



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

August 9, 2024

To,

National Stock Exchange of India Ltd. BSE Limited

Exchange Plaza,

Bandra Kurla Complex,

Bandra (E),

Mumbai- 400051

Listing Department

P.J. Towers, 1st Floor,

Dalal Street, Fort,

Mumbai – 400 001

Ref: Scrip Code: VLSFINANCE

Scrip Code: 511333

Dear Sir/ Madam,

Sub: Outcome of Board Meeting

Further to our intimation dated August 6, 2024 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of VLS Finance Limited (the "Company") at its meeting held on August 9, 2024 has, inter alia, approved the following:

- Considered and approved the Un-audited Financial Results (Standalone and Consolidated) of the Company for the quarter ended 30th June, 2024 ("Financials"). Pursuant to Regulation 33 of the SEBI (Listing Obligation Disclosure Requirement) Regulations 2015, we are enclosing Un-audited Financial Results (Standalone and Consolidated) for the quarter ended 30th June, 2024 together with the Limited Review Report by statutory auditors for the said Financials as **Annexure-A**. It is hereby declared that there are no adverse comments by auditors in their report i.e. the Auditors have given unmodified opinion.
- Buyback of fully paid up equity shares of Face Value of Rs 10/- (Rupees Ten only) each up to 33,00,000 (Thirty Three Lakhs) Equity Shares of the Company for an aggregate amount not exceeding Rs. 1,25,40,00,000/- (Rupees One Hundred Twenty Five Crores and Forty Lakhs only) (hereinafter referred to as the "**Buyback Size**"), being 9.48% of the total paid-up equity share capital, at a price of Rs. 380/- (Rupees Three Hundred Eighty only) per Equity Share (hereinafter the "**Buyback Price**" and such buyback, the "Buyback").
- The Buyback is proposed to be made from the existing shareholders of the Company as on the record date on a proportionate basis through the "Tender Offer" route using mechanism for acquisition of shares through stock exchange as prescribed under Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations") and the Companies Act, 2013 and rules made thereunder (the "Act"). The Buyback Size does not include transaction costs viz. brokerage, applicable taxes such as Buyback tax, securities transaction tax, GST, stamp duty, any expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India, advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses.



- Noted the intention of Members of the Promoter and Promoter Group of the Company for non-participation in the proposed Buyback.
- As the size of the proposed Buyback is less than 10% of the paid-up capital and free reserves of the Company hence members' approval is not required.
- Pursuant to Regulation 42 of the Listing Regulation and Regulation 9(i) of the Buyback Regulations, as amended, the Board has fixed Monday, 26th August, 2024 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who shall be eligible to participate in the Buyback.
- Delegated to/ authorized the Buyback Committee of the Board to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary, expedient, usual or proper in connection with the proposed Buyback.
- In terms of Regulation 5(via) of the Buyback Regulations, the Board/ Buyback Committee may, till 1 (one) working day prior to the record date, increase the Buyback price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.
- Appointed "New Berry Capitals Private Limited" (CIN: U67190MH2007PTC174445 and SEBI Registration no. INM000012999) as "Manager to the Buyback". The public announcement setting out the process, timelines and other requisite details of the Buyback will be released in due course in accordance with the Buyback Regulations and the letter of offer to be issued and published in accordance with the Buyback Regulations.

The meeting commenced at 3:30 P.M. and concluded at 9:50 P.M.

The information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as **Annexure-B**.

We request you to take the above information on record.

Thanking you,
For VLS Finance Limited

H. Consul
Company Secretary
M. No. A11183



Encl. as above

Copy to: The Calcutta Stock Exchange Association. Ltd.,
7, Lyons Range, Kolkata- 700 001 (Scrip Code: 032019)



Agiwal & Associates

CHARTERED ACCOUNTANTS

D-6/9, Upper Ground Floor, Rana Pratap Bagh, Delhi-110007 (INDIA)
Phone : 011-41011281, 43512990 E-mail : caagiwal68@gmail.com, office@agiwalassociates.in

ANNEXURE - A

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

**THE BOARD OF DIRECTORS OF
VLS FINANCE LIMITED**

1. We have reviewed the accompanying statement of standalone unaudited financial results (the statement) of **VLS FINANCE LIMITED** (the "Company") for the **Quarter ended 30th June, 2024**, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including relevant circulars issued by the SEBI from time to time.
2. This statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the accounting principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Agiwal & Associates

Chartered Accountants
(FRN -000181N)

CA P. C. Agiwal
Partner
(M. No.80475)



UDIN: 24080475BKFLAP5138
Place: New Delhi
Date: August 09, 2024



Agiwal & Associates

CHARTERED ACCOUNTANTS

D-6/9, Upper Ground Floor, Rana Pratap Bagh, Delhi-110007 (INDIA)
Phone : 011-41011281, 43512990 E-mail : caagiwal68@gmail.com, office@agiwalassociates.in

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report
The Board of Directors
VLS Finance Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of VLS Finance Limited (the "Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), its associates, joint ventures and joint operations for the quarter ended June 30, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

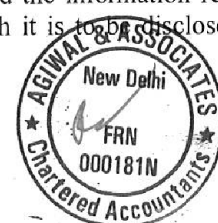
Subsidiaries:

VLS Securities Limited
VLS Asset Management Limited
VLS Real Estate Limited

Associates:

VLS Capital Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 and 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. We did not review the interim financial information of VLS Securities Limited (subsidiary company) included in the statement, whose financial information reflects total revenues of Rs. 30.10 lakh, total net profit/(loss) after tax of Rs. (22.63) lakh and total comprehensive income of Rs. 1,190.09 lakh for the quarter ended 30th June, 2024. The statement also includes the Group's share of net profit after tax of Rs. 12.03 lakh and total comprehensive income of Rs. 13.95 lakh for the quarter ended 30th June, 2024 in respect of VLS Capital Limited (associate company), based on their financial information, which have not been reviewed by us. These financial information's have been reviewed by other auditor whose review report has been furnished to us by the management of VLS Finance Limited, and our conclusion in so far as it relates to the amounts and disclosures included in respect of this subsidiary and associate, is based solely on the review report of such other auditor and the procedures performed by us as stated in paragraph 3 above.
7. Our conclusion on the Statement is not modified in respect of the above matters referred in Point No. 6.

For Agiwal & Associates

Chartered Accountants

(FRN-000181N)

Prakash Chand Agiwal



CA Prakash Chand Agiwal

Partner

(M. No.80475)

New Delhi

August 09, 2024

UDIN: 24080475BKFLAQ1230

VLS FINANCE LIMITED.
 Regd. Office: Ground Floor, 90, Okhla Industrial Estate, Phase-III, New Delhi- 110020
 Ph: 91(11) 46656666 Fax: 91(11) 46656699 CIN: L65910DL1986PLC023129
 Email: vls@vlsfinance.com ; Website: www.vlsfinance.com
UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30-JUNE-2024

(Rs.in Lakhs except Earning per share data)

| S No | Particulars | Standalone | | | |
|------|------------------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------|-------------------|-------------------|
| | | Quarter Ended | | | Year Ended |
| | | 30-June-2024 | 31st-March-2024 | 30-Jun-2023 | 31st-March-2024 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | 2 | 3 | 4 | 5 | 6 |
| 1 | Income | | | | |
| | (a) Revenue from Operations | | | | |
| | (i) Interest Income | 371.48 | 381.16 | 301.62 | 1,401.31 |
| | (ii) Dividend Income | 139.44 | 176.99 | 320.69 | 1,200.05 |
| | (iii) Net gain on fair value changes | 12,490.66 | 9,195.88 | 10,449.37 | 37,370.42 |
| | (iv) Other Operating Income | - | - | - | 17.65 |
| | Total (a) | 13,001.58 | 9,754.03 | 11,071.68 | 39,989.43 |
| | (b) Other Income | 162.74 | 240.00 | 141.77 | 1,019.72 |
| | Total (b) | 162.74 | 240.00 | 141.77 | 1,019.72 |
| | Total Income (a+b) | 13,164.32 | 9,994.03 | 11,213.45 | 41,009.15 |
| 2 | Expenses | | | | |
| | (a) Employee benefits expense | 207.31 | 173.11 | 165.44 | 638.75 |
| | (b) Finance costs | 4.56 | 5.72 | 3.59 | 20.56 |
| | (c) Impairment on financial instruments | - | 8.15 | - | 8.15 |
| | (d) Depreciation and amortization expense | 126.25 | 156.72 | 142.06 | 570.05 |
| | (e) Other Expenses | 441.92 | 485.52 | 407.36 | 1,657.23 |
| | Total expenses | 780.04 | 829.22 | 718.45 | 2,894.75 |
| 3 | Profit/(Loss) before exceptional items and tax (1-2) | 12,384.28 | 9,164.81 | 10,495.00 | 38,114.40 |
| 4 | Exceptional items | - | - | - | - |
| 5 | Profit before tax (3-4) | 12,384.28 | 9,164.81 | 10,495.00 | 38,114.40 |
| 6 | Tax (expense)/credit (net): | | | | |
| | (a) Current tax | (1,897.00) | (3,074.78) | (2,705.00) | (11,062.78) |
| | (b) Deferred tax | (1,152.76) | 1,326.84 | 1,376.57 | 4,970.37 |
| | Total tax expenses | (3,049.76) | (1,747.94) | (1,328.43) | (6,092.41) |
| 7 | Profit for the Period (5+6) | 9,334.52 | 7,416.87 | 9,166.57 | 32,021.99 |
| 8 | Other Comprehensive Income (OCI) | | | | |
| | (i) Items that will not be reclassified to profit or loss | | | | |
| | Gain/(Loss) arising on Defined Employee Benefits | 2.79 | 28.52 | (5.78) | 11.17 |
| | Gain/(Loss) arising on fair valuation of Investments | 9,798.95 | (1,746.58) | 12,986.24 | 27,992.76 |
| | Income tax (expense)/credit on the above | (2,186.86) | 432.41 | (3,266.92) | (7,048.03) |
| | (ii) Items that will be reclassified to profit or loss | | | | |
| | Gain/(Loss) arising on fair value of bonds/debentures | (59.49) | (151.01) | 11.16 | (209.07) |
| | Income tax (expense)/credit on the above | 14.97 | 38.01 | (2.81) | 52.62 |
| | Total Other Comprehensive Income | 7,570.36 | (1,398.65) | 9,721.89 | 20,799.45 |
| 9 | Total Comprehensive Income for the period (7+8) (Comprising Profit/(Loss) and Other Comprehensive Income for the period) | 16,904.88 | 6,018.22 | 18,888.46 | 52,821.44 |
| 10 | Paid up equity share capital (Face value Re.10/- per share) | 3,491.82 | 3,491.82 | 3,491.82 | 3,491.82 |
| 11 | Earning Per Share (EPS) | ** | ** | ** | |
| | Basic EPS (in Rs.) (** Not annualised) | 26.83 | 21.28 | 26.19 | 91.89 |
| | Diluted EPS (in Rs.) (** Not annualised) | 26.83 | 21.28 | 26.19 | 91.89 |



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VLS FINANCE LIMITED.

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Ph: 91(11) 46656666 Fax: 91(11) 46656699 CIN: L65910DL1986PLC023129

Email: vls@vlsfinance.com ; Website: www.vlsfinance.com

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30-JUNE-2024

(Rs.in Lakhs except Earning per share data)

| S No | Particulars | CONSOLIDATED | | | |
|------|------------------------------------------------------------------|-------------------|-------------------|-------------------|-------------------|
| | | Quarter Ended | | | Year Ended |
| | | 30-June-2024 | 31st-March-2024 | 30-Jun-2023 | 31st-March-2024 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | 2 | 3 | 4 | 5 | 6 |
| 1 | Income | | | | |
| | (a) Revenue from Operations | | | | |
| | (i) Interest Income | 375.32 | 385.02 | 304.80 | 1,414.60 |
| | (ii) Dividend Income | 139.44 | 176.99 | 320.69 | 1,589.91 |
| | (iii) Net gain on fair value changes | 12,490.68 | 9,195.88 | 10,449.44 | 37,370.49 |
| | (iv) Other Operating Income | 26.24 | 49.82 | 88.53 | 327.30 |
| | Total (a) | 13,031.68 | 9,807.71 | 11,163.46 | 40,702.30 |
| | (b) Other Income (Including Share of profit/(loss) of associate) | 168.77 | 247.07 | 151.68 | 1,117.40 |
| | Total (b) | 168.77 | 247.07 | 151.68 | 1,117.40 |
| | Total Income (a+b) | 13,200.45 | 10,054.78 | 11,315.14 | 41,819.70 |
| 2 | Expenses | | | | |
| | (a) Finance costs | 4.57 | 5.72 | 3.59 | 20.56 |
| | (b) Impairment on financial instruments | - | 8.15 | - | 8.15 |
| | (c) Employee benefits expense | 245.74 | 234.13 | 195.64 | 779.22 |
| | (d) Depreciation and amortization expense | 126.37 | 156.90 | 142.07 | 570.49 |
| | (e) Other Expenses | 461.48 | 504.16 | 445.84 | 1,818.19 |
| | Total expenses | 838.15 | 909.06 | 787.14 | 3,196.61 |
| 3 | Any Other Income/(Expense) | - | - | - | - |
| 4 | Profit /(Loss) before exceptional items and tax (1-2+3) | 12,362.30 | 9,145.72 | 10,528.00 | 38,623.09 |
| 5 | Exceptional items | - | - | - | - |
| 6 | Profit before tax (4+5) | 12,362.30 | 9,145.72 | 10,528.00 | 38,623.09 |
| 7 | Tax (expense)/credit (net): | | | | |
| | (a) Current tax | (1,897.00) | (3,067.30) | (2,709.29) | (11,161.56) |
| | (b) Deferred tax | (1,141.41) | 1,327.42 | 1,376.18 | 4,971.91 |
| | Total tax expenses | (3,038.41) | (1,739.88) | (1,333.11) | (6,189.65) |
| 8 | Profit after tax (6+7) | 9,323.89 | 7,405.84 | 9,194.89 | 32,433.44 |
| 9 | Profit attributable to non-controlling interests | (0.00) | - | - | (0.00) |
| 10 | Profit for the Period (8-9) | 9,323.89 | 7,405.84 | 9,194.89 | 32,433.44 |



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VLS FINANCE LIMITED.

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Email: vls@vlsfinance.com ; Website: www.vlsfinance.com

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30-JUNE-2024

(Rs.in Lakhs except Earning per share data)

| S No | Particulars | CONSOLIDATED | | | |
|------|-----------------------------------------------------------------------------------------------|------------------|--------------------|------------------|------------------|
| | | Quarter Ended | | | Year Ended |
| | | 30-June-2024 | 31st-March-2024 | 30-Jun-2023 | 31st-March-2024 |
| | | Unaudited | Audited | Unaudited | Audited |
| 1 | 2 | 3 | 4 | 5 | 6 |
| 11 | Other Comprehensive Income (OCI) | | | | |
| | (i) Items that will not be reclassified to profit or loss | | | | |
| | Gain/(Loss) arising on Defined Employee Benefits | 3.03 | 34.01 | (7.32) | 12.05 |
| | Gain/(Loss) arising on fair valuation of Investments | 11,413.64 | (15,144.03) | 22,065.17 | 22,941.58 |
| | Income tax (expense)/credit relating to items that will not be reclassified to profit or loss | (2,587.15) | 3,801.94 | (5,550.87) | (5,774.68) |
| | (ii) Items that will be reclassified to profit or loss | | | | |
| | Gain / (Loss) arising on fair value of bonds/debentures | (59.49) | (151.02) | 11.16 | (209.08) |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | 14.97 | 38.01 | (2.81) | 52.62 |
| | Total Other Comprehensive Income | 8,785.00 | (11,421.09) | 16,515.33 | 17,022.49 |
| 12 | Total Comprehensive Income for the period (8+11) | 18,108.89 | (4,015.25) | 25,710.22 | 49,455.93 |
| | (Comprising Profit/(Loss) and Other Comprehensive Income for the period) | | | | |
| 13 | Net Profit for the period attributable to: | | | | |
| | Shareholders of the Company | 9,323.89 | 7,405.84 | 9,194.89 | 32,433.44 |
| | Non-controlling interests | (0.00) | - | - | (0.00) |
| 14 | Other Comprehensive Income attributable to: | | | | |
| | Shareholders of the Company | 8,785.00 | (11,421.09) | 16,515.33 | 17,022.49 |
| | Non-controlling interests | - | - | - | - |
| 15 | Total Comprehensive Income attributable to: | | | | |
| | Shareholders of the Company | 18,108.89 | (4,015.25) | 25,710.22 | 49,455.93 |
| | Non-controlling interests | (0.00) | - | - | (0.00) |
| 16 | Paid up equity share capital (Face value Re.10/- per share) | 3,491.82 | 3,491.82 | 3,491.82 | 3,491.82 |
| 17 | Earning Per Share (EPS) | (*) | (*) | (*) | |
| | Basic EPS (in Rs.) (*) Not annualised | 26.80 | 21.25 | 26.27 | 93.07 |
| | Diluted EPS (in Rs.) (*) Not annualised | 26.80 | 21.25 | 26.27 | 93.07 |



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Notes:

- 1 These Unaudited financial results have been prepared in accordance with the requirements of Regulations 33 and Regulations 52 read with Regulation 63 of the listing regulations, read with SEBI Circulars CIR/CFD/FAC/62/2016 dated 5 July 2016 and CIR/IMD/DF1/69/2016 dated 10 August 2016 and is in conformity with the applicable Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with relevant rules issued there-under, and other accounting principles generally accepted in India.
- 2 These Unaudited financial results have been prepared in accordance with Division III of Schedule III, in the format for financial statements of Non-Banking Financial Companies, as defined in the Companies (Indian Accounting Standards) (Amendment) Rules 2016 read with section 133 of the Companies Act, 2013.
- 3 The above standalone and consolidated unaudited financial results for the quarter ended 30 June 2024 were approved and taken on record in the Board Meeting held on 09.08.2024 after being reviewed and recommended by the Audit Committee on the same date and have been subjected to limited reviewed by the statutory auditors of the Company.
- 4 The consolidated unaudited financial results include the Unaudited financial results for the quarter ended on 30-June-2024 of the subsidiaries VLS Securities Limited (100%), VLS Asset Management Limited (99.15%) and VLS Real Estate Limited (100%). The Unaudited financial results of VLS Capital Ltd. for the same period have been consolidated as an associate under equity method of accounting.
- 5 The columns relating to profit/loss from discontinued operations have been dispensed with in above results because there were no operations which were discontinued during relevant period.
- 6 The figures for the last quarter ended on 31 March 2024 represents the balancing figures between audited figures in respect of the full financial year 2023-24 and the published year-to-date figures upto third quarter of the respective year.
- 7 The Company operates in single segment viz. investments and dealing in Shares/Securities & Derivatives, hence segment-wise reporting has not been made.
- 8 The Board of Directors of the Company in its meeting held on 09-August-2024 has approved buy-back of its own shares through tender route under stock exchange mechanism in terms of proviso to clause (b) of sub section 2 of section 68 of the Companies Act, 2013 and other applicable regulations. Further details in this regard will be informed in due course.
- 9 Previous period figures have been regrouped / reclassified wherever necessary to conform to current period classification and rounding off errors have been ignored. The amounts reflected as " 0 " or " - " in the financial information are values with less than rupees five hundred.
- 10 These results are also available on the website of the Company viz. www.vlsfinance.com and post dissemination on the website of stock exchanges namely www.bseindia.com, www.nseindia.com and www.cse-india.com.

Place: New Delhi
Date: 9th August 2024



By order of the Board
for VLS Finance Limited


S.K. AGARWAL
Managing Director
DIN:00106763



Annexure B

Disclosure of Event and Information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023.

1. Buyback of Securities

| Sr.No | Particulars | |
|--------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Number of securities proposed for buyback | Maximum 33,00,000 (Thirty Three Lakhs) Equity Shares at maximum buy-back price of Rs. 380/- (Rupees Three Hundred Eighty only) per Equity Share. The maximum number of Equity Shares proposed to be bought back may decrease in case the price of the Buy-back is revised in terms of regulation 5(via) of the buyback regulations. Further, the Company shall ensure compliance with the minimum public shareholding requirement as per conditions for continuous listing prescribed in terms of Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 |
| 2. | Number of securities proposed for buyback as a percentage of existing paid up capital | Not exceeding 10% of the paid up equity share capital and free reserves of the Company. Up to 33,00,000 (Thirty Three Lakhs) Equity Shares representing up to 9.48% of the paid-up equity share capital of the Company. |
| 3. | Buyback Price | Rs. 380/- (Rupees Three Hundred Eighty only) per equity share. |
| 4. | Actual securities in number and percentage of existing paid up capital bought back | Up to 33,00,000 Equity Shares representing up to 9.48% of the paid-up equity share capital of the Company. However, the actual number of Equity Shares to be bought back during the Buy-back will depend upon the actual price paid (excluding the Transaction Costs) for the Equity Shares bought back and the aggregate actual amount utilised in the Buy-back. |
| 5. | Pre & Post shareholding pattern. | As given below |



Pre and Post Shareholding Pattern as on August 9, 2024

| Category of Shareholder | Pre Buyback | | Post Buyback | |
|---------------------------------------|----------------------|-------------|----------------------|-------------|
| | No. of Equity Shares | % of Shares | No. of Equity Shares | % of Shares |
| Promoters Holding (A) | | | | |
| a. Individuals | 3896130 | 11.20% | Note-1 | |
| b. Companies | 13795806 | 39.64% | | |
| Non-Promoters Shareholding (B) | | | | |
| Public | 17104056 | 49.16% | Note-2 | |
| Total (A+B) | 34795992 | 100% | 3,14,95,992 | 100% |

Note - 1: The person forming part of the Promoter group shall not participate in the buy-back of equity shares of the Company.

Note – 2: The detailed Post Buyback Shareholding category wise is not ascertainable as on date. However, Post Buyback Total Number of Equity Shares in the Company shall be 3,14,95,992 Equity Shares (Assuming that the response to the Buyback is to the extent of 100% (full acceptance)).

