

**VLS****VLS FINANCE LTD.**Regd. Office : Ground Floor, 90, Okhla  
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CIN : L65910DL1986PLC023129

September 30, 2023

Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.**Scrip Code: 511333****Sub:- Proceedings of the 36<sup>th</sup> Annual General Meeting held on September 29, 2023.**

Dear Sir/Madam,

This is to inform you that 36<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on 29/09/2023 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') and the business mentioned in the Notice dated 10/08/2023 were transacted.

In this regard, please find enclosed the summary of proceedings as required under para A of part A of Schedule-III read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.

This is for your information and records.

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, 5<sup>th</sup> 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**

## Annexure – I

### Summary of proceedings of the 36<sup>th</sup> Annual General Meeting ('AGM'):

The 36<sup>th</sup> AGM of the Members of VLS Finance Limited ('the Company') was held on Friday, 29<sup>th</sup> September, 2023 at 3:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Shri Anoop Mishra- Chairman of the Board and Stakeholders Relationship Committee chaired the meeting. The Chairman of Audit Committee and Nomination and Remuneration Committee were also present. The Secretary informed that 59 members had joined the meeting and the requisite quorum was present to start the meeting. The Chairman called the meeting to order. The Chairman welcomed the members and provided an overview of the Company's performance. The Chairman, then invited Shri H. Consul- Company Secretary to inform the members about the procedure for e-voting during the AGM. The Company Secretary in his address informed that the Company had provided the Members the facility to cast their vote through remote e-voting, on all resolutions set forth in the Notice for the meeting. Further, the members who were present at the AGM and had not cast their votes through remote e-voting were provided an opportunity to cast their votes during the meeting and upto 15 minutes after the conclusion of the meeting through e-voting at AGM. The Company Secretary then informed the members about inspection of documents during AGM, the changes brought about Government circulars in conducting the general meetings besides informing that there was no adverse remark or qualification in the Secretarial Auditor's Report as well as in the Statutory Auditor's Report on relevant annual accounts. The Chairman then requested Shri S. K. Agarwal –Managing Director to address the members and furthering the proceedings of the meeting. The Managing Director addressed the members and placed the business to be transacted at the meeting. *During the course of the meeting, 71 attendees were reported on the portal provided by National Securities Depository Limited for conducting AGM through VC/OAVM who remained till conclusion of meeting.*

The following items of business, as per the Notice of AGM dated 10/08/2023, were transacted at the meeting.

Resolution No.	Resolution Type	Description
1.	Ordinary Resolution	a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the report of the Board of Directors and Auditors thereon.
		b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of Auditors thereon.
2.	Ordinary Resolution	To approve dividend of Rs.1.50 per equity share.
3.	Ordinary Resolution	To appoint a Director in place of Shri Suresh Kumar Agarwal (DIN: 00106763) who retires by rotation and being eligible, offers himself for re-appointment.
4.	Ordinary Resolution	To approve the appointment of Shri Anoop Mishra (DIN: 02849054) as an Independent Director of the Company.
5.	Special Resolution	To approve the appointment of Shri Adesh Kumar Jain (DIN: 00512969) as an Independent Director of the Company.



6.	Special Resolution	To approve the re-appointment of Shri Mahesh Prasad Mehrotra (DIN: 00016768) as the Whole-time Director designated as Executive Vice -Chairman.
7.	Special Resolution	To approve revision in remuneration of Shri Suresh Kumar Agarwal (DIN: 00106763) - Managing Director of the Company.
8.	Special Resolution	To approve revision in remuneration of Shri Kishan Kumar Soni (DIN: 00106037) – Director-Finance & CFO of the Company.
9.	Ordinary Resolution	To approve modification of remuneration of Shri Vikas Mehrotra (DIN: 06476150) - Managing Director - International Operations of the Company.

The Secretary was then directed to invite members for their comments. The Members who had registered as speakers then expressed their views. The Managing Director then requested Shri K. K. Soni- Director-Finance & CFO to address the queries raised by the members and all the queries were suitably responded.

The Chairman informed the Members that the results of the voting will be announced on receipt of the Scrutinizer's Report, within 2 working days of conclusion of the meeting to the concerned Stock Exchanges and will also be available on the website of the Company.

The Meeting concluded at 3:58 p.m. The Members who had not completed their voting, were given 15 minutes to complete the e-voting on NSDL portal. The e-voting portal was closed at 4:13 p.m.

This is for your information and records.

Thanking you,  
for VLS Finance Ltd.

H. Consul ✓  
Company Secretary  
M. No.: A11183

