

**VLS FINANCE LTD.**

2nd Floor, 13, Sant Nagar,
East of Kailash,
New Delhi - 110 065, India
Tel. : + 91 -11-46656666
Fax : + 91 -11-46656699
E-mail : vls@vsnl.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

May 8, 2017

LISTING DEPARTMENT
BSE LIMITED
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET
MUMBAI - 400 001

Security code: 511333

Re: Approval of Audited Financial Results of VLS Finance Limited, for the quarter and financial year ended March 31, 2017, recommendation of Dividend for the FY 2016 -17.

Dear Sir/Madam,

1. We have to inform you that pursuant to regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), 2015 the Board at its meeting held today i.e. May 8, 2017 (which was commenced at 3:30 P.M. and concluded at 7:20 P.M), inter-alia considered and approved (Standalone and Consolidated) Financial Results for the financial year ended 31st March, 2017.
2. In this connection, we enclose the following:
 - a. Statement showing the Annual Audited Financial Results (Standalone and Consolidated) for the quarter/year ended 31/03/2017;
 - b. Auditors Report on the annual Audited Financial Results- Standalone and Consolidated. There are no adverse comments by auditors in their report.
3. Further, pursuant to the applicable provisions of the listing regulations, we wish to inform you that the Board of Directors of the Company at its aforesaid meeting has recommended a dividend @10% i.e. INR 1/- per equity share on the face value of INR 10/- per share, for the financial year 2016-2017, subject to approval of members in the next Annual General Meeting. The dividend, if approved, will be paid on or before October 24, 2017 to the members whose name stand in register of members on the date of closure of transfer books for this purpose.
4. The Results are also being published in newspapers as per requirement of the listing regulations.

Kindly acknowledge the receipt.

Thanking you,
Yours truly

For VLS Finance Ltd.


H. Consul
Company Secretary
M. No. A11183

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.

Scrip Code: VLSFINAC

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

Scrip code:032019

Independent Auditor's Report

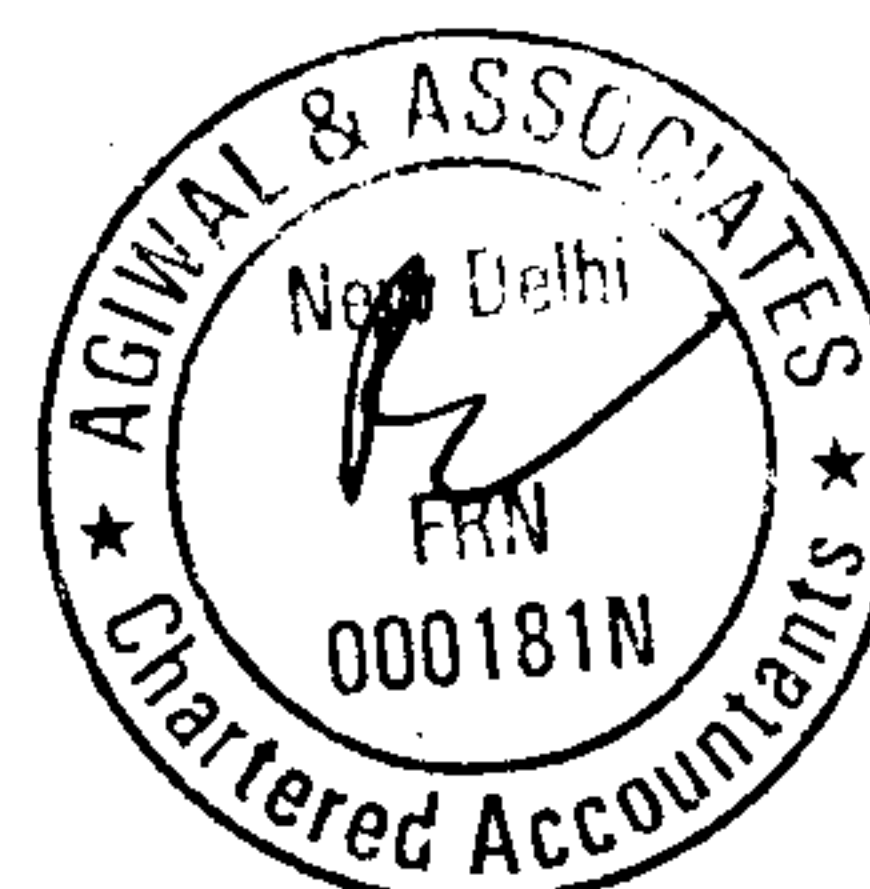
To
The Board of Directors of VLS Finance Limited

1. We have audited the accompanying Statement of Standalone Financial Results of VLS FINANCE LIMITED ("the Company") for the year ended 31 March, 2017 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as applicable and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Accounting & Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:



- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended 31 March, 2017.

4 The Statement includes the results for the Quarter ended 31 March, 2017 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the aforesaid financial year which were subject to limited review by us.

for Agiwal & Associates

Chartered Accountants

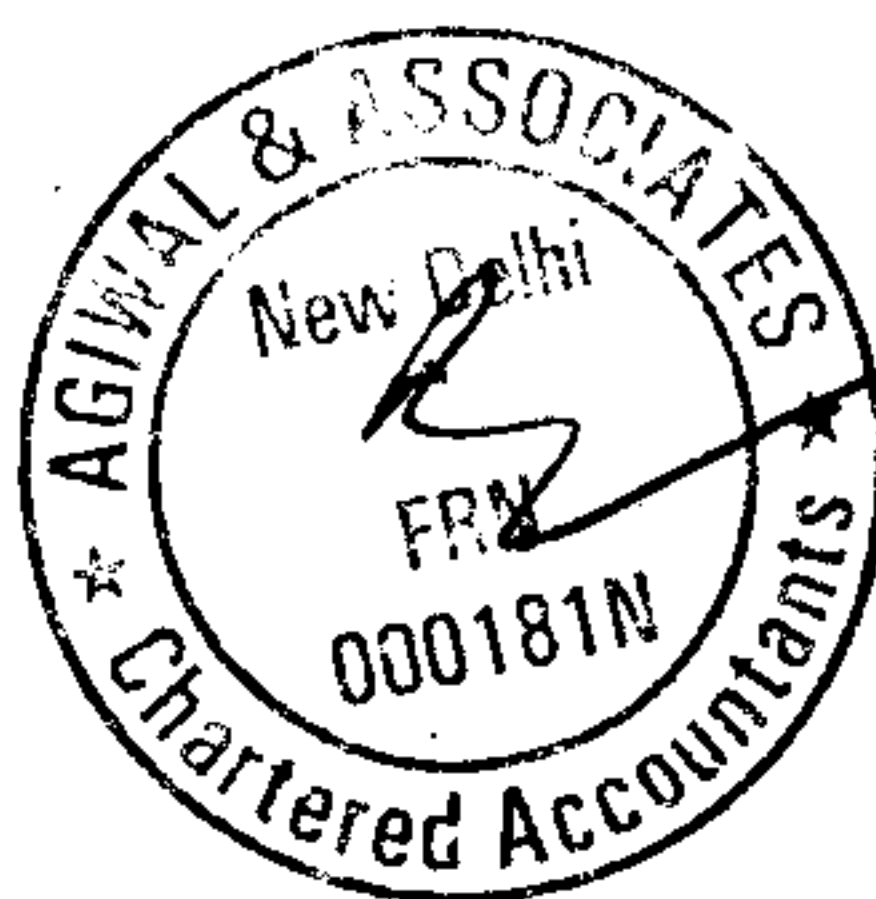
Firm's registration number: 000181N

P.C. Agiwal

CA P.C. Agiwal

Partner

Membership No.: 080475



New Delhi

08 May 2017

Independent Auditor's Report

To

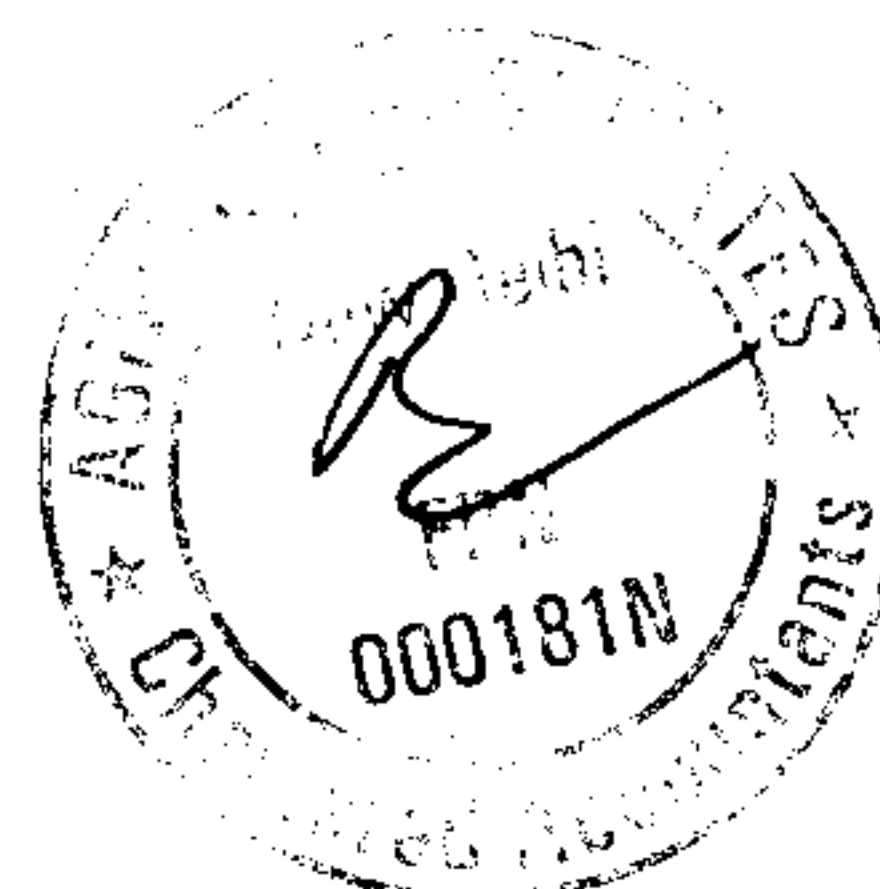
The Board of Directors of VLS Finance Limited

1. We have audited the accompanying Statement of Consolidated Financial Results of VLS FINANCE LIMITED ("the Holding Company") and its subsidiaries and its share of the profit/(loss) of its associates for the year ended 31 March, 2017 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards, prescribed under Section 133 of the Companies Act, 2013, as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Accounting & Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for unqualified audit opinion.

3. a) We did audit of the financial statements of two subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs. 3,336.90 lacs as at 31 March, 2017, total revenues of Rs.134.27 lacs for the year ended 31 March, 2017 and total Loss of Rs. 24.34 lacs (after tax) for the year ended 31 March, 2017, as considered in the consolidated financial results. These financial statements have been audited by us and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based on the reports of the audit conducted by us.



b) We did not audit the financial statements of three associates as defined under the Companies Act, 2013 namely Sunair Hotels Limited, VLS Capital Limited and BMS IT institute (P) Limited which have been included in the consolidated financial results, as per the Statement of Sunair Hotels Limited for the year ended 31st March, 2016, Statement for VLS Capital Limited for the year ended 31st March, 2017 and Statement for BMS IT Institute (P) limited for the year ended 31st March, 2014 whose financial statements reflect total assets of Rs. 28,183.67 lacs as at 31 March, 2017, total revenues of Rs. 5444.11 lacs for the year ended 31 March, 2017, and total share of profit of Rs. 693.30 lacs (after tax) is considered for the consolidation of Financial Statement. These financial statements have been audited by other auditors and reports has been provided to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these associates, is based on the reports of the audit conducted by other auditors. The same figures are taken for the consolidation purpose only. The management of the Holding Company stated that they are unable to comment on the financial statements, accounting policies and notes on accounts of the two associate companies namely Sunair Hotels limited and BMS IT Institute (P) limited which are in litigation with the Holding Company. We wish to clarify that for the purpose of consolidation of the financial statements, we are unable to comment on financial statements, accounting policies and notes on accounts of the two associates entities namely Sunair Hotels Limited and BMS IT Institute Private Limited on account of statement of management of Holding Company for the Consolidated Financial Statements.

4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, the Statement:
- a. includes the results of the subsidiaries and associates
 - b. is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - c. gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the consolidated net profit and other financial information of the VLS Finance Limited for the year ended 31st March, 2017.

Our opinion on the Statement is not modified in respect of our reliance on the financial statements certified by the Management.

for Agiwal & Associates

Chartered Accountants

Firm's registration number: 000181N

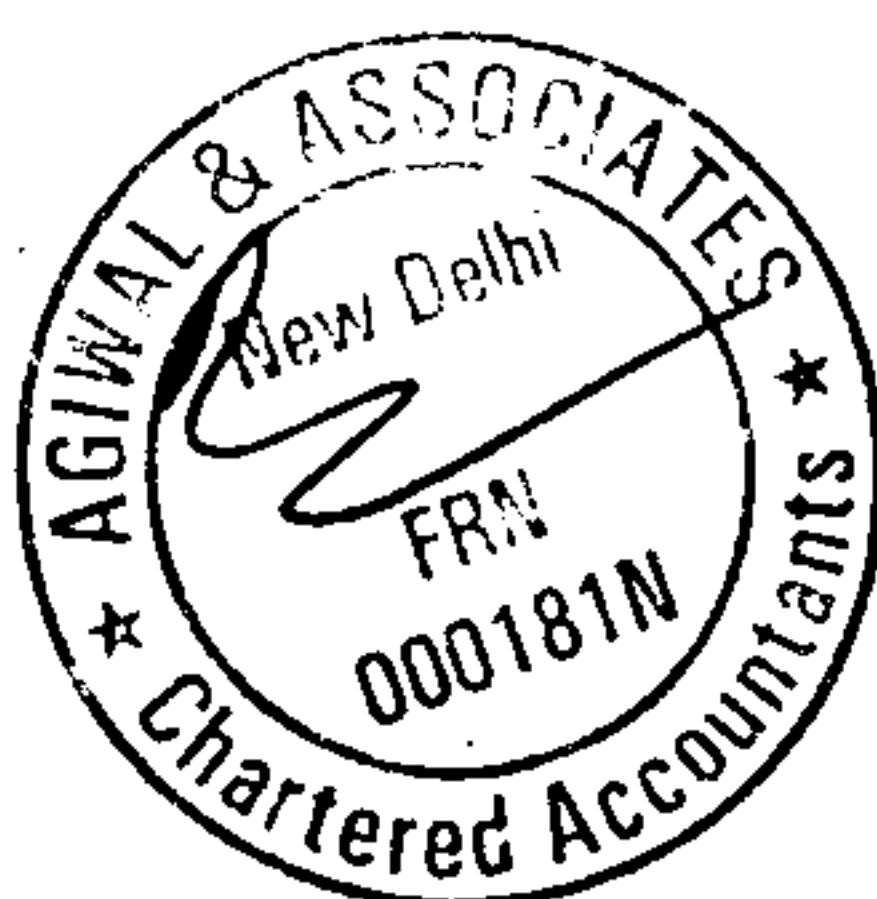
CA P.C. Agiwal

Partner

Membership No.: 080475

New Delhi

08 May 2017



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AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31st March, 2017

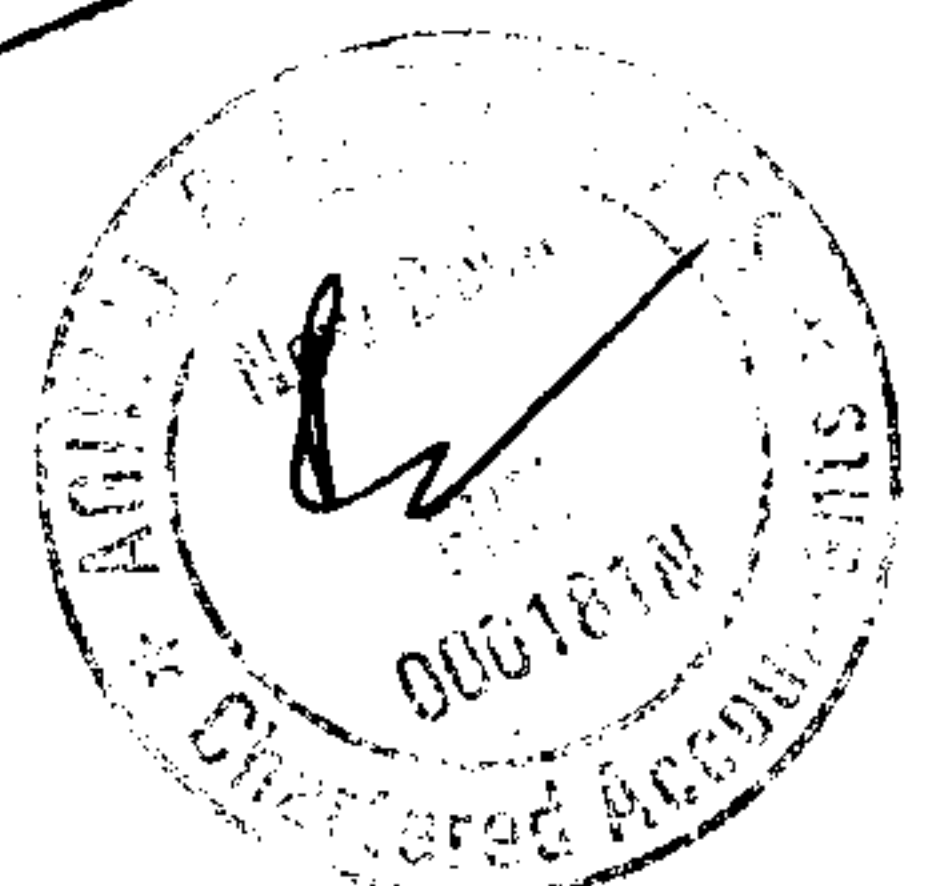
(Rs.in Lakhs except Earning per share data)

Sl.	Particulars	Quarter Ended			Year Ended		Year Ended (Consolidated)	
		31-03-2017	31-12-2016	31-03-2016	31-03-2017	31-03-2016	31-03-2017	31-03-2016
		(UNAUDITED)			(AUDITED)		(AUDITED)	
1	2	3	4	5	6	7	8	9
1	(a) Income from Operations	24978.60	33868.67	23746.92	269226.30	191343.10	269356.60	191452.56
	(b) Other Operating Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total 1 (a+b)	24978.60	33868.67	23746.92	269226.30	191343.10	269356.60	191452.56
2	Expenses							
	(a) (Increase)/Decrease in stock in Trade	(291.07)	(115.00)	(345.00)	(6.07)	275.82	(6.07)	275.82
	(b) Purchases	26017.25	33499.21	23779.33	261898.60	189319.01	261948.60	189319.01
	(c) Employee benefits expenses	59.10	65.64	75.28	245.77	246.91	289.39	293.65
	(d) Depreciation & Amortisation Expense	16.22	9.98	6.73	35.52	44.97	37.13	46.53
	(e) Other Expenditure	248.21	137.60	219.51	820.32	782.06	840.77	829.84
	Total 2 (a+b+c+d+e)	26049.71	33597.43	23735.85	262994.14	190668.77	263109.82	190764.85
3	Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	(1071.11)	271.24	11.07	6232.16	674.33	6246.78	687.71
4	Other Income	0.97	0.15	317.05	1.44	317.52	4.85	317.13
5	Profit before Interest & Exceptional Items (3+4)	(1070.14)	271.39	328.12	6233.60	991.85	6251.63	1004.84
6	Interest and Finance Charges	0.08	6.43	56.22	12.52	195.79	27.70	195.82
7	Profit after Interest but before Exceptional Items (5-6)	(1070.24)	264.96	271.90	6221.08	796.06	6223.93	809.02
8	Exceptional Items		-	-	-	-	-	-
	-Provision for diminution in value of Assets (net)	(1350.00)	0.00	-	1150.00	-	1,150.00	0.00
9	Profit from Ordinary activities before Tax (7-8)	279.76	264.96	271.90	5071.08	796.06	5073.93	809.02
10	Tax Expenses							
	Provision for Taxation - MAT/Current	(296.28)	18.89	34.81	1197.10	74.77	1224.66	74.77
	-Tax adjustments for earlier years	0.00	0.00	-0.16	116.50	(0.16)	116.50	(0.16)
	- Deferred	1.34	7.10	34.54	7.89	19.47	7.52	19.04
11	Net Profit from Ordinary activities after tax (9-10)	574.70	238.97	202.71	3749.59	701.98	3725.25	715.37
12	Extraordinary Items (Net of tax expense)	-	-	-	-	-	-	-
13	Net Profit for the period (11-12)	574.70	238.97	202.71	3,749.59	701.98	3725.25	715.37
14	Share of Profit/(loss) of associates	-	-	-	-	-	693.30	168.57
15	Minority interest	-	-	-	-	-	(0.08)	0.04
16	Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13+14-15)	574.70	238.97	202.71	3,749.59	701.98	4418.63	883.90

CERTIFIED TO BE TRUE COPY
 For VLS FINANCE LIMITED

Company Secretary
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Sl. No	Particulars	Quarter Ended		Year Ended		Year Ended (Consolidated)	
		31-03-2017	31-12-2016 (UNAUDITED)	31-03-2016	31-03-2017 (AUDITED)	31-03-2016 (AUDITED)	31-03-2016
17	Paid Up Equity Share Capital (Face Value Rs.10/- Per Share)	3878.42	3878.42	3878.42	3878.42	3878.42	3878.42
18	Reserves excluding Revaluation reserves as per Balance Sheet as at 31.03.2017				21,140.11	17,855.85	20,381.07
19	Earning Per Share (EPS)	*	*	*			
	a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year {(Not annualised) *} }						
	-Basic	1.49	0.62	0.53	9.70	11.43	2.29
	-Diluted	1.49	0.62	0.53	9.70	11.43	2.29
	b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year {(Not annualised) *} }						
	-Basic	1.49	0.62	0.53	9.70	11.43	2.29
	-Diluted	1.49	0.62	0.53	9.70	11.43	2.29

Notes:

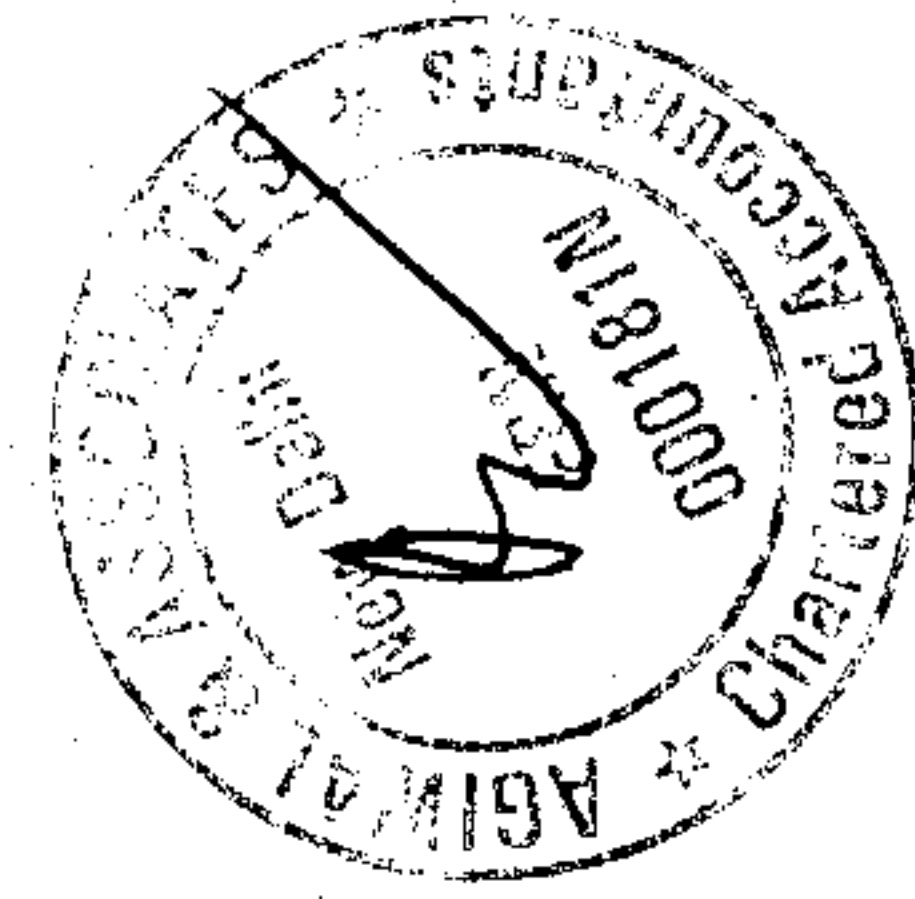
1	The above financial results, were reviewed by the Audit Committee, and approved by the Board of Directors in their respective meetings held on 8th May, 2017.
2	The Consolidated accounts have been prepared as per Accounting Standard (AS21) on Consolidated Financial statements and Accounting Standard (AS 23) on accounting for Investments in Associates in Consolidated Financial Statements. The Consolidated results as shown include the audited results of the subsidiaries viz., VLS Securities Ltd and VLS Asset Management Ltd for the year ended 31/03/2017. Further the consolidated results as shown include the audited results of the associates as defined in the Companies Act, 2013 viz VLS Capital Ltd for the year ended 31/03/2017 and the audited results for the year ended 31/03/2016 of Sunair Hotels Ltd and the audited results for the year ended 31/03/2014 of BMS IT Institute Pvt Ltd.
3	Accounting Standard (AS -17) relating to "Segment Reporting" has been complied with. The gross operating income and profit from the other segment is below the norms prescribed in AS-17, hence separate disclosure has not been made.
4	Certain Shares have been kept as margin with stock brokers.
5	The figures for the quarter ended 31st March, 2017 are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures up to third quarter of the relevant financial year.
6	The Board of Directors have recommended dividend of Rs.1/- per equity share on Face Value of Rs.10/- per share for the Financial year ended on March 31, 2017 subject to approval of the members at the ensuing Annual General Meeting.
7	The figures of the corresponding quarter/year have been regrouped/rearranged, wherever required, to conform to current Quarter/year figures as the case may be.
8	The results of the Company are available at Company's website www.vlsfinance.com .

Place: New Delhi
Date: 08-05-2017

For & on behalf of the Board

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For VLS FINANCIAL LIMITED

S.K. AGARWAL
Managing Director



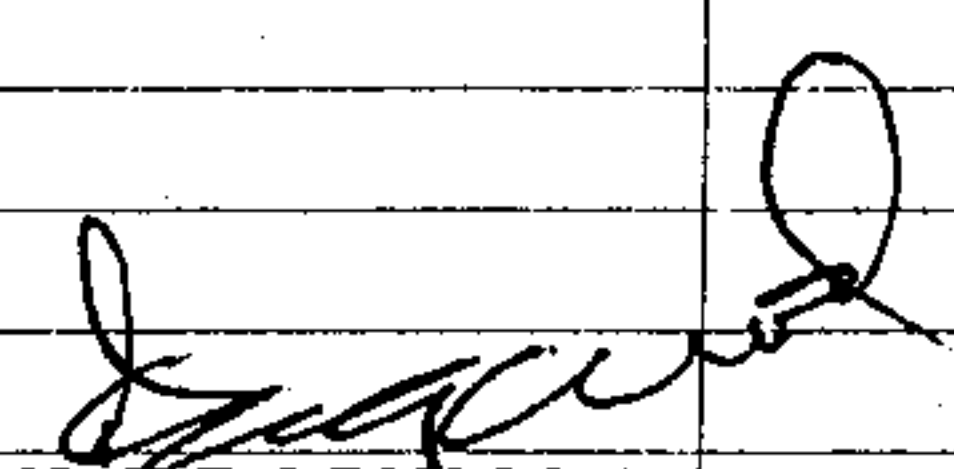
VLS FINANCE LTD.

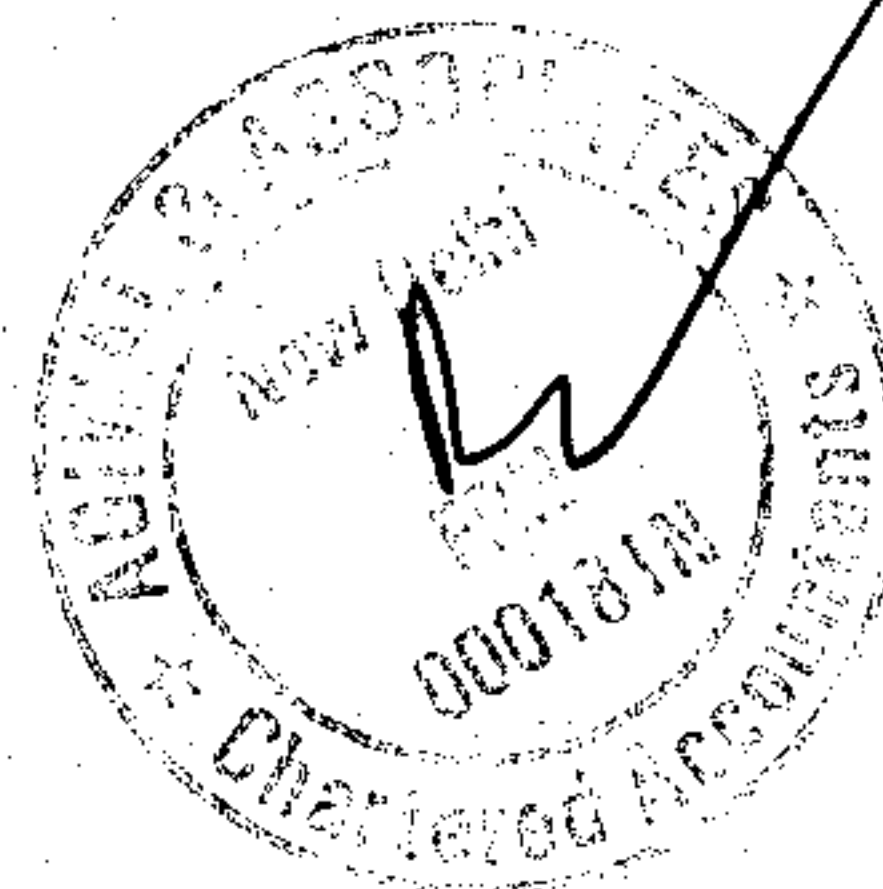
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Statement of Assets and Liabilities as at 31st March, 2017

Particulars	(Rs. In Lacs)			
	Year Ended		Year Ended (Consolidated)	
	31-03-2017	31-03-2016	31-03-2017	31-03-2016
	(AUDITED)			
1	2	3	4	5
A. EQUITY AND LIABILITIES				
1. Shareholders' Funds				
a) Share Capital	3,878.42	3,878.42	3,878.42	3,878.42
b) Reserves & Surplus	21,140.11	17,855.85	24,334.38	20,381.07
Sub-total - Shareholders' funds	25,018.53	21,734.27	28,212.80	24,259.49
Minority Interest				
a) Share Capital	-	-	10.06	5.06
b) Reserves & Surplus	-	-	0.25	0.33
Sub-total - Minority Interest	0.00	0.00	10.31	5.39
2. Non-Current liabilities				
Long-term provisions	3,350.21	2,150.18	3,354.77	2,154.38
Sub-total - Non-current liabilities	3,350.21	2,150.18	3,354.77	2,154.38
3. Current liabilities				
a) Short-term borrowings	0.00	1,700.00	0.00	1,700.00
b) Trade Payables	15.49	55.44	234.97	167.00
c) Other current liabilities	18.49	32.58	20.29	34.60
d) Short Term Provisions	472.82	6.64	472.96	6.77
Sub-total - Current liabilities	506.80	1,794.66	728.22	1,908.37
TOTAL - EQUITY AND LIABILITIES	28,875.54	25,679.11	32,306.10	28,327.63
B. ASSETS				
1. Non-current assets				
a) i) Fixed Assets	1,007.13	105.02	1,009.26	108.35
ii) Capital Work-in-progress	1.73	0.00	1.73	0.00
b) Non-current Investments	25,086.20	21,895.08	27,329.51	24,038.47
c) Defferred tax assets (net)	137.87	145.76	139.91	147.43
d) Long Term Loans and advances	1,367.79	1,351.32	1,447.83	1,542.52
Sub-total - Non-current assets	27,600.72	23,497.18	29,928.24	25,836.77
2. Current assets				
a) Inventories- Stock-in-trade	496.24	490.17	496.24	490.17
b) Trade receivables	123.85	610.63	123.85	619.79
c) Cash and cash equivalents	215.47	285.93	896.72	308.08
d) Short-term loans and advances	213.62	794.30	626.05	1,064.69
e) Other current investments	225.64	0.90	235.00	8.13
Sub-total - Current assets	1,274.82	2,181.93	2,377.86	2,490.86
TOTAL ASSETS	28,875.54	25,679.11	32,306.10	28,327.63
For & on behalf of the Board				
 S.K. AGARWAL Managing Director DIN:00106763				
Place: New Delhi Date: 08-05-2017				



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For VLS FINANCE LIMITED

10/5/17
Company Secretary