

General information about company

Scrip code	539118
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Quarterly
Date of Report	30-06-2017
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Is there any change in information of board of directors compare to previous quarter

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	Vijay Sankeshwar	AGVPS4682H	00217714	Executive Director	Chairperson	MD	01-01-2017			1	1	0	Textual Information(2)
2	Mr	Anand Sankeshwar	AGVPS4683G	00217773	Executive Director	Not Applicable	MD	01-04-2014			1	0	0	
3	Mr	K N Umesh	AFUPK2773F	02602595	Executive Director	Not Applicable		19-05-2017			1	0	0	
4	Mr	Prabhakar Kore	AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	1	1	0	Textual Information(3)

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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	Jayateerth Korlahalli	AETPK4445C	00528428	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	1	2	0	
6	Mr	Chantar Karunakara Shetty	AHWPS7481A	01560349	Non-Executive - Independent Director	Not Applicable		01-04-2014		39	1	2	1	
7	Mrs	Medha Pawar	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		12-12-2014		31	1	1	0	
8	Mr	Shankarasa Ladwa	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		19-02-2015		28	1	2	1	

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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
9	Mr	Anand Pandurangi	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		19-02-2015		28	1	0	0	
10	Mr	Raghottam Akamanchi	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		24-09-2016			1	0	0	
11	Mr	Ramesh Shetty	AFKPS1124E	01051743	Non-Executive - Non Independent Director	Not Applicable		19-02-2015			1	0	0	
12	Mr	Ashok Shettar	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		08-08-2015			1	0	0	

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
13	Mr	S R Prabhu	ADTPP9352Q	07038752	Non-Executive - Non Independent Director	Not Applicable		24-09-2016	19-05-2017		1	0	0	Textual Information(4)

Text Block

Textual Information(1)	<p>Notes</p> <p>1. Tenure of Dr. Vijay Sankeshwar, Chairman and Managing Director of the Company concluded on 31.12.2016. Board of Directors at their meeting held on 27.10.2016 on recommendation of Nomination and Remuneration Committee reappointed Dr. Vijay Sankeshwar as Chairman and Managing Director w.e.f. 01.01.2017. The said reappointment would be considered by shareholders at the ensuing Annual General Meeting of the Company in terms of Section 196(4) of the Companies Act 2013.</p> <p>2. The Company was in receipt of resignation letter dated 04.05.2017 from Mr. S R Prabhu, Non-Executive Director of the Company requesting to relieve from duties of Director w.e.f. 19.05.2017. Board at its meeting held on 19.05.2017 accepted the resignation and placed on its record the appreciation for his support as well as valuable contributions for the functioning of the Board.</p> <p>3. Board of Directors at their meeting held on 19.05.2017 have appointed Mr. K N Umesh, Chief Operating Officer of the Company as an Additional Whole Time Director of the Company subject to approval of shareholders. The said appointment would be considered by the Shareholders at the ensuing Annual General Meeting of the Company.</p>
Textual Information(2)	<p>Mr. Vijay Sankeshwar is member and chairperson of audit committee in an unlisted public Company and not in VRL Logistics Limited (the Company). His name in the membership of audit committee / stakeholder relationship committee is included in pursuance with regulation 26 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.</p>
Textual Information(3)	<p>Mr. Prabhakar Kore is member of audit committee in an unlisted public Company and not in VRL Logistics Limited (the Company). His name in the membership of audit committee / stakeholder relationship committee is included in pursuance with regulation 26 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.</p>
Textual Information(4)	<p>Mr. S R Prabhu, Non Executive director resigned from the office w.e.f 19th May 2017.</p>

Annexure 1**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Shankarasa Ladwa	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Jayateerth Korlahalli	Non-Executive - Independent Director	Member	
3	Audit Committee	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	
4	Audit Committee	Medha Pawar	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Jayateerth Korlahalli	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	Anand Pandurangi	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	Ashok Shettar	Non-Executive - Non Independent Director	Member	
9	Stakeholders Relationship Committee	Chantar Karunakara Shetty	Non-Executive - Independent Director	Chairperson	
10	Stakeholders Relationship Committee	Jayateerth Korlahalli	Non-Executive - Independent Director	Member	

Annexure 1**II. Composition of Committees**

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Stakeholders Relationship Committee	Shankarasa Ladwa	Non-Executive - Independent Director	Member	
12	Corporate Social Responsibility Committee	Prabhakar Kore	Non-Executive - Independent Director	Chairperson	
13	Corporate Social Responsibility Committee	Anand Sankeshwar	Executive Director	Member	
14	Corporate Social Responsibility Committee	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	
15	Corporate Social Responsibility Committee	Medha Pawar	Non-Executive - Independent Director	Member	

Text Block

Textual Information(1)

Risk Management Committee is not applicable to our Company under the extant provisions of LODR Regulations. However, we have constituted the Committee under erstwhile Listing Regulations and composition of the same is in accordance with the LODR Regulations. Constitution details of the committee is as under:

1. Dr. Vijay Sankeshwar - Executive Director - Chairman of the Committee
2. Mr. Anand Sankeshwar - Executive Director - Member of the Committee
3. Mr. Jayateerth Korlahalli - Independent Director - Member of the Committee
4. Mr. Shankarasa Ladwa - Independent Director - Member of the Committee
5. Mr. K N Umesh - Additional Whole Time Director - Member of the Committee
6. Mr. L R Bhat - Chief Technical Officer - Member of the Committee
7. Mr. Sunil Nalavadi - Chief Financial Officer - Member of the Committee

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	25-01-2017		
2		19-05-2017	113

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	19-05-2017	Yes	Yes, 3 out of 4 directors were present	25-01-2017	113	
2	Stakeholders Relationship Committee	19-05-2017	Yes	Yes, All directors were present	25-01-2017	113	
3	Nomination and remuneration committee	19-05-2017	Yes	Yes, 3 out of 4 directors were present			

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Signatory Details

Name of signatory	Aniruddha Phadnavis
Designation of person	Company Secretary
Place	Hubballi
Date	08-07-2017

