VLS FINANCE LTD.
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East of Kailash,
New Delhi - 110 065, India
Tel. : + 91 -11-46656666
Fax : + 91 -11-46656699
E-mail : vls@vsnl.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

September 16, 2016

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Scrip Code: 511333

The National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 05 I.
Scrip Code: VLSFINAC

Dear Sir/Madam,

Sub: 29th Annual General Meeting ('AGM') and voting results.

This is to inform you that 29th Annual General Meeting ('AGM') of the Company was held today and the business mentioned in the Notice dated 29/07/2016 were transacted.

In this regard, Please find enclosed the following-

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I.**

(2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II.**

(3) Report of Scrutinizer dated September 16, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

(4) Annual Report for the financial year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

This is for your information and records.

Thanking You
Yours Sincerely,
For VLS Finance Ltd.

14/9/16

H. Consul
Company Secretary
M. No. A11183

CC: The Calcutta Stock Exchange Association. Ltd., 7, Lyons Range, Kolkata- 700 001.

Voting Results

VLS Finance Limited
CIN:L65910DL1986PLC023129

Scrip code:VLSFINAC NSE
Scrip code: 511333 BSE
Scrip code:032019 CSE

Date of AGM/~~EGM~~	15-09-2016
Total number of shareholders on record date	22678
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	48 0 48
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Facility not provided

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/~~Special~~)	**1. To receive, consider and adopt the audited balance sheet of the Company as at 31st March, 2016, the statement of Profit & Loss for the year ended on that date together with the report of auditors and directors thereon and the consolidated Financial Statements for the said period.**
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	10845	0.05	10844	1	99.99	0.01
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	79473	0.38	79460	13	99.98	0.02
Total		**38662017**	**16735705**	**95.18**	**16735692**	**13**	99.9999	**0.0001**

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

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Resolution required: (Ordinary/~~Special~~)			2. To appoint a Director in place of Shri K. K. Soni (DIN: 00106037) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	8045	0.04	8044	1	99.99	0.01
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	76673	0.36	76660	13	99.98	0.02
Total		38662017	16732905	43.28	16732892	13	99.9999	0.0001

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

Resolution required: (Ordinary/~~Special~~)			3. To appoint the Auditors and to fix their remuneration.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	8045	0.04	8044	1	99.99	0.01
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	76673	0.36	76660	13	99.98	0.02
Total		38662017	16732905	43.28	16732892	13	99.9999	0.0001

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

Resolution required: (Ordinary/~~Special~~)			4. To approve appointment of Shri S. K. Agarwal (DIN: 00106763) as Managing Director.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	8045	0.04	8044	1	99.99	0.01
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	76673	0.36	76660	13	99.98	0.02
Total		38662017	16732905	43.28	16732892	13	99.9999	0.0001

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

Resolution required: (Ordinary/~~Special~~)			5. To approve appointment of Shri R. Bandyopadhyay (DIN: 01122778) as Independent Director.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	8045	0.04	8044	1	99.99	0.01
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	76673	0.36	76660	13	99.98	0.02
Total		38662017	16732905	43.28	16732892	13	99.9999	0.0001

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

Resolution required: (Ordinary/~~Special~~)			6. To approve appointment of Shri D. K. Mehrotra (DIN: 00142711) as Independent Director.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	10345	0.05	10144	201	98.06	1.94
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21081994	78973	0.37	78760	213	99.73	0.27
Total		38662017	16735205	43.29	16734992	213	99.9987	0.0013

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.

Resolution required: (Ordinary/~~Special~~)			7. To approve appointment of Shri Vikas Mehrotra (DIN: 06476150) as Director.					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17570123	16656232	94.80	16656232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total	17570123	16656232	94.80	16656232	0	100.00	0.00
Public- Institutions	E-Voting	9900	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	9900	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	21081994	10845	0.05	10644	201	98.15	1.85
	Poll $		68628	0.33	68616	12	99.98	0.02
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total	21081994	79473	0.38	79260	213	99.73	0.27
Total		38662017	16735705	43.29	16735492	213	99.9987	0.0013

$ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.