

The Chairman of Vedanta Resources plc invites you to attend the Annual General Meeting of the Company to be held at **The Lincoln Centre, 18 Lincoln's Inn Fields, London, WC2A 3ED** on 27 July 2009 at **3.00 pm**.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held at 3.00 pm on 27 July 2009

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. Vedanta Resources plc (the "Company") and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory Notes:

1. As a shareholder you have the right to appoint some other person(s) of your choice, who need not be a shareholder as your proxy to exercise all or any of your rights, to attend, speak and vote on your behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on +44 (0) 870 707 1388 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
5. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
6. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on +44 (0) 870 707 1388 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
7. Any alterations made to this form should be initialled.
8. The completion and return of this form will not preclude you from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 25 July 2009 at 3.00 pm.**

All Named Holders:

SRN.

Form of Proxy

Please use a black pen. Mark with an X inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Vedanta Resources plc to be held at **The Lincoln Centre, 18 Lincoln's Inn Fields, London, WC2A 3ED** on 27 July 2009 at **3.00 pm**, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary	For	Against	Vote Withheld		For	Against	Vote Withheld	
1 That the audited financial statements of the Company for the financial year ended 31 March 2009, together with the directors' report and the independent auditors' report thereon, be received.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		8 That the directors of the Company be authorised to determine the Auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 That the directors' remuneration report for the financial year ended 31 March 2009 be approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		9 Directors' authority to allot shares (For full details of the resolution, please refer to the Notice of Annual General Meeting).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 That a final dividend as recommended by the directors of 25 US cents per ordinary share in respect of the financial year ended 31 March 2009 be approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		Special resolutions			
4 That Mr Mahendra Mehta, having been appointed as a director since the last annual general meeting, be appointed as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		10 To grant the disapplication of pre-emption rights. (For full details of the resolution please refer to the Notice of Annual General Meeting).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 That Mr Anil Agarwal, who retires and seeks re-appointment pursuant to article 122 of the Company's articles of association, be re-appointed as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		11 Authority to facilitate full conversion of 2016 Bonds in ordinary shares. (For full details of the resolution please refer to the Notice of Annual General Meeting)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 That Mr Naresh Chandra who retires and seeks re-appointment pursuant to article 122 of the Company's articles of association, be re-appointed as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		12 To authorise the purchase by the Company of its own shares. (For full details of the resolution, please refer to the Notice of Annual General Meeting).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 That Deloitte LLP be re-appointed as auditors of the Company (the 'Auditors') for the financial year ending 31 March 2010.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		13 That a general meeting, other than an annual general meeting, may be called on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
					Intention To Attend			
					Please indicate if you wish to attend the AGM			<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).