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

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

	of the Target Company (TC)		VLS FINANCE LIMITED			
Name(s) of the acquirer and Persons Acting in Concert (PAC)			VLS Capital Limite	d		
with the	acquirer	1				
	er the acquirer belongs to Promoter/Promoter group	:	YES			
Name(s	s) of the Stock Exchange(s) where the shares of TC are	:	BSE Limited			
Listed		١ ١	The National Stock Exchange of India Ltd Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.			
<u>†</u>						
	co company to the control of follows	_		% w.r.t.total share/voting	% w.r.t. total diluted	
Details of the acquisition / disposal as follows		•	Number	capital wherever applicable (*)	share/voting capital of the TC (**)	
l	, <u>, , , , , , , , , , , , , , , , , , </u>					
	the acquisition under consideration, holding of:	_	10011050	22.2009/	33.290%	
(a)	Shares carrying voting rights	-:	12911253	33.290%		
b)	Shares in the nature of encumbrance (pledge/ lien/	:	NIL	NIL	NIL	
	non-disposal undertaking/ others)			NIL.	NIL	
c)	Voting rights (VR) otherwise than by shares		NIL	NIL.	IVIL	
d)	Warrants/convertible securities/any other instrument			NIL	NIL .	
	that entitles the acquirer to receive shares carrying	:	NIL			
	voting rights in the TC (specify holding in each category)				33.290%	
e)	Total (a+b+c+d)	- :	12911253	33.290%	33.290%	
	A constitution in the					
	s of acquisition/sale Shares carrying voting rights acquired/sold		24900	0.064%	0.064%	
<u>a)</u>			NIL	NIL	NIL	
b)	VRs acquired /sold otherwise than by shares Warrants/convertible securities/any other instrument	 - 	IVIL	NIL	NIL	
(c)	that entitles the acquirer to receive shares carrying	:	NIL			
	that entitles the acquirer to receive shares carrying					
	voting rights in the TC (specify holding in each category)					
<u> </u>	acquired/sold	 	NIL	NIL	NIL	
d)	Shares encumbered/ invoked/ released by the acquirer	<u> </u>	24900	0.064%	0.064%	
e)	Total (a+b+c+/-d)	Щ.,	14300			
After ti	he acquisition/sale, holding of:					
a)	Shares carrying voting rights		12936153	33.354%	33.354%	
b)	Shares encumbered with the acquirer	:	NIL	NIL	NIL	
c)	VRs otherwise than by shares		NIL	NIL	NIL	
l a)	Warrants/convertible securities/any other instrument that		NIL	NIL	NIL .	
) ",	entitles the acquirer to receive shares carrying voting rights in					
	the TC (specify holding in each category) after acquisition					
	the 10 (speak) holding in odor caregory, and a squ					
	Tatal (orbinald)	\Box	12936153	33.354%	33.354%	
(e)	Total (a+b+c+d)					
e)						
Mode	of acquisition / sale (e.g. open market / off-market / public issue		Open marke	et (Through The National Stock Ex	change of India Ltd., Mumbar)	
Mode / right:	of acquisition / sale (e.g. open market / off-market / public issue		Open marke	et (Through The National Stock Ex	change of India Ltd., Mumbar)	
Mode / rights	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation	:	Open marke	et (Through The National Stock Ex	change of India Ltd., Mumbar)	
Mode / right: Date of	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation type of shares whichever is applicable	:		23/7/2014	change of India Ltd., Mumbar)	
Mode / right: Date of	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation type of shares whichever is applicable	:	Rs. 38.78.42.420 (23/7/2014 Total paid-up capital)	change of India Ltd., Mumbar)	
Mode / right: Date of of allo	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation of shares, whichever is applicable y share capital / total voting capital of the TC before the said	:	Rs. 38,78,42,420 (23/7/2014 Total paid-up capital) y shares (Total Voting capital)	change of India Ltd., Mumbar)	
Mode / right: Date of of allo	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation of shares, whichever is applicable y share capital / total voting capital of the TC before the said		Rs. 38,78,42,420 (3,86,62,017 Equity Rs 38,78,42,420	23/7/2014 Total paid-up capital) shares (Total Voting capital) (Total paid-up capital)	change of India Ltd., Mumbar)	
Mode / rights Date of allo Equity acquis Equity	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation trent of shares, whichever is applicable / share capital / total voting capital of the TC before the said sition / sale / share capital / total voting capital of the TC after the said sition / sale	:	Rs. 38,78,42,420 3,86,62,017 Equib Rs 38,78,42,420 3,86,62,017 Equib	23/7/2014 Total paid-up capital) (Total paid-up capital) (Total paid-up capital) (shares (Total Voting capital)	change of India Ltd., Mumbar)	
Mode / rights Date of allo Equity acquis Equity	of acquisition / sale (e.g. open market / off-market / public issue s issue / preferential allotment / inter-se transfer etc). of acquisition / sale of shares / VR or date of receipt of intimation of shares, whichever is applicable y share capital / total voting capital of the TC before the said	:	Rs. 38,78,42,420 3,86,62,017 Equity Rs. 38,78,42,420 3,86,62,017 Equity Rs. 38,78,42,420	23/7/2014 Total paid-up capital) shares (Total Voting capital) (Total paid-up capital)	change of India Ltd., Mumbar)	

^(*) 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 :24-07-2014

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.

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)	Τ:	VLS FINANCE L	IMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC)		1 :	VLS Capital Limited			
with th	ne acquirer					
Wheth	ner 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	Listed		The National Stock Exchange of India Ltd Madras Stock Exchange Ltd. The Calcutta Stock Exchange Ltd.			
[
		1	The Calcula Citoci	Exchange Ltd.	 	
Details	s of the acquisition / disposal as follows	:		% w.r.t.total share/voting	% w.r.t. total diluted	
L	<u> </u>	'	Number	capital wherever applicable (*)		
			·	sapital title evel applicable ()	share/voting capital of the TC (
Before	the acquisition under consideration, holding of:					
a)	Shares carrying voting rights	Ϊ :	12936153	33.354%	33.354%	
b)	Shares in the nature of encumbrance (pledge/ lien/					
	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	1 1		7,7,2	TVIL	
	that entitles the acquirer to receive shares carrying	1 :	NIL	NIL	NIL	
	voting rights in the TC (specify holding in each category)	'				
e)	Total (a+b+c+d)	:	12936153	33.354%	33.354%	
		·····	12000.00	33.33478	33.334%	
Details	of acquisition/sale					
a)	Shares carrying voting rights acquired/seld	T :	4215	0.011%	0.011%	
b)	VRs acquired /sold otherwise than by shares		NIL	N/L	NIL	
c)	Warrants/convertible securities/any other instrument	Ė		1072	TVIL	
	that entitles the acquirer to receive shares carrying			·	•	
	voting rights in the TC (specify holding in each category)	:	NIL	NIL.	NIL	
	acquired/sold					
d)	Shares encumbered/ invoked/ released by the acquirer		NIL	NIL	NIL	
e)	Total (a+b+c+/-d)	'	4215	0.011%	0.011%	
		<u> </u>	72.13	0.01176	0.011%	
After th	ne acquisition/sale, holding of:					
a)	Shares carrying voting rights		12940368	33.365%	33.365%	
b)	Shares encumbered with the acquirer	 	NIL	N/L	N/L	
c)	VRs otherwise than by shares		NIL	N/L I	NIL	
ď)	Warrants/convertible securities/any other instrument that			1112	/V/L	
,	entitles the acquirer to receive shares carrying voting rights in	1	l	i i		
	the TC (specify holding in each category) after acquisition	-	NIL	NIL	N/L	
١.	and the (appear) meaning in addition and all all and a					
e)	Total (a+b+c+d)	· ·	12940368	33.365%	33.365%	
-7		<u> </u>	72340300	1 33.30376	33.30376	
Mode o	of acquisition / sale (e.g. open market / off-market / public issue	Г	1			
/ rights issue / preferential allotment / inter-se transfer etc).		:		Open market (Through BSE Ltd., Mumbai)		
Date o	f acquisition / sale of shares / VR or date of receipt of intimation					
of allotment of shares, whichever is applicable			23/7/2014			
	share capital / total voting capital of the TC before the said		Dr. 39 79 42 420 /7	Cotal paid up capital)		
acquisition / sale		1	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)			
	tion / 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)			
avquisi	more date.		13,00,02,017 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.

For VLS Capital Limited

K. K. Soni

Managing Director

Dated :24-07-2014

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.