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 Limited			
with the acquirer		į	·			
Whether the acquirer belongs to Promoter/Promoter group		:	YES			
Name(s	s) of the Stock Exchange(s) where the shares of TC are	1	BSE Limited			
Listed		į	The National Stock Exchange of India Ltd.			
			Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.			
		ı				
Details	of the acquisition / disposal as follows	T .	Number	% w.r.t.total share/voting	% w.r.t. total diluted	
			Number	capital wherever applicable (*)	share/voting capital of the TC (**)	
(<u> </u>						
	the acquisition under consideration, holding of :					
a)	Shares carrying voting rights	<u> </u>	12829078	33.078%	33.078%	
b)	Shares in the nature of encumbrance (pledge/ lien/	1:	NIL	NIL	NIL	
	non-disposal undertaking/ others)	<u> </u>		1	- 11-1	
c)	Voting rights (VR) otherwise than by shares	<u> </u>	NIL	NIL	NIL	
d)	Warrants/convertible securities/any other instrument	ı		1		
	that entitles the acquirer to receive shares carrying		NIL	NIL	NIL	
	voting rights in the TC (specify holding in each category)	_	400000	1 22 2 2 2 2		
e)	Total (a+b+c+d)	:	12829078	33.078%	33.078%	
Dataila	of acquisition/sale					
	Shares carrying voting rights acquired/sold		1979	0.005%	0.005%	
a)	VRs acquired /sold otherwise than by shares	<u> </u>	NIL	0.005% N/L	0.005% NIL	
b)	Warrants/convertible securities/any other instrument	<u>,</u>	INIL	IVIL	IVIL	
c)	that entitles the acquirer to receive shares carrying	i		1	•	
		1:	NIL	NIL '	NIL	
į	voting rights in the TC (specify holding in each category)	l				
	acquired/sold Shares encumbered/ invoked/ released by the acquirer	\vdash	AIII	NIII	NIII	
<u>d)</u>			. NIL 1979	NIL 0.0058/	. NIL 0.005%	
e)	Total (a+b+c+/-d)	—	1979	0.005%	0.005%	
After th	e acquisition/sale, holding of:					
a)	Shares carrying voting rights					
		Τ.	12831057	33.093%	22 082%	
_		:-	12831057	33.083%	33.083%	
b)	Shares encumbered with the acquirer	:	NIL	NIL	NIL	
b) c)	Shares encumbered with the acquirer VRs otherwise than by shares	Ė				
b)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that	:	NIL NIL	NIL NIL	NIL NIL	
b) c)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in	Ė	NIL	NIL	NIL	
b) c)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that	:	NIL NIL	NIL NIL	NIL NIL	
b) c) d)	Shares encumbered with the acquirer VRs otherwise than by shares 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	NIL NIL NIL	NIL NIL NIL	
b) c)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in	:	NIL NIL	NIL NIL	NIL NIL	
b) c) d)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition Total (a+b+c+d)	:	NIL NIL NIL	NIL NIL NIL 33.083%	NiL NIL NiL 33.083%	
b) c) d) e)	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue	:	NIL NIL NIL	NIL NIL NIL	NiL NIL NiL 33.083%	
e) Mode of / rights	Shares encumbered with the acquirer VRs otherwise than by shares 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 Total (a+b+c+d). of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc).	2	NIL NIL NIL	NIL NIL NIL 33.083% Open market (Through BSE Lt	NiL NIL NiL 33.083%	
b) c) d) e) Mode c / rights	Shares encumbered with the acquirer VRs otherwise than by shares 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 Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). facquisition / sale of shares / VR or date of receipt of intimation	:	NIL NIL NIL	NIL NIL NIL 33.083%	NiL NIL NiL 33.083%	
e) Mode color allots	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). facquisition / sale of shares / VR or date of receipt of intimation ment of shares, whichever is applicable	2	NIL NIL NIL 12831057	NIL NIL NIL S33.083% Open market (Through BSE Lt	NiL NIL NiL 33.083%	
e) Mode coof allots Equity:	Shares encumbered with the acquirer VRs otherwise than by shares Warrants/convertible securities/any other instrument that entities the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). facquisition / sale of shares / VR or date of receipt of intimation ment of shares, whichever is applicable share capital / total voting capital of the TC before the said	2	NIL NIL 12831057	NIL NIL NIL NIL 33.083% Open market (Through BSE Lt 14/7/2014 Total paid-up capital)	NiL NIL NiL 33.083%	
b) c) d) e) Mode c / rights Date of alloti Equity acquisi	Shares encumbered with the acquirer VRs otherwise than by shares 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 Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). If acquisition / sale of shares / VR or date of receipt of intimation ment of shares, whichever is applicable share capital / total voting capital of the TC before the said tion / sale	2	NIL NIL 12831057 Rs. 38,78,42,420 ('3,86,62,017 Equity	NIL NIL NIL NIL 33.083% Open market (Through BSE Lt 14/7/2014 Fotal paid-up capital) shares (Total Voting capital)	NIL NIL NIL 33.083%	
e) Mode of allots Equity acquisi Equity	Shares encumbered with the acquirer VRs otherwise than by shares 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 Total (a+b+c+d). of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). f acquisition / sale of shares / VR or date of receipt of intimation ment of shares, whichever is applicable share capital / total voting capital of the TC before the said tion / sale share capital/ total voting capital of the TC after the said	2	NiL NiL 12831057 Rs. 38,78,42,420 (3,86,62,017 Equity Rs. 38,78,42,420 (NIL NIL NIL NIL 33,083% Open market (Through BSE Lt 14/7/2014 Total paid-up capital) shares (Total Voting capital) Total paid-up capital)	NIL NIL NIL 33.083%	
e) Mode of allott Equity acquisi Equity acquisi	Shares encumbered with the acquirer VRs otherwise than by shares 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 Total (a+b+c+d) of acquisition / sale (e.g. open market / off-market / public issue issue / preferential allotment / inter-se transfer etc). If acquisition / sale of shares / VR or date of receipt of intimation ment of shares, whichever is applicable share capital / total voting capital of the TC before the said tion / sale	2	N/L N/L 12831057 Rs. 38,78,42,420 (3,86,62,017 Equity Rs. 38,78,42,420 (3,86,62,017 Equity	NIL NIL NIL NIL 33.083% Open market (Through BSE Lt 14/7/2014 Fotal paid-up capital) shares (Total Voting capital)	NiL NIL NiL 33.083%	

^(*) Total share capital/ voting capital to be taken as per the latest filling 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 :15-07-2014 Place: New Delhi

^(**) 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)	T :	VLS FINANCE L	IMITED						
Name(s) of the acquirer and Persons Acting in Concert (PAC)		VLS Capital Limited							
with the acquirer	1	The september 2000							
Whether the acquirer belongs to Promoter/Promoter group	1	YES							
Name(s) of the Stock Exchange(s) where the shares of TC are	1	BSE Limited							
Listed		The National Stock Exchange of India Ltd. Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.							
							1		
					Details of the acquisition / disposal as follows	1 :	No. and the same	% w.r.t.total share/voting	% w.r t. total diluted
		Number	capital wherever applicable (*)	share/voting capital of the TC (**)					
In a contract of the contract				share/voting capital of the TC ()					
Before the acquisition under consideration, holding of :									
Shares carrying voting rights	:	12826972	33.073%	33.073%					
b) Shares in the nature of encumbrance (pledge/ lien/	:	NIL							
non-disposal undertaking/ others)	.	NIL	NIL	NIL					
c) Voting rights (VR) otherwise than by shares	1:	NIL	NIL	NIL					
d) Warrants/convertible securities/any other instrument		<u> </u>		TAIL					
that entitles the acquirer to receive shares carrying		NIL	NIL	NIL					
voting rights in the TC (specify holding in each category)									
e) Total (a+b+c+d)	1.	12826972	33.073%	33.073%					
			00.07070	33.073%					
Details of acquisition/sale									
Shares carrying voting rights acquired/sold	T:	2106	0.005%	0.005%					
b) VRs acquired /sold otherwise than by shares		NIL	NIL	NIL					
c) Warrants/convertible securities/any other instrument				IVIL					
that entitles the acquirer to receive shares carrying									
voting rights in the TC (specify holding in each category)		NIL NIL	NIL	NIL					
acquired/sold									
d) Shares encumbered/ invoked/ released by the acquirer		NIL	NIL	NIL					
e) Total (a+b+c+/-d)	┿	2106	0.005%	0.005%					
	-	2.00	0.00378	0.005%					
After the acquisition/sale, holding of:									
Shares carrying voting rights	Τ:	12829078	33.078%	33.078%					
Shares encumbered with the acquirer	1	NIL	N/L	33.078% NIL					
c) VRs otherwise than by shares	<u> </u>	NIL	NIL I	N/L					
d) Warrants/convertible securities/any other instrument that		· · · · · · · · · · · · · · · · · · ·	TVIE	IVIL					
entitles the acquirer to receive shares carrying voting rights in									
the TC (specify holding in each category) after acquisition	- :	NIL	NIL	NIL					
y y s s				ì					
e) Total (a+b+c+d)	<u></u>	12829078	33.078%	72.0700/					
	<u> </u>	12023010	33.078%	33.078%					
Mode of acquisition / sale (e.g. open market / off-market / public issue	т-								
/ rights issue / preferential allotment / inter-se transfer etc).	1 :	Open market	(Through The National Stock Exch	nange of India 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	-	D= 20.70.40.400.0T							
acquisition / sale		Rs. 38,78,42,420 (T							
Equity share capital/ total voting capital of the TC after the said				ares (Total Voting capital)					
acquisition / sale	1	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)							
acquisition/sale.		Rs. 38,78,42,420 (Total paid-up capital)							
oogsisitorii ottio.	I	3,86,62,017 Equity s	shares (Total Voting capital)						

- (*) Total share capital/ voting capital to be taken as per the latest filling 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