

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

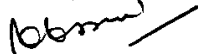
**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Name of the Target Company (TC)	: VLS FINANCE LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	: VLS Capital Limited		
Whether the acquirer belongs to Promoter/Promoter group	: YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	: 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 (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	12829078	33.078%	33.078%
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	12829078	33.078%	33.078%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1979	0.005%	0.005%
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) acquired/sold	NIL	NIL	NIL
d) Shares encumbered/ invoked/ released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+d)	1979	0.005%	0.005%
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	12831057	33.083%	33.083%
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)	12831057	33.083%	33.083%
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 of allotment of shares, whichever is applicable	14/7/2014		
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 diluted share/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 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.

(\*\*) 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

For VLS Capital Limited



K. K. Soni  
Managing Director

Dated : 15-07-2014  
Place: New Delhi

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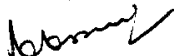
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Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	12826972	33.073%	33.073%
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	12826972	33.073%	33.073%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	2106	0.005%	0.005%
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) acquired/sold	NIL	NIL	NIL
d) Shares encumbered/ invoked/ released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+d)	2106	0.005%	0.005%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	12829078	33.078%	33.078%
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)	12829078	33.078%	33.078%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market (Through The National Stock Exchange of India Ltd., Mumbai )		
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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 diluted share/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)		

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K. K. Soni  
Managing Director

Dated: 15-07-2014  
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