

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65910DL1986PLC023129

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACV4183G

(ii) (a) Name of the company

V L S FINANCE LIMITED

(b) Registered office address

FIRST FLOOR, 90, OKHLA INDUSTRIAL ESTATE
PHASE III
NEW DELHI
South Delhi
Delhi
110026

(c) *e-mail ID of the company

vls@vlsfinance.com

(d) *Telephone number with STD code

01146656666

(e) Website

https://www.vlsfinance.com

(iii) Date of Incorporation

20/01/1986

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange Limited (BSE), Calcutta	4
2	National Stock Exchange of India Limited (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U67120DL1950PTC001854

Pre-fill

Name of the Registrar and Transfer Agent

RCMC SHARE REGISTRY PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

B-25/1, OKHLA INDUSTRIAL AREA
PHASE II

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 30/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	99.74

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VLS SECURITIES LIMITED	U74899DL1994PLC062123	Subsidiary	100
2	VLS ASSET MANAGEMENT LIM	U74899DL1995PLC065812	Subsidiary	99.15

3	VLS REAL ESTATE LIMITED	U70109DL2021PLC376479	Subsidiary	100
---	-------------------------	-----------------------	------------	-----

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	150,000,000	39,129,517	38,662,017	38,662,017
Total amount of equity shares (in Rupees)	1,500,000,000	391,295,170	386,620,170	386,620,170

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	150,000,000	39,129,517	38,662,017	38,662,017
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,500,000,000	391,295,170	386,620,170	386,620,170

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	2,829,444	35,832,573	38662017	386,620,170	386,620,170	
Increase during the year	0	158,900	158900	1,589,000	1,589,000	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify share dematerialised	0	158,900	158900	1,589,000	1,589,000	
Decrease during the year	158,900	0	158900	1,589,000	1,589,000	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify share dematerialised	158,900	0	158900	1,589,000	1,589,000	
At the end of the year	2,670,544	35,991,473	38662017	386,620,170	386,620,170	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE709A01018

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

30/09/2021

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

2,862,872,695

(ii) Net worth of the Company

10,881,354,349

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,410,347	8.82	0	
	(ii) Non-resident Indian (NRI)	485,783	1.26	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	13,795,806	35.68	0	
10.	Others	0	0	0	
	Total	17,691,936	45.76	0	0

Total number of shareholders (promoters)

8

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	17,272,463	44.68	0	
	(ii) Non-resident Indian (NRI)	422,250	1.09	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	

4.	Banks	10,800	0.03	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	300	0	0	
7.	Mutual funds	100	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,377,732	3.56	0	
10.	Others AIF,FPI,Clearing Members,T	1,886,436	4.88	0	
	Total	20,970,081	54.24	0	0

Total number of shareholders (other than promoters)

30,081

**Total number of shareholders (Promoters+Public/
Other than promoters)**

30,089

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TAIB BANK AG	SBI GLOBAL CUSTD SVC BOMBAY !			300	0

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	23,281	30,081
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	1	2	1	1.26	1.4
B. Non-Promoter	2	5	2	5	0	0

(i) Non-Independent	2	1	2	1	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	6	4	6	1.26	1.4

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MAHESH PRASAD ME	00016768	Whole-time director	1	
KISHAN KUMAR SONI	00106037	Whole-time director	1	
AJIT KUMAR	00106597	Director	0	
SURESH KUMAR AGA	00106763	Managing Director	1	
RAJEEV LOCHAN BISH	00130335	Director	0	
VIKAS MEHROTRA	06476150	Managing Director	485,783	
DEEPAK KUMAR CHA	03379600	Director	0	
NEERAJ ARORA	07191167	Director	0	
DINESH KUMAR MEHF	00142711	Director	0	
KISHAN KUMAR SONI	AIGPS4386P	CFO	1	
DIVYA MEHROTRA	00006494	Director	541,393	
HARSH CONSUL	AAFPC3749P	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
DIVYA MEHROTRA	00006494	Additional director	13/11/2021	Appointment
DIVYA MEHROTRA	00006494	Director	30/12/2021	Change in designation
VIKAS MEHROTRA	06476150	Managing Director	12/01/2022	Change in designation
DEEPAK KUMAR CHA	03379600	Director	30/09/2021	Change in designation
DINESH KUMAR MEHF	00142711	Director	27/05/2021	Cessation
DINESH KUMAR MEHF	00142711	Additional director	29/06/2021	Appointment
DINESH KUMAR MEHF	00142711	Director	30/09/2021	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	30/09/2021	31,137	59	34.49
EXTRA ORDINARY GENE	30/12/2021	29,870	70	46.03

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/06/2021	8	7	87.5
2	29/06/2021	9	9	100
3	26/07/2021	9	9	100
4	13/11/2021	10	10	100
5	10/02/2022	10	10	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	21/03/2022	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

15

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	29/06/2021	3	2	66.67
2	Audit Committee	26/07/2021	4	4	100
3	Audit Committee	13/11/2021	4	4	100
4	Audit Committee	10/02/2022	4	4	100
5	Nomination and Remuneration	29/06/2021	3	3	100
6	Nomination and Remuneration	26/07/2021	4	4	100
7	Stakeholder Relationship	21/06/2021	3	3	100
8	Stakeholder Relationship	30/07/2021	3	3	100
9	Stakeholder Relationship	14/09/2021	3	3	100
10	Stakeholder Relationship	23/09/2021	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	MAHESH PRAKASH	6	6	100	5	4	80	Yes
2	KISHAN KUMAR	6	6	100	8	7	87.5	Yes
3	AJIT KUMAR	6	6	100	15	15	100	Yes
4	SURESH KUMAR	6	6	100	9	9	100	Yes
5	RAJEEV LOCHAN	6	6	100	7	7	100	Yes

6	VIKAS MEHR	6	5	83.33	0	0	0	No
7	DEEPAK KUM	6	6	100	0	0	0	No
8	NEERAJ ARO	6	6	100	2	2	100	No
9	DINESH KUM	5	5	100	4	4	100	Yes
10	DIVYA MEHR	3	3	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MAHESH PRASAD	Whole-time Dire	7,727,000	0	0	0	7,727,000
2	SURESH KUMAR A	Managing Direct	4,126,200	0	0	0	4,126,200
3	KISHAN KUMAR S	Director Finance	3,960,000	0	0	0	3,960,000
4	VIKAS MEHROTRA	MANAGING DIF	0	0	0	250,000	250,000
	Total		15,813,200	0	0	250,000	16,063,200

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KISHAN KUMAR S	CFO	0	0	0	0	0
2	HARSH CONSUL	COMPANY SEC	2,858,000	0	0	0	2,858,000
	Total		2,858,000	0	0	0	2,858,000

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AJIT KUMAR	CHAIRMAN & I	0	0	0	500,000	500,000
2	DIVYA MEHROTRA	NON EXECUTIV	0	0	0	150,000	150,000
3	NEERAJ ARORA	NON EXECUTIV	0	0	0	340,000	340,000
4	DINESH KUMAR M	INDEPENDENT	0	0	0	355,000	355,000
5	RAJEEV LOCHAN	INDEPENDENT	0	0	0	460,000	460,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
6	DEEPAK KUMAR C	INDEPENDENT	0	0	0	310,000	310,000
	Total		0	0	0	2,115,000	2,115,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

ASHUTOSH AGGARWAL

Whether associate or fellow

Associate Fellow

Certificate of practice number

7467

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Digitally signed by
SURESH KUMAR AGARWAL
Date: 2022.11.29 15:22:45 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
HARSH CONSUL
Date: 2022.11.29 15:23:52 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

MGT-8_VLSF_2021-22.pdf
Extract of Reconciliation of Share Capital.p
Additional Details.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

