## 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 LI	MITED	
Name(s) of the acquirer and Persons Acting in Concert (PAC)		÷	VLS Capital Limited		
with the acquirer			VEC		
Whether the acquirer belongs to Promoter/Promoter group Name(s) of the Stock Exchange(s) where the shares of TC are Listed		:	YES BSE Limited 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 capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before	the acquisition under consideration, holding of :				
a)	Shares carrying voting rights	:	12587201	32.454%	32.454%
b)	Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	:	NIL	NiL	NIL
(c)	Voting rights (VR) 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 the TC (specify holding in each category) acquired/sold	:	NIL	NIL	NIL
e)	Total (a+b+c+d)	:	12587201	32.454%	32.454%
	of acquisition/sale				
a)	Shares carrying voting rights acquired/sold	-:-	43367	0.112%	0.112%
b)	VRs acquired /sold otherwise than by shares	:	NIL	NIL	NIL
c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying 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)		43367	0.112%	0.112%
After th	e acquisition/sale, holding of:				
a)	Shares carrying voting rights	:	12630568	32.566%	32.566%
b)	Shares encumbered with the acquirer	÷	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 the TC (specify holding in each category) after acquisition	:	NIL	NIL	NIL
e)	Total (a+b+c+d)	÷.	12630568	32.566%	32.566%
	of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc).	:	Open marke	t (Through The National Stock Excl	hange of India Ltd., Mumbai)
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable		:	25/6/2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale		:	Rs. 38,78,42,420 (Total paid-up capital) 3,86,62,017 Equity shares (Total Voting capital)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale			Rs. 38,78,42,420 (Total paid-up capital) 3,86,62,017 Equity shares (Total Voting capital)		
Total d	iluted share/voting capital of the TC after the said ition/sale.	:	Rs. 38,78,42,420 (Total paid-up capital) 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 :26-06-2014 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.

## 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 LIMITED			
Name(s) of the acquirer and Persons Acting in Concert (PAC)		:	VLS Capital Limite	ed		
	acquirer		· ·			
	er the acquirer belongs to Promoter/Promoter group	:	YES			
Name(s) of the Stock Exchange(s) where the shares of TC are		:	BSE Limited			
Listed				Exchange of India Ltd.		
·			Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.			
						<b></b> -
Details	of the acquisition / disposal as follows	:		% w.r.t.total share/voting	% w.r.t. total diluted	
Details of the acquisition / disposal as follows		٠ ا	Number	capital wherever applicable (*)	share/voting capital of the TC (**)	
				copies		
Potoro	the acquisition under consideration, holding of :					
a)	Shares carrying voting rights		12630568	32.566%	32.566%	
b)	Shares in the nature of encumbrance (pledge/ lien/	<u> </u>	1			
	non-disposal undertaking/ others)	:	NIL	NIL	NIL	
c)	Voting rights (VR) otherwise than by shares		NIL	NIL	NIL	
(d)	Warrants/convertible securities/any other instrument	-	· · · · · · · · · · · · · · · · · · ·	7,72		
Lu)	that entitles the acquirer to receive shares carrying		NIL	NIL	NIL	
	voting rights in the TC (specify holding in each category)					
- 1	acquired/sold		12630568	32.566%	32.566%	
<u>e)</u>	Total (a+b+c+d)	<u>.</u>	12030300	32,500%	32.000/8	
Dataila	of participated					
	of acquisition/sale		10133	0.0369/	0.026%	
a)	Shares carrying voting rights acquired/sold	-		0.026% N/L	0.020% NIL	
b)	VRs acquired /sold otherwise than by shares	:	NIL	IVIL	IVIL	
c)	Warrants/convertible securities/any other instrument		NIL	NIL	NIL	
	that entitles the acquirer to receive shares carrying					
	voting rights in the TC (specify holding in each category)		ļ			
d)	Shares in the nature of encumbrance (pledge/ lien/	:	NIL	NIL	NIL	
	non-disposal undertaking/ others)					
e)	Total (a+b+c+/-d)		10133	0.026%	0.026%	
	ne acquisition/sale, holding of:		10010501		22 7200/	
a)	Shares carrying voting rights	:	12640701	32.592%	32.592%	
<u>b)</u>	Shares encumbered with the acquirer	<u>;</u>	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	NIL	
	the TC (specify holding in each category) after acquisition					
		_			20.500/	
e)	Total (a+b+c+d)	نــــــــــــــــــــــــــــــــــــــ	12640701	32.592%_	32.592%	
		_	1			
	of acquisition / sale (e.g. open market / off-market / public issue			Open market (Through BSE L	td., Mumbai )	
	s issue / preferential allotment / inter-se transfer etc).	<u> </u>		· · · · · · · · · · · · · · · · · · ·		
	of acquisition / sale of shares / VR or date of receipt of intimation			25/6/2014		
	tment of shares, whichever is applicable	Ľ				
Equity	share capital / total voting capital of the TC before the said			(Total paid-up capital)		
acquis	sition / <del>sale</del>	Ľ		y shares (Total Voting capital)		
Equity share capital/ total voting capital of the TC after the said				(Total paid-up capital)		
acquisition / sale			3,86,62,017 Equity shares (Total Voting capital)			
Total o	Total diluted share/voting capital of the TC after the said Rs. 38,78,42,420 (Total paid-up capital)					
	sition/sale.		12 00 02 017 Fault	y 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 :26-06-2014 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.