

NOTICE TO HOLDERS OF THE CONDITIONAL REDEMPTION
OF THE 13.875% BONDS DUE 2028 OF
VEDANTA RESOURCES FINANCE II PLC

**(Rule 144A – ISIN: US92243XAE13; Common Code: 230809046; CUSIP: 92243X AE1
Regulation S – ISIN: USG9T27HAD62; Common Code: 230809038; CUSIP: G9T27H AD6)**

October 21, 2024

NOTICE IS HEREBY GIVEN that, pursuant to Condition 5(b) (*Redemption at the Option of the Issuer*) and Condition 16 (*Notices*) of the Terms and Conditions of the Bonds as set out in the amended and restated trust deed dated as of January 4, 2024 (as amended, supplemented, waived or otherwise modified from time to time, the “**Trust Deed**”), among Vedanta Resources Finance II plc (the “**Issuer**”), Vedanta Resources Limited (the “**Parent Guarantor**”), Twin Star Holdings Ltd. and Welter Trading Limited (the “**Subsidiary Guarantors**”), Citicorp International Limited (the “**Trustee**”) and Axis Trustee Services Limited as onshore collateral agent, the Issuer has elected to redeem and, subject to the satisfaction or waiver by the Issuer of the Refinancing Condition (as defined below), will redeem (the “**Redemption**”) a certain amount of its 13.875% Bonds due 2028 (the “**Bonds**”, and the Bonds to be redeemed, the “**Redeemed Bonds**”) on or about November 20, 2024 (the “**Redemption Date**”). Capitalized terms used herein but not otherwise defined herein shall have the meaning ascribed to it in the Trust Deed.

Pursuant to Condition 5(b), the redemption price for the Redeemed Bonds will be 100.0% of the outstanding principal amount of the Redeemed Bonds (the “**Redemption Price**”), plus accrued and unpaid interest, if any, to (but excluding) the Redemption Date.

The record date on which any holder must hold any Redeemed Bonds to be entitled to the Redemption Price is the Clearing System Business Day immediately prior to the date for payment.

The Issuer’s obligation to redeem any of the Redeemed Bonds on the Redemption Date is conditioned upon the arrangement by the Issuer of funding in aggregate net proceeds to the Issuer in a sufficient amount to pay the Redemption Price and the accrued and unpaid interest in full and pay all related expenses in respect of the Redemption on or prior to the Redemption Date (the “**Refinancing Condition**”). None of the Redeemed Bonds shall be deemed due and payable on the Redemption Date unless and until the Refinancing Condition is satisfied or waived by the Issuer.

Subject to the satisfaction or waiver of the Refinancing Condition, the Issuer may, in its sole discretion, delay the Redemption Date if the Refinancing Condition shall not have been satisfied to its satisfaction or otherwise waived by the Issuer by the Redemption Date. If the intended Redemption Date or the amount of Bonds which the Issuer intends to redeem on the Redemption Date changes, the Issuer will notify the Holders (with a copy to the Trustee and the Paying Agent) as soon as practicable but, for the avoidance of doubt, any such change in the intended Redemption Date and/or the amount of Bonds which the Issuer intends to redeem will not require the Issuer to send a new 30-day notice of redemption.

Payment of the Redemption Price on a *pro rata* pass through distribution of principal basis and surrender of the Bonds for redemption will be made through the facilities of DTC.

Subject to the satisfaction or waiver of the Refinancing Condition and unless the Issuer defaults in making the redemption payment, upon payment in full of the Redemption Price to the holders of the Redeemed Bonds on the Redemption Date, interest on the Redeemed Bonds shall cease to accrue on and after the Redemption Date.

If the Refinancing Condition will not be satisfied or waived, then the Issuer will notify the holders of the Bonds of the same (with a copy to the Trustee and the Paying Agent) on or about the Redemption Date.

No representation is made as to the correctness or accuracy of the CUSIP, common code or ISIN numbers listed on this Conditional Notice of Redemption or printed on the Bonds. The Holder should rely only on the other identification numbers printed on the Bonds.

Vedanta Resources Finance II plc

Paying Agent

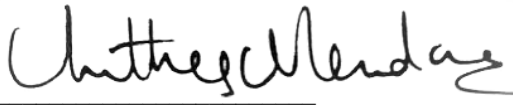
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Title:

Authorised Signatory



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