SOMESH MEHROTRA

C-561, Defence Colony,
New Delhi – 110024

Date : 11·2·2013

The Company Secretary,
VLS Finance Ltd,
C-489, Defence Colony,
New Delhi-110 024.

Sub. : Disclosure of Purchase of shares U/r 29(2) under SEBI (Substantial Acquisition of shares and Takeovers) Regulations 2011 and under regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulation,1992.

Dear Sir,

This is to notify in terms of subjected regulations that I have purchased 32998 (Thirty two thousand nine hundred ninety eight) equity shares of VLS Finance Ltd.. in aggregate, at the market price through stock exchange of which Company I am a Director and part of promoter group.

We are hereby enclosing the required information in the format prescribed under the aforesaid regulations.

Please take note of it and do the needful.

Thanking you,
Yours faithfully,

Somesh Mehrotra

Encl: 1 - 'Form D' as per Insider Trading regulations.
2 - Disclosure u/r 29(2) in prescribed format

Copy to: 1) The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051

2) The Calcutta Stock Exchange Association. Ltd., 7, Lyons Range, Kolkata-700 001

3) The Madras Stock Exchange Ltd., Exchange Building, Post Box No.183, New No: 30, (old no:11), Second Line Beach, Chennai-600 001.

4) BSE Ltd.(formerly The Stock Exchange, Mumbai), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001.

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	:	**Somesh Mehrotra**			
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/holding of shares/voting rights/ holding of the Acquirer and PAC	:	Number	% w.r.t.total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)	
Before the **acquisition**/disposal under consideration, holding of :					
a) Shares carrying voting rights	:	500398	1·254%	1·254%	
b) Voting rights (VR) 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 T C (specify holding in each category)		NIL	NIL	NIL	
Total (a+b+c)		500398	1·254%	1·254%	
Details of acquisition/sale					
a) Shares carrying voting rights acquired/~~sold~~	:	28693	0·072%	0·072%	
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	
Total (a+b+c)		28693	0·072%	0·072%	
After the acquisition/sale, holding of:					
a) Shares carrying voting rights		529091	1·325%	1·325%	
b) VRs 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) after acquisition.		NIL	NIL	NIL	
Total (a+b+c)		529091	1·325%	1·325%	
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)			
Date of acquisition / ~~sale~~ of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable		10/07/2013			
Equity share capital / total voting capital of the TC before the said acquisition / ~~sale~~		Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)			
Equity share capital/ total voting capital of the TC after the said acquisition / ~~sale~~		Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)			
Total diluted share/voting capital of the TC after the said acquisition/~~sale~~.		Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)			

*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.

Somesh Mehrotra

Date: 11/07/2013

FORM -D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(4), 13(4A)and 13(6)]

Regulation 13(6)- Details of change in shareholding or voting rights held by Director or Officer and his dependents or promoters or person who is part of promoter group of a listed Company.

Name Pan No.& address of Promoter/person who is part promoter group/ Director/Officer	No. and % of shares/ voting rights held by the pormoter /person who is part promoter group/ Director/Officer	No. and percentage of shares/ voting rights acquired/ ~~sold~~	Receipt of allotment advice/ acquisition of shares/ sale of shares - specify	Date of intimation to Company	Mode of acquisition (Market purchase /public/ rights/ preferential offer etc.	No. and percentage of shares/ voting rights post-acquition/ ~~sale~~	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy Qnty.	Buy Value Rs.	Sell Qnty.	Sell Value Rs.
Somesh Mehrotra	500398	28693	Vide Settlement No. MM3132 dated 10/7/2013	11.07.2013	Purchased through Secondary Market	529091	VLS Securities Ltd.	The National Stock Exchange of India Ltd. Mumbai	28693	2722445	Nil	Nil
PAN: ACQPM4421P C-561, Defence Colony, New Delhi - 110024	1.257%	0.072%				1.330%	SEBI Regn . No. INB230880735		0.072%			

Date: 11.07.2013

Somesh Mehrotra

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Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	:	**Somesh Mehrotra**		
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/holding of shares/voting rights/ holding of the Acquirer and PAC	:	Number	% w.r.t.total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the **acquisition**/disposal under consideration, holding of :				
a) Shares carrying voting rights	:	529091	1.325%	1.325%
b) Voting rights (VR) 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 T C (specify holding in each category)	:	NIL	NIL	NIL
Total (a+b+c)	:	529091	1.325%	1.325%
Details of acquisition/sale				
a) Shares carrying voting rights acquired/~~sold~~	:	4305	0.011%	0.011%
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
Total (a+b+c)		4305	0.011%	0.011%
After the acquisition/sale, holding of:				
a) Shares carrying voting rights	:	533396	1.336%	1.336%
b) VRs 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) after acquisition.	:	NIL	NIL	NIL
Total (a+b+c)	:	533396	1.336%	1.336%
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	:		10/07/2013	
Equity share capital / total voting capital of the TC before the said acquisition / ~~sale~~	:	Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)		
Equity share capital/ total voting capital of the TC after the said acquisition / ~~sale~~	:	Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)		
Total diluted share/voting capital of the TC after the said acquisition/~~sale~~.	:	Rs. 39,91,72,250 (Total paid-up capital) 3,97,95,000 Equity shares (Total Voting capital)		

*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.

Somesh Mehrotra

Date: 11/07/2013

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Somesh Mehrotra PAN: ACQPM4421P C-561, Defence Colony, New Delhi - 110024	529091 1.330%	4305 0.011%	Vide Settlement No. R1314073 dated 10.07.2013	11.07.2013	Purchased through Secondary Market	533396 1.340%	SMC Global Securities Ltd. New Delhi SEBI Regn . No. INB/011343937	BSE Ltd. Mumbai	4305 0.011%	4242.26	Nil	Nil

Date: 11.07.2013

Somesh Mehrotra