

### General information about company

Scrip code	539118
NSE Symbol	VRLLOG
MSEI Symbol	NOTLISTED
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**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)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	VIJAY SANKESHWAR	AGVPS4682H	00217714	Executive Director	Chairperson related to Promoter	MD	02-08-1950
2	Mr	ANAND SANKESHWAR	AGVPS4683G	00217773	Executive Director	Not Applicable	MD	14-11-1974
3	Mr	UMESH K N	AFUPK2773F	02602595	Executive Director	Not Applicable		10-05-1954
4	Mr	L R BHAT	ABWPB6415D	01875068	Executive Director	Not Applicable		27-01-1959
5	Mr	PRABHAKAR KORE	AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-08-1947
6	Mrs	MEDHA PAWAR	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		29-04-1967
7	Mr	SHANKARASA LADWA	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		16-02-1962
8	Mr	ANAND PANDURANGI	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		30-09-1953
9	Mr	GURUDAS NAREKULI	ABEPN3020A	07950458	Non-Executive - Independent Director	Not Applicable		27-07-1950
10	Mr	SHANTILAL D JAIN	ABQPJ5219B	00571902	Non-Executive - Independent Director	Not Applicable		18-08-1954
11	Mr	RAGHOTTAM AKAMANCHI	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04-1964
12	Mr	ASHOK SHETTAR	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06-1958
13	Mrs	SMRITI BELLAD	AFMPB2096J	06732781	Non-Executive - Independent Director	Not Applicable		19-09-1969

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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 for not providing PAN	Notes for not providing DIN
1	NA		15-06-2005	01-01-2022			1	0	0	0		
2	NA		19-06-2007	01-04-2019			1	0	0	0		
3	NA		19-05-2017	19-05-2022			1	0	0	0		
4	NA		04-08-2017	04-08-2022			1	0	0	0		
5	Yes	10-08-2022	01-04-2014	01-04-2019		117	1	1	2	0		
6	NA		12-12-2014	12-12-2019		109	1	1	2	0		
7	NA		19-02-2015	19-02-2020		106	1	1	2	2		
8	NA		19-02-2015	19-02-2020		106	1	1	0	0		
9	NA		01-04-2019	01-04-2019		57	1	1	1	0		
10	NA		07-08-2023	07-08-2023		5	1	1	2	0		
11	NA		19-02-2015	10-08-2022			1	0	1	0		
12	NA		08-08-2015	07-08-2023			1	0	0	0		
13	NA		03-11-2018	03-11-2018	02-11-2023	60	1	1	0	0		

### Text Block

Textual Information(1)	<p>) With reference to initial date of appointment of Mr.Vijay Sankeshwar, It is as per master data of MCA Portal.</p> <p>2) With reference to initial date of appointment of Mr. Anand Sankeshwar, It is as per master data of MCA Portal.</p> <p>3) Mr. Vijay Sankeshwar and Mr. Anand Sankeshwar are the promoters of the Company and they are relative to each other.</p>
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06964188	SHANKARASA LADWA	Non-Executive - Independent Director	Chairperson	07-08-2015		
2	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	07-08-2015		
3	07950458	GURUDAS NAREKULI	Non-Executive - Independent Director	Member	01-04-2019		
4	00571902	SHANTILAL D JAIN	Non-Executive - Independent Director	Member	06-11-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06964188	SHANKARASA LADWA	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	03-11-2018		
3	07038691	ANAND PANDURANGI	Non-Executive - Independent Director	Member	07-08-2015		
4	07038714	ASHOK SHETTAR	Non-Executive - Non Independent Director	Member	02-11-2015		
5	00571902	SHANTILAL D JAIN	Non-Executive - Independent Director	Member	06-11-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06964188	SHANKARASA LADWA	Non-Executive - Independent Director	Chairperson	07-08-2015		
2	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	01-04-2019		
3	07038738	RAGHOTTAM AKAMANCHI	Non-Executive - Non Independent Director	Member	03-11-2018		
4	00571902	SHANTILAL D JAIN	Non-Executive - Independent Director	Member	06-11-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00217714	VIJAY SANKESHWAR	Executive Director	Chairperson	09-02-2019		
2	06964188	SHANKARASA LADWA	Non-Executive - Independent Director	Member	09-02-2019		
3	02602595	UMESH K N	Executive Director	Member	09-02-2019		
4	01875068	L R BHAT	Executive Director	Member	09-02-2019		
5	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	02-02-2022		
6	99999999	SUNIL NALAVADI	Chief Financial Officer	Member	09-02-2019		Textual Information(1)
7	99999999	RAGHAVENDRA MALGI	VICE PRESIDENT- ACCOUNTS	Member	09-02-2019		Textual Information(2)

<b>Sr Text Block</b>	
Textual Information(1)	Mr. Sunil Nalavadi is Chief Financial Officer of the Company and he is also mamber of the Risk Management Committee
Textual Information(2)	Mr. Raghvendra Malgi is Vice President-Accounts of the Company and he is also mamber of the Risk Management Committee

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00217714	VIJAY SANKESHWAR	Executive Director	Chairperson	06-02-2021		
2	00217773	ANAND SANKESHWAR	Executive Director	Member	26-08-2014		
3	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	07-08-2015		
4	07038738	RAGHOTTAM AKAMANCHI	Non-Executive - Non Independent Director	Member	01-04-2019		
5	00509836	PRABHAKAR KORE	Non-Executive - Independent Director	Member	26-08-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00217714	VIJAY SANKESHWAR	FINANCE COMMITTEE	Executive Director	Chairperson	
2	00217773	ANAND SANKESHWAR	FINANCE COMMITTEE	Executive Director	Member	
3	07038738	RAGHOTTAM AKAMANCHI	FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	
4	00217714	VIJAY SANKESHWAR	ADMINISTRATION COMMITTEE	Executive Director	Chairperson	
5	00217773	ANAND SANKESHWAR	ADMINISTRATION COMMITTEE	Executive Director	Member	
6	07038738	RAGHOTTAM AKAMANCHI	ADMINISTRATION COMMITTEE	Non-Executive - Non Independent Director	Member	
7	06921510	MEDHA PAWAR	ADMINISTRATION COMMITTEE	Non-Executive - Independent Director	Member	

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory			Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter					
1	07-08-2023			Yes	12	11	5
2		06-11-2023	90	Yes	12	11	5

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	07-08-2023				Yes	3	3	3	0
2	Audit Committee	06-11-2023	90			Yes	3	3	3	0
3	Stakeholders Relationship Committee	06-11-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	06-11-2023				Yes	4	4	2	0
5	Risk Management Committee	06-11-2023				Yes	5	5	2	2

**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	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)	<p>1) No such material related party transaction during the quarter ended 31-12-2023.</p> <p>2) All related party transactions recurring in nature have been undertaking with approval of Audit Committee and Board of Directors.</p> <p>3) Audit committee has reviewed the related party transaction which had approved by it through omnibus approval route.</p>
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## 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 1000 listed entities)	Yes
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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	ANIRUDDHA PHADNAVIS
2	Designation	Company Secretary and Compliance Officer

<b>Details of Cyber security incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

<b>Signatory Details</b>	
Name of signatory	ANIRUDDHA PHADNAVIS
Designation of person	Company Secretary and Compliance Officer
Place	HUBBALLI
Date	08-01-2024

