's relative is Director	Runaya Refining LLP is considered a related party of VISL as Mr. Naveen Agarwal, who is part of the promoter group of the Company, is a partner in RR LLP.	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None	None	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None		None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Reimbursement –INR 30812/-	Nil	Sale of Goods & Services –INR 48061594/-	Purchase of Goods & Services –INR 74281397/-	Nil
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil	Purchase of Goods and Services- INR 5720492	Nil	Purchases of Goods and services.- INR 31743921	Nil

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9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount- INR 6Cr - Purchase of Scrap –INR 2.00 Cr - Purchase of Goods & Services –INR 2.00 Cr - Reimbursement –INR 1Cr - Recovery –INR 1 Cr.	Total Amount - 20CR Purchases of Goods and services- INR 18 Crore Recovery- INR 1 Crore Reimbursement- INR 1 Crore	Total Amount- Sale of Goods & Services – INR 10.00 Cr	Total Amount: 20.50 cr Purchase of Goods & Services –INR 20.00 Cr - Recovery –INR 0.50 Cr	Total Amount-INR 11 Cr Sale of Goods & Services – INR 10.00 Cr - Interest Income – INR 1.00 Cr
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company’s turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm’s length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company’s turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm’s length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company’s turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm’s length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company’s turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm’s length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company’s turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm’s length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year	NA	Nil	NA	NA	NA
13	Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	0.08% of Annual turnover of ESL Steel Limited(INR 7304 Crore)	0.27% of Annual turnover of ESL	0.14% of Annual Turnover of ESL (INR 7304 Crore)	0.28% of Annual Turnover of ESL (INR 7304 Crore)	0.15% of Annual Turnover of ESL (INR 7304 Crore)
14	Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	3.51%	117.65%	4.09%	20.30%	0.18%
15	Financial performance of the company for the past three financial year	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026	As on March, 2026
	Turnover	INR 171 Crores	INR 17 Crore	-	INR 101 Crore	INR 6,162 Crore
	Profit After Tax	INR (43) Crore	INR 2 Crore	-	INR 49 Crore	INR 190 Crore
	Net Worth	INR (82) Crores	INR 2 Crore	-	INR 58 Crore	INR 2,291 Crore
		As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025	As on March, 2025
	Turnover	INR 157 Crore	Not Applicable	INR 244.6 Crores	INR 92 Crore	INR 4,924 Crore
	Profit After Tax	INR (30) Crore	Not Applicable	INR 43.93 Crores	INR 32 crore	INR 179 Crore
	Net Worth	INR (41) Crore	Not Applicable	INR 62.59 Crores	INR 13 Crore	INR 1,540 Crore
		As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024	As on March, 2024
	Turnover	INR 165 Crore	Not Applicable	-	INR 89 Crore	INR 4,906 Crore
	Profit After Tax	INR (30) Crore	Not Applicable	-	INR 13 Crore	INR 218 Crore
	Net Worth	INR (10) Crore	Not Applicable	-	INR 13 Crore	INR 2,592 Crore

	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis			The data is not available		
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and Reimbursement of Salary, admin and Other Expenses,Purchase of Goods and Scrap at Arm's length Basis	Purchase of Digital & AI Services	Sale of Goods and Services on arm's length basis (Hotmetal, Power etc)	Dross Processing Services, Recovery and Reimbursement of salary, Admin and other expenses	Hot metal, Power Sale at arm's length price, Interest Income on LC discounting
17	Details of the proposed transaction and particulars of contract to be specifically disclosed		V-Spark will provide Digital & AI services to VISL as a centralized Technology, Digital and AI Centre of Excellence. The services will include digital strategy and roadmap management, digital architecture and governance, AI / analytics / automation support, project management, vendor coordination, data enablement, system integration, digital operations, implementation support, user adoption, change management, service management, performance monitoring and sustainment of digital assets. The Digital & AI Services will be charged on a cost-plus basis. V-Spark will recover the relevant cost base for resources deployed and services provided, along with a 12% service margin			
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)					
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed transactions are recurring in nature and form part of Company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute. These transactions are expected to contribute to profitable business growth, and are therefore in the best interest of VISL shareholders.	The engagement provides access to advanced digital, AI, automation and technology capabilities through a centralized Centre of Excellence model. The arrangement supports innovation, operational excellence and technology-led value creation for the Company	The proposed transactions are recurring in nature and form part of Company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute. These transactions are expected to contribute to profitable business growth, and are therefore in the best interest of VISL shareholders.	The proposed transactions are recurring in nature and form part of Company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute. These transactions are expected to contribute to profitable business growth, and are therefore in the best interest of VISL shareholders.	The proposed transactions are recurring in nature and form part of Company's ordinary course of business. All related-party transactions are priced at arm's length, validated by an independent expert of global repute. These transactions are expected to contribute to profitable business growth, and are therefore in the best interest of VISL shareholders.

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22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Naveen Agarwal (Promoter) is a Partner in Runaya Refining LLP	None of the promoters/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.	The consideration is determined based on the scope of services, estimated effort, expertise involved, cost allocation methodology, prevailing market benchmarks, and commercially negotiated terms.
27	Material terms of the proposed transaction	1. Recovery-As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis 3. Purchase of Scrap 4. Cargo Handling Services at Armslength Price	1. Purchase of Digital and AI Services and Hardware as per PO terms 2. Recovery-As and when incurred on actual basis 3. Reimbursement-As and when incurred on actual basis	Sale of goods and services on arms length basis	1.Dross Processing Services 2.Reimbursement- As and when incurred on actual basis	1. Hot metal, Power Sale as per PO terms 2. LC Discounting Charges
28	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern	Going Concern
29	Transactions undertaken with the same counterparty for the past three years	Reimbursement FY 2025-26 - INR 30812/- Recovery FY 2024-25 - INR 129773/-	Nil	Sale of Goods & Services FY 2025-26 - INR 48061594/- FY 2024-25 - INR 76110384/- FY 2023-24 - INR 349010700/-	Purchase of Goods & Services FY 2025-26 – INR 74281397/- FY 2024-25 - INR 1703400/- Purchase of Stores & Spares FY 2023-24 – INR 938904/- Recovery FY 2023-24 – INR 1055070/-	Interest Income FY 2024-25 - INR 1314810.78/- FY 2023-24 - INR 4751250/- Sale of Goods & Services FY 2024-25 - INR 55613536/- FY 2023-24 - INR 196146816/-
30	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18

31	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies, cost efficiencies, economies of scale, business continuity, and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

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TABLE F: Details of related party contracts/arrangements/transactions entered/to be entered into by WCL a material Subsidiary of the Company in relation to Item No. 15

Sr No	Particulars	Related Party (1)	Related Party (2)	Related Party (3)	Related Party (4)
1	Name of the related party	**Hindustan Zinc Limited (HZL)**	**Sesa Mining Corporation Limited (SMCL)**	**Sesa Resources Limited (SRL)**	**Vedanta Resources Limited (VRL)**
2	Country of incorporation of the related party	India	India	India	United Kingdom
3	Nature of business of the related party	Integrated mining and metals company engaged in the production of zinc, lead and silver, supported by captive power generation facilities (thermal, wind and solar) and processing infrastructure. The entity also produces sulphuric acid and rock phosphate and operates fertilizer and alloys businesses, with mining and smelting operations located across Rajasthan and Uttarakhand.	Sesa Mining Corporation Limited, a public limited company incorporated on June 27, 1969, under the Companies Act, 1956 with Corporate Identification Number U13209GA1969PLC000091 and registered office situated at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 434001. The Company is engaged in trading activities related to iron ore including providing marketing and logistics services.	Sesa Resources Limited, a public limited company incorporated on December 22, 1965, under the Companies Act, 1956 with Corporate Identification Number U13209GA1965PLC000030 and registered office situated at Sesa Ghor, 20 EDC Complex Patto, Panaji, Goa, India – 403 001. The Company is engaged in the trading activities related to iron ore and rental services of barges and jetties.	Vedanta Resources Limited is a company limited by shares and incorporated & domiciled in the United Kingdom. Vedanta and its consolidated subsidiaries (collectively, the “Group”) is a diversified natural resource group engaged in exploring, extracting and processing minerals and oil and gas. The Group engages in the exploration, production and sale of zinc, lead, silver, copper, aluminium, iron ore and oil and gas and has a presence across India, South Africa, Zambia, namibia, Ireland, Australia, Liberia and UAE. The Group is also in the business of commercial power generation, steel manufacturing and port operations in India and manufacturing of glass substrate in South Korea and Taiwan.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	Fellow Subsidiary	SRL is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	Holding company
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	VISL, through it's subsidiary, i.e, SRL is holding 100% of Equity shares in SMCL.	VISL is holding 100% equity shares of SRL.	None

Sensitivity: Internal (C3)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	Vedanta Resource Limited (VRL) is a holding entity of Vedanta Iron and Steel Limited (VISL), where VRL holds 56.38% of VISL through Twin Star Holdings Limited, Vedanta Holdings Mauritius Limited, Vedanta Holdings Mauritius II Limited, Welter Trading Limited and Vedanta Netherlands Investmens BV, Netherlands.
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	Reimbursement- INR 2,49,900	NIL	NIL
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL	NIL	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 2 crore - Purchase of Fixed Assets –INR 0.50 crore - Sale of Fixed Assets –INR 0.50 crore - Reimbursement –INR 0.50 crore - Recovery –INR 0.50 crore	Total Amount - INR 31 crore - Purchase of Fixed Assets – INR 10.00 crore - Purchase of Stores & Spares – INR 10.00 crore - Recovery – INR 10.00 crore - Reimbursement – INR 1.00 crore	Total Amount - INR 40 crore - Purchase of Fixed Assets – INR 10.00 crore - Purchase of Stores & Spares – INR 10.00 crore - Reimbursement – INR 10.00 crore - Recovery – INR 10.00 crore	Total Amount - INR 2 crore - Recovery - INR 1 crore - Reimbursement- INR 1 crore

Sensitivity: Internal (C3)

11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	NIL	NIL	NIL	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	*0.00% of Annual turnover(less than 0.01%)	2.36%	129.03%	*0.00% of Annual turnover(less than 0.01%)
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026	As on March, 2026
	Turnover	INR 39,009 crore	INR 1312 crore	INR 31 crore	USD 21,012 Million
	Profit After Tax	INR 13,712 crore	INR 218 crore	INR 13 crore	USD 2,025 Million
	Net Worth	INR 22,475 crore	INR 449 crore	INR 463 crore	USD 3,282 Million
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	INR 32,927 crore	INR 542 crore	INR 10 crore	USD 18,220 Million
	Profit After Tax	INR 10,279 crore	INR 118 crore	INR (3) crore	USD 2398 Million
	Net Worth	INR 13,326 crore	INR 232 crore	INR 451 crore	USD 2302 Million

Sensitivity: Internal (C3)

		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	INR 28,084 crore	INR 189 crore	INR 23 crore	USD 17,128 Million
	Profit After Tax	INR 7,787 crore	INR 99 crore	INR 26 crore	USD 99 Million
	Net Worth	INR 15,233 crore	INR 114 crore	INR 454 crore	USD 848 Million
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				Consolidated Turnover of VRL
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and Reimbursement of Salary and Admin Expenses on Cost Basis, Sale and Purchase of Fixed Assets on WDV/arm's length Price	Purchase of stores on cost basis, Purchase of Fixed Asset at arm's length price, Recovery and Reimbursement of expenses on cost basis	Purchase of stores on cost basis, Purchase of Fixed Assets at arm's length price, Recovery and Reimbursement of expenses on cost basis	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.

22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SMCL. None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SRL. None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable	Not Applicable	Not Applicable
27	Whether secured or unsecured?	Not Applicable	Loan Facilities are unsecured, considering that these are intergroup transactions.	Loan Facilities are unsecured, considering that these are intergroup transactions.	Not Applicable
28	Material terms of the proposed transaction	1. Sale of Fixed Assets on WDV Basis 2. Purchase of Fixed Assets on WDV Basis 3.Recovery- As and when incurred on actual basis 4.Reimbursement- As and when incurred on actual basis	1. Purchase of Fixed Assets on WDV Basis 2. Purchase of stores on cost Basis 3.Recovery- As and when incurred on actual basis 4.Reimbursement- As and when incurred on actual basis	1. Purchase of Fixed Assets on WDV Basis 2. Purchase of stores on cost Basis 3.Recovery- As and when incurred on actual basis 4.Reimbursement- As and when incurred on actual basis	1.Recovery- As and when incurred on actual basis 2.Reimbursement- As and when incurred on actual basis
29	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Sensitivity: Internal (C3)

30	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern
31	Transactions undertaken with the same counterparty for the past three years	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 Reimbursement- INR 2,49,900 FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
32	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
33	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

Sr No	Particulars	Related Party (5)	Related Party (6)	Related Party (7)	Related Party (8)
1	Name of the related party	**Vedanta Limited (VEDL)**	**Bloom Fountain Limited (BFL)**	**Cairn India Holdings Limited (CIHL)**	**THL Zinc Holding BV (TZHB)**
2	Country of incorporation of the related party	India	Mauritius	Jersey	Netherlands
3	Nature of business of the related party	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.	Bloom Fountain Limited incorporated in Mauritius as a private company under the Companies Act 2001 on 23 June 2011 and has its registered office address is at DTOS Ltd, 10th Floor, Standard Chartered Tower, 19 Cybercity, Ebene Mauritius, was licensed as a Category 2 Global Business Company on 24 June 2011. The principal activities of the Company are investment holding and to provide consultancy services.	CIHL is a private company incorporated under the Companies (Jersey) Law 1991. The Company's principal activity is that of an investment company	The principal activity of the business is holding investments
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Fellow Subsidiary	BFL is a wholly owned subsidiary of Vedanta Iron and Steel Limited ("VISL").	Fellow subsidiary	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	VISL is holding 100% equity shares of BFL.	None	None
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	None	None	None

Sensitivity: Internal (C3)

7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	- Reimbursement- INR 5,98,93,677 - Recovery- INR 5362610	- Interest Expense - INR 13,68,25,129.46 - Additional Loan taken - INR 89,24,11,760	Interest Expense - INR 11,24,56,428.53	Interest Expense - INR 70,68,961.43
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Reimbursement - INR 21,16,437	Interest Expense - INR 4,74,32,744.1 Additional Loan taken - INR 2,08,07,776	Interest Expenses - INR 2,93,73,959.06	Interest Expenses - INR 18,91,710.58
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 1 crore -Reimbursement- INR 1.00 crore	Total Amount - INR 2365 crore - Interest Expense – INR 100.00 crore - Recovery – INR 5.00 crore - Reimbursement – INR 5.00 crore - New Borrowings for Approval – INR 855.00 crore - Borrowings for Renewal Approval – INR 1,400.00 crore	Total Amount - INR 191.19 crore - Interest Expense – INR 14.19 crore - Borrowings Renewal Approval – INR 180.00 crore	Total Amount - INR 11 crore - Interest Expense – INR 1 crore - Borrowing Renewal Approval – INR 10.00 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Sensitivity: Internal (C3)

13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	*0.00% of Annual turnover(less than 0.01%)	na (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	na (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	na (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026	As on March 31, 2026
	Turnover	INR 85,982 crore	Nil	Nil	Nil
	Profit After Tax	INR 17,726 crore	INR (2,429) crore	INR 2,247 crore	INR 107 crore
	Net Worth	INR 78,049 crore	INR (13,731) crore	INR 8,115 crore	INR 524 crore
		As on March 31, 2025	As on March 31, 2025	As on March 31, 2025	As on March 31, 2025
	Turnover	INR 72,805 crore	NIL	NIL	NIL
	Profit After Tax	INR 17,928 crore	INR (1,151) crore	INR 2,247 crore	INR (2) crore
	Net Worth	INR 75, 399 crore	INR (12,050) crore	INR 8,115 crore	INR (2,734) crore
		As on March 31, 2024	As on March 31, 2024	As on March 31, 2024	As on March 31, 2024
	Turnover	INR 69,663 crore	NIL	NIL	NIL
	Profit After Tax	INR 6,623 crore	INR (267) crore	INR 1,720 Crores	INR 3 crore
	Net Worth	INR 65,536 crore	INR (10,628) crore	INR 7,817 Crores	INR (2,666) crore
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis				
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Reimbursement of expenses on cost basis	Interest Expense on Loan Advanced by BFL Benchmark Rate and Borrwings due for renewal and Borrowings proposed towards Capital Expenditure and for Working Capital Requirement	Interest expenses on Loan taken at Benchmark rate and Borrowings due for Renewal	Interest Expenses on Intercompany Loan at Benchmark Rate and Borrowings due for Renewal
17	Details of the proposed transaction and particulars of contract to be specifically disclosed				
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

Sensitivity: Internal (C3)

19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support	The proposed borrowing supports the Company's working capital and business funding requirements while providing financial flexibility and liquidity support
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chiarman on the Board of VEDL. None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

Sensitivity: Internal (C3)

25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable	Not Applicable	Not Applicable
26	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Not Applicable	Loan Facilities are expected to be provided primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Loan Facilities are expected to be provided primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Not Applicable
27	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.	The interest rate proposed will be benchmarked by an independent expert against comparable market transactions and is considered within the arm's length range and is considered commercially reasonable.
28	Whether secured or unsecured?	Not Applicable	Loan Facilities are unsecured, considering that these are intergroup transactions.	Loan Facilities are unsecured, considering that these are intergroup transactions	Not Applicable
29	Purpose for which funds shall be utilized by the investee company.	Not Applicable	Not Applicable	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.
30	Material terms of the proposed transaction	1.Reimbursement- As and when incurred on actual basis	1. Recovery-As and when incurred on actual basis 2. Reimbursement-As and when incurred on actual basis 3. Interest Expense on Loan Taken at benchmark rate	1. Interest Expense on Loan Taken at benchmark rate	1. Interest Expense on Loan Taken at benchmark rate
31	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable	Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.
32	Maturity / due date	Not Applicable			
33	Repayment schedule & terms	Not Applicable			
34	Material covenants of the proposed transaction	Not Applicable	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm's length interest rate, as benchmarked by an independent expert of global repute.
35	Whether secured or unsecured?	Not Applicable	Unsecured	Unsecured	Unsecured

Sensitivity: Internal (C3)

36	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Not Applicable	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.
37	The purpose for which the funds will be utilized by the listed entity / subsidiary	Not Applicable	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.	The proposed Loan is to support the Company's working capital requirements and to fund capital expenditure requirements and ongoing projects of the Company.
38	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern	Going Concern	Going Concern
39	Transactions undertaken with the same counterparty for the past three years	FY 2025-26 -Reimbursement- INR 5,98,93,677 -Recovery- INR 5362610 FY 2024-25 -Reimbursement- INR 27,95,22,741 -Recovery - INR 53,62,610 -Purchase of goods & Services-INR 1,87,33,203 -Purchase of Fixed Asset-INR 1,68,50,685 FY 2023-24 -Reimbursement - INR 8,64,19,921 -Recovery - INR 3,58,93,961 -Purchase of goods & Services - INR 13,43,35,887	FY 2025-26 -Interest Expense - INR 13,68,25,129.46 -Additional Loan taken - INR 89,24,11,760 FY 2024-25 -Interest Expense - INR 1,02,04,824.32 -Additional Loan taken - INR 1,81,22,61,986.50 FY 2023-24 NIL	FY 2025-26 -Interest Expense - INR 1,12,456,428.53 FY 2024-25 -Interest Expense - INR 11,53,41,128.30 FY 2023-24 -Interest Expense - INR 10,62,40,756.26 -Additional Loan taken - INR 6,83,14,017.75	FY 2025-26 -Interest Expense - INR 70,68,961.43 FY 2024-25 -Interest Expense - INR 66,51,253.59 FY 2023-24 -Interest Expense-INR 64,07,520.3
40	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18	Refer Point No. 18
41	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

Sr No	Particulars	Related Party (9)	Related Party (10)
1	Name of the related party	**TwinStar Holdings Limited (TSHL)**	**Vedanta Incorporated (VEDI)**
2	Country of incorporation of the related party	Mauritius	Bahamas
3	Nature of business of the related party	The principal activity of the business is holding investments and acting as a promoter holding company within the Vedanta Group.The Company is incorporated in Mauritius and operates primarily as an investment holding and financing vehicle within the Vedanta Group.	Vedanta Incorporated is a non-operating overseas investment holding company engaged in holding and managing international investments of the Vedanta Group.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Holding company	Ultimate Holding Company of VISL.
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	None	None

Sensitivity: Internal (C3)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	Ultimate Holding Company of VISL. Vedanta Incorporated holds 65.7 % directly in Vedanta Resources Limited (VRL) and 34.3% is held by Volcan Investments Cyprus Limited, a wholly owned subsidiary of Vedanta Incorporated
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	NIL	NIL
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL	NIL
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None

Sensitivity: Internal (C3)

10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 2 crore - Recovery - INR 1 crore - Reimbursement- INR 1 crore	Total Amount - INR 2 crore - Recovery - INR 1 crore - Reimbursement - INR 1 crore
11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is INR 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)

.Sensitivity: Internal (C3)

14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. Note: Turnover considered is based on related party standalone turnover	0.03%	Not Applicable (Percentage could not be computed as the annual consolidated Turnover of the Company for the immidiately preceeding FY is zero.)
15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March 31, 2026
	Turnover	USD 786 Million	Not Applicable
	Profit After Tax	USD 412 Million	Not Applicable
	Net Worth	USD 1877 Million	Not Applicable
		As on March 31, 2025	As on March 31, 2025
	Turnover	USD 1017 Million	USD 17 Million
	Profit After Tax	USD 648 Million	USD 16 Million
	Net Worth	USD 2026 Million	USD 3183 Million
		As on March 31, 2024	As on March 31, 2024
	Turnover	USD 1404 Million	USD 5 Million
	Profit After Tax	USD 991 Million	USD 1 Million
	Net Worth	USD 2138 Million	USD 3275 Million
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis		Financial data as on March 31, 2026, is not available as same is not published

16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis	Recovery and reimbursement of Salary and Admin Expenses on Cost Basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed		
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)
19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18

Sensitivity: Internal (C3)

21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.	The proposed transactions relate to recovery and reimbursement of employee, administrative, infrastructure and other shared costs incurred in the ordinary course of business. The arrangement facilitates efficient utilization of common resources, ensures equitable allocation of actual costs and avoids duplication of functions.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall me interest held through any person over which an individual has control. a. name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	None of the promoters/Directors/Key Managerial personnels are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.
24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice

Sensitivity: Internal (C3)

25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	Not Applicable
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	Not Applicable
27	Material terms of the proposed transaction	1. Recovery- As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis	1. Recovery- As and when incurred on actual basis 2. Reimbursement- As and when incurred on actual basis
28	Latest credit rating of the related party *Note:* *a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any* *b. This shall be applicable in case of investment in debt securities.*	Not Applicable	Not Applicable

. Sensitivity: Internal (C3)

29	Details of solvency status and going concern status of the related party during the last three financial years:	Going Concern	Going Concern
30	Transactions undertaken with the same counterparty for the past three years	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL	FY 2025-26 NIL FY 2024-25 NIL FY 2023-24 NIL
31	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18
32	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

Sensitivity: Internal (C3)

TABLE G: Details of related party contracts / arrangements / transactions entered / to be entered into by DCCPL a material Subsidiary of the Company in relation to Item No. 16.

Sr No	Particulars	Related Party (1)	Related Party (2)
1	Name of the related party	**Sesa Mining Corporation Limited (SMCL)**	**Vedanta Limited (VL)**
2	Country of incorporation of the related party	India	India
3	Nature of business of the related party	SMCL, a public limited company incorporated on June 27, 1969, under the Companies Act, 1956 with Corporate Identification Number(CIN): U13209GA1969PLC000091 and registered office situated at Sesa Ghor, 20 EDC Complex, Patto, Panaji, Goa, India – 434001. SMCL is engaged in trading activities related to iron ore including providing marketing and logistics services.	VEDL is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a leading global producer of metals, critical minerals and technology, that powers the industries of today and incubating the industries of tomorrow. The Company has a strong track record of identifying opportunities in sunrise sectors and scaling them into world-class businesses that become the industries of tomorrow. With operations across India, Africa, the Middle East and East Asia, it is embedded in high-growth regions shaping the next era of global development.
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	SMCL is a 100% wholly owned subsidiary of Sesa Resources Limited ("SRL"), which is a wholly owned subsidiary of VISL.	Fellow Subsidiary
5	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	VISL through it's subsidiary, i.e, SRL is holding 100% of Equity shares in SMCL.	None

. Sensitivity: Internal (C3)

6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered* .	None	None
7	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. (Transaction wise details to be provided)	Interest Expense - INR 57,89,791	- Purchase of Goods and Services - INR 1,57,94,898 - Reimbursement- INR 2,02,17,222
8	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Interest Expense-INR 13,64,822	- Purchase of Good and Services - INR 977 - Reimbursement - INR 11,50,814
9	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None	None
10	Total amount of all the proposed transactions being placed for approval in the current meeting.	Total Amount - INR 11.10 crore - Interest Expense – INR 1.10 crore - Borrowing Renewal – INR 10.00 crore	Total Amount - INR 0.26 crore - Purchase of Goods and Services- INR 0.01 crore - Reimbursement- INR 0.25 crore

. Sensitivity: Internal (C3)

11	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.	Since the Company's turnover as per the last financial statements i.e., for FY 2026 (pre-demerger period) was Nil, the transactions would be considered as material related party transactions under the Listing Regulations. These transactions are largely operational in nature, in the ordinary course of business and at arm's length. Further, the consolidated revenue from operations for VISL for FY 2026 is ₹ 13,339 crores. In this context, these RPTs are not material in nature, considering the eventual size of Company operations.
12	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year and the impact of such transactions on Company's financials	Not Applicable	Not Applicable
13	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	370.00%	8.67%
14	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. *Note: Turnover considered is based on related party standalone turnover*	0.85%	0.00%

. Sensitivity: Internal (C3)

15	Financial performance and financial profile of the company for the past three financial years, including critical performance and key balance sheet statistics for past three financial years.	As on March 31, 2026	As on March 2026
	Turnover	INR 1312 crore	INR 85982 crore
	Profit After Tax	INR 218 crore	INR 17726 crore
	Net Worth	INR 449 crore	INR 78,049 crore
		As on March 31, 2025	As on March 2025
	Turnover	INR 542 crore	INR 72805 crore
	Profit After Tax	INR 118 crore	INR 17928 crore
	Net Worth	INR 232 crore	INR 75,399 crore
		As on March 31, 2024	As on March 2024
	Turnover	INR 189 crore	INR 69,663 crore
	Profit After Tax	INR 99 crore	INR 6,623 crore
	Net Worth	INR 114 crore	INR 65,536 crore
	Explanations: *The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis*	-	-
16	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Interest Expense on Loan taken for General Corporate Purchases and loan due for renewal	Purchase of Power as Armslength Price, Reimbursement of Salary, Admin and other Expenses on Cost basis
17	Details of the proposed transaction and particulars of contract to be specifically disclosed		
18	Tenure of the proposed transaction (tenure in number of years or months to be specified)	11 months (May 2026 to March 27)	11 months (May 2026 to March 27)

. Sensitivity: Internal (C3)

19	Whether omnibus approval is sought and such disclosure has been made regarding the approval of the Audit Committee	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.	Yes, these related party transactions are recurring transactions, in the ordinary course of business for both transacting parties. The actual transactions are reviewed quarterly by the Audit & Risk Management Committee against the approved limits. Further, these transactions are also validated for arm's length pricing at half yearly intervals by an independent expert of global repute and their report is reviewed/ taken on record by the Audit & Risk Management Committee.
20	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Refer Point No.10 and 18	Refer Point No.10 and 18
21	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	The proposed funding and cost-sharing arrangements support business requirements of the related entity while enabling efficient deployment of funds	The proposed transactions support efficient utilization of materials and operational resources while generating commercial value for both entities.
22	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation: Indirect interest shall me interest held through any person over which an individual has control.* a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Ms. Shabnam Sinha, an Independent Diretcor on the Board of VISL is also an Independent Director on the Board of SMCL. None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.	Mr. Anil Agarwal, Non Executive Chairman on the Board of VISL is also a Non Executive Chairman on the Board of VEDL None of the promoter(s)/ director(s) / key managerial personnel are interested, financially or otherwise, in the proposed transactions, except to the extent of their shareholding.
23	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.	The actual transactions are validated for arm's length pricing at half yearly intervals by an independent expert of global repute.

. Sensitivity: Internal (C3)

24	Other information relevant for decision making.	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice	All important information forms part of the statement stating out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this notice
25	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable	The transaction is proposed with a group entity considering its operational integration, specialized capabilities, business efficiencies, and ability to provide goods/services on commercially competitive terms. Accordingly, no separate bidding process was considered necessary
26	Basis of determination of price and the manner of determining the pricing and other commercial terms to be included in the contract	Not Applicable	The price is determined based on prevailing market prices, comparable third-party quotations, underlying cost structures, contractual terms, and other relevant commercial considerations to ensure that the transaction is undertaken on arm's length basis.
27	Source of funds in connection with the proposed transaction. *Explanation: This shall not be applicable to listed banks/ NBFCs.*	Loan Facilities are expected to be provided by SMCL primarily from internal accruals generated through business operations and funds generated through strategic divestments/capital raising exercises.	Not Applicable
28	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable

. Sensitivity: Internal (C3)

29	Purpose for which funds shall be utilized by the investee company.	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable
30	Material terms of the proposed transaction	Not applicable	Not applicable
31	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any b. This shall be applicable in case of investment in debt securities.	Crisil AA Long term Crisil A1+ Short term	Not Applicable
32	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable
33	Maturity / due date		Not Applicable
34	Repayment schedule & terms		Not Applicable
35	Material covenants of the proposed transaction	While there are no material covenants, each facility agreement will be structured based on specific business requirements of related party and Interest rate would be at arm’s length interest rate, as benchmarked by an independent expert of global repute.	Not Applicable
36	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable
37	The purpose for which the funds will be utilized by the listed entity / subsidiary	The proposed loan is intended to support the Company's working capital requirements and general business operations in the ordinary course of business.	Not Applicable

. Sensitivity: Internal (C3)

38	Details of solvency status and going concern status of the related party during the last three financial years:	Going concern	Going concern
39	Transactions undertaken with the same counterparty for the past three years.	Interest Expense- FY 2025-26 - INR 57,89,791 FY 2024-25 - INR 82,82,937 FY 2023-24 - INR 1,20,89,052	Purchase of Goods and Services- FY 2025-26 - INR 1,57,94,898 FY 2024-25 - INR 3,47,33,622 FY 2023-24 - INR 3,05,73,455 Reimbursement FY 2025-26 - INR 2,02,17,222 FY 2024-25 - INR 2,27,09,143 FY 2023-24 - INR 1,07,66,578 Recovery FY 2023-24 - INR 7,33,524 Purchase of Stores FY 2023-24 - INR 2,28,681 Sale of stores FY 2023-24 - INR 5,280
40	Duration of shareholder approval.	Refer Point No. 18	Refer Point No. 18
41	Details of comparative advantage gained from the RPT vis-à-vis transaction with any other unrelated party.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.	The proposed RPT is expected to provide operational synergies/ cost efficiencies/ economies of scale/business continuity and access to specialized expertise available within the Group. Comparable benefits may not be available through unrelated parties without incurring additional costs and execution risks.

. Sensitivity: Internal (C3)