



Merchant Banking | PCG Equity Broking | PMS

New Berry Capitals Private Limited

A 602, Level 6, Marathon Next Gen Innova,
Ganpatrao Kadam Marg, Lower Parel (West),
Mumbai – 400 013.

Tel.: +91 22 4881 8442

Web: www.newberrygroup.in

CIN No.: U67190MH200PTC174445

SEBI Merchant Banking Registration No.: INM000012999

September 12, 2024

To,
The General Manager
Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P. J. Tower
Dalal Street, Fort
Mumbai – 400 001
BSE Scrip Code: 511333

To,
The General Manager (Listing)
National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Plot No. C/1, G Block
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051
NSE Trading Symbol: VLSFINANCE

Sub: Submission of Post Buyback Public Announcement

Ref : Buy-back of 33,00,000 (Thirty Three Lakhs Only) fully paid-up Equity Shares of VLS Finance Limited (the “Company”) at a price of Rs. 380/- (Rupees Three Hundred and Eighty only) per Equity Share payable in cash on proportionate basis through tender offer route

Dear Sir/Madam,

Referring to the captioned subject and on the closure of the tendering period and subsequent settlement date, we have released the Post Buyback Public Announcement in compliance with the provisions under Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 in the following newspapers:

The Financial Express	English – All Editions
Jansatta	Hindi – All Editions

In this regard, we are enclosing herewith e-copy of the Post Buyback Public Announcement released in the Financial Express and Jansatta for your kind perusal. We are also submitting herewith a soft copy of the same in PDF to upload on your website. We certify that the contents of the PDF format are identical with the copy of the PA published in newspapers.

We request you to take this Post Buyback Public Announcement on your records and disseminate the same on your website at the earliest. We also confirm that copy of Post Buyback Public Announcement is already filed with SEBI.

For any further information, you may please connect with our team at below mentioned co-ordinates.

Satish Mangutkar	satish@newberry.in	+91-77388 63333
Ankur Sharma	ankur@newberry.in	+91- 90490 46180

Thanking you.

For **New Berry Capitals Private Limited**

Ankur Sharma
VP, Investment Banking
Encl. As Above

VLS FINANCE LIMITED

CIN: L65910DL1986PLC023129

Registered Office: Ground Floor, 90, Okhla Industrial Estate, Phase III, New Delhi – 110020.

Tel: +91-11-46656666; E-mail: vls@vlsfinance.com; Website: www.vlsfinance.com

Contact Person: H. Consul, Company Secretary & Compliance Officer; E-mail: hconsul@vlsfinance.com

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF VLS FINANCE LIMITED

This Post Buyback public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended from time to time ("SEBI Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated August 12, 2024 published on August 13, 2024 ("Public Announcement") and the Letter of Offer dated August 28, 2024 ("Letter of Offer")

Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- VLS Finance Limited ("Company") had announced a buyback of upto 33,00,000 (Thirty Three Lakhs only) fully paid-up equity shares of face value of Rs.10/- each ("Equity Shares") at a price of Rs.380/- (Rupees Three Hundred and Eighty only) per Equity Share ("Buyback Price"), payable in cash, for an aggregate amount of Rs.125,40,00,000/- (Rupees One Hundred Twenty Five Crores and Forty Lakhs only) ("Buyback Offer Size") from the Eligible Shareholders holding Equity Shares as on August 26, 2024 ("Record Date") excluding the Transaction Costs from all the existing shareholders / beneficial owners of Equity Shares, on a proportionate basis, through the Tender Offer method ("Buyback" or "Buyback Offer").
- The Buyback Offer Size constituted 8.21% and 8.04% of the aggregate of Company's fully paid-up Equity share capital and free reserves as per the latest audited standalone and consolidated financial statements as on March 31, 2024, respectively, in accordance with section 68(2)(b) of the Companies Act, 2013 and the SEBI Buyback Regulations. The number of Equity Shares proposed to be bought back constituted 9.48% of the Pre-Buyback Equity Shares of the Company as on March 31, 2024.
- The Company adopted the "tender offer" method for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India vide its circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, circular no. SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/35 dated March 08, 2023, including any amendments or statutory modifications for the time being in force. For the purposes of the Buyback, NSE was the designated stock exchange ("DSE").
- The Tendering Period for the Buyback Offer started on Friday, August 30, 2024 and ended on Thursday, September 05, 2024.

2. DETAILS OF BUYBACK

- The total number of Equity Shares bought back by the Company in the Buyback were 7,85,751 (Seven Lakh Eighty Five Thousand Seven Hundred and Fifty One only) at the price of ₹380/- (Rupees Three Hundred and Eighty only) per Equity Share.
- The total amount utilized in the Buyback is ₹29,85,85,380/- (Rupees Twenty-Nine Crores Eighty Five Lakhs Eighty Five Thousand Three Hundred and Eighty only) excluding the transaction cost.
- The Registrar to the Buyback, RCMC Share Registry Private Limited, considered a total of 2,102 valid bids for 7,85,751 Equity Shares in response to the Buyback, which is approximately 0.24 times the maximum number of Equity Shares proposed to be bought back. The details of bids received/considered by the Registrar to the Buyback are set out below.

Category of Shareholders	No. of Equity Shares reserved in Buyback	Total No. of Bids		Total Equity Shares Tendered		% Response (Valid Bids)
		No. of Valid Bids	No. of Invalid Bids	Equity Shares Validly Tendered	Equity Shares Invalidly Tendered	
Reserved category for Small Shareholders	5,65,316	1,940	13	1,19,677	197	21.17%
General category of other Eligible Shareholders	27,34,684	162	0	6,66,074	1,517*	24.36%
Total	33,00,000	2,102	13	7,85,751	1,714	23.81%
			2,115		7,87,465	

*In one case, a total of 50,607 shares were tendered which were in excess by 1,517 shares as on record date. Hence, such 1,517 excess shares were returned and the holding of 49,090 shares as on record date was accepted.

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection was sent by Registrar to the Buyback to the Eligible Shareholders, on Wednesday, September 11, 2024.
- The settlement of all valid bids was completed by the NSE Clearing Limited ("Clearing Corporation") on Tuesday, September 10, 2024. Clearing Corporation has made direct funds payout to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If any Eligible Shareholders' bank account details were not available or if the funds transfer instruction was rejected by Reserve Bank of India or relevant bank, due to any reason, then such funds were transferred to the concerned Seller Members for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
- Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on Tuesday, September 10, 2024. The unaccepted dematerialized Equity Shares were also released from lien by the Clearing Corporation on Tuesday, September 10, 2024. No valid bid for Equity Shares in physical form was received in the Offer.
- The extinguishment of 7,85,751 Equity Shares accepted under the Buyback Offer is currently under process and will be completed in accordance with the SEBI Buyback Regulations on or before Thursday, September 19, 2024.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

- The capital structure of the Company pre and post Buyback is as under:

Particulars	Pre-Buyback	Post Buyback
Authorised Share Capital	₹1,50,00,00,000 (15,00,00,000 Equity Shares of ₹10/- each)	₹1,50,00,00,000 (15,00,00,000 Equity Shares of ₹10/- each)
Issued Subscribed and Paid-up Equity Capital	₹34,91,82,170* (3,47,95,992 Equity Shares)	₹34,13,24,660* (3,40,10,241 Equity Shares)*

*Equity share capital amount includes ₹ 12.22 Lakhs being the amount forfeited on 4,67,500 equity shares.

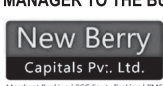
*Subject to extinguishment of 7,85,751 Equity Shares accepted in the Buyback.

- There are no Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buyback.
- The shareholding pattern of the Company, prior to the Buyback (as of the Record Date, being August 26, 2024) and post the completion of the Buyback is as follows:

Particulars	Pre -Buyback		Post -Buyback*	
	Number of Shares	% to the existing Equity Share Capital	Number of Shares	% to the Post Buyback Equity Share Capital
Promoters and persons acting in concert (Collectively "the Promoter & Promoter Group")	1,76,91,936	50.84%	1,76,91,936	52.02%
Foreign Investors (Including Non- Resident Indians, FII's)	7,55,219	2.17%		
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions and Insurance Companies	11,426	0.03%	1,63,18,305	47.98%
Others (Public, Public Bodies Corporate etc.)	1,63,37,411	46.95%		
Total	3,47,95,992	100.00%	3,40,10,241	100.00%

*Subject to extinguishment of 7,85,751 Equity Shares of the Company.

4. MANAGER TO THE BUYBACK OFFER



New Berry Capitals Private Limited

Contact Person: Mr. Satish Mangutkar/ Mr. Ankur Sharma

Address: A-602, Marathon NextGen Innova, Level 6, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013

Tel: 022 4881 8446

Email: mb@newberry.in

Website: www.newberry.in

SEBI Regn. No.: INM000012999

Validity Period: Permanent

CIN: U67190MH2007PTC174445

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buy Back Regulations, the Board of Directors of the Company ("Board") accepts responsibility for the information contained in this Post Buy Back Public Announcement and confirms that this Post Buy Back Public Announcement contains true, factual and material information and does not contain any misleading information.

FOR AND ON BEHALF OF DIRECTORS OF VLS FINANCE LIMITED

Sd/-	Sd/-	Sd/-
Suresh Kumar Agarwal Managing Director DIN : 00106763 Place: New Delhi	Kishan Kumar Soni Director - Finance & CFO DIN : 00106037 Place: New Delhi	H. Consul Company Secretary & Compliance Officer (ICSI Membership No.: A11183) Place: New Delhi

Place: New Delhi

Date: September 11, 2024

CONCEPT

JMJ FINTECH LIMITED
(Formerly Known as Meenakshi Enterprises Limited)
CIN : L51102TZ1982PLC029253

Registered Office Address : Shop No. 3, 1st Floor, Adhi Vinayaga Complex, No. 3 Bus Stand, Gopalsamy Temple Street, Ganapathy, Coimbatore, Ganapathy, Coimbatore, Coimbatore North, Tamil Nadu, India, 641006
Email : investor@jmfintechltd.com | Website : www.jmfintechltd.com

Addendum to the Auditor's Report forming part of 41st Annual Report of MJM Fintech Limited

We Draw the attention of all the Members of MJM Fintech Limited to the Auditor's Report.

In the Auditor's Report, the following inclusions have been made in point "g" under the sub-heading - Report on other legal and regulatory requirements :

iv. (a) The Managements has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Managements has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us of the company which is incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination carried out in accordance with the Implementation Guidance on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (Revised 2024 Edition) issued by the Institute of Chartered Accountants of India, the Company is using the accounting software for maintaining its books of account which is having the requisite feature of recording the audit trail (edit log) facility throughout the year for all the relevant transactions recorded in the said accounting software.

(Also note that earlier in the said point "g" - a, b, c letters were used for numbering and now it has been changed to i, ii, iii instead of a, b, c).

The contents of the Auditor's Report except as included by way of Addendum to the Auditor's Report, shall remain unchanged. All arrangements for the AGM remain unchanged from those previously notified.

This Addendum shall form an integral part of the Auditor's Report, circulated to the shareholders of the Company.

This Addendum should be read along with the 41st Annual Report. The revised Annual Report is available on the Company's website www.jmfintechltd.com.

BY ORDER OF THE BOARD
Sd/-
JOJU MADATHUMPADY SOHNY
MANAGING DIRECTOR
DIN : 02712125

Place : Coimbatore
Date : 11th September 2024

Dr. Lal PathLabs Limited
CIN: L74899DL1995PLC065388

Regd. Office: Block E, Sector-18, Rohini, New Delhi- 110085
Corporate Office: 12th Floor, Tower B, SAS Tower, Medicity, Sector-38, Gurugram – 122 001, Haryana
Phone: +91 124 3016500 | Fax: +91 124 4234468;
Website: www.lalpathlabs.com | Email: cs@lalpathlabs.com

NOTICE FOR THE ATTENTION TO EQUITY SHAREHOLDERS OF THE COMPANY

Transfer of Equity Shares to Investor Education and Protection Fund (IEPF)
Notice is hereby given to those Shareholders who have not claimed/enhanced their dividend since Financial Year 2017-18 (interim dividend) and the same has remained unclaimed and unpaid for a period of seven consecutive years.

In terms of the provisions of Section 124(6) of the Companies Act, 2013 read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time (IEPF Rules), the Equity Shares in respect of which dividend have remained unclaimed by the Shareholders for seven consecutive years, are mandated to be transferred by the Company to the demat account of the IEPF Authority established by the Central Government. Accordingly, the Equity Shares of all Shareholders who have not claimed their dividend since Financial Year 2017-18 (interim dividend) are liable to be transferred to IEPF.

In this regard, individual notices/ letters have been sent to all the concerned Shareholders through speed post at their latest addresses available with the Company/Depositories and the details of such Shareholders are being displayed on the website of the Company at www.lalpathlabs.com. All concerned Shareholders are hereby again requested to claim their unclaimed dividend amount(s) on or before November 20, 2024 by making an application to the Company and/or its Registrar and Share Transfer Agent (RTA) i.e. Link Intime India Private Limited. Any claim made after the abovementioned date shall not be considered valid and will not be taken on record.

Please note that no claim shall lie against the Company or its RTA in respect of individual amount, shares and other benefits accruing thereon, so transferred/proposed to be transferred to the IEPF. The Shareholders can however, claim their unclaimed dividend(s) and share(s), if any already transferred to the IEPF by following procedure stipulated in the IEPF Rules.

For further information/clarification on the subject matter, you may contact the undersigned by sending an e-mail at cs@lalpathlabs.com or reach out to our RTA, M/s Link Intime India Private Limited at Noble Heights, 1st Floor, Plot NH-2, C-1, Block, LSC near Savitri Market, Janakpuri, New Delhi- 110058, Tel: 011-41410592, E-mail: iepf.shares@linkintime.co.in

For Dr. Lal PathLabs Limited
Sd/-
Vinay Gujral
Company Secretary & Compliance Officer

Place: Gurugram
Date: 11.09.2024

PUBLIC NOTICE

NOTICE is hereby given that the Share Certificate No. KZ270 for 7854 Equity shares of LEMON TREE HOTELS LIMITED bearing Folio No. KZ297 and Distinctive No. 777939060 - 777946913 held in the name of **Gopika Chowfla** have been lost/misplaced and undersigned have applied to the Company for issue of duplicate certificate(s) for the said shares.

Any person(s) who has claim in respect of the aforesaid shares certificates should lodge claim for the same with the Company at its Registered Office, Asset No. 6, Aerocity Hospitality District, New Delhi - 110037 within 15 days from this date, else the Company will proceed to issue duplicate share certificate(s).

Sd/-
Gopika Chowfla
Date: 11.09.2024
Place: New Delhi

"IMPORTANT"

Whilst care is taken prior to acceptance of advertising copy, it is not possible to verify its contents. The Indian Express (P) Limited cannot be held responsible for such contents, nor for any loss or damage incurred as a result of transactions with companies, associations or individuals advertising in its newspapers or Publications. We therefore recommend that readers make necessary inquiries before sending any monies or entering into any agreements with advertisers or otherwise acting on an advertisement in any manner whatsoever.

L.G. BALAKRISHNAN & BROS LIMITED
CIN: L29191TZ1956PLC000257

Regd Office: 6/16/13, Krishnarayapuram Road, Ganapathy, Coimbatore 641006
Tel: +91 422 2532325 | Email: secretarial@lgb.co.in | website: www.lgb.co.in

NOTICE OF POSTAL BALLOT & REMOTE E-VOTING

Dear Members,

Notice is hereby given that pursuant to Sections 108, 110 & other applicable provisions, if any, of the Companies Act, 2013, Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014, Regulation 44 & other applicable provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) read with Circulars issued in 2020, 2021, 2022 and 2023 issued by the Ministry of Corporate Affairs, the items of Special Business as set out in the Postal Ballot Notice dated September 1, 2024 are proposed for approval by the Members of L.G. Balakrishnan & Bros Limited by means of Postal Ballot through remote e-voting.

Members are hereby informed that:

- The Company has completed the dispatch of Postal Ballot Notice only through email, on Wednesday, September 11, 2024, to those Members whose email addresses are registered with the Company / Depositories are on the Cut-Off Date i.e. **Friday, September 6, 2024**. The Members are required to communicate their assent or dissent only through the remote e-voting system. The Company has engaged the services of Central Depository Services India Limited (CDSL) for providing the remote e-voting facility.
- The Postal Ballot Notice is available on the Company's website at www.lgb.co.in, and the websites of the Stock Exchanges www.bseindia.com, and www.nseindia.com and on the website of CDSL www.evotingindia.com. Those members whose email addresses are not registered, are requested to refer to the procedure mentioned in the Notes to Postal Ballot Notice, available on the above websites, to cast their votes electronically.
- The remote e-voting period shall commence from 09:00 AM (IST) on Thursday, September 12, 2024 and end at 05:00 PM (IST) on Friday, October 11, 2024. The remote e-voting module shall be disabled thereafter by CDSL. Once the vote on a resolution is cast by a member, they shall not be allowed to change it subsequently or cast their vote again. The detailed procedure / instructions for remote e-voting are specified in the Notes to the Postal Ballot Notice.
- The Company has appointed Mr. M D Selvaraj, Practicing Company Secretary of MDS & Associates LLP, as Scrutinizer for conducting the Postal Ballot process.
- In case of any queries, Members may refer to the "Frequently Asked Questions (FAQs) for Shareholders" and "E-voting User Manual for Shareholders" available at the download section of www.evotingindia.com or call on toll free no: 1800 22 55 33 or send a request to Mr. Rakesh Dalvi, Sr Manager, CDSL at helpdesk.evoting@cdslindia.com.
- The results of the Postal Ballot shall be declared on or before Saturday, October 12, 2024 by placing the same on the website of the Company (www.lgb.co.in) and e-voting agency, CDSL (www.evotingindia.com). The results shall also be communicated to the Stock Exchanges simultaneously.

For L.G. Balakrishnan & Bros Limited
M. Lakshmi Kanth Joshi
Sr. General Manager (Legal) & Company Secretary

Coimbatore
11.09.2024

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY OUTSIDE INDIA.

INITIAL PUBLIC OFFERING OF EQUITY SHARES ON THE MAIN BOARD OF THE STOCK EXCHANGES IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS").

PUBLIC ANNOUNCEMENT

SMARTWORKS

SMARTWORKS COWORKING SPACES LIMITED

(Please scan the QR code to view the DRHP)

Our Company was originally incorporated as "Smart Work Business Centre Private Limited" at Kolkata as a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 17, 2015, issued by the Registrar of Companies, West Bengal at Kolkata ("RoC"). Pursuant to a special resolution dated October 29, 2018 passed by the Shareholders of our Company, the name of our Company was changed from "Smart Work Business Centre Private Limited" to "Smartworks Coworking Spaces Private Limited" to reflect the nature of business and activities of our Company and a fresh certificate of incorporation dated December 20, 2018, was issued by the RoC. Thereafter, our Company was converted into a public limited company pursuant to a special resolution dated June 28, 2024, passed in the extraordinary general meeting of the Shareholders of our Company, and consequently the name of our Company was changed to its present name i.e., "Smartworks Coworking Spaces Limited" and a fresh certificate of incorporation dated July 25, 2024 was issued by the RoC. For details in relation to changes in the registered office of our Company, see "History and Certain Corporate Matters" on page 271 of the Draft Red Herring Prospectus ("DRHP") dated August 14, 2024 filed with the Securities and Exchange Board of India ("SEBI") on August 14, 2024.

Corporate Identity Number: U74900DL2015PLC310656

Registered Office: Unit No. 305-310, Plot No. 9, 10 and 11, Vardhman Trade Centre, Nehru Place, South Delhi, Delhi – 110 019, India

Corporate Office: Golf View Tower, Tower – B, Sector 42, Gurugram – 122 002, Haryana, India Contact Person: Punam Dargar – Company Secretary and Compliance Officer; Tel: +91 83840 62876 E-mail: companysecretary@sworks.co.in; Website: www.smartworksoffice.com

NOTICE TO INVESTORS

OUR PROMOTERS: NEETISH SARDA, HARSH BINANI, SAUMYA BINANI, NS NIKETAN LLP, SNS INFREAREALTY LLP AND ARYADEEP REALESTATES PRIVATE LIMITED

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF SMARTWORKS COWORKING SPACES LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [•] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [•] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING UP TO ₹ 5,500.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 6,759,480 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING UP TO ₹ [•] MILLION (THE "OFFER FOR SALE"), CONSISTING OF AN OFFER FOR SALE OF UP TO 980,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING UP TO ₹ [•] MILLION BY NS NIKETAN LLP, UP TO 620,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING UP TO ₹ [•] MILLION BY SNS INFREAREALTY LLP AND UP TO 5,159,480 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING UP TO ₹ [•] MILLION BY SPACE SOLUTIONS INDIA PTE. LTD. (COLLECTIVELY, THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES, THE "OFFERED SHARES"). THE OFFER INCLUDES A RESERVATION OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹ [•] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREAFTER) (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE [•] AND [•] % OF OUR POST OFFER PAID-UP EQUITY SHARE CAPITAL, RESPECTIVELY. OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, MAY OFFER A DISCOUNT OF UP TO [•] % (EQUIVALENT OF ₹ [•] PER EQUITY SHARE) TO THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING UNDER THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

Details of transfers:
Pursuant to the information received from NS Niketan LLP and SNS Infrearealty LLP, the potential bidders may take note of the details of the following transfers:

Sr. No.	Name and category of the Transferor	Number of Equity Shares transferred	Transfer consideration (at the price of ₹ 430 per Equity Share)	Name of the transferee	Date of transfer	Whether the transferee is connected with the Company, the Promoters/ Promoter Group/ the Company's Directors or KMPs, Subsidiaries and Group Companies and their directors and key managerial personnel
1.	NS Niketan LLP (Promoter)	965,000	414,950,000	Jagdish Naresh Master	10 September 2024	No
2.	SNS Infrearealty LLP (Promoter)	697,674	299,999,820	Pivotal Enterprises Private Limited	10 September 2024	No
3.	SNS Infrearealty LLP (Promoter)	581,396	250,000,280	Ananta Capital Ventures Fund 1	10 September 2024	See note below
4.	SNS Infrearealty LLP (Promoter)	197,791	85,050,130	Jagdish Naresh Master	10 September 2024	No

Note: Ananta Capital Ventures Fund 1 is an existing Shareholder of the Company and is not otherwise connected with the Company, the Promoters/ Promoter Group/ the Company's Directors or KMPs, Subsidiaries and Group Companies, in any manner.

Shareholding of the Promoters in the Company, prior to and subsequent to the Transfer:

Date of the transaction	Name	Pre-Transfer shareholding		Post- Transfer shareholding	
		Number of Equity Shares	Percentage of pre-Offer share capital of the Company (%)	Number of Equity Shares	Percentage of pre-Offer share capital of the Company (%)
September 10, 2024	NS Niketan LLP	43,769,998	42.42%	42,804,998	41.48%
September 10, 2024	SNS Infrearealty LLP	27,585,016	26.73%	26,108,155	25.30%

BOOK RUNNING LEAD MANAGERS

JM FINANCIAL	BOBCAPS	IIFL SECURITIES	kotak Investment Banking
JM Financial Limited 7 th Floor, Energy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025, Maharashtra, India Telephone: +91 22 6630 3030/3632 E-mail: smartworks ipo@jmf.com Investor Grievance E-mail: grievance.ibd@jmf.com Website: www.jmf.com Contact person: Prachee Dhuri SEBI Registration No.: INM00010361	BOB Capital Markets Limited 1704, B Wing, 17 th Floor, Parinee Crescendo, Plot No. C - 38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India Telephone: +91 22 6138 9353 E-mail: smartworks.ipo@bobcaps.in Investor Grievance E-mail: investor.grievance@bobcaps.in Website: www.bobcaps.in Contact person: Nivedika Chavan SEBI Registration No.: INM000009926	IIFL Securities Limited 24 th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West) Mumbai - 400 013, Maharashtra, India Telephone: +91 22 4646 4728 E-mail: smartworks.ipo@iiflcap.com Investor Grievance E-mail: ig.ibd@iiflcap.com Website: www.iiflcap.com Contact person: Pawan Jain / Yogesh Malpani SEBI Registration No.: INM00010940	Kotak Mahindra Capital Company Limited 1 st Floor, 27 BKC, Plot No. 27, G Block Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India Telephone: +91 22 4336 0000 E-mail: smartworks.ipo@kotak.com Investor Grievance E-mail: kmccredressal@kotak.com Website: https://investmentbank.kotak.com Contact person: Ganesh Rane SEBI Registration No.: INM000008704

REGISTRAR TO THE OFFER

LINK Intime
Link Intime India Private Limited
C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India, Telephone: +91 8108114949,
E-mail: smartwork.ipo@linkintime.co.in, Website: www.linkintime.co.in, Investor Grievance E-mail: smartwork.ipo@linkintime.co.in,
Contact Person: Shanti Gopalkrishnan, SEBI Registration No.: INR000004058

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For Smartworks Coworking Spaces Limited
On behalf of the Board of Directors
Sd/-
Punam Dargar
Company Secretary and Compliance Officer

Place: New Delhi
Date: September 11, 2024

Smartworks Coworking Spaces Limited proposing, subject to, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the DRHP with SEBI on August 14, 2024. The DRHP is available on the website of the Company at www.smartworksoffice.com. SEBI at www.sebi.gov.in, as well as on the websites of the BRLMs, i.e. JM Financial Limited, BOB Capital Markets Limited, IIFL Securities Limited and Kotak Mahindra Capital Company Limited at www.jmf.com, www.bobcaps.in, www.iiflcap.com and <https://investmentbank.kotak.com>, respectively and the websites of the National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see "Risk Factors" of the red herring prospectus, when available. Potential investors should not rely on the DRHP for making any investment decision. Specific attention of the investors is invited to "Risk Factors" beginning on page 39 of the DRHP.

The Equity Shares offered in the Offer have not been, and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities law in the United States, and unless so registered and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. applicable state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined in, and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each of the jurisdictions where such offers and sale are made.

Adfactors

VLS FINANCE LIMITED
CIN: L65910DL1986PLC023129

Registered Office: Ground Floor, 90, Okhla Industrial Estate, Phase III, New Delhi – 110020.
Tel: +91-11-46656666; E-mail: vls@vlsfinance.com; Website: www.vlsfinance.com
Contact Person: H. Consul, Company Secretary & Compliance Officer; E-mail: hconsul@vlsfinance.com

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF VLS FINANCE LIMITED

This Post Buyback public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended from time to time ("SEBI Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated August 12, 2024 published on August 13, 2024 ("Public Announcement") and the Letter of Offer dated August 28, 2024 ("Letter of Offer").

Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

- THE BUYBACK**
 - VLS Finance Limited ("Company") had announced a buyback of upto 33,00,000 (Thirty Three Lakhs only) fully paid-up equity shares of face value of Rs.10/- each ("Equity Shares") at a price of Rs.380/- (Rupees Three Hundred and Eighty only) per Equity Share ("Buyback Price"), payable in cash, for an aggregate amount of Rs. 125,40,00,000/- (Rupees One Hundred Twenty Five Crores and Forty Lakhs only) ("Buyback Offer Size") from the Eligible Shareholders holding Equity Shares as on August 26, 2024 ("Record Date") excluding the Transaction Costs from all the existing shareholders / beneficial owners of Equity Shares, on a proportionate basis, through the Tender Offer method ("Buyback" or "Buyback Offer").
 - The Buyback Offer Size constituted 8.21% and 8.04% of the aggregate of Company's fully paid-up Equity share capital and free reserves as per the latest audited standalone and consolidated financial statements as on March 31, 2024, respectively, in accordance with section 68(2)(b) of the Companies Act, 2013 and the SEBI Buyback Regulations. The number of Equity Shares proposed to be bought back constituted 9.48% of the Pre-Buyback Equity Shares of the Company as on March 31, 2024.
 - The Company adopted the "tender offer" method for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India vide its circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular no. CFD/DR2/CIR/P/2016/131 dated December 09, 2016, circular no. SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021 and circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023, including any amendments or statutory modifications for the time being in force. For the purposes of the Buyback, NSE was the designated stock exchange ("DSE").
 - The Tendering Period for the Buyback Offer started on Friday, August 30, 2024 and ended on Thursday, September 05, 2024.
- DETAILS OF BUYBACK**
 - The total number of Equity Shares bought back by the Company in the Buyback were 7,85,751 (Seven Lakh Eighty Five Thousand Seven Hundred and Fifty One only) at the price of ₹380/- (Rupees Three Hundred and Eighty only) per Equity Share.
 - The total amount utilized in the Buyback is ₹29,85,85,380/- (Rupees Twenty-Nine Crores Eighty Five Lakhs Eighty Five Thousand Three Hundred and Eighty only) excluding the transaction cost.
 - The Registrar to the Buyback, RCMC Share Registry Private Limited, considered a total of 2,102 valid bids for 7,85,751 Equity Shares in response to the Buyback, which is approximately 0.24 times the maximum number of Equity Shares proposed to be bought back. The details of bids received/considered by the Registrar to the Buyback are set out below.

Category of Shareholders	No. of Equity Shares reserved in Buyback	Total No. of Bids		Total Equity Shares Tendered		% Response (Valid Bids)
		No. of Valid Bids	No. of Invalid Bids	Equity Shares Validly Tendered	Equity Shares Invalidly Tendered	
Reserved category for Small Shareholders	5,65,316	1,940	13	1,19,677	197	21.17%
General category of other Eligible Shareholders	27,34,684	162	0	6,66,074	1,517*	24.36%
Total	33,00,000	2,102	13	7,85,751	1,714	23.81%

*In one case, a total of 50,607 shares were tendered which were in excess by 1,517 shares as on record date. Hence, such 1,517 excess shares were returned and the holding of 49,090 shares as on record date was accepted.

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection was sent by Registrar to the Buyback to the Eligible Shareholders, on Wednesday, September 11, 2024.
- The settlement of all valid bids was completed by the NSE Clearing Limited ("Clearing Corporation") on Tuesday, September 10, 2024. Clearing Corporation has made direct funds payout to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If any Eligible Shareholders' bank account details were not available or if the funds transfer instruction was rejected by Reserve Bank of India or relevant bank, due to any reason, then such funds were transferred to the concerned Seller Members for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
- Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on Tuesday, September 10, 2024. The unaccepted dematerialized Equity Shares were also released from lien by the Clearing Corporation on Tuesday, September 10, 2024. No valid bid for Equity Shares in physical form was received in the Offer.
- The extinguishment of 7,85,751 Equity Shares accepted under the Buyback Offer is currently under process and will be completed in accordance with the SEBI Buyback Regulations on or before Thursday, September 19, 2024.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

3.1. The capital structure of the Company pre and post Buyback is as under:

Particulars	Pre-Buyback	Post Buyback
Authorised Share Capital	₹1,50,00,00,000 (15,00,00,000 Equity Shares of ₹10/- each)	₹1,50,00,00,000 (15,00,00,000 Equity Shares of ₹10/- each)
Issued Subscribed and Paid-up Equity Capital	₹34,91,82,170* (3,47,95,992 Equity Shares)	₹34,13,24,660* (3,40,10,241 Equity Shares)*

*Equity share capital amount includes ₹ 12.22 Lakhs being the amount forfeited on 4,67,500 equity shares.

*Subject to extinguishment of 7,85,751 Equity Shares accepted in the Buyback.

3.2. There are no Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buyback.

3.3. The shareholding pattern of the Company, prior to the Buyback (as of the Record Date, being August 26, 2024) and post the completion of the Buyback is as follows:

Particulars	Pre-Buyback		Post-Buyback*	
	Number of Shares	% to the existing Equity Share Capital	Number of Shares	% to the Post Buyback Equity Share Capital
Promoters and persons acting in concert (Collectively "the Promoter & Promoter Group")	1,76,91,936	50.84%	1,76,91,936	52.02%
Foreign Investors (Including Non- Resident Indians, FIIs)	7,55,219	2.17%		
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions and Insurance Companies	11,426	0.03%	1,63,18,305	47.98%
Others (Public, Public Bodies Corporate etc.)	1,63,37,411	46.95%		
Total	3,47,95,992	100.00%	3,40,10,241	100.00%

*Subject to extinguishment of 7,85,751 Equity Shares of the Company.

4. MANAGER TO THE BUYBACK OFFER

New Berry
Capitals Pvt. Ltd.

New Berry Capitals Private Limited
Contact Person: Mr. Satish Mangutkar/ Mr. Ankur Sharma
Address: A-602, Marathon NextGen Innova, Level 6, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013
Tel: 022 4881 8446
Email: mb@newberry.in
Website: www.newberry.in
SEBI Regn. No.: INM00012999
Validity Period: Permanent
CIN: U67190M2007PTC174445

5. DIRECTORS RESPONSIBILITY
As per Regulation 24(vi)(a) of the SEBI Buy Back Regulations, the Board of Directors of the Company ("Board") accepts responsibility for the information contained in this Post Buy Back Public Announcement and confirms that this Post Buy Back Public Announcement contains true, factual and material information and does not contain any misleading information.

FOR AND ON BEHALF OF DIRECTORS OF VLS FINANCE LIMITED

Sd/-	Sd/-	Sd/-
Suresh Kumar Agarwal Managing Director DIN : 00106763 Place: New Delhi	Kishan Kumar Soni Director - Finance & CFO DIN : 00106037 Place: New Delhi	

