

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

English Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65910DL1986PLC023129

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	V L S FINANCE LIMITED	V L S FINANCE LIMITED
Registered office address	GROUND FLOOR, 90, OKHLA INDUSTRIAL ESTATE PHASE III,NA,NEW DELHI, South Delhi, Delhi, India, 110020	GROUND FLOOR, 90, OKHLA INDUSTRIAL ESTATE PHASE III,NA,NEW DELHI, South Delhi, Delhi, India, 110020
Latitude details	28.548393	28.548393
Longitude details	77.268078	77.268078

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Registered Office
Photograph_VLSF.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****3G

(c) *e-mail ID of the company

*****LSFINANCE.COM

(d) *Telephone number with STD code

01*****66

(e) Website

https://www.vlsfinance.com/

iv *Date of Incorporation (DD/MM/YYYY)

20/01/1986

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

Yes No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67120DL1950PTC001854	RCMC SHARE REGISTRY PRIVATE LIMITED	B-25/1, OKHLA INDUSTRIAL AREA PHASE II, NEW DELHI, South Delhi, Delhi, India, 110020	INR000000429

ix * (a) Whether Annual General Meeting (AGM) held

Yes No

(b) If yes, date of AGM (DD/MM/YYYY)

27/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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 activities	66	Other financial activities	100

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

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

4

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U74899DL1994PLC062123		VLS SECURITIES LIMITED	Subsidiary	100
2	U74899DL1995PLC065812		VLS ASSET MANAGEMENT LIMITED	Subsidiary	99.15
3	U64990DL2021PLC376479		VLS SUNNIVESH LIMITED	Subsidiary	100
4	U67190DL1985PLC022302		VLS CAPITAL LIMITED	Associate	42.4

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
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Total number of equity shares	150000000.00	34477741.00	34010241.00	34010241.00
Total amount of equity shares (in rupees)	1500000000.00	344777410.00	340102410.00	340102410.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	150000000	34477741	34010241	34010241
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1500000000.00	344777410.00	340102410	340102410

(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)				
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(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	2378729	32417263	34795992.00	347959920	347959920	
Increase during the year	0.00	1257882.00	1257882.00	12578820.00	12578820.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Shares Dematerialisation		1257882		12578820	12578820	
Decrease during the year	1257882.00	785751.00	2043633.00	20436330.00	20436330.00	0
i Buy-back of shares	0	785751	785751.00	7857510	7857510	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify <input type="text" value="Shares Dematerialisation"/>	1257882		1257882.00	12578820	12578820	
At the end of the year	1120847.00	32889394.00	34010241.00	340102410.00	340102410.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <input type="text"/>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <input type="text"/>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

Class of shares		<input type="text"/>
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

Number of transfers

17078

Attachments:

1. Details of shares/Debentures Transfers

VLS_Transfer Details.xlsm

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

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)

Total			
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Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

1036232087

ii * Net worth of the Company

17124565166

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	3410347	10.03	0	0.00
	(ii) Non-resident Indian (NRI)	485783	1.43	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	13795806	40.56	0	0.00
10	Others <input type="text"/>				
	Total	17691936.00	52.02	0.00	0

Total number of shareholders (promoters)

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	13212470	38.85	0	0.00
	(ii) Non-resident Indian (NRI)	197451	0.58	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	10800	0.03	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	677797	1.99	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	459787	1.35	0	0.00
10	Others IEPF, HUF, LLP, AIF	1760000	5.17		
	Total	16318305.00	47.97	0.00	0

Total number of shareholders (other than promoters)

27960

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

27968.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	5115
2	Individual - Male	11310
3	Individual - Transgender	0
4	Other than individuals	11543
	Total	27968.00

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
Refer Attachment- FII Details	Refer Attachment- FII Details	20/01/1986	India	677797	1.99

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of 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)	27626	27960
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	0	0	0	0	0
B Non-Promoter	3	7	3	6	0.00	0.00
i Non-Independent	3	2	3	1	0	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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						
Total	4	7	3	6	0.00	0.00

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

11

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ANOOP MISHRA	02849054	Director	0	
DINESH KUMAR MEHROTRA	00142711	Director	0	
ADESH KUMAR JAIN	00512969	Director	2000	
NAJEEB HAMID JUNG	02941412	Director	0	
NEERAJ VINAY BANSAL	10499620	Director	0	
GAURAV GOEL	00076111	Director	0	
SURESH KUMAR AGARWAL	00106763	Managing Director	1	
KISHAN KUMAR SONI	00106037	Whole-time director	1	
KESHAV TANDAN	10450801	Whole-time director	0	
HARSH CONSUL	AAFPC3749P	Company Secretary	0	
KISHAN KUMAR SONI	AIGPS4386P	CFO	0	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
MAHESH PRASAD MEHROTRA	00016768	Whole-time director	05/04/2024	Cessation
SHIVESH RAM MEHROTRA	10259068	Director	09/05/2024	Change in designation
NEERAJ VINAY BANSAL	10499620	Director	09/05/2024	Change in designation
NAJEEB HAMID JUNG	02941412	Director	09/05/2024	Change in designation
GAURAV GOEL	00076111	Director	09/05/2024	Change in designation
KESHAV TANDAN	10450801	Whole-time director	09/05/2024	Change in designation
SHIVESH RAM MEHROTRA	10259068	Director	15/08/2024	Cessation

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

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/09/2024	29230	70	42.07

B BOARD MEETINGS

*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2024	10	9	90
2	28/05/2024	10	9	90
3	09/08/2024	10	8	80
4	13/11/2024	9	9	100
5	05/02/2025	9	9	100
6	26/03/2025	9	8	88.89

C COMMITTEE MEETINGS

Number of meetings held

26

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance

1	Audit Committee Meeting	28/05/2024	6	6	100
2	Audit Committee Meeting	09/08/2024	6	5	83.33
3	Audit Committee Meeting	13/11/2024	6	6	100
4	Audit Committee Meeting	05/02/2025	6	6	100
5	Audit Committee Meeting	26/03/2025	6	5	83.33
6	Nomination and Remuneration Committee Meeting	28/05/2024	5	5	100
7	Nomination and Remuneration Committee Meeting	09/08/2024	5	4	80
8	Stakeholders Relationship Committee Meeting	29/04/2024	3	3	100
9	Stakeholders Relationship Committee Meeting	30/05/2024	3	3	100
10	Stakeholders Relationship Committee Meeting	22/06/2024	3	3	100
11	Stakeholders Relationship Committee Meeting	30/07/2024	3	2	66.67
12	Stakeholders Relationship Committee Meeting	22/08/2024	3	2	66.67
13	Stakeholders Relationship Committee Meeting	20/09/2024	3	3	100
14	Stakeholders Relationship Committee Meeting	17/10/2024	3	3	100
15	Stakeholders Relationship Committee Meeting	30/10/2024	3	3	100
16	Stakeholders Relationship Committee Meeting	26/11/2024	3	2	66.67
17	Stakeholders Relationship Committee Meeting	30/12/2024	3	3	100
18	Stakeholders Relationship Committee Meeting	30/01/2025	3	3	100

19	Stakeholders Relationship Committee Meeting	01/03/2025	3	3	100
20	Stakeholders Relationship Committee Meeting	31/03/2025	3	3	100
21	Corporate Social Responsibility Committee Meeting	13/11/2024	5	4	80
22	Corporate Social Responsibility Committee Meeting	05/02/2025	5	5	100
23	Corporate Social Responsibility Committee Meeting	26/03/2025	5	4	80
24	Buyback Committee Meeting	12/08/2024	3	3	100
25	Buyback Committee Meeting	28/08/2024	3	3	100
26	Buyback Committee Meeting	12/09/2024	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 27/09/2025 (Y/N/NA)
		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	ANOOP MISHRA	6	6	100	23	23	100	No
2	DINESH KUMAR MEHROTRA	6	5	83	7	5	71	Yes
3	ADESH KUMAR JAIN	6	6	100	10	10	100	Yes
4	NAJEEB HAMID JUNG	6	5	83	8	6	75	Yes
5	NEERAJ VINAY BANSAL	6	6	100	7	7	100	No
6	GAURAV GOEL	6	6	100	5	4	80	Yes
7	SURESH KUMAR AGARWAL	6	6	100	24	22	91	Yes
8	KISHAN KUMAR SONI	6	6	100	16	15	93	Yes

9	KESHAV TANDAN	6	6	100	3	3	100	No
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X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *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 Mehrotra	Whole-time director	76667	0	0	433102	509769.00
2	Suresh Kumar Agarwal	Managing Director	5856540	0	0	0	5856540.00
3	Kishan Kumar Soni	Whole-time director	5609700	0	0	0	5609700.00
4	Keshav Tandan	Whole-time director	6692400	0	0	0	6692400.00
	Total		18235307.00	0.00	0.00	433102.00	18668409.00

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Harsh Consul	Company Secretary	3842100	0	0	0	3842100.00
	Total		3842100.00	0.00	0.00	0.00	3842100.00

C *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	Anoop Mishra	Director	0	0	0	655000	655000.00
2	Dinesh Kumar Mehrotra	Director	0	0	0	450000	450000.00
3	Adesh Kumar Jain	Director	0	0	0	620000	620000.00
4	Najeed Hamid Jung	Director	0	0	0	470000	470000.00
5	Neeraj Vinay Bansal	Director	0	0	0	560000	560000.00

6	Gaurav Goel	Director	0	0	0	450000	450000.00
	Total		0.00	0.00	0.00	3205000.00	3205000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

27968

XIV Attachments

(a) List of share holders, debenture holders

VLS_Details of Shareholder.xlsm

(b) Optional Attachment(s), if any

MGT-7 Clarification Letter VLSF
2024-25.pdf
MGT 8 VLS 2025.pdf
Details of Fils.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **V L S FINANCE LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;

- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	
Name	Ashutosh Agarwal
Date (DD/MM/YYYY)	30/01/2026
Place	New Delhi
Whether associate or fellow:	
<input checked="" type="radio"/> Associate <input type="radio"/> Fellow	
Certificate of practice number	7*6*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	AAFPC3749P
*(b) Name of the Designated Person	HARSH CONSUL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 13 dated* (DD/MM/YYYY) 31/08/2020 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*1*6*6*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

1*1*3

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AC1872719

eForm filing date (DD/MM/YYYY)

30/01/2026

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



VLS FINANCE LIMITED

CIN: L65910DL1986PLC023129
REGD. OFF. GROUND FLOOR, 90, OKHLA INDUSTRIAL
ESTATE, PHASE III, NEW DELHI-110020
GSTIN: 07AAACV4183G1ZB

**VLS ASSET MANAGEMENT
LIMITED**

CIN: U74899DL1995PLC065812
REGD. OFF. GROUND FLOOR, 90, OKHLA INDUSTRIAL
ESTATE, PHASE III, NEW DELHI-110020

VLS SECURITIES LIMITED

CIN: U74899DL1994PLC062123
REGD. OFF. GROUND FLOOR, 90, OKHLA INDUSTRIAL
ESTATE, PHASE III, NEW DELHI-110020
GSTIN: 07AAACV2236J1ZE

VLS COMMODITIES PRIVATE LIMITED

CIN: U25112UP1973PTC003812
CORPORATE OFF. 1st FLOOR, 90, OKHLA
INDUSTRIAL ESTATE, PHASE III, NEW DELHI-110020
GSTIN: 07AABCG0262C1Z9

VLS SUNNIVESH LIMITED

(FORMERLY KNOWN AS VLS REAL ESTATE LIMITED)
CIN: U64990DL2021PLC376479

REGD. OFF. GROUND FLOOR, 90, OKHLA INDUSTRIAL
ESTATE, PHASE III, NEW DELHI-110020



Form MGT – 8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

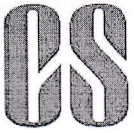
I have examined the Registers, Records and Books and Papers of **VLS Finance Limited** CIN L65910DL1986PLC023129 (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the Financial Year ended on March 31, 2025. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that: -

A. The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.

B. During the aforesaid Financial Year the Company has complied with provisions of the Act and Rules made there under (wherever applicable) in respect of: -

1. its status under the Act;
2. maintenance of registers / records and making entries therein within the time prescribed therefor;
3. filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other Authorities within the prescribed time and in some cases beyond the prescribed time with additional fee;
4. calling / convening / holding meetings of Board of Directors or its Committees, if any, and the meetings of the Members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the Circular Resolutions and Resolutions passed by Postal Ballot, if any, have been properly recorded in the Minute Book / Registers maintained for the purpose and the same have been signed;
5. closure of Register of Members / Security holders, as the case may be;
6. advances / loans to its Directors and / or persons or firms or Companies referred in Section 185 of the Act*;
7. contracts / arrangements with related parties as specified in Section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates in all instances;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;





A Aggarwal and Associates
Company Secretaries

35, Tyagi Vihar – B,
Dharam Colony, Nangloi
Delhi 110041

Mobile: 9818307204

Mail ID: aagarwal_cs@yahoo.com

10. declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of Audited Financial Statement as per the provisions of Section 134 of the Act and Report of Directors is as per sub-sections (3), (4) and (5) thereof;
12. constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment / reappointment / filling up casual vacancies of Auditors as per the provisions of Section 139 of the Act*;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other Authorities under the various provisions of the Act*;
15. acceptance / renewal / repayment of deposits*;
16. borrowings from its Directors, Members, Public Financial Institutions, Banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company*.

*Indicates either no transaction or not applicable for the year under review.

Place: New Delhi
Date: 28.12.2025

Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries
ACS 9972 CP No. 7467
P.R. Certificate No. 1097 / 2021
UDIN A009972G002920638



VLS**VLS FINANCE LTD.**

Regd. Office : Ground Floor, 90, Okhla
Industrial Estate, Phase III, New Delhi-110020
Tel. : 91-11-46656666
Fax : 91-11-46656699
Email : vls@vlsfinance.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

January 30, 2026

To

Registrar of Companies, Delhi & Haryana

4th Floor, IFCI Tower,

61, Nehru Place, New Delhi-110019

Sub: Clarification pertaining to details updated in Form MGT-7 for the F.Y. 2024-25

Dear Sir/Madam,

We would like to clarify the following points with respect to the form MGT -7 for the F.Y. 2024-25. The company has updated the details in the prescribed format on the online system and the following points should be read together. We request you to kindly take the below on record:

1. Point VI – Breakup of total number of shareholders (Promoters + Other than promoters)

The Company has reflected the gender details of shareholders based on the information available with the respective Depositories. In cases where gender wise data is not available, such shareholders aggregating to 10,712 have been classified under the category 'Other than Individuals' and clubbed with other shareholders classified under the said category.

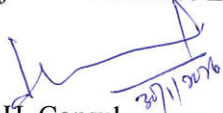
2. Point VI C - Details of Foreign Institutional Investors (FIIs) holding shares of the Company

The field 'Date of Incorporation' is mandatory requirements in the Form. However, the requisite information is presently unavailable, as it has not been recorded with the relevant Depository and consequently, is not accessible to the Registrar and Share Transfer Agent. To ensure compliance with this section, we have entered the complete holding details in the Form as a single entry and attached full list of FIIs along with their respective shareholding and other details. The date of Incorporation and Country of Incorporation has been filled with relevant detail of filing entity and is indicative only.

We request you to take the above information on record for the financial year under reference.

Thanking you.

for VLS Finance Limited


H. Consul
Company Secretary
M. No.: A11183



VLS FINANCE LIMITED
LIST OF FIs as on 31/03/2025

S no.	L/F DP CL Id	Name of Holder	ADDRESS	Regn. With SEBI	No.of Shares	% to EQT
1	IN30005410069657	1199 SEIU HEALTH CARE EMPLOYEES PENSION FUND	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-1706-16	5614	0.02
2	IN30152430060174	3M EMPLOYEE RETIREMENT INCOME PLAN TRUST - AC	STANDARD CHARTERED BANK, SECURITIES SERVICES, 3RD FLOOR, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001	INUSFP289216	5526	0.02
3	IN30152430060037	ACADIAN EMERGING MARKETS EQUITY FUND	STANDARD CHARTERED BANK, SECURITIES SERVICES, 3RD FLOOR, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001	INUSFP171715	1437	0.00
4	IN30016710039044	ACADIAN EMERGING MARKETS EQUITY UCITS	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG , POST BOX NO. 1142, FORT , MUMBAI - 400001	INIRFP226416	12211	0.04
5	IN30152430060287	ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUN	STANDARD CHARTERED BANK, SECURITIES SERVICES, 3RD FLOOR, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001	INUSFP171615	32212	0.09
6	IN30014210783250	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING M	HSBC SECURITIES SERVICES , 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY, GOREGAON (EAST), MUMBAI - 400063	INUSFP100121	6312	0.02
7	IN30179910088827	BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE, 1 NORTH AVENUE, MAKER MAXITY , BANDRA KURLA COMPLEX, BANDRA EAST, MUMBAI - 400051	INFRFP006620	191	0.00
8	IN30016710148275	BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI - 400001	INUSFP016518	34043	0.10
9	IN30005410109545	BOFA SECURITIES EUROPE SA - ODI	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-FR-FP-0973-19	4	0.00
10	IN30343810008236	BUMA-UNIVERSAL-FONDS I	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY , 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INGEFP004717	39614	0.12
11	IN30343810023233	CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INSGFP005222	14306	0.04
12	IN30014220774577	CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES, 11TH FLOOR , BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI - 400063	INUSFP213516	27407	0.08
13	IN30005410014013	COLONIAL FIRST STATE INVESTMENTS LIMITED AS R	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-AU-FP-0829-17	7609	0.02
14	IN30016710056354	COMMONWEALTH OF PENNSYLVANIA PUBLIC SCHOOL EM	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG , POST BOX NO. 1142, FORT , MUMBAI - 400001	INUSFP047617	32951	0.10
15	IN30343810000062	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI A	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY , 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INMUF001717	544	0.00
16	IN30014210760502	COX ENTERPRISES, INC. MASTER TRUST	HSBC SECURITIES SERVICES , 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY, GOREGAON (EAST), MUMBAI - 400063	INUSFP030118	5855	0.02
17	IN30016710097223	EMPLOYEES RETIREMENT SYSTEM OF TEXAS - SELF M	DEUTSCHE BANK AG, DB HOUSE , HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI, 400001	INUSFP027416	26551	0.08
18	IN30005410102556	FIDELITY RUTLAND SQUARE TRUST II STRATEGIC AD	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-2412-15	24557	0.07
19	IN30152430058492	FLORIDA RETIREMENT SYSTEM.- ACADIAN ASSET MAN	STANDARD CHARTERED BANK, SECURITIES SERVICES, 3RD FLOOR, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001	INUSFP146616	7078	0.02
20	IN30005410017544	IBM DIVERSIFIED GLOBAL EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-IR-FP-1747-17	19534	0.06
21	IN30005410106594	MONETARY AUTHORITY OF SINGAPORE ACCOUNT 1	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-SG-FP-0971-17	7744	0.02
22	IN30005410019445	NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-0060-16	27343	0.08
23	IN30343810005548	NEW YORK STATE COMMON RETIREMENT FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY , 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INUSFP162316	14162	0.04



24	IN30005410043327	OPSEU PENSION PLAN TRUST FUND	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-CA-FP-2153-15	26355	0.08
25	IN30016710090880	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MAN	DEUTSCHE BANK AG, DB HOUSE , HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI, 400001	INUSFP317316	7435	0.02
26	IN30005410018686	PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF CO	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-2030-15	8269	0.02
27	IN30014210779541	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES , 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY, GOREGAON (EAST), MUMBAI - 400063	INUSFP130016	17401	0.05
28	IN30343810021660	QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody, 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INCYFP003521	8722	0.03
29	IN30016710122568	RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMER	DEUTSCHE BANK AG, DB HOUSE , HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI, 400001	INIRFP224316	56245	0.17
30	IN30016710142434	RUSSELL INVESTMENT COMPANY PLC-ACADIAN SUSTAI	DEUTSCHE BANK AG, DB HOUSE , HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI, 400001	INIRFP104517	6750	0.02
31	IN30014210761808	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF AC	HSBC SECURITIES SERVICES, 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY , GOREGAON (EAST), MUMBAI - 400063	INUSFP045718	11769	0.03
32	IN30014210767629	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF AC	HSBC SECURITIES SERVICES, 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY , GOREGAON (EAST), MUMBAI - 400063	INUSFP039119	11131	0.03
33	IN30014210785420	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF AC	HSBC SECURITIES SERVICES 11TH FLOOR , BLDG 3 NESCO IT PARK NESCO COMPLEX , W E HIGHWAY GOREGAON EAST , MUMBAI - 400063	INUSFP036922	9084	0.03
34	IN30014210752965	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF TH	HSBC SECURITIES SERVICES, 11TH FLOOR, BLDG 3, NESCO - IT PARK , NESCO COMPLEX, W.E. HIGHWAY , GOREGAON (EAST), MUMBAI - 400063	INUSFP218016	5588	0.02
35	IN30343810013506	TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY , 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INUSFP163115	17792	0.05
36	IN30016710175947	TEACHERS' RETIREMENT SYSTEM OF THE STATE OF I	2815 WEST WASHINGTON STREET, SPRINGFIELD, IL , 62702 UNITED STATES , 999999	INUSFP035921	30495	0.09
37	IN30016710145919	TEXAS MUNICIPAL RETIREMENT SYSTEM	DEUTSCHE BANK AG, DB HOUSE , HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI, 400001	INUSFP235617	14252	0.04
38	IN30005410038147	THE NOMURA TRUST AND BANKING CO., LTD. RE NOM	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-JP-FP-2758-16	6690	0.02
39	IN30005410068961	THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CITIBANK N.A. CUSTODY SERVICES , FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-0374-16	24959	0.07
40	IN30005410016882	UNITED NATIONS FOR AND ON BEHALF OF THE UNITE	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC , BANDRA - EAST, MUMBAI - 400098	IN-US-FP-1673-15	35662	0.10
41	IN30343810016324	VANTAGETRUST III MASTER COLLECTIVE INVESTMENT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY , 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. - 400063	INUSFP243117	7434	0.02
42	IN30152430058450	VIRGINIA RETIREMENT SYSTEM MANAGED BY ACADIAN	STANDARD CHARTERED BANK, SECURITIES SERVICES, 3RD FLOOR, 23-25 MAHATMA GANDHI ROAD, FORT, MUMBAI - 400001	INUSFP120417	18959	0.06
Total					677797	1.99

