

Date: 20 June 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

Hindustan Zinc Limited

Yashad Bhawan, Yashadgarh
Udaipur, Rajasthan – 313 004
E-mail: hzl.secretarial@vedanta.co.in

Sub: Disclosure pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

Dear Sir/Ma’am,

We, Victory XII Pte. Ltd., refer to our previous disclosure dated July 18, 2024, as the agent to the finance parties (the “Agent”) in connection with certain undertakings provided by Vedanta Limited (the “Company”) in relation to the equity shares of Hindustan Zinc Limited (“HZL”), a subsidiary of the Company. Pursuant to the prepayment of the term loan facility on June 17, 2026, all the Encumbrances created pursuant to the facility agreement dated 16 July 2024 (as amended and restated from time) have now been fully released with effect from the date of prepayment.

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

The enclosed disclosure is being made under Regulation 29(2) read with Regulation 29(4) of the Takeover Regulations and 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.

Kindly take the above on record.
Yours faithfully,

For and on behalf of **Victory XII Pte. Ltd.**



Name: Gayathri Sivasurian

Designation: Director



Name: Anup Suresh

Designation: Director

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Hindustan Zinc Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Victory XII Pte. Ltd., as the Agent for the finance parties under the Facility Agreement dated July 16, 2024 (Refer note below).		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition /disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/ disposal under consideration, holding of acquirer along with PACs of:			
(a) Shares carrying voting rights	Nil	Nil	Nil
(b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking / others)	2,116,884,819 (Refer note below)	50.10 (Refer note below)	50.10 (Refer note below)
(c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
(d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
(e) Total (a+b+c+d)	2,116,884,819 (Refer note below)	50.10	50.10

		(Refer note below)	(Refer note below)
Details of acquisition/sale	Nil	Nil	Nil
(a) Shares carrying voting rights acquired / sold			
(b) VRs acquired / sold otherwise than by shares	Nil	Nil	Nil
(c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold	Nil	Nil	Nil
(d) Shares encumbered / invoked / released by the acquirer	2,116,884,819 (Refer note below)	50.10 (Refer note below)	50.10 (Refer note below)
(e) Total (a+b+c+/-d)	2,116,884,819 (Refer note below)	50.10 (Refer note below)	50.10 (Refer note below)
After the acquisition/sale, holding of acquirer along with PACs of:	Nil	Nil	Nil
(a) Shares carrying voting rights			
(b) VRs otherwise than by shares	Nil	Nil	Nil
(c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
(d) Shares encumbered with the acquirer	Nil	Nil	Nil

(e) Total (a+b+c+d)	Nil	Nil	Nil
Mode of acquisition/sale (e.g. open market/public issue/rights issue/preferential allotment/inter se transfer etc.)	Release of encumbrance (Refer note below)		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable.	June 17, 2026 (date of pre-payment of Facility)		
Equity share capital / total voting capital of the TC before the said sale	4,22,53,19,000 equity shares of Rs. 2/- each aggregating Rs. 8,45,06,38,000/-		
Equity share capital/ total voting capital of the TC after the said sale	4,22,53,19,000 equity shares of Rs. 2/- each aggregating Rs. 8,45,06,38,000/-		
Total diluted share/voting capital of the TC after the said acquisition/ sale	4,22,53,19,000 equity shares of Rs. 2/- each aggregating Rs. 8,45,06,38,000/-		

Note:

- (*) *Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the shareholding pattern for the quarter ended 31 March 2026 as publicly disclosed by the Target Company.*
- (**) *Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.*
- (***) *Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated*

Note 1:

We, Victory XII Pte. Ltd., refer to our previous disclosure dated July 18, 2024, as the agent to the finance parties (the “**Agent**”) in connection with certain undertakings provided by Vedanta Limited (the “**Company**”) in relation to the equity shares of Hindustan Zinc Limited (“**HZL**”), a subsidiary of the Company.

Pursuant to the prepayment of the Facility on June 17, 2026, all the Encumbrances created pursuant to the Facility Agreement have now been fully released with effect from the date of prepayment.

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

The enclosed disclosure is being made under Regulation 29(2) read with Regulation 29(4) of the Takeover Regulations and 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.