

General information about company (SEBI Circular dated Dec 31, 2024 - Annexure I) - Half Yearly ended 30-09-2026	
Particulars	Details
Scrip code	539118
NSE Symbol	VRLLLOG
MSEI Symbol	NOTLISTED
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2026
Date of end of financial year	31-03-2027
Reporting Quarter Type	Half Yearly
Date of Quarter Ending	30-09-2026
Type of company	Equity
Annexure I (Part A) - Compliance Report on Corporate Governance applicable?	Yes
Annexure I (Part B) - Investor Grievance Redressal Report applicable?	Yes
Annexure I (Part C) - Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies applicable?	No (notes mandatory if Not Applicable; note ref '1' shown in source)
Annexure I (Part D) - Disclosure of Imposition of Fine or Penalty applicable?	Yes
Annexure I (Part E) - Disclosure of Updates to Ongoing Tax Litigations or Disputes applicable?	Yes
Annexure I (Part F) - Disclosure of Loans / Guarantees / Comfort Letters / Securities etc. applicable?	No (notes mandatory if Not Applicable; note ref '3' shown in source)
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available?	Yes
SCORE Registration ID	v392
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I - Composition of Board of Directors Regular Chairperson: Yes Chairperson related to MD or CEO: Yes																											
Sr	Title	Name of the Director	PAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Disqualify (Sec 166)	Start Date of appointment	End Date of disqualification	Details of disqualification	Current status	Special resolution passed (Reg 17A)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of re-appointment	Date of cessation	Tenure of office (months)	No. of directorships held in listed entities (Reg 17A)	No. of independent directorships in listed entities	Memberships in Audit/Shareholder or Committees (Reg 17C)	No. of Chairperson jobs in Audit/Shareholder or Committees	Reason for vacation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	VIJAY KASIRAMANNEPPA SANKESHIWALA	ACUPF4682H	02/11/14	Executive Director	Chairperson related to Promoter	MD	02-02-1950	No				Active	NA		15-05-2005	01-01-2022				1	0	0	0			
2	Mr	ARUNDE KJAY SANKESHIWALA	ACUPF4683G	02/11/15	Executive Director	Not Applicable	MD	14-11-1974	No				Active	NA		15-05-2007	01-04-2024				1	0	0	0			
3	Mr	SHIVA SANKESHIWALA	LCVPS1646H	02/06/19	Non-Executive - Non Independent Director	Not Applicable		05-05-2001	No				Active	NA		15-01-2004	05-08-2025				1	0	0	0			
4	Mr	RAMANURD LAKSHMANAN BHAT	ABWPS641S	01/07/59	Executive Director	Not Applicable		27-01-1959	No				Active	NA		04-08-2017	04-08-2022				1	0	0	0			
5	Mr	SHANKAR VIGNATHAN PINGE	ADCPF948G	10/04/26	Non-Executive - Independent Director	Not Applicable		15-07-1992	No				Active	NA		19-02-2023	19-02-2025				19	1	1	2	1		
6	Mr	SHANTAL SHANKAR JAIN	ADCPF2518B	02/11/82	Non-Executive - Independent Director	Not Applicable		15-05-1994	No				Active	NA		01-05-2023	01-05-2025				28	1	1	4	1		
7	Mr	SRIPRANSU GOUDA ANANDANAGOLDIA PATEL	ATJFP911S	12/05/26	Non-Executive - Independent Director	Not Applicable		01-01-1992	No				Active	Yes	04-09-2025	01-04-2024	01-04-2024				20	1	1	0	0		
8	Mr	VENKATRAJAN JAIN	ABWPU1378E	02/08/15	Non-Executive - Independent Director	Not Applicable		15-08-1995	No				Active	NA		01-04-2024	01-04-2024				30	1	1	1	0		
9	Mr	SHANKAR SHIVASHANKAR AMBULI	ACHPA1519G	12/03/26	Non-Executive - Independent Director	Not Applicable		15-07-1995	No				Active	NA		15-01-2024	15-01-2024				32	1	1	0	0		
10	Mr	D V GURUPRASAD	ADCPG314G	01/05/26	Non-Executive - Independent Director	Not Applicable		15-07-1991	No				Active	Yes	15-01-2025	19-02-2025	19-02-2025				19	1	1	0	0		
11	Mr	JAYESH BHARGAVAPPA BHETTAR	ACUPF5524L	01/07/14	Non-Executive - Non Independent Director	Not Applicable		25-05-1998	No				Active	NA		05-05-2019	05-05-2025				1	0	0	0			
12	Mr	RAGHUVAR HANUMANTACHARYA	ADGPA1038E	01/03/19	Non-Executive - Non Independent Director	Not Applicable		11-04-1998	No				Active	NA		19-03-2019	04-09-2026				1	0	1	0			

Annexure I - II. Composition of Committees (all committees have a Regular Chairperson: Yes)								
Committee	Sr	DIN	Name of Committee member	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
Audit Committee	1	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Chairperson	06-11-2023		
Audit Committee	2	10847936	SHANKAR VASANTRAO PINGE	Non-Executive - Independent Director	Member	19-02-2025		
Audit Committee	3	00589315	VINAY JWALAKUMAR JAVALI	Non-Executive - Independent Director	Member	23-11-2024		
Nomination and Remuneration Committee	1	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Chairperson	06-11-2023		
Nomination and Remuneration Committee	2	01558266	D V GURUPRASAD	Non-Executive - Independent Director	Member	19-02-2025		
Nomination and Remuneration Committee	3	07038714	ASHOK SHIVAYOGAPPA SHETTAR	Non-Executive - Non Independent Director	Member	02-11-2015		
Nomination and Remuneration Committee	4	10393506	SHAILAJA SHIVASHANKAR AMBLI	Non-Executive - Independent Director	Member	05-02-2025		
Stakeholders Relationship Committee	1	10847936	SHANKAR VASANTRAO PINGE	Non-Executive - Independent Director	Chairperson	19-02-2025		
Stakeholders Relationship Committee	2	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Member	06-11-2023		
Stakeholders Relationship Committee	3	07038738	RAGHOTTAM HANUMANTACHARYA AKAMANCHI	Non-Executive - Non Independent Director	Member	03-11-2018		
Risk Management Committee	1	00217714	VIJAY BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson	09-02-2019		
Risk Management Committee	2	01875068	RAMANAND LAXMINARAYAN BHAT	Executive Director	Member	09-02-2019		
Risk Management Committee	3	01558266	D V GURUPRASAD	Non-Executive - Independent Director	Member	19-02-2025		
Risk Management Committee	4	99999999	SUNIL NALAVADI	Chief Financial Officer	Member	09-02-2019		
Risk Management Committee	5	99999999	RAGHAVENDRA MALGI	Vice President - Accounts	Member	09-02-2019		
Corporate Social Responsibility Committee	1	00217714	VIJAY BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson	06-02-2021		
Corporate Social Responsibility Committee	2	00217773	ANAND VIJAY SANKESHWAR	Executive Director	Member	26-08-2014		
Corporate Social Responsibility Committee	3	00589315	VINAY JWALAKUMAR JAVALI	Non-Executive - Independent Director	Member	05-02-2025		
Corporate Social Responsibility Committee	4	10395538	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	Non-Executive - Independent Director	Member	20-05-2024		
Other: FINANCE COMMITTEE	1	00217714	VIJAY BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson			
Other: FINANCE COMMITTEE	2	00217773	ANAND VIJAY SANKESHWAR	Executive Director	Member			
Other: FINANCE COMMITTEE	3	07038738	RAGHOTTAM HANUMANTACHARYA AKAMANCHI	Non-Executive - Non Independent Director	Member			
Other: ADMINISTRATION COMMITTEE	1	00217714	VIJAY BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson			
Other: ADMINISTRATION COMMITTEE	2	00217773	ANAND VIJAY SANKESHWAR	Executive Director	Member			
Other: ADMINISTRATION COMMITTEE	3	01875068	RAMANAND LAXMINARAYAN BHAT	Executive Director	Member			

Annexure I - III. Meeting of Board of Directors							
Sr	Date of meeting	Max gap between two consecutive meetings (days)	Notes for not providing date	Quorum met?	Total directors on date of meeting	Directors present	Independent directors attending
1	18-05-2026			Yes	12	12	6
2	04-08-2026	77		Yes	12	12	6

Annexure I - IV. Meeting of Committees										
Sr	Name of Committee	Date of meeting	Max gap (days)	Name of other committee	Reason for not providing date	Quorum met?	Total directors in Committee	Directors present	Independent directors attending	Members attending (other than Board)
1	Audit Committee	18-05-2026	77			Yes	3	3	3	8
2	Audit Committee	04-08-2026				Yes	3	3	3	8
3	Stakeholders Relationship Committee	04-08-2026				Yes	3	3	2	0
4	Corporate Social Responsibility Committee	04-08-2026				Yes	4	4	2	0

Annexure I - V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (LODR) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (LODR) Regulations, 2015 - a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (LODR) Regulations, 2015 - b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (LODR) Regulations, 2015 - c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (LODR) 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 (LODR) 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 (LODR) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Name of signatory
Designation

ANIRUDDHA PHADNAVIS
Company Secretary and Co

Annexure III - Affirmations on Compliance Requirements for AGM (applicable only for first half-year filing i.e., 2nd quarter)

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If 'No', details of non-compliance
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, 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	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Name of signatory
Designation

ANIRUDDHA PHADNAVIS
Company Secretary and Compliance Officer

Signatory Details	
Field	Value
Name of signatory	ANIRUDDHA PHADNAVIS
Designation of person	Company Secretary and Compliance Officer
Place	HUBBALLI
Date	07-10-2026

Details of Cyber security incidence (Reg 27(2)(ba) SEBI LODR)	
Particulars	Details
Cyber security incidents / breaches / loss of data or documents during the quarter?	No
Other details of cyber security incidence or breaches or loss of data event	
Number of incidents during the quarter	
Event log (Sr / Date of event / Brief details)	No events reported

Investor Grievance Details	
Particulars	Number
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty (sub-para 20 of para A of Part A of Schedule III)

Sr	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction/order/communication	Details of the violation(s)/contravention(s)	Impact on financial, operation or other activities (quantifiable)
1	Various State Authorities across India	Fines for violation of Vehicle norms and traffic rules violated by the drivers total aggregate amount of Rs. 32.40 lakhs in 685 cases during quarter ended Sept 2026	30-09-2026	Fines for violation of Vehicle norms and traffic regulations such as improper & obstructive parking, overspeeding, using air horn in silent zone, driver without uniform, seat belt non-wearing, wrong lane driving, covering reflective tape, etc.,	No material impact on the financial position of the Company. The quarter witnessed 685 cases against which a sum of Rs. 32.40 lakhs fine was imposed. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector employing thousands of drivers, such impositions are inherent to our business.

Disclosure of Updates to Ongoing Tax Litigations or Disputes (sub-para 8 of para B of Part A of Schedule III / Annexure 18 of Master Circular)

Sr	Name of the opposing party	Date of initiation of litigation / dispute	Status as per last disclosure	Current status of the litigation / dispute
1	Department of Income Tax, Ministry of Finance, Government of India	31-03-2016	Disallowance of certain expenses treating them as personal expenses during the Assessment. The amount of tax involved is Rs.14.23 lakhs. FY 2015-16	An appeal has been filed against assessment order and case is pending before the Commissioner of Income Tax (Appeals)
2	Department of Income Tax, Ministry of Finance, Government of India	31-03-2017	Disallowance in respect of provision for new employees, Gratuity provision etc. The amount of Tax involved is Rs.1226.02 lakhs (Amount paid under Protest Rs.245 lakhs) for FY 2016-17 resulted into fall in net profit ratio.	An appeal has been filed against assessment order and case is pending before the Commissioner of Income Tax (Appeals)
3	Department of Income Tax, Ministry of Finance, Government of India	31-03-2018	Disallowance of employer's contribution to gratuity fund and deduction in respect of new employees. The amount of Tax involved is Rs.146.16 lakhs (Amount paid under Protest Rs.29.23 lakhs) FY 2017-18	An appeal has been filed against assessment order and the said case is pending before the Commissioner of Income Tax (Appeals)
4	Department of Income Tax, Ministry of Finance, Government of India	31-03-2023	Demand of tax treating the slump sale of Bus division as short-term capital gain instead of Long Term Capital Gain. The amount of Tax involved is Rs.811.83 Lakhs. FY 2022-23	An appeal has been filed against assessment order passed by the Income Tax Authority and the said case is pending before the Commissioner of Income Tax (Appeals). The stay order has been granted for recovery of amount.
5	Department of Income Tax, Ministry of Finance, Government of India	31-03-2024	During the financial year 2025-26, the assessment for FY 2023-24 was completed under section 143(3) of the Income-tax Act. The assessment was completed by accepting the Income declared in Income tax return without any disallowances or any additions. Subsequently, while processing the order by the Centralized Processing Centre (CPC) raised a demand of Rs 5,186 lakhs under section 156 of IT Act, primarily due to apparent computational errors, including non-grant of credit for advance tax, TDS/TCS, and tax paid on buyback not being given the credit, as well as incorrect levy of interest under section 234B of IT Act. Consequently, the Company has filed a rectification application under section 154 of IT Act. Based on management's assessment, the erroneous demand made by the Income Tax Department does not represent a valid obligation, as it has arisen solely from processing inaccuracies. Accordingly, no amount is payable by the Company and the likelihood of any cash outflow is considered very remote, and therefore this matter does not give rise to either any potential liability or a contingent liability for the purposes of these financial statements.	The Company has filed a Rectification Application u/s 154 of the Act on dated:06.04.2026
6	Department of Revenue - Customs, Excise and Service Tax, Ministry of Finance, Government of India.	31-03-2008	Custom Duty on import of aircraft and related interest / penalties / fines of Rs. 1569.02 lakh for FY 2007-08	The CESTAT had passed an order in favour of the Company. The Custom authority has filed an appeal against order passed by the CESTAT and same is pending before the Honorable High Court of Gujarat.
7	Department of Revenue - Customs, Excise and Service Tax, Ministry of Finance, Government of India.	31-03-2002	Non-refund of service tax paid Rs. 242.88 lakh for FY 2000-01 and 2001-02	The Custom authority has filed an appeal before the CESTAT (Bengaluru) against the order of the Commissioner of Central Excise (Appeals), Mysore allowing the refund amount along with interest.
8	Department of Revenue - Customs, Excise and Service Tax, Ministry of Finance, Government of India.	30-06-2017	Service tax arising due to reclassification of services Rs. 328.45 Lakhs from the period July 2012 to March 2017.	The Department has filed the Appeal against Order-in-Original No BEL-EXCUS-000-COM-BKK002-2018-19 (ST) dated 25.06.2018 passed by the Commissioner of Central Tax and Central Excise, Belgaum dropping the proceedings initiated vide SCN SI No0772017-18 Commr dated 27.10.2017 issued by the Commissioner of Central Tax Audit, Belagavi. Cross Objection filed on 26.12.2018. Order-in-Original received on dated:25.09.2026 from Commissioner of GST, Belgaum and yet to file CESTAT in the matter.
9	Department of Revenue - Customs, Excise and Service Tax, Ministry of Finance, Government of India.	30-09-2021	Service Tax on National Permit Fees amounting to Rs. 68.07 Lakhs during FY 2016-17	[Not clearly captured in PDF - please verify against source]
10	Department of Revenue - Customs, Excise and Service Tax, Ministry of Finance, Government of India.	31-03-2018	Goods & Service Tax on National Permit Fees Rs. 285.79. during period from July 2017 to September 2021 (Amount of GST paid under protest Rs. 31.76 lakh)	Before the Commissioner of Central Tax (Appeals), Belgaum. The Commissioner(Appeals), Belagavi has passed Order-in-Appeal No BEL-GSTCOMMR-APP-VDJ-045-2025-26 dated 31.10.2025 for re-determining the tax payable under Section 73 of CGST Act 2017 by proper officer as per Section 75(2) of CGST Act 2017 - (De-Novo Adjudication)
11	Department of Revenue - the Goods & Service Tax Department Central Tax New Delhi	31-03-2018	GST on Supplies attracting reverse charge of Rs. 89.97 lakhs (Amount of GST paid under protest Rs.4.28 lakh) from July 2017 to March-2018	Pending before the Additional/Joint Commissioner of Central Tax, (Appeals), Delhi
12	Office of the Superintendent, Autonagar Range, Vijayawada, Guntur, Vishakapatnam, Amaravathi, CBIC Andhra Pradesh	30-12-2025	Tax and Penalty of Rs. 20,176/- for FY 2019-2020 has been imposed for non maintenance of records at principal place of Business.	The Company has filed GST Appeal-01 before the Appellate Authority of GST on dated:28.03.2026
13	Office of the Superintendent, Autonagar Range, Vijayawada, Guntur, Vishakapatnam, Amaravathi, CBIC Andhra Pradesh	30-12-2025	Excess paid tax amount in FY 2017-18 adjusted for tax liability of 2018-19 not accepted by the Department. the amount involved is Rs.8.85/- lakhs	The Company has filed GST Appeal-01 before the Appellate Authority on dated:28.03.2026
14	Additional Commissioner of Central Tax (Appeals), Madhya Pradesh	22-08-2025	Non response penalty of Rs.20,000/- for FY 2018-2019	The Company has filed GST Appeal-01 before the Appellate Authority of GST on dated:17.11.2025
15	Additional Commissioner of Central Tax (Appeals), Gurgaon, Haryana	25-03-2026	Non response penalty of Rs.40,000/- for FY 2019-2020	The Company has filed GST Appeal-01 before the Appellate Authority of GST on dated:25.06.2026
16	State Tax Officer, Gujarat	01-07-2026	Others - Penalty and fine imposed under section 130 due to non- generation of E-way bill and paid GST penalty and Fine amount of Rs.8,51,787/-	The Company has filed GST Appeal-01 before the Appellate Authority of GST on dated:06.08.2026
17	Commissioner of Customs(Preventive) Commissionerate, Lucknow	17-04-2026	Imposition of penalty on seized goods and security deposit paid of Rs.2,50,000/- and also paid fee of Rs.15,000/-	The Company has filed Customs Appeal before CESTAT, Allahabad, dated:10.07.2026