

Date: July 22, 2026

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001
E-mail: corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051
Email: takeover@nse.co.in

**Vedanta Power Limited (Formerly known as
Talwandi Sabo Power Limited)**

C-103, Atul Projects, Corporate Avenue,
New Link Road, Chakala, Andheri (E),
Chakala MIDC, Mumbai, Maharashtra
India – 400 093
E-mail: vpl.sect@vedanta.co.in

Dear Sir/Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”).

This disclosure is being made by Vedanta Resources Limited (“VRL”) in relation to creation of encumbrance (as defined under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)) over the equity shares of Vedanta Power Limited (“VPL”) held by its direct and indirect subsidiaries i.e. Twin Star Holdings Ltd. (“TSHL”), Welter Trading Limited (“Welter”), Vedanta Holdings Mauritius Limited (“VHML”), Vedanta Holdings Mauritius II Limited (“VHMLII”) and Vedanta Netherlands Investments B.V (“VNIBV”) in terms of the facility agreement dated July 20, 2026 for a total maximum commitment aggregating US\$ 2,250,000,000 executed inter alios, amongst TSHL (as the borrower), VRL, VHMLII and Welter (as the guarantors), Barclays Bank PLC, Citigroup Global Markets Asia Limited, DB International (Asia) Limited, First Abu Dhabi Bank PJSC, First Abu Dhabi Bank PJSC, Gift City Branch, J.P. Morgan Securities (Asia Pacific) Limited, Mashreq Bank PSC, IFSC Banking Unit, Gift City Branch, Standard Chartered Bank and Sumitomo Mitsui Banking Corporation Singapore Branch (as the arrangers), Barclays Bank PLC, Citibank, N.A., Hong Kong Branch, DB International (Asia) Limited, First Abu Dhabi Bank PJSC, First Abu Dhabi Bank PJSC, Gift City Branch, JP Morgan Chase Bank, N.A., London Branch, Mashreq Bank PSC, IFSC Banking Unit, Gift City Branch, Standard Chartered Bank, Standard Chartered Bank (Mauritius) Limited and Sumitomo Mitsui Banking Corporation Singapore Branch (as the original lenders) and GLAS Agency (Hong Kong) Limited (as the agent and the security agent) (“Facility Agreement”).

Pursuant to the Facility Agreement, inter alia: (i) no Obligor (which includes TSHL, VRL, VHMLII and Welter) shall create or permit to subsist any security or quasi security over the shares of VPL; (ii) No member of VRL group (VRL and its (direct and indirect) subsidiaries) shall create or permit to subsist any security or quasi-security over the shares owned by them (directly or indirectly) in an Obligor which owns shares in VPL; (iii) if and when VPL becomes a Material Subsidiary of VRL, the VRL group is required to continue to control over VPL or, continue to own, directly or indirectly, at least 50.1% of the issued equity share capital of VPL; (collectively, the “Encumbrances”).

Vedanta Resources Limited

(Registered in England & Wales No. 04740415)
Registered Office: C/O CSC CLS (UK) Limited, 5 Churchill Place, 10th Floor, London, United Kingdom, E14 5HU
Corporate Office: 30 Berkeley Square, London, W1J 6EX
Tel: +44 (0) 20 7499 5900 | Fax: +44 (0) 20 7491 8440 | Website: www.vedantaresources.com

Given the nature of conditions and/or arrangements under the Facility Agreement, the Encumbrances and other conditions therein are likely to fall within the definition of the term 'encumbrance' provided under Chapter V of the Takeover Regulations.

For completeness, it is clarified that no pledge has been created by VRL or its subsidiaries over the equity shares of VPL in relation to the Facility Agreement. As on the date of this disclosure, the commitment of the original lenders is US\$ 1,545,000,000 with increase commitment of up to US\$ 705,000,000 available from one or more increase lender executing an increase lender accession agreement under the terms of the Facility Agreement. This disclosure is in relation to the total maximum commitments of US\$ 2,250,000,000, inclusive of increase mechanism under the Facility Agreement.

The enclosed disclosure is being made under Regulation 31 read with Securities and Exchange Board of India's Master circular dated February 16, 2023, bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the Takeover Regulations.

Yours faithfully,

**For and on behalf of Vedanta Resources Limited
and its aforementioned subsidiaries**

Surneet
Kaur

Digitally signed
by Surneet Kaur
Date: 2026.07.22
17:00:34 +05'30'

Authorised Signatory

Encl.: a/a

[illegible]

Notes:

Note 1:

This disclosure is being made by Vedanta Resources Limited ("VRL") in relation to creation of encumbrance (as defined under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")) over the equity shares of Vedanta Power Limited ("VPL") held by its direct and indirect subsidiaries i.e. Twin Star Holdings Ltd. ("TSHL"), Welter Trading Limited ("WELTER"), Vedanta Holdings Mauritius Limited ("VHML"), Vedanta Holdings Mauritius II Limited ("VHMLII") and Vedanta Netherlands Investments B.V. ("VNIIBV") in terms of the Facility Agreement dated July 20, 2026 for a total maximum commitment aggregating US\$ 2,250,000,000 executed inter alios, amongst TSHL (as the borrower), VRL, VHMLII and Welter (as the guarantors), Barclays Bank PLC, Citigroup Global Markets Asia Limited, DB International (Asia) Limited, First Abu Dhabi Bank PJSC, Gift City Branch, J.P. Morgan Securities (Asia Pacific) Limited, Mashreq Bank PSC, IFSC Banking Unit, Gift City Branch, Standard Chartered Bank and Sumitomo Mitsui Banking Corporation Singapore Branch (as the arrangers), Barclays Bank PLC, Citibank, N.A., Hong Kong Branch, DB International (Asia) Limited, First Abu Dhabi Bank PJSC, First Abu Dhabi Bank PSC, Gift City Branch, JP Morgan Chase Bank, N.A., London Branch, Mashreq Bank PSC, IFSC Banking Unit, Gift City Branch, Standard Chartered Bank, Standard Chartered Bank (Mauritius) Limited and Sumitomo Mitsui Banking Corporation Singapore Branch (as the original lenders) and GLAS Agency (Hong Kong) Limited (as the agent and the security agent) ("Facility Agreement").

Pursuant to the Facility Agreement, inter alia: (i) no Obligor (which includes TSHL, VRL, VHMLII and Welter) shall create or permit to subsist any security or quasi security over the shares of VPL; (ii) No member of VRL group (VRL and its (direct and indirect) subsidiaries) shall create or permit to subsist any security or quasi-security over the shares owned by them (directly or indirectly) in an Obligor which owns shares in VPL; (iii) if and when VPL becomes a Material Subsidiary of VRL, the VRL group is required to continue to control over VPL or, continue to own, directly or indirectly, at least 50.1% of the issued equity share capital of VPL; (collectively, the "Encumbrances").

Given the nature of conditions and/or arrangements under the Facility Agreement, the Encumbrances and other conditions therein are likely to fall within the definition of the term 'encumbrance' provided under Chapter V of the Takeover Regulations.

For completeness, it is clarified that no pledge has been created by VRL or its subsidiaries over the equity shares of VPL in relation to the Facility Agreement. As on the date of this disclosure, the commitment of the original lenders is US\$ 1,545,000,000 with increase commitment of up to US\$ 705,000,000 available from one or more increase lender executing an increase lender accession agreement under the terms of the Facility Agreement. This disclosure is in relation to the total maximum commitments of US\$ 2,250,000,000, inclusive of increase mechanism under the Facility Agreement.

Note 2:

The details specified under 'Post event holding of encumbered shares' are same as the details specified under 'Promoter holding already encumbered'. This is on account of encumbrances already subsisting on the shareholding of the five promoter and promoter group entities of VPL in accordance with the provisions of the previous facility(ies) agreement entered into by VRL and / or its subsidiaries for which disclosures have been filed from time to time. Such encumbrances have been created due to the nature of the conditions and/or arrangements mentioned in such facility agreements.

**Signature of the Authorized Signatory
For and on behalf of Vedanta Resources Limited
and its aforementioned subsidiaries**

Surneet Kaur
Digitally signed by
Surneet Kaur
Date: 2026.07.22
17:01:06 +05'30'

Date: July 22, 2026

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.