

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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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								
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	SHIVA SANKESHWAR	LORPS1064N	09236519	Non-Executive - Non Independent Director	Not Applicable		05-08-2001
4	Mr	L R BHAT	ABWPB6415D	01875068	Executive Director	Not Applicable		27-01-1959
5	Mr	SHANKARASA LADWA	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		16-02-1962
6	Mrs	MEDHA PAWAR	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		29-04-1967
7	Mr	ANAND PANDURANGI	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		30-09-1953
8	Mr	SHANTILAL JAIN	ABQPJ5219B	00571902	Non-Executive - Independent Director	Not Applicable		18-08-1954
9	Mr	V A PATIL	AFLPP8110J	10395538	Non-Executive - Independent Director	Not Applicable		01-07-1952
10	Mr	VINAY J JAVALI	ABHPJ1378E	00589315	Non-Executive - Independent Director	Not Applicable		18-08-1956
11	Mrs	SHAILAJA AMBLI	ACHPA1910G	10393506	Non-Executive - Independent Director	Not Applicable		18-07-1956
12	Mr	RAGHOTTAM AKAMANCHI	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04-1964
13	Mr	ASHOK SHETTAR	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06-1958

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)	Reason for Cessation	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	01-04-2024			1	0	0	0			
3	NA		18-01-2024	18-01-2024			1	0	0	0			
4	NA		04-08-2017	04-08-2022			1	0	0	0			
5	NA		19-02-2015	19-02-2020		115	1	1	2	2			
6	NA		12-12-2014	12-12-2019		118	1	1	2	0			
7	NA		19-02-2015	19-02-2020		115	1	1	0	0			
8	NA		07-08-2023	07-08-2023		14	1	1	2	0			
9	NA		01-04-2024	01-04-2024		6	1	1	0	0			
10	NA		01-04-2024	01-04-2024		6	1	1	0	0			
11	NA		18-01-2024	18-01-2024		9	1	1	0	0			
12	NA		19-02-2015	05-08-2024			1	0	1	0			
13	NA		08-08-2015	07-08-2023			1	0	0	0			

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	00571902	SHANTILAL 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	00571902	SHANTILAL JAIN	Non-Executive - Independent Director	Member	06-11-2023		
4	07038691	ANAND PANDURANGI	Non-Executive - Independent Director	Member	07-08-2015		
5	07038714	ASHOK SHETTAR	Non-Executive - Non Independent Director	Member	02-11-2015		

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	00571902	SHANTILAL JAIN	Non-Executive - Independent Director	Member	06-11-2023		
4	07038738	RAGHOTTAM AKAMANCHI	Non-Executive - Non Independent Director	Member	03-11-2018		

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	01875068	L R BHAT	Executive Director	Member	09-02-2019		
4	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	02-02-2022		
5	99999999	SUNIL NALAVADI	Chief Financial Officer	Member	09-02-2019		Textual Information(1)
6	99999999	RAGHAVENDRA MALGI	Vice President Accounts	Member	09-02-2019		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Sunil Nalavadi is Chief Financial Officer of the Company and he is also a member of the Risk Management Committee
Textual Information(2)	Mr. Raghvendra Malgi is Vice President Accounts of the Company and he is also a member 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	00589315	VINAY J JAVALI	Non-Executive - Independent Director	Member	20-05-2024		

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								
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)	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*
1	20-05-2024				Yes	13	12	6
2		05-08-2024	76		Yes	13	13	7

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory									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)
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				
1	Audit Committee	20-05-2024				Yes	3	3	3	0	
2	Audit Committee	05-08-2024	76			Yes	3	3	3	0	
3	Stakeholders Relationship Committee	05-08-2024				Yes	4	4	3	0	

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)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	1) During the quarter ended 30th Sept 2024 there were no material related party transactions carried out by the Company. 2) All related party transactions taken place during second quarter ended 30.09.2024 were recurring in nature and undertaken with the prior approval of the Audit Committee and Board of Directors. 3) the Audit committee has reviewed the related party transactions which had approved by it through omni bus approval route in previous meeting.
Textual Information(2)	During the quarter ended 30th Sept 2024 there were no material related party transactions carried out by the Company.

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

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Annexure III		
1	Name of signatory	ANIRUDDHA PHADNAVIS
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	<p>1) The Company has not granted/provided any loans, gaurantee,comfort letters, securities directly or indirectly to its Promoters or any other entity controlled by them or any other form of debt availed by them.</p> <p>2) The Company has not granted/provided any loans, gaurantee,comfort letters and securities directly or indirectly its Promoters Group or any other entity controlled by them or any other form of debt availed by them.</p> <p>3) The Company has not granted/provided any loans, gaurantee,comfort letters and securities directly or indirectly to the Directors (including their relatives) or any other entity controlled by them or any other form of debt availed by them.</p> <p>4) The Company has not granted/provided any loans, gaurantee,comfort letters and securities directly or indirectly to the KMP (including their relatives) or any other entity controlled by them or any other form of debt availed by them.</p>

Details of Cyber security incidence		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	ANIRUDDHA PHADNAVIS
Designation of person	Company Secretary and Compliance Officer
Place	HUBBALLI
Date	08-10-2024

