

This announcement is not a solicitation of consents with respect to any Bonds. The Consent Solicitation is being made solely pursuant to the Consent Solicitation Memorandum, the Notice of Meeting (as defined below) and related documents which set forth the terms of the Consent Solicitation.

This announcement and any materials relating to the Consent Solicitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN DOUBT ABOUT THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT IMMEDIATELY YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR INDEPENDENT FINANCIAL, LEGAL OR TAX ADVISER.



Vedanta Resources Limited

(a private company with limited liability incorporated under the laws of England and Wales)

Twin Star Holdings Ltd.

(a company with limited liability incorporated under the laws of Mauritius)

Welter Trading Limited

(a company with limited liability incorporated under the laws of Cyprus)

**ANNOUNCEMENT OF THE RESULT OF THE MEETING OF BONDHOLDERS AND
THE CONSENT SOLICITATION IN CONNECTION WITH**

13.875% BONDS DUE 2028 (THE “BONDS”)

**(Regulation S Bonds – CUSIP: G9328DAP5, ISIN: USG9328DAP53, Common Code: 163545764)
(Rule 144A Bonds – CUSIP: 92241TAM4, ISIN: US92241TAM45, Common Code: 163545721)**

24 December 2024 – Reference is made to the announcements made by Vedanta Resources Limited (the “**Company**”), Twin Star Holdings Ltd. (“**Twin Star**”) and Welter Trading Limited (“**Welter**” and together with Twin Star, the “**Subsidiary Guarantors**”) on 2 December 2024, 17 December 2024 and 23 December 2024 with respect to the consent solicitation exercise in relation to the 13.875% Bonds due 2028 (Regulation S Bonds – CUSIP: G9328DAP5, ISIN: USG9328DAP53, Common Code: 163545764) (Rule 144A Bonds – CUSIP: 92241TAM4, ISIN: US92241TAM45, Common Code: 163545721) issued by the Company (the “**Bonds**”) as set forth in, and more fully described in the consent solicitation memorandum dated 2 December 2024 (the “**Consent Solicitation Memorandum**”) and the relevant notice of meeting in respect of the Bonds dated 2 December 2024 (the “**Notice of Meeting**”). Capitalised terms used and not otherwise defined in this announcement have the meanings given to them in the Consent Solicitation Memorandum or in the Notice of Meeting.

Results of the Meeting

The Meeting to consider the Extraordinary Resolution and the Proposal was held on 24 December 2024. The Company and the Subsidiary Guarantors wish to announce that at the Meeting of the holders of the Bonds, the Extraordinary Resolution was duly passed, and the Proposal was approved without any amendment.

The Extraordinary Resolution is binding on all holders of the Bonds, whether present or not at the Meeting and whether or not voting in favour of the Extraordinary Resolution.

Execution of the Supplemental Trust Deed

With the passing of the Extraordinary Resolution, the Company, the Subsidiary Guarantors and the Trustee, amongst others, have executed the Supplemental Trust Deed in relation to the Bonds on 24 December 2024. The Supplemental Trust Deed and the amendments to the Terms and Conditions implementing the Proposal took effect immediately upon execution of the Supplemental Trust Deed.

Payment of the relevant Consent Fee

With the passing of the Extraordinary Resolution and execution of the Supplemental Trust Deed, the Company will arrange for the payment of the Consent Fee, which is expected to be on or about 27 December 2024, to the relevant DTC Direct Participant for payment to the cash account of each eligible Beneficial Owner (as of the Record Date only), and will be calculated based on the outstanding principal amount of the Bonds instructed by the relevant Bondholders after applying the New Pool Factor (being 0.483265615112).

Disclaimer

Bondholders must read this announcement in conjunction with the relevant Consent Solicitation Memorandum and the Notice of Meeting. This announcement, the Consent Solicitation Memorandum and the Notice of Meeting contain important information which should be read carefully before any decision is made with respect to the Proposal or the Extraordinary Resolution in respect of the Bonds.

None of the Solicitation Agent, the Information and Tabulation Agent or the Trustee expresses any view as to the merits of the Proposal or the Extraordinary Resolution. None of the Solicitation Agent, the Information and Tabulation Agent or the Trustee has been involved in negotiating the Proposal or the Extraordinary Resolution or makes any representation that all relevant information has been disclosed to the Beneficial Owners of the Bonds in or pursuant to the Consent Solicitation Memorandum and the Notice of Meeting. Furthermore, none of the Solicitation Agent, the Information and Tabulation Agent or the Trustee makes any assessment of the impact of the Proposal presented to Beneficial Owners of the Bonds in the Consent Solicitation Memorandum on the interests of the Beneficial Owners of the Bonds or makes any recommendations on the Consent Solicitation relating to the Bonds or whether agreement to the Proposal should be made. Accordingly, Beneficial Owners of the Bonds who are unsure of the impact of the Proposal and the Extraordinary Resolution should seek their own financial, legal and tax advice.

Bondholders whose Bonds are held on their behalf by a broker, dealer, commercial bank, custodian, trust company or accountholder must contact and request such broker, dealer, commercial bank, custodian, trust company or accountholder if it wishes to participate in the Consent Solicitation.

The distribution of the Consent Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession the Consent Solicitation Memorandum comes are required by the Company and the Subsidiary Guarantors, the Solicitation Agent, the Trustee and the Information and Tabulation Agent to inform themselves about, and to observe, any such restrictions. This announcement and any materials relating to the Consent Solicitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

Neither this announcement, nor the Consent Solicitation Memorandum will be circulated or distributed, directly or indirectly, to any person or to the public in India which would constitute an advertisement,

invitation, offer, or solicitation of an offer of Bonds, resulting in violation of Indian laws. The Consent Solicitation Memorandum has not been and will not be registered, produced, published or made available as an offer document (whether as a prospectus in respect of a public offer or a general information document or a key information document or private placement offer cum application letter or other offering material in respect of any private placement, under the Companies Act, 2013 or rules framed thereunder, each as amended, or the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, or any other applicable Indian laws) with the Registrar of Companies in India, the Securities and Exchange Board of India, the Reserve Bank of India or any other statutory or regulatory body of like nature in India, save and except for any information from any part of this announcement or the consent solicitation memorandum which is (i) mandatorily required to be disclosed or filed in India under applicable Indian laws, including but not limited to provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015 and under the listing agreement with any Indian stock exchange pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, each as amended, and the rules framed thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended; or (ii) pursuant to the sanction of any regulatory and adjudicatory body in India. The Consent Solicitation Memorandum has not been and will not be reviewed or approved by any regulatory authority in India or any Indian stock exchange. The Bonds will not be and has not been offered in India by means of any document and does not constitute an advertisement, invitation, offer or solicitation.

If a jurisdiction requires that the Consent Solicitation be made by a licensed broker or dealer and the Solicitation Agent, or its affiliates, is such a licensed broker or dealer in that jurisdiction, the Consent Solicitation shall be deemed to be made by such Solicitation Agent or affiliate, as the case may be, on behalf of the Company and/or the Subsidiary Guarantors in such jurisdiction where it is so licensed and the Consent Solicitation are not being made in any such jurisdiction where the Solicitation Agent or any of its affiliates is not so licensed.