## SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

## Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Name of the Target Company (TC)	:	VLS FINANCE L	IMITED			
Name(s) of the acquirer and Persons Acting in Concert (PAC)	:	VLS Capital Limited				
with the acquirer						
Whether the acquirer belongs to Promoter/Promoter group		YES				
Name(s) of the Stock Exchange(s) where the shares of TC are	:	BSE Limited				
Listed		The National Stock Exchange of India Ltd.				
		Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.				
Details of the acquisition / disposal as follows	:	Number	% w.r.t.total share/voting	% w.r.t. total diluted		
		Induibei	capital wherever applicable (*)	share/voting capital of the TC (**)		
Before the acquisition under consideration, holding of:						
Shares carrying voting rights	L.:	12576739	32.427%	32.427%		
b) Shares in the nature of encumbrance (pledge/ lien/	:	NIL	NIL	NIL NIL		
non-disposal undertaking/ others)	<i>'</i>	NIL	INIL	IVIL		
c) Voting rights (VR) otherwise than by shares	<u>;</u>	NIL	NIL	NIL		
d) Warrants/convertible securities/any other instrument						
that entitles the acquirer to receive shares carrying		NIL	l NIL I	NIL		
voting rights in the TC (specify holding in each category)	· ·	1174	, , , , , , , , , , , , , , , , , , ,	ML		
acquired/sold						
e) Total (a+b+c+d)	<u> </u>	12576739	32.427%	32.427%		
Details of acquisition/sale			•			
F						
Shares carrying voting rights acquired/sold     VRs acquired /sold otherwise than by shares		6624	0.017%	0.017%		
b) VRs acquired /sold otherwise than by shares c) Warrants/convertible securities/any other instrument		NIL	NIL	NIL		
that entitles the acquirer to receive shares carrying		Alli				
voting rights in the TC (specify holding in each category)	-	NIL	NIL	NIL		
d) Shares in the nature of encumbrance (pledge/ lien/						
non-disposal undertaking/ others)	:	NIL	NIL	NIL		
e) Total (a+b+c+/-d)		6624				
Total (a+b+c+7-u)		0024	0.017%	0.017%		
After the acquisition/sale, holding of:						
Shares carrying voting rights		12583363	32.445%	20.4459/		
b) Shares encumbered with the acquirer	÷	NIL	32.445%   NIL	32.445%		
c) VRs otherwise than by shares	· ·	NIL	NIL I	NIL NIL		
d) Warrants/convertible securities/any other instrument that	<u> </u>	14/1	TVIC	TVIL		
entitles the acquirer to receive shares carrying voting rights in		1				
the TC (specify holding in each category) after acquisition		NIL	, NIL	NIL		
, , , , , , , , , , , , , , , , , , , ,						
e) Total (a+b+c+d)	· :	12583363	32.445%	32.445%		
	_			V=177V/V		
Mode of acquisition / sale (e.g. open market / off-market / public issue		0	(Through The Nelson   Ober 1 5 cm			
/ rights issue / preferential allotment / inter-se transfer etc).	'	Open market (Through The National Stock Exchange of India Ltd., Mumbai)				
Date of acquisition / sale of shares / VR or date of receipt of intimation		24/6/2014				
of allotment of shares, whichever is applicable		1	24/0/2014			
Equity share capital / total voting capital of the TC before the said		Rs. 38,78,42,420 (Total paid-up capital)				
acquisition / sale	Ŀ	3,86,62,017 Equity shares (Total Voting capital)				
Equity share capital/ total voting capital of the TC after the said		Rs. 38,78,42,420 (Total paid-up capital)				
acquisition / sale		3,86,62,017 Equity shares (Total Voting capital)				
Total diluted share/voting capital of the TC after the said		Rs. 38,78,42,420 (Total paid-up capital)				
acquisition/sale.	'	3,86,62,017 Equity shares (Total Voting capital)				

<sup>(\*)</sup> Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

For VLS Capital Limited

K. K. Soni Managing Director Dated :25-06-2014 Place: New Delhi

<sup>(\*\*)</sup> Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC

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Name of the Target Company (TC)	:	VLS FINANCE L	IMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC)	:	VLS Capital Limit			
with the acquirer	<u>L</u> .				
Whether the acquirer belongs to Promoter/Promoter group	:	YES			
Name(s) of the Stock Exchange(s) where the shares of TC are	. :	BSE Limited			
Listed		The National Stock Exchange of India Ltd. Madras Stock Exchange Ltd			
	1				
	-	THE Calcula Stock	he Calcutta Stock Exchange Ltd.		
Details of the acquisition / disposal as follows	<del> </del> -	· · · · · · · · · · · · · · · · · · ·	0/ vu s t total all and t vation		
a special de follows	١.	Number	% w.r.t.total share/voting	% w.r.t. total diluted	
	<u> </u>		capital wherever applicable (*)	share/voting capital of the TC (**)	
Before the acquisition under consideration, holding of :					
a) Shares carrying voting rights	,				
b) Shares in the nature of encumbrance (pledge/ lien/	<u> </u>	12583363	32.445%	32.445%	
b) Shares in the nature of endumbrance (pleage/ lien/	1 :	İ NIL	İ NIL İ	NIL	
non-disposal undertaking/ others)			1172	IVIL	
c) Voting rights (VR) otherwise than by shares	<u> </u>	NIL	NIL	NIL	
d) Warrants/convertible securities/any other instrument	Ì		· · · · · · · · · · · · · · · · · · ·		
that entitles the acquirer to receive shares carrying	١.	· A111			
voting rights in the TC (specify holding in each category)		NIL	NIL	NIL	
acquired/sold		1			
e) Total (a+b+c+d)		12583363	32.445%	32.445%	
			02.44071	32.44378	
Details of acquisition/sale					
Shares carrying voting rights acquired/sold	7	3838	0.010%	0.010%	
b) VRs acquired /sold otherwise than by shares		NIL	N/L	0.010% NIL	
c) Warrants/convertible securities/any other instrument	i i	- '''-	7072	IVIL	
that entitles the acquirer to receive shares carrying		NIL	NIL	• (1)	
voting rights in the TC (specify holding in each category)		/*/-	/VIL	NIL	
d) Shares in the nature of encumbrance (pledge/ lien/					
non-disposal undertaking/ others)		NIL	NIL	NIL	
e) Total (a+b+c+/-d)		2222			
(a+0+c+/-u)		3838	0.010%	0.010%	
After the acquisition/sale, holding of:					
a) Shares carrying voting rights b) Shares encumbered with the acquirer	- :	12587201	32.454%	32.454%	
	- :	NIL	NIL	- NIL	
c) VRs otherwise than by shares	.:	NIL	NIL	NIL	
d) Warrants/convertible securities/any other instrument that					
entitles the acquirer to receive shares carrying voting rights in		NIL	NIL [	A.(()	
the TC (specify holding in each category) after acquisition		14/1	INIL	NIL	
			1		
e) Total (a+b+c+d)	٠.	12587201	32.454%	32.454%	
			<u> </u>		
Mode of acquisition / sale (e.g. open market / off-market / public issue					
/ rights issue / preferential allotment / inter-se transfer etc).		Open market (Through BSE Ltd., Mumbai )			
Date of acquisition / sale of shares / VR or date of receipt of intimation		24/6/2014			
of allotment of shares, whichever is applicable	:				
Equity share capital / total voting capital of the TC before the said		Rs 38 78 42 420 /	Total paid-up capital)		
acquisition / sale	:	Rs. 38,78,42,420 (Total paid-up capital)			
Equity share capital/ total voting capital of the TC after the said		3,86,62,017 Equity shares (Total Voting capital)			
acquisition / sale	:	Rs. 38,78,42,420 (Total paid-up capital)			
Total diluted share/voting capital of the TC after the said		3,86,62,017 Equity shares (Total Voting capital)			
acquisitoris dute.		3,86,62,017 Equity shares (Total Voting capital)			

<sup>(\*)</sup> Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

For VLS Capital Limited

K. K. Soni Managing Director

Dated :25-06-2014 Place: New Delhi

<sup>(\*\*)</sup> Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.