

**Voting Results**      **VLS Finance Limited**  
**CIN:L65910DL1986PLC023129**

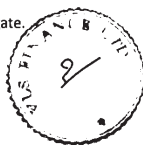
Scrip code:VLSFINAC      NSE  
Scrip code: 511333      BSE  
Scrip code:032019      CSE

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

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

<b>Resolution required: (Ordinary/Special)</b>		<b>I. To receive, consider and adopt the audited balance sheet of the Company as at 31st March, 2016, the statement of Profit &amp; 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.</b>						
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>		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.
	<b>Total</b>		17570123	16656232	94.80	16656232	0	100.00
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.
	<b>Total</b>		9900	0	0.00	0	0	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.
	<b>Total</b>		21081994	79473	0.38	79460	13	99.98
<b>Total</b>		<b>38662017</b>	<b>16735705</b>	<b>95.18</b>	<b>16735692</b>	<b>13</b>	<b>99.9999</b>	<b>0.0001</b>

§ 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.
	<b>Total</b>	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.
	<b>Total</b>	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.
	<b>Total</b>	21081994	76673	0.36	76660	13	99.98	0.02
<b>Total</b>		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)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	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.
	<b>Total</b>	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.
	<b>Total</b>	21081994	76673	0.36	76660	13	99.98	0.02
<b>Total</b>		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.

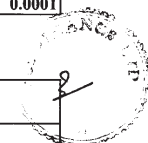
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Resolution required: (Ordinary/Special)			4. To approve appointment of Shri S. K. Agarwal (DIN: 00106763) as Managing Director.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares 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.
	<b>Total</b>		17570123	16656232	94.80	16656232	0	100.00
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.
	<b>Total</b>		9900	0	0.00	0	0	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.
	<b>Total</b>		21081994	76673	0.36	76660	13	99.98
<b>Total</b>		<b>38662017</b>	<b>16732905</b>	<b>43.28</b>	<b>16732892</b>	<b>13</b>	<b>99.9999</b>	<b>0.0001</b>

§ 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.
	<b>Total</b>		17570123	16656232	94.80	16656232	0	100.00
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.
	<b>Total</b>		9900	0	0.00	0	0	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.
	<b>Total</b>		21081994	76673	0.36	76660	13	99.98
<b>Total</b>		<b>38662017</b>	<b>16732905</b>	<b>43.28</b>	<b>16732892</b>	<b>13</b>	<b>99.9999</b>	<b>0.0001</b>

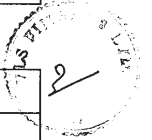
§ Includes 3 members who voted through ballot by post for 1500 equity shares in aggregate.



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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.
	<b>Total</b>		17570123	16656232	94.80	16656232	0	100.00
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.
	<b>Total</b>		9900	0	0.00	0	0	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.
	<b>Total</b>		21081994	78973	0.37	78760	213	99.73
<b>Total</b>		<b>38662017</b>	<b>16735205</b>	<b>43.29</b>	<b>16734992</b>	<b>213</b>	<b>99.9987</b>	<b>0.0013</b>

§ 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.	N.A.
	<b>Total</b>		17570123	16656232	94.80	16656232	0	100.00
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.
	<b>Total</b>		9900	0	0.00	0	0	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.	N.A.
	<b>Total</b>		21081994	79473	0.38	79260	213	99.73
<b>Total</b>		<b>38662017</b>	<b>16735705</b>	<b>43.29</b>	<b>16735492</b>	<b>213</b>	<b>99.9987</b>	<b>0.0013</b>

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

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