



VLS FINANCE LIMITED

Regd. Office: Ground Floor, 30, Okhla Industrial Estate, Phase-III, New Delhi-110020
 CIN: 105910011989PL0032128 E-mail: vls@vlsfinance.com,
 Website: www.vlsfinance.com, Ph: 011-4655 8665, Fax: 011-4665 8699

NOTICE OF POSTAL BALLOT

Members are hereby informed that pursuant to Section 110 read with Section 108 of the Companies Act, 2013 (the Act), read with the Companies (Management and Administration) Rules, 2014, as amended (Rules), read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and the latest one being General Circular No. 3/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA Circulars) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('listing regulations') and any other applicable provisions of the Acts, Rules, Regulations, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), the Company has on Tuesday, 30th December, 2025, sent to the Members, who have registered their e-mail address with the Depository Participant(s) or with the Company, the Notice of Postal Ballot dated 22nd November, 2025, together with an Explanatory Statement pursuant to Section 102 of the Act, to consider and approve the following resolutions:

S. No.	Type of resolution	Description
1	Special Resolution	To approve the appointment of Shri Gaurav Goel (DIN: 00076111) as an Independent Director of the Company.
2	Special Resolution	To approve revision in remuneration of Shri Suresh Kumar Agarwal (DIN: 00108763) - Managing Director of the Company.
3	Special Resolution	To approve revision in remuneration of Shri Kishan Kumar Soni (DIN: 00106037) - Director-Finance & CFO of the Company.
4	Ordinary Resolution	To approve revision in remuneration of Shri Keshav Tandan (DIN: 10450801) - Executive Director of the Company.

The Board of Directors of the Company has appointed Shri Ashutosh Aggarwal-Practicing Company Secretary (COP: 7467), to act as the Scrutinizer for conducting the Postal Ballot process, in a fair and transparent manner. Members are requested to provide their assent or dissent through e-voting only. The Company has availed the services of National Securities Depository Limited ('NSDL') for facilitating e-voting to enable the Shareholders to cast their votes electronically. The detailed procedure for e-voting is enumerated in the Notes to the Postal Ballot Notice.

The details of e-voting period are as under:

Cut-off Date	Friday, 12th December, 2025.
Commencement of e-voting	Wednesday, 31st December, 2025 at 9.00 A.M. (IST).
Conclusion of e-voting	Thursday, 29th January, 2026 at 5.00 P.M. (IST).

The e-voting facility will be disabled by NSDL immediately after 5.00 P.M. (IST) on Thursday, 29th January, 2026. In line with the MCA Circulars, the Postal Ballot Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. The communication of the assent or dissent of the Members would take place through the e-voting system only. A person who is not a Member as on the 'Cut-off date' should treat the Notice of Postal Ballot for information purpose only. The copy of the Postal Ballot Notice post dissemination will be available on the Company's website at www.vlsfinance.com, websites of the Stock Exchanges i.e. BSE Limited, National Stock Exchange of India Limited and The Calcutta Stock Exchange Limited at www.bseindia.com, www.nseindia.com and www.cseindia.com respectively. In accordance with the MCA Circulars, the Company has made necessary arrangements with 'RCMC Share Registry Private Limited', Registrar and Share Transfer Agent ('RTA') to enable the Members to register their e-mail address. Members holding shares in physical mode and who have not updated their email address with the Company are requested to update their email address by submitting the physical copy of the signed request letter in Form ISR-1 to the Company or the RTA. Besides, it is advisable to send soft copy of relevant documents at vls@vlsfinance.com or RTA at investor.services@rcmcindia.com. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants. Updating the relevant details will facilitate prompt communication by the Company in future.

The result of the e-voting by Postal Ballot will be announced within 2 (two) working days from conclusion of the e-voting period to the stock exchanges in accordance with the listing regulations.

For any queries or grievances pertaining to e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or Contact Mr. Amit Vishal, Assistant Vice President, NSDL at the designated email id: evoting@nsdl.co.in or at telephone number 022-24994360; or Contact Ms. Pallavi Mhatre, Manager, NSDL at the designated email id: evoting@nsdl.co.in or at telephone number 022-24994545.

For VLS Finance Limited

Sd/-
(H. Consul)

Company Secretary
M. No. - A11183

Date : 30-12-2025

Place : New Delhi

epaper.jansatta.com