

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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	No such declaration is necessary as no aquisition of shares or voting rights was taken place in the Unlisted Companies by the Company.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	No deisclosure is required as there was no loans/guarantees/comfort letters/security given directly or indirectly to the Directors or their relatives or entity in which directors or thier relatives interested
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								
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 BASAVANNEPPA SANKESHWAR	AGVPS4682H	00217714	Executive Director	Chairperson related to Promoter	MD	02-08- 1950
2	Mr	ANAND VIJAY SANKESHWAR	AGVPS4683G	00217773	Executive Director	Not Applicable	MD	14-11- 1974
3	Mr	SHIVA A SANKESHWAR	LORPS1064N	09236519	Non-Executive - Non Independent Director	Not Applicable		05-08- 2001
4	Mr	RAMANAND LAXMINARAYAN BHAT	ABWPB6415D	01875068	Executive Director	Not Applicable		27-01- 1959
5	Mr	SHANKAR VASANTRAO PINGE	AADPP9848G	10847936	Non-Executive - Independent Director	Not Applicable		16-07- 1960
6	Mr	SHANTILAL DHANRAJ JAIN	ABQPJ5219B	00571902	Non-Executive - Independent Director	Not Applicable		18-08- 1954
7	Mr	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	AFLPP8110J	10395538	Non-Executive - Independent Director	Not Applicable		01-07- 1952
8	Mr	VINAY JWALAKUMAR JAVALI	ABHPJ1378E	00589315	Non-Executive - Independent Director	Not Applicable		18-08- 1956
9	Mrs	SHAILAJA SHIVASHANKAR AMBLI	ACHPA1910G	10393506	Non-Executive - Independent Director	Not Applicable		18-07- 1956
10	Mr	D V GURUPRASAD	ACOPG3145G	01558266	Non-Executive - Independent Director	Not Applicable		10-07- 1951
11	Mr	ASHOK SHIVAYOGAPPA SHETTAR	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06- 1958
12	Mr	RAGHOTTAM HANUMANTACHARYA AKAMANCHI	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04- 1964

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

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) & reg. 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	06-08-2025			1	0	0	0			
4	NA		04-08-2017	04-08-2022			1	0	0	0			
5	NA		19-02-2025	19-02-2025		13	1	1	2	1			
6	NA		07-08-2023	07-08-2023		32	1	1	2	1			
7	NA		01-04-2024	01-04-2024		24	1	1	0	0			
8	NA		01-04-2024	01-04-2024		24	1	1	1	0			
9	NA		18-01-2024	18-01-2024		26	1	1	0	0			
10	Yes	15-01-2025	19-02-2025	19-02-2025		13	1	1	0	0			
11	NA		08-08-2015	06-08-2025			1	0	0	0			
12	NA		19-02-2015	05-08-2024			1	0	1	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	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Chairperson	06-11-2023		
2	10847936	SHANKAR VASANTRAO PINGE	Non-Executive - Independent Director	Member	19-02-2025		
3	00589315	VINAY JWALAKUMAR JAVALI	Non-Executive - Independent Director	Member	23-11-2024		

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	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Chairperson	06-11-2023		
2	01558266	D V GURUPRASAD	Non-Executive - Independent Director	Member	19-02-2025		
3	07038714	ASHOK SHIVAYOGAPPA SHETTAR	Non-Executive - Non Independent Director	Member	02-11-2015		
4	10393506	SHAILAJA SHIVASHANKAR AMBLI	Non-Executive - Independent Director	Member	05-02-2025		

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	10847936	SHANKAR VASANTRAO PINGE	Non-Executive - Independent Director	Chairperson	19-02-2025		
2	00571902	SHANTILAL DHANRAJ JAIN	Non-Executive - Independent Director	Member	06-11-2023		
3	07038738	RAGHOTTAM HANUMANTACHARYA 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 BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson	09-02-2019		
2	01875068	RAMANAND LAXMINARAYAN BHAT	Executive Director	Member	09-02-2019		
3	01558266	D V GURUPRASAD	Non-Executive - Independent Director	Member	19-02-2025		
4	99999999	SUNIL NALAVADI	Chief Financial Officer	Member	09-02-2019		Textual Information(1)
5	99999999	RAGHAVENDRA MALGI	Vice President - Accounts	Member	09-02-2019		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Sunil Nalavadi is Chief Finance Officer of the Company and is appointed as a member of the Risk Management Committee
Textual Information(2)	Mr. Raghavendra Malgi is Vice President - Accounts of the Company and is appointed as 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 BASAVANNEPPA SANKESHWAR	Executive Director	Chairperson	06-02-2021		
2	00217773	ANAND VIJAY SANKESHWAR	Executive Director	Member	26-08-2014		
3	10395538	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	Non-Executive - Independent Director	Member	05-02-2025		
4	00589315	VINAY JWALAKUMAR 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 BASAVANNEPPA SANKESHWAR	FINANCE COMMITTEE	Executive Director	Chairperson	
2	00217773	ANAND VIJAY SANKESHWAR	FINANCE COMMITTEE	Executive Director	Member	
3	07038738	RAGHOTTAM HANUMANTACHARYA AKAMANCHI	FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	
4	00217714	VIJAY BASAVANNEPPA SANKESHWAR	ADMINISTRATION COMMITTEE	Executive Director	Chairperson	
5	00217773	ANAND VIJAY SANKESHWAR	ADMINISTRATION COMMITTEE	Executive Director	Member	
6	07038738	RAGHOTTAM HANUMANTACHARYA AKAMANCHI	ADMINISTRATION COMMITTEE	Non-Executive - Non Independent Director	Member	

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	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	03-11-2025				Yes	12	11	6
2		05-02-2026	93		Yes	12	12	6

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	03-11-2025				Yes	3	3	3	0
2	Audit Committee	05-02-2026	93			Yes	3	3	3	0
3	Nomination and remuneration committee	03-11-2025				Yes	4	3	2	0
4	Nomination and remuneration committee	05-02-2026	93			Yes	4	4	3	0
5	Corporate Social Responsibility Committee	03-11-2025				Yes	4	4	2	0
6	Corporate Social Responsibility Committee	05-02-2026	93			Yes	4	4	2	0

Annexure 1										
IV. Meeting of Committees										
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)
7	Risk Management Committee	06-12-2025				Yes	5	5	1	2
8	Risk Management Committee	05-02-2026	60			Yes	5	5	1	2
9	Stakeholders Relationship Committee	05-02-2026				Yes	3	3	2	0

Annexure 1		
V. 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 II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**I. Disclosure on website in terms of LODR Regulation**

Sr				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes		https://vrlgroup.in/vrl_group_home.aspx
1.2	Memorandum of Association and Articles of Association	Yes		https://vrlgroup.in/investor_download/VRL_MOA_and_AOA_certified_publish_on_08_10_2025.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://vrlgroup.in/directors.aspx
2	Terms and conditions of appointment of independent directors	Yes		https://vrlgroup.in/investor_download/Terms%20of%20Appointment%20of%20Independent%20Director_2.pdf
3	Composition of various committees of board of directors	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=board_committees
4	Code of conduct of board of directors and senior management personnel	Yes		https://vrlgroup.in/investor_download/Code_of_Conduct.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://vrlgroup.in/vigil_policy.aspx
6	Criteria of making payments to non-executive directors	Yes		https://vrlgroup.in/investor_download/Nomination_Remuneration%20Policy.pdf
7	Policy on dealing with related party transactions	Yes		https://vrlgroup.in/investor_download/Policy_on_Related_Party_Transactions.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://vrlgroup.in/investor_download/Familiarisation%20Programme%20for%20Independent%20Directors.pdf

10	Email address for grievance redressal and other relevant details	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=nodal_officer
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=compliance_officer
12	Financial results	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=finance_q_results
13	Shareholding pattern	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=share_holding
14	Details of agreements entered into with the media companies and/or their associates	No	No such agreements executed	

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of LODR Regulation				
Sr				
	As per regulation 46(2) of the LODR:			
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=presentation
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=investor_concall
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=advertisements
18	Credit rating or revision in credit rating obtained	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=exchange_filings
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://vrlgroup.in/investor_download/Annual_Secretarial_Compliance_Report_for_FY_2024_25.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		https://vrlgroup.in/investor_download/Policy%20for%20disclosure%20requirements%20-%20revision.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=presiding_officer
23	Disclosures under regulation 30(8)	Yes		https://vrlgroup.in/investor_download/Policy%20for%20disclosure%20requirements%20-%20revision.pdf
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://vrlgroup.in/investor_download/Policy_on_Dividend_Distribution.pdf
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://vrlgroup.in/vrl_investors_desk.aspx?display=annual_return
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		

27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://vrlgroup.in/vrl_investors_desk.aspx
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://vrlgroup.in/vrl_investors_desk.aspx

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
	Any other information to be provided - Add Notes			

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

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

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

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	09-04-2026

Investor Grievance Details	
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 those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	First Additional Senior Civil Judge and Motor Accident Claims Tribunal (MACT) Chitradurga	The Award and Decree Directing VRL Logistics Limited to pay compensation for suffered serious Injuries while travelling in Company's Lorry	14-11-2025	A passanger had filed the claim petition claiming compensation for having suffered serious injuries while travelling in a company lorry. The Company had contested the case that the liability should be saddled by the Insurance Company since vehicle had valid insurance as on the date of accident. Ultimately, the Hon'ble Court had came to the conclusion that the petitioner was a gratuitous passanger in the lorry and accepted the Insurance Company contention that they are not liable and directing the Company to deposit award amount of Rs. 389190/- along with interest @ 6% in the satisfaction of the Award. Accordingly the Company had obliged.	No material impact on the financial position of the Company. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector such impositions are inherent to our business.
2	Fourth Senior Civil Judge, City Civil Court Hyderabad	A Decree and Judgement assed for reimbursement of settled claim by New India Assurance Company Ltd.	08-06-2018	The Consignment had booked from Hyderabad to Lucknow in Uttar Pradesh for transporation which covered transit Insurance the consignment had to damaged during transit and according damage certificate was issued. The Consignor claimed the loss from their the Insurer Company i.e. New India Assurance Company Ltd. The Insurer proceeded against the Company for reimbursement of the settled claim. the Hon'ble court passed a decree on 08-06-2018 directing to Pay compensation for sum of Rs. 12,28,150/- along with Interest. Aggrieved by the Order, the Company had filed an appeal before the High Court of the State of Telangana. the appeal was dismissed by the said Court, upheld the order passed by the trail court. The Special Leave Petition was filed before the Hon'ble Supreme Court of India on 05.03.2025 with reference to the provisions of the Carraige by Road Act, 2007 which limits the liability of Common Carrier maximum upt extent of 10 times of frieght charged. The Hon'ble inclined to go throgh the provisions of statute, dismissed the petition on 10.02.2026 . Accordingly, the Company settled compensation on 11th March 2026.	No material impact on the financial position of the Company. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector such impositions are inherent to our business.
3	The District Consumer Disputes Redressal Commission - I Chittoor	The Hon'ble has passed award for payment of compensation of Rs. 40,172/- for recovery for loss of materials booked for transporation, compensation for mental agony and Litigation Expenses	05-01-2026	The complainant had filed a case against the Company for compensation for abnormal delay short delivery of 2 articles out 10 articles booked. The Company argued on ground of a special provision under the Carraige Road by Act, 2007, limiting the liability of Common Carrier. The Hon'ble Athority considering these proviosions passed the decree awarding compensation of Rs. 40,172/- to the Complainant.	No material impact on the financial position of the Company. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector such impositions are inherent to our business.
4	The District Consumer Disputes Redressal Commission - I Jaipur	The Hon'ble Forum has passed an award for payment of compensation of Rs. 30,791/- for recovery for loss of materials booked for transporation, compensation for mental agony and Litigation Expenses	03-02-2026	The complainant had filed a case against the Company for recovery of value of short delivered consignment booked. After hearing arguments of both the parties, The Hon'ble has passed an award for payment of compensation of Rs. 30,791/- . Accordingly the compensation had been settled.	No material impact on the financial position of the Company. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector such impositions are

					inherent to our business.
5	Various State Authorities across India	Fines for violation of Vehicle norms and traffic rules violated by the drivers total aggregate amount of Rs. 25.48 lakhs in 893 cases during quarter ended March 2026	31-03-2026	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 893 cases against which a sum of Rs. 25.48 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.
6	The High Court of Karnataka - Dharwad Bench	The Hon'ble High Court passed an award for payment of compensation of Rs.3,68,600/- for damage caused to consignments booked for transportation, Interest compensation for mental agony and Litigation Expenses	20-01-2026	The complainant had filed a case against the Company for recovery of loss caused due to abnormal delay in delivery and damage of consignment booked for transportation. The Company had defended the case as consignment was booked on owner risk.	No material impact on the financial position of the Company. Given the nature of industry as also being the largest fleet owner of commercial vehicles in India's private sector such impositions are inherent to our business.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:				
Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	The Income Tax Authority	31-03-2008	Demand of tax of Rs. 2635.86 on setting-off of Depreciation loss of windmill segment with other segment during Financial year 2007-08	Pending before the High Court of Karnataka
2	The Income Tax Authority	31-03-2014	Disallowance on Tax on Sale of Certified Emission Reduction and on account of personal flights undertaken by the management in Financial year 2013-14 of Rs. 185.59 Lakhs	Tribunal passed an order in favour of the Company and Pending before the High Court of Karnataka
3	The Income Tax Authority	31-03-2016	Disallowance of certain expenses treating them as personal expenses and tax amounting to Rs.14.23 lakhs during FY 2015-16.	An appeal has been filed against assessment order and case is pending before the Commissioner of Income Tax (Appeals)
4	Department of Income Tax, Ministry of Finance, Government of India	31-03-2017	Disallowance of expenses resulting into amounting to Rs 980.82 lakhs during FY 2016-17	An appeal has been filed against assessment order and case is pending before the Commissioner of Income Tax (Appeals)
5	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 amount of Rs. 116.92 lakhs for FY 2017-18 (Net of Amount paid under Protest - Rs.29.23 lakhs).	An appeal has been filed against assessment order and the said case is pending before the Commissioner of Income Tax (Appeals)
6	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 amounting to Rs. 811.83 Lakhs.	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.
7	Department of Customs, Ministry of Finance, Government of India, Ahmedabad, Gujarat	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
8	Department of Customs, Excise and Service Tax Bengaluru, Ministry of Finance, Government of Karnataka	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.
9	Department of Revenue - Customs, Excise and Service Tax. Ministry of Finance, Government of India.	28-02-2017	Service tax arising due to reclassification of services Rs. 328.45 Lakhs from the period April 2014-February 2017	The Custom authority has filed an appeal before the CESTAT (Bengaluru) against the order of the Commissioner of Central Excise (Appeals), Belgaum allowing the refund amount along with interest.
10	Department of Revenue - the Goods & Service Tax Department. Ministry of Finance, Government of India.	30-06-2017	Service Tax on National Permit Fees amounting to Rs. 68.07 Lakhs during FY 2016-17 & FY 2017-18	Commissioner of GST, Belgaum.
11	Department of Revenue - the Goods & Service Tax Department. Ministry of Finance, Government of India.	30-09-2021	Goods & Service Tax on National Permit Fees Rs. 285.79. during FY 2017-18 to FY 2021-22 (Net 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-GST-COMMR-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)
12	Department of Revenue - the Goods & Service Tax Department. Ministry of	31-03-2018	GST on Supplies attracting reverse charge of Rs. 85.69	Pending before the Additional/Joint Commissioner of Central Tax, (Appeals), Delhi

	Finance, Government of India.		lakhs (net of GST paid under protest `4.28 lakh)	
13	Office of the Superintendent, Autonagar Range, Vijayawada, Guntur, Vishakapatnam, Amaravathi, CBIC Andra Pradesh	30-12-2025	Tax and Penalty of Rs. 20,176/- has been imposed for non maintainance of records at principal place of Business.	The Company is in process of Appeal against order passed by the Authority and will be filed within timeline given for appeal
14	Office of the Superintendent, Autonagar Range, Vijayawada, Guntur, Vishakapatnam, Amaravathi, CBIC Andra Pradesh	30-12-2025	Fresh order passed and imposed tax & penalty of Rs. 8.85/- lakhs for FY 2018-2019 even the Company had paid excess tax and requested for adjustment.	The Company is in process of Appeal against order passed by the Authority and will be filed within timeline given for appeal
15	The Commissioner of Central Tax, Belgaum	31-12-2025	The company has received a showcause notice from the Commissioner of Central Tax, Belgaum demanding service tax on issue of National Permit fees	The company has replied for the showcause notice
16	the Additional Commissioner of Central tax (Appeals), Guntur	31-12-2025	Demand was made for refund of Rs. 1933980/- GST paid erroneously under APGST registration number instead of Telangana GST Registration Number	the Additional Commissioner of Central tax (Appeals), Guntur has passed an order denying refund of tax. The Company is process of filing an appeal before GSTAT.

