



September 24, 2024

Dy. General Manager
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

VLS FINANCE LTD.

Regd. Office : Ground Floor, 90, Okhla
Industrial Estate, Phase III, New Delhi-110020
Tel. : 91-11-46656666
Fax : 91-11-46656699
Email : vls@vlsfinance.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

Scrip Code: 511333

Sub: Extinguishment of equity shares in connection with the Buyback of equity shares and Reconciliation of the Share Capital.

Dear Sir/ Madam,

In compliance with Regulation 24 read with Regulation 11 of SEBI (Buy-Back of Securities) Regulations, 2018 (the "Buyback Regulations"), this is to inform you that the Company has extinguished 7,85,751 (Seven Lakh Eighty Five Thousand Seven Hundred and Fifty One) equity shares of Rs. 10/- each, bought back during the period between 30/08/2024 and 05/09/2024. We hereby enclose a copy of the Certificate signed by the Company, RCMC Share Registry Private Limited (Registrar to the Buyback), A Aggarwal & Associates, Company Secretaries the Secretarial Auditor of the Company confirming that the above equity shares were extinguished in compliance with the applicable provisions of the Buyback Regulations.

We request you to take note of the same.

Thanking you,
for VLS Finance Ltd.

(H. Consul) ✓
Company Secretary
M. No. A11183



Copy to: 1) The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E), Mumbai-
400051

2) The Calcutta Stock Exchange Association. Ltd., 7,
Lyons Range, Kolkata- 700 001

Scrip Code:
VLSFINANCE

032019



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Scrip Code: 511333

Sub: Buy - Back of Equity Shares by VLS Finance Limited ('Company') through Tender offer route in terms of the Securities & Exchange Board of India (Buy-back of Securities) Regulations, 2018 and subsequent amendments thereto ('Buy-back Regulations').

Reg : Filing of Extinguishment Certificate

Dear Sir/Madam,

Pursuant to the public announcement dated August 12, 2024 published on August 13, 2024 (the 'Public Announcement') and the letter of offer dated August 28, 2024 (the 'Letter of Offer'), the Tendering Period for the Buyback of Equity Shares of the Company opened on Friday, August 30, 2024 and closed on Thursday, September 5, 2024 (both days inclusive).

In accordance with the provisions of Regulation 11, 21 and 24(iv) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, we hereby submit the following details of equity shares bought back during the period from August 30, 2024 to September 5, 2024 and extinguished by the Company on September 18, 2024:

1. Reconciliation of Equity Share Capital of the Company (Pre and Post Extinguishment)

Particulars	Equity Shares (In Nos)	Equity Share Capital (In Rs.)
Paid-up Equity Share Capital (Pre-Extinguishment) ⁽¹⁾ (A)	3,47,95,992	34,91,82,170*
Equity Shares Extinguished on September 18, 2024 (B)- (Current Extinguishment)	7,85,751	78,57,510
Paid-up Equity Share Capital (Post-Extinguishment)⁽²⁾(A-B)	3,40,10,241	34,13,24,660

* 4,67,500 Equity Shares were forfeited and capital received on forfeited shares was Rs. 12,22,250/-, hence the paid-up capital prior to date of extinguishment was Rs. 34,91,82,170/-.

⁽¹⁾ The Paid-up Equity Share Capital of the Company on the date of issue of Letter of offer, i.e. August 28, 2024.

⁽²⁾ The Paid-up Equity Share Capital of the Company post extinguishment, i.e. September 18, 2024.

2. Reconciliation of Equity Share Capital of the Company (Pre and Post Buyback)

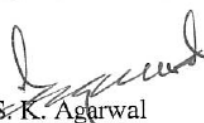





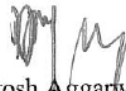
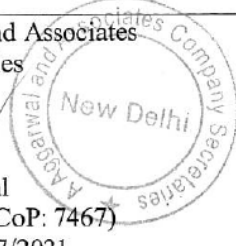
Particulars	No. of Equity Shares
Paid-up Equity Share Capital (Prior to Buyback)	3,47,95,992
Equity Shares Bought back and Extinguished up to September 18, 2024	7,85,751
Paid-up Equity Share Capital (Post-Buyback-Consequent to current Extinguishment)	3,40,10,241



We are enclosing herewith a debit confirmation letter dated September 19, 2024, received from Central Depository Services (India) Limited, related to the above extinguishment of 7,85,751 Equity Shares on September 18, 2024. Accordingly, the Paid-up Equity Shares of the Company has got reduced from 3,47,95,992 Equity Shares of Rs.10/- each to 3,40,10,241 Equity Shares of Rs.10/- each, with effect from September 18, 2024.

We hereby confirm that the extinguishment of Equity shares has been carried out in accordance with provisions contained under the Buy- back Regulations.

Hope you will find the details in order. This is for your kind information and record.

<p>For VLS Finance Limited</p>  <p>S.K. Agarwal Managing Director DIN : 00106763</p> 	<p>For VLS Finance Limited</p>  <p>K.K. Soni Director- Finance & CFO DIN : 00106037</p> 
<p>For RCMC Share Registry Private Limited (Registrar to the Buy-back)</p>  <p>Authorized Signatory</p> 	<p>For A Aggarwal and Associates Company Secretaries</p>  <p>Ashutosh Aggarwal (M. No.: A9972) (CoP: 7467) P. R. Cert. No. 1097/2021</p> 

- Copy to:
- 1) The National Stock Exchange of India Ltd., Scrip Code:
Exchange Plaza, 5th Floor Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E), Mumbai-
400051 VLSFINANCE
 - 2) The Calcutta Stock Exchange Association. Ltd., 7, 032019
Lyons Range, Kolkata- 700 001



A Aggarwal and Associates
Company Secretaries

35, Tyagi Vihar – B,
Dharam Colony, Nangloi
Delhi 110041

Mobile: 9818307204

Mail ID: aaggarwal_cs@yahoo.com

The Board of Directors
VLS Finance Limited
Ground Floor, 90, Okhla Industrial Estate
Phase-III, New Delhi 110020

Sir,

Regarding: Extinguishment of 7,85,751 fully paid- up Equity Shares of the face value of Rs. 10/- each of VLS Finance Limited consequent to completion of buy-back through Tender Offer using mechanism for acquisition of Shares through Stock Exchange

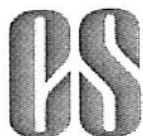
I have been engaged by the Company to issue this Certificate and do other Certifications with respect to buy-back and extinguishment of Equity Shares. The buy-back opened on 30.08.2024 for buying back Equity Shares of the Company through Tender Offer using stock exchange mechanism for acquisition of up to 33,00,000 equity Shares of the Company through National Stock Exchange of India Limited (NSE) designated for this purpose in compliance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ('Buy-back regulations'). The Buy-back closed on 05.09.2024.

The Buy-back has been proceeded by the Company based on Public Announcement, dated August 12, 2024 published on August 13, 2024 and the Letter of Offer dated August 28, 2024, pursuant to approval of the Board of Directors of the Company / Buy-back committee of the Board of Directors in terms of proviso to Section 68(2)(b) of the Companies Act, 2013 read with Buy-back regulations.

The Company has bought back 7,85,751 (Seven Lakh Eighty Five Thousand Seven Hundred and Fifty One) fully paid up Equity Shares of the face value of Rs. 10/- each through Tender Offer using stock exchange mechanism for acquisition of Shares through NSE in terms of Regulation 21 read with Regulation 11 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

This Certificate is issued in accordance with the terms of my engagement for the purpose of confirming the particulars stated in the attachment "Certificate of Extinguishment" relating to extinguishment of Equity Shares bought back by the Company and as prepared by the Company from the relevant records and details and the statement / confirmation obtained from the Central Depository Services (India) Limited and National Securities Depository Limited. The Statement has been initialed by me for identification purposes only.





The Management is responsible for: -

1. The preparation of the Extinguishment Statement including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Extinguishment Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances; and
2. Complying with all the provisions of the Companies Act, 2013, Regulations, Circulars and Guidelines issued by Securities and Exchange Board of India from time to time in the matter of buy-back of Equity Shares.

Auditor's Responsibility

In view of the requirements of the Company, I have performed the following procedures on the Extinguishment Statement: -

1. I have obtained Statement of Holdings of the Buy-back Escrow Account No. 1202060002835103 opened with Central Depository Services India Limited ('CDSL') and maintained by the Company through Globe Capital Market Limited, inter-alia, giving the details of 7,85,751 Equity Shares bought-back through Tender Offer using mechanism for acquisition of Shares through Stock Exchange, being the free balance available as on 10.09.2024 for Extinguishment.
2. I have received from the Company a copy of letter No. CDSL/OPS/IPO-CA/2024-25/CA-605954.001 dated 19.09.2024 issued by CDSL for Extinguishment of 7,85,751 Equity Shares of the Company bought-back under the buy-back offer. Equity Shares were extinguished with effect from 18.09.2024.
3. The Company had on 19.09.2024 applied to NSDL, requesting to debit 7,85,751 Equity Shares bought-back through Tender Offer using mechanism for acquisition of Shares through Stock Exchange from their records. The necessary confirmation of NSDL in this regard is awaited.
4. I have noted that number of Equity Shares bought-back, as is evident from the Statement of Holdings as on 10.09.2024 in Buy-back Escrow Account, and number of Equity Shares Extinguished, as is evident from Letter issued by CDSL dated 19.09.2024, are equal.
5. I made necessary inquiries with the Management and obtained adequate representations from the Management.

I have relied on the Management's representations that the Company had used only one Depository Account No. 1202060002835103 with CDSL maintained through Globe Capital Market Limited for buy-back of the Equity Shares.





A Aggarwal and Associates
Company Secretaries

35, Tyagi Vihar – B,
Dharam Colony, Nangloi
Delhi 110041

Mobile: 9818307204

Mail ID: aagarwal_cs@yahoo.com

Opinion

Based on the procedures performed by me and to the best of my knowledge and according to the information, explanations and representations given to me, I believe that the Equity Shares bought-back under the Buy-back offer, aggregating to 7,85,751 (Seven Lakhs Eighty Five Thousand Seven Hundred Fifty One) Equity Shares of the Company have been duly extinguished.

Restriction on use

This Certificate has been issued at the request of the Company, solely in connection with the purpose mentioned above, and is not to be used or referred to for any other purpose or distributed to anyone without my prior written consent. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any persons to whom this Certificate is shown or into whose hands it may come without my prior consent in writing.

Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries

M No. A9972 CP No. 7467

P R Certificate No. 1097/2021

UDIN: A009972F001290702



Place: New Delhi

Date: September 23, 2024



VLS FINANCE LTD.

Regd. Office : Ground Floor, 90, Okhla Industrial Estate, Phase III, New Delhi-110020

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Fax : 91-11-46656699

Email : vls@vlsfinance.com

Web : www.vlsfinance.com

CIN : L65910DL1986PLC023129

Certificate of extinguishment relating to extinguishment of equity shares bought back by VLS Finance Limited.

This Certificate is being issued in compliance with the requirements of Regulations 11, 21 and 24(iv) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("Buy-back Regulations").

Pursuant to the public announcement dated August 12, 2024 published on August 13, 2024 (the 'Public Announcement') and the letter of offer dated August 28, 2024 (the 'Letter of Offer') for the Buyback of Equity Shares of face value of Rs. 10/- each of the Company ("Equity Shares") through the tender offer route using the stock exchange mechanism, the Company has bought back 7,85,751 (Seven Lakhs Eighty Five Thousand Seven Hundred Fifty One) Equity Shares during the entire tendering period which commenced on Friday, August 30, 2024 and closed on Thursday, September 5, 2024 (both days inclusive).

The following are the details of the extinguishment of the Equity Shares which were bought back by the Company during the period between Friday, August 30, 2024 and Thursday, September 5, 2024 (both days inclusive).

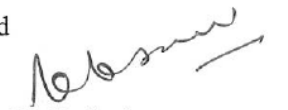
Name of the Depository Participant	DP ID	Client ID	Date of Extinguishment	No. of Equity Shares Extinguished
Globe Capital Market Limited	12020600	02835103	18-09-2024	7,85,751

Note: The Company did not buy back any Equity Shares in physical form because no valid bid was received.


It is certified that the above referred 7,85,751 Equity Shares of the Company were extinguished in compliance with Regulations 11, 21 and 24(iv) of the Buy-back Regulations.

For VLS Finance Limited


S. K. Agarwal
Managing Director
DIN: 00106763


K. K. Soni
Director-Finance & CFO
DIN: 00106037

For RCMC Share Registry Private Limited

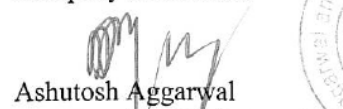

Ravinder Dua
General Manager (Systems)

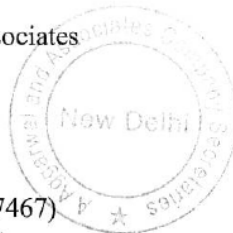


Place: New Delhi

Date: 23/09/2024

For A Aggarwal and Associates
Company Secretaries

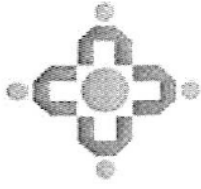

Ashutosh Aggarwal
(M. No.: A9972) (CoP: 7467)
P. R Cert. No. 1097/2021



This Statement is signed only for identification purposes and should not be read without our Certificate thereon.

Place: New Delhi

Date: 23/09/2024



Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2024-25/CA-605954.001

September 19, 2024

**The Company Secretary,
Vls Finance Limited**
2nd Floor, 13 Sant Nagar
East Of Kailash
New Delhi,
India - 110065

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
605954.001	Debit ISIN INE709A01018	Vls Finance Limited - Equity Shares	18-Sep-2024	1	785751

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**



Vinifer T Kodia
Asst. Vice President-Operations

c.c Reme Share Registry (p) Limited

Digitally signed by VINIFER TEHMTON KODIA
Date: 2024.09.19 13:48:29 +05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi
Marg, Lower Parel (East), Mumbai - 400013.
Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443
Website : www.cdslindia.com