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Vedanta Resources Finance II plc

(incorporated with limited liability in England and Wales)

Legal Entity Identifier: 8945002DGA3BBXO3N634

Offer to purchase for cash up to the Maximum Purchase Amount of the outstanding

9.475% Bonds due 2030

guaranteed by Vedanta Resources Limited, Twin Star Holdings Ltd., Welter Trading Limited and Vedanta Holdings Mauritius II Limited

(Regulation S Bonds – CUSIP: G9T27H AL8, ISIN: USG9T27HAL88, Common Code: 298409755)

(Rule 144A Bonds – CUSIP: 92243X AM3, ISIN: US92243XAM39, Common Code: 298409712)

(of which U.S.\$550,000,000 is outstanding)

(the “2030 Bonds” or the “Third Priority Bonds”)

11.25% Bonds due 2031

guaranteed by Vedanta Resources Limited, Twin Star Holdings Ltd., Welter Trading Limited and Vedanta Holdings Mauritius II Limited

(Regulation S Bonds – CUSIP: G9T27H AJ3, ISIN: USG9T27HAJ33, Common Code: 294851933)

(Rule 144A Bonds – CUSIP: 92243X AK7, ISIN: US92243XAK72, Common Code: 294851925)

(of which U.S.\$500,000,000 is outstanding)

(the “2031 Bonds” or the “First Priority Bonds”)

9.125% Bonds due 2032

guaranteed by Vedanta Resources Limited, Twin Star Holdings Ltd., Welter Trading Limited and Vedanta Holdings Mauritius II Limited

(Regulation S Bonds – CUSIP: G9T27H AN4, ISIN: USG9T27HAN45, Common Code: 320073855)

(Rule 144A Bonds – CUSIP: 92243X AN1, ISIN: US92243XAN12, Common Code: 320073600)

(of which U.S.\$500,000,000 is outstanding)

(the “2032 Bonds” or the “Fourth Priority Bonds”)

9.850% Bonds due 2033

guaranteed by Vedanta Resources Limited, Twin Star Holdings Ltd., Welter Trading Limited and Vedanta Holdings Mauritius II Limited

(Regulation S Bonds – CUSIP: G9T27H AK0, ISIN: USG9T27HAK06, Common Code: 298409704)

(Rule 144A Bonds – CUSIP: 92243X AL5, ISIN: US92243XAL55, Common Code: 298409674)

(of which U.S.\$550,000,000 is outstanding)

(the “2033 Bonds” or the “Second Priority Bonds”, and together with the 2030 Bonds, the 2031 Bonds and the 2032 Bonds, the “Bonds”, and each a “Series”)

and in each case in accordance with the Acceptance Priority Levels (as defined herein) and subject to the satisfaction of the Financing Condition (as defined herein) and the other conditions set out in the Tender Offer and Solicitation Memorandum.

June 9, 2026 — *London, United Kingdom.* Vedanta Resources Limited (the “**Company**”) and Vedanta Resources Finance II plc (the “**Offeror**”) hereby announce the commencement of (i) its offer to purchase for cash from each registered holder (each, a “**Holder**” and, collectively, the “**Holder**s”), on the terms and subject to the conditions set forth in the tender offer and solicitation memorandum dated June 9, 2026 (as it may be amended or supplemented from time to time, the “**Tender Offer and Solicitation Memorandum**”), the outstanding Bonds up to the Maximum Purchase Amount (as defined below) and the other conditions set out in the Tender Offer and Solicitation Memorandum (collectively, the “**Tender Offers**”) and (ii) the invitation to each of the Holders of the Bonds to vote in respect of the Extraordinary Resolutions (as defined below) in respect of each Series of Bonds to be proposed, considered and voted upon at meetings of the Holders of each Series of Bonds to consider, and if thought fit, to be passed (the “**Consent Solicitation**”).

Sodali & Co is acting as the information, tabulation and tender agent (the “**Information, Tabulation and Tender Agent**”) for the Tender Offers and Citigroup Global Markets Limited, Barclays Bank PLC, Deutsche Bank AG, Singapore Branch, First Abu Dhabi Bank PJSC, J.P. Morgan Securities plc, Mashreqbank psc, SMBC Nikko Securities (Hong Kong) Limited and Standard Chartered Bank are acting as dealer managers (collectively, the “**Dealer Managers**”) for the Tender Offers.

Capitalized terms used but not otherwise defined herein shall have the meaning given to them in the Tender Offer and Solicitation Memorandum. The Tender Offer and Consent Solicitation Memorandum and all announcements in relation to the Tender Offer and Consent Solicitation will be available on the Transaction Website operated by the Information, Tabulation and Tender Agent: <https://projects.sodali.com/vedanta>, subject to eligibility confirmation and registration.

Tender Offers

The following table sets forth certain terms of the Tender Offers:

Title of Bonds	CUSIP	ISIN	Common Code	Outstanding Principal Amount	Early Tender Offer Consideration ⁽¹⁾⁽³⁾⁽⁴⁾	Tender Offer Consideration ⁽²⁾⁽³⁾⁽⁴⁾	Acceptance Priority Level	Amount Subject to the relevant Tender Offer ⁽⁵⁾
9.475% Bonds due 2030	Regulation S: G9T27H AL8	Regulation S: USG9T27HAL88	Regulation S: 298409755	U.S.\$550,000,000	U.S.\$1,075.70 per U.S.\$1,000 principal amount	U.S.\$1,000 per U.S.\$1,000 principal amount	3	Up to the Maximum Purchase Amount, as determined by the Acceptance Priority Level and Priority Mechanics.
	Rule 144A: 92243X AM3	Rule 144A: US92243XAM39	Rule 144A: 298409712		<i>Total Consideration*: U.S.\$1,078.20 per U.S.\$1,000 principal amount</i>			
11.25% Bonds due 2031	Regulation S: G9T27H AJ3	Regulation S: USG9T27HAJ33	Regulation S: 294851933	U.S.\$500,000,000	U.S.\$1,118.80 per U.S.\$1,000 principal amount	U.S.\$1,000 per U.S.\$1,000 principal amount	1	Up to the Maximum Purchase Amount, as determined by the Acceptance Priority Level and Priority Mechanics.
	Rule 144A: 92243X AK7	Rule 144A: US92243XAK72	Rule 144A: 294851925		<i>Total Consideration*: U.S.\$1,121.30 per U.S.\$1,000 principal amount</i>			

9.125% Bonds due 2032	Regulation S: G9T27H AN4 Rule 144A: 92243X AN1	Regulation S: USG9T27HAN45 Rule 144A: US92243XAN12	Regulation S: 320073855 Rule 144A: 320073600	U.S.\$500,000,000	U.S.\$1,066.90 per U.S.\$1,000 principal amount <i>Total Consideration*: U.S.\$1,069.40 per U.S.\$1,000 principal amount</i>	U.S.\$1,000 per U.S.\$1,000 principal amount	4	Up to the Maximum Purchase Amount, as determined by the Acceptance Priority Level and Priority Mechanics.
9.850% Bonds due 2033	Regulation S: G9T27H AK0 Rule 144A: 92243X AL5	Regulation S: USG9T27HAK06 Rule 144A: US92243XAL55	Regulation S: 298409704 Rule 144A: 298409674	U.S.\$550,000,000	U.S.\$1,096.20 per U.S.\$1,000 principal amount <i>Total Consideration*: U.S.\$1,098.70 per U.S.\$1,000 principal amount</i>	U.S.\$1,000 per U.S.\$1,000 principal amount	2	Up to the Maximum Purchase Amount, as determined by the Acceptance Priority Level and Priority Mechanics.

Notes:

- (1) Per U.S.\$1,000 principal amount of Bonds that are validly tendered and not withdrawn at or prior to the Early Tender Deadline that are accepted for purchase pursuant to the applicable Tender Offer.
 - (2) Per U.S.\$1,000 principal amount of Bonds that are validly tendered and not withdrawn at or prior to the Expiration Time but after the Early Tender Deadline that are accepted for purchase pursuant to the applicable Tender Offer.
 - (3) In addition to payment of the applicable Consideration, the Offeror will also pay Accrued Interest Payment on each of the Bonds accepted for purchase pursuant to the Tender Offer from, and including the last interest payment date to, but excluding, the applicable Payment Date in respect of such Bonds.
 - (4) Holders who submit a valid Tender Instruction and a Consent Instruction and whose Bonds are accepted for purchase pursuant to the relevant Tender Offer will also be entitled to receive the applicable Tendering Consent Fee in respect of such Bonds, separately from and in addition to the applicable Consideration (as defined below). For the avoidance of doubt, applicable Consideration does not include any Consent Fee element. Holders who submit a valid Tender Instruction and a Consent Instruction, but whose Bonds are not accepted for purchase pursuant to the relevant Tender Offer will also be entitled to receive the applicable Non-Tendering Consent Fee in respect of such Bonds.
 - (5) The Offeror expects to announce the Maximum Purchase Amount as soon as reasonably practicable and on or around June 29, 2026.
- * *“Total Consideration” is included for illustration purposes only and represents the aggregate of the applicable Tendering Consent Fee and the Early Tender Offer Consideration that will be available to Eligible Bondholders who have submitted a valid corresponding Tender Instruction prior to the Early Tender Deadline whose Bonds are accepted for purchase. For the avoidance of doubt, the definition of “Tendering Consent Fee” remains exclusive of the Early Tender Offer Consideration*

The Offeror offers to purchase for cash, upon the terms and subject to the conditions set forth in the Tender Offer and Solicitation Memorandum, including the Financing Condition, the outstanding Bonds of each Series in an amount expected to be equal to the Maximum Purchase Amount (subject to the Acceptance Priority Levels) for a purchase price equal to (i) the relevant Early Tender Offer Consideration payable only in respect of Bonds validly tendered at or prior to 5.00 p.m. New York City Time on June 23, 2026 (the “**Early Tender Deadline**”) that the Offeror accepts for purchase pursuant to the relevant Tender Offers, or (ii) the relevant Tender Offer Consideration payable in respect of Bonds validly tendered after the Early Tender Deadline but at or before 5.00 p.m. New York City Time on July 14, 2026 (the “**Expiration Time**”) that the Offeror accepts for purchase pursuant to the Tender Offers. **Only Bonds validly tendered at or before the Early Tender Deadline will be eligible to receive the Early Tender Offer Consideration, and Bonds validly tendered after the Early Tender Deadline but at or before the Expiration Time will be eligible to receive only the Tender Offer Consideration but not the Early Tender Offer Consideration.** In addition to the applicable Consideration, Holders who submit a valid Tender Instruction and a Consent Instruction by the Early Tender Deadline and Voting Deadline respectively and whose Bonds are accepted for purchase will also be entitled to receive the applicable Tendering Consent Fee or the Tendering Ineligible Bondholder Payment (as applicable), which will be paid separately, subject to the receipt of a valid Consent Instruction. Subject to applicable law and the limitations described in the Tender Offer and Solicitation Memorandum, the Offeror expressly reserves the right, in its sole discretion, to amend, extend or terminate any Tender Offer at any time at or prior to the Expiration Time.

Each of the Early Tender Offer Consideration and the Tender Offer Consideration is referred to herein as the applicable “**Consideration**”. In addition to the applicable Consideration, Holders whose Bonds have been validly tendered and accepted for purchase pursuant to the relevant Tender Offer will also be paid accrued and unpaid interest in respect of any Bonds purchased in the relevant Tender Offer from, and including the last interest payment date to, but excluding, the Payment Date, as the case may be (such amount, an “**Accrued Interest Payment**”).

Interest will cease to accrue on the applicable Payment Date for the Bonds accepted in the Tender Offers. Any Bonds not validly tendered or not accepted for purchase pursuant to each respective Tender Offer will continue to accrue interest in accordance with the terms of the respective Trust Deeds of the Bonds. No tenders will be valid if submitted after the Expiration Time.

The Company and the Offeror have announced the Tender Offers as part of the Company’s overall financing plans and debt maturity profile management, including a potential issuance of new guaranteed senior debt securities in one or more series by the Offeror (“**New Bonds Issuance**”) and a potential undertaking of new loan facilities by the Offeror or its associated undertakings (the “**New Loans Financing**”). The Offeror intends to fund the aggregate Consideration and the aggregate Accrued Interest Payment on Bonds accepted for purchase pursuant to the Tender Offer from, among others, the net proceeds of the New Bonds Issuance and the New Loans Financing. The Offeror reserves the right, in its sole and absolute discretion, subject to applicable law, to determine the aggregate principal amount of the Bonds, if any, to be accepted for purchase pursuant to the Tender Offers (the “**Maximum Purchase Amount**”), which such cash equivalent amount shall not result in the aggregate amount of Consideration and Accrued Interest Payment being greater than the net proceeds raised in the New Bonds Issuance and New Loans Financing minus the total amount required for the Offer to fully redeem its 10.25% bonds due 2028 and 10.875% bonds due 2029 (the “**Conditional Redemption**”). The Offeror expects to announce the Maximum Purchase Amount as soon as reasonably practicable and on or around June 29, 2026. The Offeror reserves the right, in its sole and absolute discretion, to determine the aggregate principal amount of the Bonds, if any, to be accepted for purchase pursuant to the Tender Offers, subject to applicable law.

The Tender Offers are conditioned upon, among other things, the successful completion of the New Bonds Issuance (including the Offeror’s receipt of the proceeds thereto prior to the applicable Payment Date) and the New Loans Financing, and the Offeror being satisfied, in its sole and absolute discretion, that such amount is sufficient to fund the aggregate Consideration and the aggregate Accrued Interest Payment for the Tender Offers (collectively, the “**Financing Condition**”).

The Offeror will accept for purchase Bonds validly tendered pursuant to the Tender Offers up to the Maximum Purchase Amount, subject to the satisfaction or waiver of the conditions set forth in the Tender Offer and Solicitation Memorandum. The Offeror reserves the right, in its sole and absolute discretion not to purchase any Bonds, subject to applicable law.

Bonds may be tendered and accepted for purchase pursuant to the Tender Offers only in principal amounts equal to the minimum denominations of U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof (the “**Authorized Denominations**”). No alternative, conditional or contingent tenders will be accepted.

The aggregate principal amount of Bonds across all Series of Bonds combined that may be accepted by the Offeror for purchase in the Tender Offers will be no more than the Maximum Purchase Amount, to be announced as soon as reasonably practicable and on or around June 29, 2026, and in accordance with the acceptance priority levels (the “**Acceptance Priority Levels**”) set forth below, with one (1) being the highest Acceptance Priority Level and four (4) being the lowest:

Series of Bonds	Acceptance Priority Levels
2031 Bonds (the “ First Priority Bonds ”)	1
2033 Bonds (the “ Second Priority Bonds ”)	2
2030 Bonds (the “ Third Priority Bonds ”)	3
2032 Bonds (the “ Fourth Priority Bonds ”)	4

The Offeror will accept for purchase Bonds of each of the Series in the following order, in each case on an “all or nothing” basis (with no pro-ration of any Series) (the “**Priority Mechanics**”):

- (i) all (and not less than all) of the First Priority Bonds validly tendered in the Tender Offers will be accepted first, provided that (A) the Issuer Redemption Resolution in respect of the First Priority Bonds has been passed and (B) the aggregate principal amount of First Priority Bonds validly tendered does not exceed the “**Net Maximum Purchase Amount**”, being an amount equal to: (I) the Maximum Purchase Amount; *less* (II) the aggregate amount of Non-Tendering Consent Fee that would be payable to all Eligible Bondholders across all Series who have submitted a valid Consent Instruction (whether or not accompanied by a valid Tender Instruction) if all such Eligible Bondholders were to receive the Non-Tendering Consent Fee (and, for this purpose, Eligible Bondholders who have submitted a valid Tender Instruction shall be assumed to receive the Non-Tendering Consent Fee regardless of whether their Bonds are accepted for purchase pursuant to the relevant Tender Offer); *less* (III) the aggregate amount of Non-tendering Ineligible Bondholder Payment that would be payable to all Ineligible Bondholders across all Series who have submitted a valid Consent Instruction (whether or not accompanied by a valid Tender Instruction) if all such Ineligible Bondholders were to receive the Non-tendering Ineligible Bondholder Payment (and, for this purpose, Ineligible Bondholders who have submitted a valid Tender Instruction shall be assumed to receive the Non-tendering Ineligible Bondholder Payment regardless of whether their Bonds are accepted for purchase pursuant to the relevant Tender Offer); *provided that*, in calculating the Net Maximum Purchase Amount, there shall be no double counting in respect of Eligible Bondholders or Ineligible Bondholders whose Bonds are accepted for purchase pursuant to the relevant Tender Offer, and the amounts deducted under limbs (II) and (III) above in respect of such Holders shall be reduced (but not below zero) by the excess of the Non-Tendering Consent Fee (or Non-tendering Ineligible Bondholder Payment, as applicable) over the Tendering Consent Fee (or Tendering Ineligible Bondholder Payment, as applicable) payable to such Holders in respect of their accepted Bonds (it being acknowledged that such Holders will receive the Tendering Consent Fee or Tendering Ineligible Bondholder Payment, as applicable, as a separate payment in addition to the Tender Offer Consideration in respect of their accepted Bonds, rather than the Non-Tendering Consent Fee or Non-tendering Ineligible Bondholder Payment). If (A) the Issuer Redemption Resolution in respect of the First Priority Bonds has not been passed or (B) the aggregate outstanding principal amount of the First Priority Bonds validly tendered exceeds the Net Maximum Purchase Amount, the Offeror will not accept any First Priority Bonds for purchase at this juncture of the priority and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;
- (ii) if (A) the Issuer Redemption Resolution in respect of the First Priority Bonds has been passed and (B) the aggregate principal amount of First Priority Bonds validly tendered is equal to the Net Maximum Purchase Amount, then none of the Second Priority Bonds, Third Priority Bonds or Fourth Priority Bonds will be accepted for purchase. If (A) the Issuer Redemption Resolution in respect of the First Priority Bonds has been passed and (B) the aggregate principal amount of any First Priority Bonds validly tendered is less than the Net Maximum Purchase Amount, the Offeror will accept all (and not less than all) of the Second Priority Bonds validly tendered in the Tender Offers, provided that (A) the Issuer Redemption Resolution in respect of the Second Priority Bonds has been passed and (B) the aggregate principal amount of Second Priority Bonds validly tendered does not exceed (i) the Net Maximum Purchase Amount *less* (ii) the aggregate principal amount of First Priority Bonds validly tendered and accepted for purchase at this juncture of the priority (if any) (the “**Remaining Maximum Purchase Amount after First Priority**”, which for the avoidance of doubt, would be equal to the Net Maximum Purchase Amount if no First Priority Bonds have been accepted for purchase at this juncture of the priority). If (A) the Issuer Redemption Resolution in respect of the Second Priority Bonds has not been passed or (B) the aggregate principal amount of Second Priority Bonds validly tendered exceeds the Remaining Maximum Purchase Amount after First Priority, the Offeror will not accept any Second Priority Bonds for purchase at this juncture of the priority and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;

- (iii) if the aggregate principal amount of any First Priority Bonds and any Second Priority Bonds accepted for purchase at this juncture of the priority is equal to the Net Maximum Purchase Amount, then none of the Third Priority Bonds or Fourth Priority Bonds will be accepted for purchase. If the aggregate principal amount of any First Priority Bonds and any Second Priority Bonds accepted for purchase at this juncture of the priority is less than the Net Maximum Purchase Amount, the Offeror will accept all (and not less than all) of the Third Priority Bonds validly tendered in the Tender Offers, provided that (A) the Issuer Redemption Resolution in respect of the Third Priority Bonds has been passed and (B) the aggregate principal amount of Third Priority Bonds validly tendered does not exceed (i) the Net Maximum Purchase Amount less (ii) the aggregate principal amount of First Priority Bonds and Second Priority Bonds validly tendered and accepted for purchase at this juncture of the priority (if any) (the “**Remaining Maximum Purchase Amount after First and Second Priority**”, which for the avoidance of doubt, would be equal to the Net Maximum Purchase Amount if no First Priority Bonds or Second Priority Bonds have been accepted for purchase at this juncture of the priority). If (A) the Issuer Redemption Resolution in respect of the Third Priority Bonds has not been passed or (B) the aggregate principal amount of Third Priority Bonds validly tendered exceeds the Remaining Maximum Purchase Amount after First and Second Priority, the Offeror will not accept any Third Priority Bonds for purchase at this juncture of the priority and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;
- (iv) if the aggregate principal amount of any First Priority Bonds, any Second Priority Bonds and any Third Priority Bonds accepted for purchase at this juncture of the priority is equal to the Net Maximum Purchase Amount, then none of the Fourth Priority Bonds will be accepted for purchase. If the aggregate principal amount of any First Priority Bonds, any Second Priority Bonds and any Third Priority Bonds accepted for purchase at this juncture of the priority is less than the Net Maximum Purchase Amount, the Offeror will accept all (and not less than all) of the Fourth Priority Bonds validly tendered in the Tender Offers, provided (A) the Issuer Redemption Resolution in respect of the Fourth Priority Bonds has been passed and (B) that the aggregate principal amount of Fourth Priority Bonds validly tendered does not exceed (i) the Net Maximum Purchase Amount *less* (ii) the aggregate principal amount of First Priority Bonds, Second Priority Bonds and Third Priority Bonds validly tendered and accepted for purchase at this juncture of the priority (if any) (the “**Remaining Maximum Purchase Amount after First, Second and Third Priority**”, which for the avoidance of doubt, would be equal to the Net Maximum Purchase Amount if no First Priority Bonds, Second Priority Bonds or Third Priority Bonds have been accepted for purchase at this juncture of the priority). If (A) the Issuer Redemption Resolution in respect of the Fourth Priority Bonds has not been passed or (B) the aggregate principal amount of Fourth Priority Bonds validly tendered exceeds the Remaining Maximum Purchase Amount after First, Second and Third Priority, the Offeror will not accept any Fourth Priority Bonds for purchase at this juncture of the priority and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;
- (v) if the aggregate principal amount of any Bonds validly tendered in the Tender Offers accepted for purchase at this juncture of the priority is equal to the Net Maximum Purchase Amount, then no further Bonds validly tendered in the Tender Offers will be accepted for purchase. If (I) the aggregate amount of (A) the aggregate principal amount of Bonds validly tendered in the Tender Offers accepted for purchase at this juncture of the priority and (B) such amounts required to exercise the issuer redemption in full across all Series of Bonds where the Issuer Redemption Resolution has been passed is *less* than the Net Maximum Purchase Amount (such difference (which shall not be less than zero), the “**2nd Degree Net Maximum Purchase Amount**”) and (II) none of the First Priority Bonds have been accepted for purchase at this juncture of the priority because the Issuer Redemption Resolution in respect of the First Priority Bonds has not been passed, the Offeror will accept all (and not less than all) of the First Priority Bonds validly tendered in the Tender Offers, provided that the aggregate principal amount of First Priority Bonds validly tendered does not

exceed the 2nd Degree Net Maximum Purchase Amount. If the aggregate outstanding principal amount of the First Priority Bonds validly tendered exceeds the 2nd Degree Net Maximum Purchase Amount, the Offeror will decline to accept any First Priority Bonds for purchase and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;

- (vi) if the aggregate principal amount of any Bonds validly tendered in the Tender Offers accepted for purchase at this juncture of the priority is equal to the 2nd Degree Net Maximum Purchase Amount, then no further Bonds validly tendered in the Tender Offers will be accepted for purchase. If (I) the aggregate principal amount of Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limb (v) above of these Priority Mechanics is less than the 2nd Degree Net Maximum Purchase Amount and (II) none of the Second Priority Bonds have been accepted for purchase at this juncture of the priority because the Issuer Redemption Resolution in respect of the Second Priority Bonds has not been passed, the Offeror will accept all (and not less than all) of the Second Priority Bonds validly tendered in the Tender Offers, provided that the aggregate principal amount of Second Priority Bonds validly tendered does not exceed (i) the 2nd Degree Net Maximum Purchase Amount *less* (ii) the aggregate principal amount of all such Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limb (v) above of these Priority Mechanics (if any) (the “**2nd Degree Remaining Maximum Purchase Amount after First Priority**”). If the aggregate outstanding principal amount of the Second Priority Bonds validly tendered exceeds the 2nd Degree Remaining Maximum Purchase Amount after First Priority, the Offeror will decline to accept any Second Priority Bonds for purchase and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;
- (vii) if the aggregate principal amount of any Bonds validly tendered in the Tender Offers accepted for purchase at this juncture of the priority is equal to the 2nd Degree Net Maximum Purchase Amount, then no further Bonds validly tendered in the Tender Offers will be accepted for purchase. If (I) the aggregate principal amount of Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limbs (v) and (vi) above of these Priority Mechanics is less than the 2nd Degree Net Maximum Purchase Amount and (II) none of the Third Priority Bonds have been accepted for purchase at this juncture of the priority because the Issuer Redemption Resolution in respect of the Third Priority Bonds has not been passed, the Offeror will accept all (and not less than all) of the Third Priority Bonds validly tendered in the Tender Offers, provided that the aggregate principal amount of Third Priority Bonds validly tendered does not exceed (i) the 2nd Degree Net Maximum Purchase Amount *less* (ii) the aggregate principal amount of all such Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limbs (v) and (vi) above of these Priority Mechanics (if any) (the “**2nd Degree Remaining Maximum Purchase Amount after First and Second Priority**”). If the aggregate outstanding principal amount of the Third Priority Bonds validly tendered exceeds the 2nd Degree Remaining Maximum Purchase Amount after First and Second Priority, the Offeror will decline to accept any Third Priority Bonds for purchase and will proceed to consider the Bonds validly tendered in the Tender Offers for purchase in accordance with the order of priority set out below;
- (viii) if the aggregate principal amount of any Bonds validly tendered in the Tender Offers accepted for purchase at this juncture of the priority is equal to the 2nd Degree Net Maximum Purchase Amount, then no further Bonds validly tendered in the Tender Offers will be accepted for purchase. If (I) the aggregate principal amount of Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limbs (v), (vi) and (vii) above of these Priority Mechanics is less than the 2nd Degree Net Maximum Purchase Amount and (II) none of the Fourth Priority Bonds have been accepted for purchase at this juncture of the priority because the Issuer Redemption Resolution in respect of the Fourth Priority Bonds has not been passed, the Offeror will accept all (and not less than all) of the Fourth Priority Bonds validly tendered in the Tender Offers, provided that the aggregate principal amount of Fourth Priority Bonds validly tendered does not exceed (i) the 2nd Degree Net Maximum Purchase Amount *less* (ii) the aggregate principal amount of all such Bonds validly tendered in the Tender Offers accepted for purchase pursuant to limbs (v), (vi) and (vii) above of

these Priority Mechanics (if any) (the “**2nd Degree Remaining Maximum Purchase Amount after First, Second and Third Priority**”). If the aggregate outstanding principal amount of the Fourth Priority Bonds validly tendered exceeds the 2nd Degree Remaining Maximum Purchase Amount after First, Second and Third Priority, the Offeror will decline to accept any Fourth Priority Bonds for purchase.

Bonds accepted for purchase by the Offeror pursuant to the Tender Offers will be promptly cancelled on the Payment Date and will not be resold. Bonds in respect of which the Offeror has not accepted any Tender Offer will remain outstanding subject to the terms and conditions of such Bonds and will be returned to the respective Holders on the Payment Date.

Bonds tendered may not be withdrawn unless mandated by applicable law. If the Tender Offers are terminated without Bonds being purchased, any Bonds tendered pursuant to the Tender Offers will be returned promptly, and neither the Early Tender Offer Consideration nor the Tender Offer Consideration, as the case may be, will be paid or become payable. **For the avoidance of doubt, a Holder who validly submits a Tender Instruction by the Early Tender Deadline and Voting Deadline must submit a Consent Instruction in respect of Bonds which are the subject of such Tender Instruction in order for his Tender Instruction to be valid and to receive the Tendering Consent Fee or the Tendering Ineligible Bondholder Payment (as applicable). In addition, any Tender Instruction that is not accompanied by a valid Form of Sub-Proxy submitted to the Information, Tabulation and Tender Agent at or prior to the relevant deadline may be rejected by the Offeror in its sole discretion.** A Holder may submit a Tender Instruction and Consent Instruction or a Consent Instruction only. A Tender Instruction in respect of the Bonds held through DTC submitted through DTC’s ATOP (as defined below) system will not constitute, imply or be deemed to represent an exercise of voting rights in connection with the Proposal. In order to exercise voting rights in connection with the Proposals and receive the relevant Consent Fee, holders must submit a completed Form of Sub-Proxy at or prior to the relevant deadline to the Information, Tabulation and Tender Agent for processing.

In relation to bonds held through Euroclear or Clearstream only, by tendering Bonds of a Series in the relevant Tender Offer prior to the Tender Instruction and Voting Deadline in respect of such Series of Bonds, Holders will automatically appoint one or more representatives of the Information, Tabulation and Tender Agent as their proxy to vote in favour of the relevant Extraordinary Resolutions at the relevant Meeting (or any adjourned Meeting). It will not be possible to validly tender Bonds held via Euroclear and Clearstream prior to the Tender Instruction and Voting Deadline in the relevant Tender Offer without at the same time giving such appointment to one or more representatives of the Information, Tabulation and Tender Agent giving such instructions to the Principal Paying Agent. Holders are urged to ensure that they validly tender Bonds by way of Tender Instructions such that they are received by the Information, Tabulation and Tender Agent at or before the Tender Instruction and Voting Deadline in order for their votes to count at the relevant Meeting (or any adjourned Meeting). The deadlines set by any intermediary and each Clearing System for the submission of Tender Instructions and Consent Instructions will be earlier than the relevant deadlines specified in the Tender Offer and Solicitation Memorandum.

Consent Solicitation

The Offeror and the Subsidiary Guarantors intend to convene meetings of the holders of the respective Series of Bonds to consider and, if thought fit, pass the Extraordinary Resolutions which will provide for certain modifications to the terms and conditions in respect of the respective Series of Bonds as further described in the Tender Offer and Solicitation Memorandum. Such modifications include (a) (i) the adjustment of certain parameters in the “Additional limitations relating to Subsidiary Guarantors” covenant (Condition 3(f)) from each respective Series of Bonds and (ii) the removal of the “VRL Offshore Entities Secured Borrowings” covenant (Condition 3(i)) from each respective Series of Bonds (together, the “**Covenants Resolution**”) and (b) the inclusion of an optional issuer redemption provision to redeem each respective Series of Bonds at 100 per cent. of the principal amount of the respective Series of Bonds being redeemed, plus accrued and unpaid interest, if any, to (but excluding) the redemption date (the “**Issuer Redemption Resolution**”). Each Series of Bonds will be presented with two extraordinary resolutions (together, the

“**Extraordinary Resolutions**”): (i) an extraordinary resolution 1 in respect of the Covenants Resolution (“**Extraordinary Resolution 1**”), and (ii) an extraordinary resolution 2 in respect of the Covenants Resolution and the Issuer Redemption Resolution to be considered together as a single extraordinary resolution (“**Extraordinary Resolution 2**”). As Extraordinary Resolution 1 is a subset of Extraordinary Resolution 2, holders of the respective Series of Bonds that have voted in favour of Extraordinary Resolution 2 in respect of a particular Series of Bonds will be deemed to have also voted in favour in Extraordinary Resolution 1 in that particular Series of Bonds. For the avoidance of doubt, a Holder who validly submits a Tender Instruction by the Early Tender Deadline and Voting Deadline must submit a Consent Instruction (as defined below) voting in favour of both Extraordinary Resolutions in respect of Bonds which are the subject of such Tender Instruction in order for his Tender Instruction to be valid and to receive the Tendering Consent Fee or the Tendering Ineligible Bondholder Payment (as applicable).

The Consent Solicitation will commence on June 9, 2026 and will expire at 5.00 p.m. New York City time on June 23, 2026 (the “**Voting Deadline**”). In order to be eligible for the Consent Fee, Eligible Bondholders (as of the Record Date only) must validly submit Consent Instructions in favour of the Extraordinary Resolutions to the Information, Tabulation and Tender Agent (and not subsequently revoked in the limited circumstances in which revocation is permitted) by no later than the Voting Deadline, unless the Voting Deadline is extended or terminated earlier by the Offeror in its sole discretion, subject to applicable law, the Meeting Provisions and as provided in the Tender Offer and Solicitation Memorandum. If the Voting Deadline for the Consent Solicitation is extended, the Offeror will publicly announce such extension, as soon as reasonably practicable after the applicable deadline, in accordance with the terms of the Tender Offer and Solicitation Memorandum.

Bondholders may only submit Consent Instructions in principal amounts of U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof.

Consent Fee

Description of the Bonds	CUSIP	ISIN	Common Code	Non-Tendering Consent Fee ⁽¹⁾	Tendering Consent Fee ⁽²⁾
9.475% Bonds due 2030	Regulation S: G9T27H AL8	Regulation S: USG9T27HAL88	Regulation S: 298409755	U.S.\$1.00 per U.S.\$1,000 principal amount (where consent was provided for the Covenants Resolution only and Covenants Resolution is passed)	Tendering Consent Fee: U.S.\$2.50 per U.S.\$1,000 principal amount <i>Total Consideration*: U.S.\$1,078.20 per U.S.\$1,000 principal amount</i>
	Rule 144A: 92243X AM3	Rule 144A: US92243XAM39	Rule 144A: 298409712		
11.25% Bonds due 2031	Regulation S: G9T27H AJ3	Regulation S: USG9T27HAJ33	Regulation S: 294851933	U.S.\$1.00 per U.S.\$1,000 principal amount (where consent was provided for the Covenants Resolution only and Covenants Resolution is passed)	Tendering Consent Fee: U.S.\$2.50 per U.S.\$1,000 principal amount <i>Total Consideration*: U.S.\$1,121.30 per U.S.\$1,000 principal amount</i>
	Rule 144A: 92243X AK7	Rule 144A: US92243XAK72	Rule 144A: 294851925		
9.125% Bonds due 2032	Regulation S: G9T27H AN4	Regulation S: USG9T27HAN45	Regulation S: 320073855	U.S.\$1.00 per U.S.\$1,000 principal amount (where consent was provided for the Covenants Resolution only and Covenants Resolution is passed)	Tendering Consent Fee: U.S.\$2.50 per U.S.\$1,000 principal amount <i>Total Consideration*: U.S.\$1,069.40 per U.S.\$1,000 principal amount</i>
	Rule 144A: 92243X AN1	Rule 144A: US92243XAN12	Rule 144A: 320073600		

				U.S.\$69.40 per U.S.\$1,000 principal amount (where consent was provided for both the Covenants Resolution and the Issuer Redemption Resolution and both the Covenants Resolution and the Issuer Redemption Resolution are passed)	
9.850% Bonds due 2033	Regulation S: G9T27H AK0	Regulation S: USG9T27HAK06	Regulation S: 298409704	U.S.\$1.00 per U.S.\$1,000 principal amount (where consent was provided for the Covenants Resolution only and Covenants Resolution is passed)	Tendering Consent Fee: U.S.\$2.50 per U.S.\$1,000 principal amount
	Rule 144A: 92243X AL5	Rule 144A: US92243XAL55	Rule 144A: 298409674	U.S.\$98.70 per U.S.\$1,000 principal amount (where consent was provided for both the Covenants Resolution and the Issuer Redemption Resolution and both the Covenants Resolution and the Issuer Redemption Resolution are passed)	<i>Total Consideration*: U.S.\$1,098.70 per U.S.\$1,000 principal amount</i>

Notes:

- (1) The Non-Tendering Consent Fee is available to Eligible Bondholders who have not submitted a valid corresponding Tender Instruction, but have submitted a valid corresponding Consent Instruction in favour of the Proposal in respect of the Bonds. The Non-Tendering Consent Fee is also available to Eligible Bondholders who have submitted a valid corresponding Tender Instruction in favour of the Proposal in respect of the Bonds but whose Bonds are not accepted for purchase pursuant to the relevant Tender Offer. The payment of the applicable Non-Tendering Consent Fee is also subject to the Cross-Series Condition.
 - (2) The Tendering Consent Fee is available only to Eligible Bondholders who have submitted a valid corresponding Tender Instruction and a Consent Instruction in favour of the Proposal in respect of the Bonds.
- * *“Total Consideration” is included for illustration purposes only and represents the aggregate of the applicable Tendering Consent Fee and the Early Tender Offer Consideration that will be available to Eligible Bondholders who have submitted a valid corresponding Tender Instruction prior to the Early Tender Deadline whose Bonds are accepted for purchase. For the avoidance of doubt, the definition of “Tendering Consent Fee” remains exclusive of the Early Tender Offer Consideration.*

Subject to the terms and conditions specified in the Tender Offer and Solicitation Memorandum and the passing of the Extraordinary Resolutions, Eligible Bondholders (as of the Record Date only) who have submitted (and have not validly withdrawn) a Consent Instruction in favour of the Extraordinary Resolutions on or prior to the Voting Deadline shall be entitled to receive the applicable Consent Fee. **For the avoidance of doubt, a Holder who validly submits a Tender Instruction by the Early Tender Deadline and Voting Deadline must submit a Consent Instruction voting in favour of both Extraordinary Resolutions in respect of Bonds which are the subject of such Tender Instruction in order for his Tender Instruction to be valid and to receive the Tendering Consent Fee or Tendering Ineligible Bondholder Payment (as applicable). In addition, any Tender Instruction that is not accompanied by a valid Form of Sub-Proxy submitted to the Information, Tabulation and Tender Agent at or prior to the relevant deadline may be rejected by the Offeror in its sole discretion. A Holder may submit both Tender Instruction and Consent Instruction or a Consent Instruction only.**

Eligible Bondholders will not be eligible to receive any Consent Fee if they (i) appoint a proxy other than the Information, Tabulation and Tender Agent (or its nominee) to attend and vote at the Meetings or are not represented by the Information, Tabulation and Tender Agent (or its nominee) at the Meeting, (ii) attend the Meetings in person, (iii) submit a Consent Instruction against or abstain from the Proposals, or in favour of the respective Extraordinary Resolutions but after the Voting Deadline, or do not vote at all, (iv) revoke their Consent Instructions (in the limited circumstances permitted) before the Meeting, or (v) are a Sanctions Restricted Person.

Indicative timeline

Holders should take note of the following times and dates in connection with the Tender Offers and the Consent Solicitation.

Date and Time (where relevant)	Event
June 9, 2026	<p data-bbox="541 286 1262 313"><i>Announcement of the Tender Offers and the Consent Solicitation</i></p> <p data-bbox="541 344 1458 407">The Offeror will announce the commencement of the Tender Offers and the Consent Solicitation.</p> <p data-bbox="541 439 1458 533">Delivery of the notice to DTC Direct Participants, Euroclear and Clearstream and the website of the SGX-ST and publication of the Tender Offer and Solicitation Memorandum and the notice on the Transaction Website.</p> <p data-bbox="541 564 1458 627">Notice of Meeting given to holders of the Bonds through DTC Direct Participants, Euroclear and Clearstream.</p> <p data-bbox="541 658 1458 719">Commencement of the period during which Tender Instructions and Consent Instructions may be submitted.</p>
June 18, 2026	<p data-bbox="541 750 679 777"><i>Record Date</i></p> <p data-bbox="541 808 1458 904">Only DTC Direct Participants that held a principal amount of the respective Series of Bonds, as reflected in the records of the Clearing System, on this date will be entitled to submit a Form of Sub-Proxy.</p>
June 23, 2026 at 5:00 p.m., New York City time	<p data-bbox="541 936 1031 963"><i>Early Tender Deadline and Voting Deadline</i></p> <p data-bbox="541 994 1458 1267">Latest time and date for receipt by the Information, Tabulation and Tender Agent of all Tender Instructions in respect of the relevant Tender Offer and Consent Instructions in respect of the relevant Proposal in order for Bonds represented by such instructions to be voted in respect of the relevant Proposal, in order for the Bondholder to be eligible for payment of the Early Tender Offer Consideration or, as the case may be, the Consent Fee (in the case of Eligible Bondholders) or the Ineligible Bondholder Payment (in the case of Ineligible Bondholders, to the extent permitted by applicable law).</p> <p data-bbox="541 1299 1458 1429">Tender Instructions received after this time may be accepted with respect to the relevant Tender Offer but will not enable Holders to vote in respect of the relevant Proposal at the relevant Meeting(s) to be held on July 2, 2026, unless the adjourned Meetings are announced.</p>
Expected to be on or about 29 June, 2026	<p data-bbox="541 1460 1110 1487"><i>Announcement of the Maximum Purchase Amount</i></p> <p data-bbox="541 1518 1458 1579">The date on which the Offeror intends to announce the exact amount of Maximum Purchase Amount.</p>
From 9:00 a.m. (Hong Kong/ Singapore time) on July 2, 2026	<p data-bbox="541 1610 643 1637"><i>Meetings</i></p> <p data-bbox="541 1668 1142 1695">Date of the Meetings in respect of each Series of Bonds.</p> <p data-bbox="541 1727 1035 1753">Time of each Meeting as set out in the Notice.</p> <p data-bbox="541 1785 1458 1845">Meeting of the holders of relevant Series of Bonds to vote in relation to the relevant Extraordinary Resolution.</p>

Date and Time (where relevant)	Event
As soon as reasonably practicable after the Meetings	<p><i>Announcement of (i) the results of the Meetings and/or (ii) any adjourned Meetings</i></p> <p>Announcement of the results of the Meetings.</p> <p>If there is no quorum at the relevant Meeting or the quorum is achieved and the Extraordinary Resolution is passed but the Eligibility Condition is not satisfied, an adjourned Meeting will be held.</p> <p>Notice of adjourned Meetings (if any) given to holders of the relevant Bonds by delivery to Clearing Systems for communication to DTC Direct Participants, Euroclear and Clearstream. Notice of adjourned Meetings (if any) to DTC Direct Participants, Euroclear and Clearstream and the website of the SGX-ST and publication of the Tender Offer and Solicitation Memorandum and the notice on the Transaction Website.</p>
5:00 p.m., New York City time on a date to be announced as soon as practicable if and when Adjourned Meeting(s) are required	<p><i>Tender Instruction and Voting Deadline to enable voting at the relevant adjourned Meeting</i></p> <p>Latest time and date for receipt by the Information, Tabulation and Tender Agent of all Tender Instructions in respect of the relevant Tender Offer and Consent Instructions in respect of the relevant Proposal in order for Bonds represented by such instructions to be voted in respect of the relevant Proposal.</p> <p>Tender Instructions received after this time may be accepted with respect to the relevant Tender Offer but will not enable Bondholders to vote in respect of the relevant Proposal at the relevant adjourned Meeting(s).</p>
From 9:00 a.m. (Hong Kong/ Singapore time) on a date to be announced as soon as practicable if and when Adjourned Meeting(s) are required	<p><i>Adjourned Meetings (if any)</i></p> <p>Expected date of the adjourned Meetings in respect of each Series of Bonds.</p> <p>Time of each Meeting as set out in the Notice for the adjourned Meetings.</p> <p>Adjourned Meeting of the holders of relevant Series of Bonds to vote in relation to the relevant Extraordinary Resolution.</p>
As soon as reasonably practicable after the adjourned Meetings (if any)	<p><i>Announcement of the results of the adjourned Meetings (if any)</i></p> <p>Announcement of the results of the Meetings.</p>
July 14, 2026, 5:00 p.m., New York City time, unless the Tender Offers are extended or earlier terminated. In the	<p><i>Expiration Time</i></p> <p>Deadline for receipt by the Information, Tabulation and Tender Agent of Late Tender Instructions in respect of the relevant Tender Offer in order for Holders to be able to participate in the relevant Tender Offer and receive the Tender Offer Consideration.</p>

**Date and Time
(where relevant)**

Event

case of extension, the Expiration Time will be such other date and time as so extended.

Expiration Time will be extended if there are any adjourned Meetings.

As soon as reasonably practicable after the Expiration Time

Announcement of (i) the results of the Offers, (ii) if the Conditions are satisfied or waived, the Offeror's acceptance of valid tenders of Bonds for purchase pursuant to the relevant Tender Offer and (iii) (if applicable) execution of the relevant Supplemental Trust Deed(s)

Announcement of (i) the aggregate principal amount of Tenders of each series of Bonds which have been submitted at or prior to the Expiration Time, (ii) the aggregate principal amount of Tenders of each series of the Bonds that have been accepted, (iii) if the Conditions are satisfied or waived, the acceptance by the Offeror of valid tenders of Bonds for purchase pursuant to the relevant Tender Offer (including the announcement of the expected Payment Date) and (iv) if the Conditions are satisfied or waived and one or more Extraordinary Resolution(s) are passed, the date of execution of the relevant Supplemental Trust Deed(s).

July 16, 2026

Expected Payment Date

Payment of the relevant Early Tender Offer Consideration or the Tender Offer Consideration and the relevant Accrued Interest Payment (if any) for the Bonds accepted for purchase pursuant to the relevant Tender Offer.

Payment of the applicable Consent Fee to the relevant Eligible Bondholders of the Bonds (as of the Record Date only and other than where any such Eligible Bondholder is a Sanctions Restricted Person) who have delivered their Consent Instructions to the Information, Tabulation and Tender Agent in favour of the respective Extraordinary Resolutions at or prior to the Voting Deadline and who have not withdrawn such Consent Instructions, subject to the Cross-Series Condition (as defined below) being satisfied (or waived by the Offeror in its sole discretion, subject to applicable law).

Payment of the applicable Ineligible Bondholder Payment to the relevant Ineligible Bondholders of the Bonds (as of the Record Date only and other than where any such Ineligible Bondholder is a Sanctions Restricted Person) who have delivered their Ineligible Bondholder Instructions to the Information, Tabulation and Tender Agent in favour of the respective Extraordinary Resolutions at or prior to the Voting Deadline and who have not withdrawn such Ineligible Bondholder Instructions, to the extent permitted by applicable law, subject to the Cross-Series Condition being satisfied (or waived by the Offeror in its sole discretion, subject to applicable law).

The above dates and times are subject, where applicable, to the right of the Offeror, in its sole discretion but subject to applicable law, to extend, re-open, amend and/or terminate the Tender Offers and the Consent Solicitation with respect to the Bonds, as provided in the Tender Offer and Solicitation Memorandum.

Holders are advised to check with any broker, dealer, bank, custodian, trust company or other nominee or other intermediary through which they hold Bonds to confirm whether such intermediary requires that it

receive instructions for such Holder to participate in or revoke such Holder's instruction to participate in the Tender Offers and/or the Consent Solicitation before the deadlines specified above. The deadlines set by each Clearing System for the submission of Bonds in respect of the Tender Offers will be earlier than the relevant deadlines above.

Cautionary Note Concerning Forward-Looking Statements

This announcement contains both historical and forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended (“**Securities Act**”) and Section 21E of the U.S. Securities Exchange Act of 1934. These forward-looking statements are not historical facts, but only predictions and generally can be identified by use of statements that include phrases such as “will,” “may,” “should,” “continue,” “anticipate,” “believe,” “expect,” “plan,” “appear,” “project,” “estimate,” “intend,” or other words or phrases of similar import. Similarly, statements that describe the Offeror's objectives, plans or goals also are forward-looking statements. These forward-looking statements are subject to risks and uncertainties which could cause actual results to differ materially from those currently anticipated. The forward-looking statements included in this announcement are made only as of the date of this announcement, and the Offeror undertakes no obligation to update publicly these forward-looking statements to reflect new information, future events or otherwise. In light of these risks, uncertainties and assumptions, the forward-looking events might or might not occur. The Offeror cannot assure you that projected results or events will be achieved.

About the Company and the Offeror

The Company is a globally diversified natural resource group engaged in exploring, extracting and processing minerals and oil and gas. It has operations in India, Namibia, Ireland, South Africa, Liberia, UAE, Zambia, Japan, South Korea and Taiwan, and is primarily engaged in the following businesses: (i) aluminium, (ii) zinc, lead and silver, (iii) oil and gas, (iv) copper, (v) iron ore, (vi) steel and (vii) commercial power generation.

The Offeror is a finance vehicle for the Company. The Offeror is a wholly owned subsidiary of Vedanta Resources Holdings Limited, which is a wholly owned subsidiary of the Company. Other than issuing the Bonds and activities incidental thereto, it has not engaged in any other material business activities.

The registered office of the Company and the Offeror is at C/O CSC CLS (UK) Limited 5 Churchill Place, 10th Floor London, United Kingdom, E14 5HU and its business address is at 30 Berkeley Square, 4th Floor, London W1J 6EX, and the telephone number is +44 20 7499 5900.

Investor Relations Contacts

Names: Mr. Charanjit Singh, Group Head Investor Relations

Email: ir@vedanta.co.in | charanjit.singh@vedanta.co.in

Disclaimers

The Tender Offers are being made solely pursuant to, and will be governed by the terms and conditions of, the Tender Offer and Solicitation Memorandum. This announcement is for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell any securities (including, without limitation, the New Bonds Issuance offered separately from, but concurrently with, the Tender Offers). The Tender Offers are being made only pursuant to the Tender Offer and Solicitation Memorandum, copies of which will be delivered to the Holders.

THE TENDER OFFER AND SOLICITATION MEMORANDUM SHOULD BE READ CAREFULLY BEFORE A DECISION IS MADE WITH RESPECT TO THE TENDER OFFERS. NONE OF THE OFFEROR, THE COMPANY, THE INFORMATION, TABULATION AND TENDER AGENT, THE TRUSTEE OR THE DEALER MANAGERS MAKES ANY RECOMMENDATION AS TO WHETHER OR NOT HOLDERS SHOULD TENDER THEIR BONDS.

The Tender Offers do not constitute, and may not be used in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not permitted by law or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation. Securities may not be offered or sold in the United States or to, or for the account or benefit of U.S. persons absent registration pursuant to the Securities Act, or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of an offering circular that will contain detailed information about the Offeror, the Company and their management, as well as financial statements. If a jurisdiction requires the Tender Offers to be made by a licensed broker or dealer, and any of the Dealer Managers or any of their respective affiliates is such a licensed broker or dealer in such jurisdictions, the Tender Offers shall be deemed to be made by such Dealer Manager or such affiliate (as the case may be) on behalf of the Offeror in such jurisdiction.

The New Bonds Issuance referred to in this announcement have not been and will not be registered under the Securities Act, or any state securities laws of the United States, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state laws. The Offeror and the Company have no intent to register any such securities in the United States or any other jurisdiction. The New Bonds Issuance will only be offered in the United States to qualified institutional buyers under Rule 144A under the Securities Act and outside the United States to non-U.S. persons under Regulation S under the Securities Act.

The Tender Offers are not being made in any Member State of the European Economic Area or in the United Kingdom, other than to persons who are “qualified investors” as defined in Regulation (EU) No 2017/1129 (as amended, the “**Prospectus Regulation**”), or in other circumstances falling within Article 1(4) of the Prospectus Regulation.

The Tender Offers are not being made, and has not been approved, by an authorized person for the purposes of section 21 of the Financial Services and Markets Act 2000 (the “**FSMA**”). Accordingly, the Tender Offers are not being made to the general public in the United Kingdom. This communication is exempt from the restriction on financial promotions under section 21 of the FSMA on the basis that it is only directed at and may be communicated to (1) those persons who are existing members or creditors of the Offeror or other persons within Article 43 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, and (2) to any other persons to whom this communication may lawfully be communicated.

The residents of India are not permitted to acquire and hold the Bonds. Accordingly, the Tender Offers are not being made, and will not be made, directly or indirectly in India or to residents of India and the Bonds may not be tendered in the Tender Offers by any person resident of India. Neither this Announcement, nor the Tender Offer and Solicitation Memorandum has been, nor will it be, registered, produced or published, as an offer document (whether as a prospectus in respect of a public offer or a placement memorandum, an information memorandum or private placement offer cum application letter or general information document or key information document or other offering material in respect of a private placement under the Companies Act, 2013 (as amended) and the rules framed thereunder 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 or any other applicable Indian laws for the time being in force) with any Registrar of Companies in India, the Reserve Bank of India, the Securities and Exchange Board of India (the “**SEBI**”), any Indian stock exchange or any other statutory or regulatory body of like nature in India. However, information with respect to the Tender Offers will be disclosed or filed in India to the extent required, under any applicable Indian securities laws, including but not limited to, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended or pursuant to the sanction of any regulatory and adjudicatory body in India. The Tender Offers and the tendering of Bonds (not being securities listed on a stock exchange in India), will not be regulated in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended. The Tender Offers 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 of an offer to buy

back any Bonds in violation of applicable Indian laws. Accordingly, any Holder participating in the Tender Offer, will be deemed to have acknowledged, represented and agreed that it is eligible to tender its Bonds pursuant to applicable laws and regulations.

Each Holder participating in the Tender Offers will be deemed to give certain representations in respect of the jurisdictions referred to above and generally as set out in “*Procedures for Tendering Bonds*” in the Tender Offer and Solicitation Memorandum. A Holder in Singapore participating in the Tender Offers will be deemed to represent that it is either an institutional investor under Section 274 of the Securities and Futures Act 2001 of Singapore (the “SFA”) or (B) an accredited investor (as defined in Section 4A of the SFA) pursuant to and in accordance with the conditions specified in Section 275 of the SFA. Any tender of Bonds for purchase pursuant to the Tender Offers from a Holder that is unable to make these representations will not be accepted. Each of the Offeror and the Information, Tender and Tabulation Agent reserves the right, in its absolute discretion, to investigate, in relation to any tender of Bonds for purchase pursuant to the Tender Offers, whether any such representation given by a Holder is correct and, if such investigation is undertaken and, as a result, the Offeror determines (for any reason) that such representation is not correct, such tender of Bonds shall not be accepted.

Holders must read this announcement in conjunction with the Tender Offer and Solicitation Memorandum and the Notice of Meeting. This announcement, the Tender Offer and 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 Resolutions in respect of the Bonds.

None of the Dealer Managers, the Information, Tabulation and Tender Agent or the Trustee expresses any view as to the merits of the Proposal or the Extraordinary Resolution. None of the Dealer Managers, the Information, Tabulation and Tender Agent or the Trustee has been involved in negotiating the Proposal or the Extraordinary Resolutions or makes any representation that all relevant information has been disclosed to the Beneficial Owners of the Bonds in or pursuant to the Tender Offer and Solicitation Memorandum and the Notice of Meeting. Furthermore, none of the Dealer Managers, the Information, Tabulation and Tender Agent or the Trustee makes any assessment of the impact of the Proposal presented to Beneficial Owners of the Bonds in the Tender Offer and 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 Resolutions should seek their own financial, legal and tax advice.

Holders 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 Tender Offer and Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession the Tender Offer and Solicitation Memorandum comes are required by the Offeror and the Company and, the Dealer Managers, the Information, Tabulation and Tender Agent and the Trustee 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.

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

The Information, Tabulation and Tender Agent for the Tender Offers is:

Sodali & Co

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Any questions regarding the terms of the Tender Offers or the Consent Solicitation should be directed to the Dealer Managers.

Electronic copies of all documents related to the Tender Offers and the Consent Solicitation, including the Tender Offer and Solicitation Memorandum, will be available online via the Transaction Website at <https://projects.sodali.com/vedanta>.