

VLS**VLS FINANCE LTD.**

2nd Floor, 13, Sant Nagar,
East of Kailash,
New Delhi - 110065, India
Tel. : +91-11-46656666
Fax : +91-11-46656699
Email : vls@vlsfinance.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

December 31, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 511333

Sub: 1st Extraordinary General Meeting ('EGM') of 2021 - Voting Results.

Dear Sir/Madam,

This is to inform you that 1st Extraordinary General Meeting ('EGM') of 2021 of the Company was held on Thursday, 30th December, 2021 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the businesses mentioned in the Notice dated 13/11/2021 were transacted.

In this regard, please find enclosed the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I (colly.)** alongwith Consolidated Report of Scrutinizer dated December 31, 2021, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

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, 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

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Results of voting in 1st Extraordinary General Meeting of 2021 (“EGM”) held on Thursday, 30th December, 2021 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

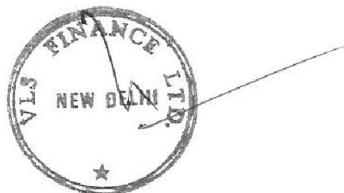
Date of AGM/EGM	30/12/2021
Total number of shareholders on record date	29870
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	70
Promoters and Promoter Group:	5 including 2 Corporate Member through Authorised Representative
Public:	65 including 6 Corporate Members through Authorised Representative

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/Special)		1.To approve the appointment of Ms. Divya Mehrotra (DIN: 00006494) as a Non-Executive, Non-Independent Director of the Company.							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result
Promoter and Promoter Group	E-Voting	17650225	16736234	94.82	16736234	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		16736234	94.82	16736234	0	100.0000	0.0000	
Public- Institutions	E-Voting	1261822	198407	15.72	0	198407	0.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		198407	15.72	0	198407	0.0000	100.0000	
Public- Non Institutions	E-Voting	19749970	1007548	5.10	1006577	971	99.9036	0.0964	
	Poll/ Evoting at AGM		3	0.00	3	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1007551	5.10	1006580	971	99.9036	0.0964	
Total		38662017	17942192	46.41	17742814	199378	98.8888	1.1112	



Resolution required: (Ordinary/Special)			2. To approve appointment of Shri Vikas Mehrotra (DIN:06476150) as Managing Director- International Operations and to approve the Remuneration Package therefor.						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result
Promoter and Promoter Group	E-Voting	17650225	16736234	94.82	16736234	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736234	94.82	16736234	0	100.0000	
Public- Institutions	E-Voting	1261822	198407	15.72	0	198407	0.0000	100.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1261822	198407	15.72	0	198407	0.0000	
Public- Non Institutions	E-Voting	19749970	1007548	5.10	1006277	1271	99.8739	0.1261	
	Poll/ Evoting at AGM		3	0.00	3	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19749970	1007551	5.10	1006280	1271	99.8739	0.1261
Total		38662017	17942192	46.41	17742514	199678	98.8871	1.1129	



xxxxxxxxxx



Scrutinizer's Report
[Combined Report of Remote E-voting & E-voting at EGM]

December 31, 2021

The Chairman of the 1st Extra Ordinary General Meeting of 2021 ("EGM"),
VLS Finance Limited,
Regd. Off.: 2nd Floor, 13, Sant Nagar,
East of Kailash, New Delhi-110 065
Corp. office: Building in Plot no. 90, Okhla Industrial Estate, Phase-III, New Delhi-110020

Dear Sir,

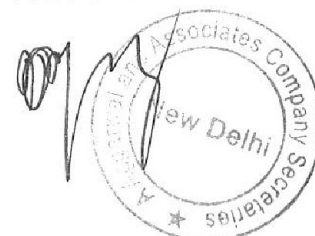
Scrutinizer's Report for combined result of Remote E-voting and E- voting at EGM conducted at the 1st Extra Ordinary General Meeting of 2021 ("EGM") of the Members of VLS Finance Limited held on Thursday, 30th December, 2021 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on agenda items of said EGM.

1. I, Ashutosh Aggarwal, practicing Company Secretary had been appointed as the Scrutinizer for conducting the scrutiny in connection with remote e-voting held between 27th December, 2021 to 29th December, 2021 and E- voting at EGM on the items contained in notice convening 1st EGM of the Company on 30/12/2021 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, by the Board of Directors of VLS Finance Limited vide its resolution dated 13/11/2021.

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of EGM through VC/OAVM and voting by electronic means for the resolutions so contained in the notice of the 1st EGM dated 13/11/2021. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the 1st EGM of 2021, based on the reports generated from the e-voting system provided by the National Securities Depository India Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

2. The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility of remote electronic voting to the members of the Company from 9.00 A.M. on Monday, 27th December, 2021 till 5.00 p.m. on Wednesday, the 29th December, 2021. E-voting was disabled by NSDL at 5.00 p.m. on 29th December, 2021.
3. Voting rights was reckoned on the paid-up value of shares registered in the name of the member as on Thursday, 23rd December, 2021, the cut-off date for votes on the resolutions either by remote e-voting or E-voting at EGM.





4. The e-voting results were unblocked on December 30, 2021 around 05.15 p.m. in the presence of two witnesses, for details please refer to scrutinizer's report on Remote e-voting dated 31/12/2021.
5. As the Chairman of the 1st EGM of the Company, you had consented to my appointment as the Scrutinizer for the E-voting at EGM pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated 13/11/2021. The facility of E-voting at EGM was provided at the said EGM to facilitate members to cast their votes who could not participate in remote e-voting and was available till 15 minutes after conclusion of EGM. The EGM was concluded at 4:10 p.m. on 30/12/2021. For further details please refer to Scrutinizer's Report for the E-voting at EGM in the form MGT-13 dated December 31, 2021.
6. The combined result of Remote E-voting and of voting at EGM is attached as an annexure to this report. There were no invalid or defective votes.
7. All the resolutions proposed in the agenda items of the 1st EGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.

I hereby confirm that I am maintaining the registers received from service provider both electronically and manually in respect of votes cast through e-voting. I shall arrange to handover these records to you or person authorised by the Company upon receipt of copy of authenticated minutes of said EGM.

Thanking you,
Yours faithfully,



Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries
ACS 9972 CP No. 7467
P. R. Certificate No. : 1097/2021
UDIN:A009972C002016229
Place: New Delhi

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Results of voting in 1st Extraordinary General Meeting of 2021 (“EGM”) held on Thursday, 30th December, 2021 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

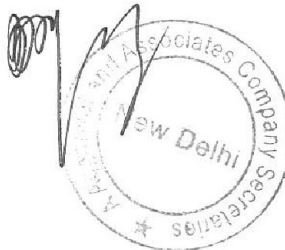
Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

Date of AGM/EGM	30/12/2021
Total number of shareholders on record date	29870
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	70
Promoters and Promoter Group:	5 including 2 Corporate Member through Authorised Representative
Public:	65 including 6 Corporate Members through Authorised Representative

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/Special)		1.To approve the appointment of Ms. Divya Mehrotra (DIN: 00006494) as a Non-Executive, Non-Independent Director of the Company.							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	
Promoter and Promoter Group	E-Voting	17650225	16736234	94.82	16736234	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736234	94.82	16736234	0	100.0000	0.0000
Public- Institutions	E-Voting	1261822	198407	15.72	0	198407	0.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1261822	198407	15.72	0	198407	0.0000	100.0000
Public- Non Institutions	E-Voting	19749970	1007548	5.10	1006577	971	99.9036	0.0964	
	Poll/ Evoting at AGM		3	0.00	3	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19749970	1007551	5.10	1006580	971	99.9036	0.0964
Total		38662017	17942192	46.41	17742814	199378	98.8888	1.1112	



Resolution required: (Ordinary/Special)		2. To approve appointment of Shri Vikas Mehrotra (DIN:06476150) as Managing Director- International Operations and to approve the Remuneration Package therefor.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17650225	16736234	94.82	16736234	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17650225	16736234	94.82	16736234	0	100.0000	0.0000
Public- Institutions	E-Voting	1261822	198407	15.72	0	198407	0.0000	100.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1261822	198407	15.72	0	198407	0.0000	100.0000
Public- Non Institutions	E-Voting	19749970	1007548	5.10	1006277	1271	99.8739	0.1261
	Poll/ Evoting at AGM		3	0.00	3	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19749970	1007551	5.10	1006280	1271	99.8739	0.1261
Total		38662017	17942192	46.41	17742514	199678	98.8871	1.1129

XXXXXXXXXX

