

RECONCILIATION OF SHARE CAPITAL AUDIT			
Scrip code*	539118		
NSE Symbol	VRLLOG		
MSEI Symbol			
ISIN	INE366I01010		
Name of the company*	VRL LOGISTICS LIMITED		
Registered office address			
Registered office address*	RS. NO.351/1, VARUR, POST CHABBI, TALUK HUBBALLI, DISTRICT DHARWAD, HUBBALLI - 581 207		
Registered office state*	KARNATAKA		
Registered office city*	HUBBALLI		
Registered office district*	DHARWAD		
Registered office pin code*	581207		
Registered office contact number*	ISD Code*	STD Code*	Number*
	91	0836	2237613
Registered office fax		0836	2237614
Registered office country*	INDIA		
Registered office website	www.vrlgroup.in		
Registered office email	investors@vrllogistics.com		
Correspondence address			
Same as above	No		
Correspondence address	CORPORATE OFFICE, GIRIRAJ ANNEXE, CIRCUIT HOUSE ROAD, HUBBALLI		
Correspondence state	KARNATAKA		
Correspondence city	HUBBALLI		
Correspondence district	DHARWAD		
Correspondence pin code	580029		
Correspondence contact number	ISD Code	STD Code	Number
	91	0836	2237511
Correspondence fax		0836	2256612
Correspondence country	INDIA		
Correspondence email	investors@vrllogistics.com		
Reporting quarter*	31-03-2018		
Face value*	10		

Stock Exchange Details :	Name of stock Exchange	Listed Capital	% Of total issued capital
Name of other stock exchanges where the company's securities are listed	BSE Ltd	90343495	100
	National Stock Exchange of India Ltd(NSE)	90343495	100
Remarks			

Capital Details :		
	Number of shares	% Of total issued capital
Issued capital*	90343495	
Listed capital (BSE) (As per company records)*	90343495	100
Held in dematerialised form in CDSL*	63877852	70.71
Held in dematerialised form in NSDL*	26465587	29.29
Physical*	56	0
Total no.of shares*	90343495	100
Reasons for difference if any, Between issued capital and listed capital*	0	
Reasons for difference if any, Between issued capital and total number of shares*	0	
Reasons for difference if any, Between listed capital and total number of shares*	0	

Certifying the details of changes in share capital during the quarter under consideration as per Table below :

Whether changes during the quarter*	Yes
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Certifying the details of changes in share capital during the quarter under consideration as per Table below :

Serial No.	Particulars	No.of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	whether intimated to CDSL	whether intimated to NSDL	In-prin appr. pending for SE (Specify Names)	Remarks
1	Buyback	599950	Not Applied	BSE Ltd	Yes	Yes	No	Textual Information(1)
2	Buyback	599950	Not Applied	National Stock Exchange of India Ltd(NSE)	Yes	Yes	No	Textual Information(2)

Text Block

Textual Information(1)	<p>1. For this table, we have opted for "Not Applied" in case of listing of shares as choosing of any one of the options is mandatory for validating the sheet. The Listing is not applicable as the change relates to Buyback of shares of the Company.</p> <p>2. In principle approval is also not applicable as the change in share capital pertains to Buyback of shares of the Company.</p>
Textual Information(2)	<p>1. For this table, we have opted for "Not Applied" in case of listing of shares as choosing of any one of the options is mandatory for validating the sheet. The Listing is not applicable as the change relates to Buyback of shares of the Company.</p> <p>2. In principle approval is also not applicable as the change in share capital pertains to Buyback of shares of the Company.</p>

Register of members is updated*	Yes
If not, Updated upto which date	
Reference of previous quarter with regards to excess dematerialised shares,If any.	
Has the company resolved the matter (excess dematerialised shares mentioned above) in the current quarter ?*	NA
If not, Reason why ?	

Mentioned the total no.of requests, If any, confirmed after 21 days and the total no.of requests pending beyond 21 days with the reasons for delay			
Total no.of demat requests	No.of requests*	No.of shares*	Reasons for delay
Confirmed after 21 days*	0	0	
Pending for more than 21 days*	0	0	
Remarks			

Compliance Officer Details	
Name of the compliance officer*	ANIRUDDHA PHADNAVIS
Designation*	COMPANY SECRETARY AND COMPLIANCE OFFICER
Membership Nos	ACS-20456
Telephone no.*	0836-2237511
Fax no.	0836-2256612
E-mail id*	aniruddha@vrllogistics.com

Certifying Auditor Details	
CA/CS*	Company secretary
Name of certifying auditor*	AKSHAY S PACHLAG
Date of issue of report*	12-04-2018
Address*	NO.6, 1ST FLOOR, C BLOCK, REVANKAR COMPLEX, COURT CIRCLE, HUBBALLI - 580029
City*	HUBBALLI
Pincode*	580029
Contact no.*	0836-4256919
Fax no.	-
Email	cs_akshaysp@yahoo.com
Membership no.	ACS-30741
Firms registration number of audit firm	
Name of the firm*	A S PACHLAG & CO
COP number	11710
Registrar and Share Transfer Agent Details	
Appointment of common agency for share registry work*	Yes
Name of RTA	KARVY COMPUTERSHARE PRIVATE LIMITED
SEBI registration no.	INR000000221
Address	KARVY SELENIUM, TOWER B, PLOT NO.31&32, FINANCIAL DISTRICT, NANAKRAMGUDA, SERILINGAMPALLY MANDAL, HYDERABAD, TELANGANA 500032
State	TELANGANA
City	HYDERABAD
Pincode	500032
Contact no.	040-67161500
Fax number of RTA	040-23001153
E-mail id	einward.ris@karvy.com
Website Address	www.karvycomputershare.com
Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE)	Textual Information(1)

Text Block	
Textual Information(1)	<p>Note: Board of Directors of the Company at its meeting held on November 3, 2017 had approved a proposal to Buy-back, by the Company, its fully paid up Equity Shares for an aggregate amount not exceeding Rs.41,40,00,000/- (Rupees forty one crores forty lakhs only), (Maximum Buy-back Size), being 7.3965% of the total paid up share capital and free reserves of the Company based on the audited financial statements of the Company as at March 31, 2017 (being the date of last audited financial statements of the Company), for a price not exceeding Rs.460/-(Rupees four hundred and sixty only) per Equity Share (Maximum Buy-back Price) from the shareholders of the Company, excluding promoters, promoter group, persons acting in concert and persons who are in control of the Company, payable in cash, via the open market route through the Stock Exchanges, in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended (SEBI Buyback Regulations) and the Companies Act, 2013 and rules made thereunder, as amended. Pursuant to said approval, the Company has completed such Buy Back on January 30, 2018 and it had bought back 9,00,000 equity shares being the maximum buyback size. All shares which were bought back were extinguished in accordance with the extant Regulations. The Company during previous quarter i.e quarter ended December 2017 extinguished 3,00,050 equity shares and the same was reflected in the Company's earlier filing. During the quarter under review a total of 5,99,950 equity shares were extinguished thereby completing extinguishment of the total 9,00,000 equity shares bought back being the maximum buyback size. The same resulted in a change in the paid up capital of the Company. Prior to the commencement of such Buy Back the paid up capital of the Company comprised of 9,12,43,495 equity shares having face value of Rs.10 each and considering the extinguishment of 9,00,000 shares as stated above, the issued and paid-up capital of the Company as of 31.03.2018 stands changed to Rs.90,34,34,950/- (Rupees Ninety crores thirty four lakhs thirty four thousand nine hundred and fifty only) comprising of 9,03,43,495 equity shares having face value of Rs.10/- each.</p>