Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Form language
(•) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) L60210KA1983PLC005247

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) 31/03/2026

(c) *Type of Annual filing (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	VRL LOGISTICS LIMITED	VRL LOGISTICS LIMITED
Registered office address	RS NO.351/1, VARUR POST CHABBI TALUK HUBLI DIST. DHARWAD,NA,HUBLI,Karnataka,India,581207	RS NO.351/1, VARUR POST CHABBI TALUK HUBLI DIST. DHARWAD,NA,HUBLI,Karnataka,India,581207
Latitude details	15.21606	15.21606
Longitude details	75.13961	75.13961

(a) *Photograph of the registered office of the Company showing external building and name prominently visible RegisteredOfficephoto.pdf

(b) *Permanent Account Number (PAN) of the company AA******9C

(c) *e-mail ID of the company *****@VRLLOGISTICS.COM

(d) *Telephone number with STD code 08*******11

(e) Website: www.vrlgroup.in

iv *Date of Incorporation (DD/MM/YYYY): 31/03/1983

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company): Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company): Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company): Non-government company

vi *Whether company is having share capital (as on the financial year end date): (●) Yes ( ) No

vii (a) Whether shares listed on recognized Stock Exchange(s): (●) Yes ( ) No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent: 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held: (●) Yes ( ) No

(b) If yes, date of AGM (DD/MM/YYYY): 04/08/2026

(c) Due date of AGM (DD/MM/YYYY): 30/09/2026

(d) Whether any extension for AGM granted: ( ) Yes (●) No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension:

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transportation and storage	49	Land Transport and transport via pipelines	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	237000000	174936990	174936990	174936990
Total amount of equity shares (in rupees)	2370000000.00	1749369900.00	1749369900.00	1749369900.00

Number of classes | 1

Class of shares (EQUITY)	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	237000000	174936990	174936990	174936990
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2370000000.00	1749369900.00	1749369900	1749369900

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares				
Total amount of preference shares (in rupees)				

Number of classes | 0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	87468495.00	87468495.00	874684950	874684950	
Increase during the year	0.00	87468495.00	87468495.00	874684950.00	874684950.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	87468495	87468495.00	874684950	874684950	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	174936990.00	174936990.00	1749369900.00	1749369900.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE366I01010

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers:

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures				
Partly convertible debentures				
Fully convertible debentures				
Total				

v Securities (other than shares and debentures) | 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	0.00		0.00		0.00

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover	32211100000
ii * Net worth of the Company	11424400000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	105381942	60.24	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others	0	0.00	0	0.00
	Total	105381942.00	60.24	0.00	0.00

Total number of shareholders (promoters) 6

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	17502507	10.01	0	0.00
	(ii) Non-resident Indian (NRI)	1193595	0.68	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	5214865	2.98	0	0.00
7	Mutual funds	42578408	24.34	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1318439	0.75	0	0.00

10	Others OTHERS	1747234	1.00	0	0.00
	Total	69555048.00	39.76	0.00	0.00

Total number of shareholders (other than promoters) 81018

Total number of shareholders (Promoters + Public/Other than promoters) 81024.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	12931
2	Individual - Male	67541
3	Individual - Transgender	0
4	Other than individuals	552
	Total	81024.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 8

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
EASTSPRING INVESTMENTS INDIA INFRASTRUCTURE EQUITY OPEN LIMITED	3RD FLOOR 355 NEX RUE DU SAVOIR CYBERCITY EBENE MAURITIUS	01/04/2025	Mauritius	1147985	0.66
EMERGING MARKETS CORE EQUITY 2 PORTFOLIO OF DFA IN VESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	01/04/2025	United States	548082	0.31
BNP PARIBAS FINANCIAL MARKETS - ODI	1 RUE LAFFITTE PARIS	01/04/2025	France	302426	0.17
HILLSDALE GLOBAL SMALL CAP EQUITY FUND	FIRST CANADIAN PLACE 1 100 KING ST W SUITE 5900 TORONTO	01/04/2025	canada	213617	0.12

THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA I NVESTMENT TRUST COMPANY	6300 Bee Cave Road Building One Austin Texas 78746 USA	01/04/2025	United States	195813	0.11
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	2 Central Boulevard #22-01 West Tower IOI Central Boulevard Towers	01/04/2025	Singapore	174360	0.10
VICTORY EMERGING MARKETS FUND	15935 La Cantera Parkway Building Two San Antonio Texas	01/04/2025	United States	172799	0.10
OTHERS - ATTACHED	Refer Additional attachment	01/04/2025	India	2459783	1.41

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	66860	81018
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	1	2	1	60.24	0.00
B Non-Promoter	1	8	1	8	0.00	0.00
i Non-Independent	1	2	1	2	0.00	0.00
ii Independent	0	6	0	6	0.00	0.00
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0.00	0.00

ii Investing institutions	0	0	0	0	0.00	0.00
iii Government	0	0	0	0	0.00	0.00
iv Small share holders	0	0	0	0	0.00	0.00
v Others	0	0	0	0	0.00	0.00
Total	3	9	3	9	60.24	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 14

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
VIJAY BASAVANNEPPA SANKESHWAR	00217714	Managing Director	49561128	
ANAND VIJAY SANKESHWAR	00217773	Managing Director	54981642	
SHIVA A SANKESHWAR	09236519	Director	0	
RAMANAND BHAT	01875068	Whole-time director	4194	
SHANKAR VASANTRAO PINGE	10847936	Director	0	
SHANTILAL DHANRAJ JAIN	00571902	Director	0	
VIRUPAXAGOUDA ANNADANAGOUDA PATIL	10395538	Director	0	
VINAY JWALAKUMAR JAVALI	00589315	Director	0	
SHAILAJA SHIVASHANKAR AMBLI	10393506	Director	0	
DEVARAYADURG VENKATESHMURTHY GURUPRASAD	01558266	Director	0	
ASHOK SHIVAYOGAPPA SHETTAR	07038714	Director	0	
RAGHOTTAM HANUMANTACHARYA AKAMANCHI	07038738	Director	0	
SUNIL SAMBHAJI NALAVADI	ADFPN3634D	CFO	0	

ANIRUDDHA ANIL PHADNAVIS	AJMPP0610L	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held 1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	06/08/2025	66994	59	60.24

B BOARD MEETINGS

*Number of meetings held 5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2025	12	12	100.00
2	04/07/2025	12	12	100.00
3	06/08/2025	12	11	91.67
4	03/11/2025	12	11	91.67
5	05/02/2026	12	12	100.00

C COMMITTEE MEETINGS

Number of meetings held: 51

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	21/05/2025	3	3	100.00
2	AUDIT COMMITTEE	04/07/2025	3	3	100.00
3	AUDIT COMMITTEE	06/08/2025	3	3	100.00
4	AUDIT COMMITTEE	06/09/2025	3	3	100.00
5	AUDIT COMMITTEE	03/11/2025	3	3	100.00
6	AUDIT COMMITTEE	05/02/2026	3	3	100.00
7	STAKEHOLDERS RELATIONSHIP COMMITTEE	21/05/2025	3	3	100.00
8	STAKEHOLDERS RELATIONSHIP COMMITTEE	06/08/2025	3	3	100.00
9	STAKEHOLDERS RELATIONSHIP COMMITTEE	03/11/2025	3	3	100.00
10	STAKEHOLDERS RELATIONSHIP COMMITTEE	05/02/2026	3	3	100.00
11	NOMINATION & REMUNERATION COMMITTEE	21/05/2025	4	4	100.00
12	NOMINATION & REMUNERATION COMMITTEE	03/11/2025	4	3	75.00
13	NOMINATION & REMUNERATION COMMITTEE	05/02/2026	4	4	100.00
14	CSR COMMITTEE	21/05/2025	4	4	100.00
15	CSR COMMITTEE	03/11/2025	4	4	100.00
16	CSR COMMITTEE	05/02/2026	4	4	100.00
17	RISK MANAGEMENT COMMITTEE	21/05/2025	5	5	100.00
18	RISK MANAGEMENT COMMITTEE	06/12/2025	5	5	100.00

19	RISK MANAGEMENT COMMITTEE	05/02/2026	5	5	100.00
20	BONUS COMMITTEE	02/08/2025	4	4	100.00
21	BONUS COMMITTEE	05/08/2025	4	4	100.00
22	BONUS COMMITTEE	09/08/2025	4	4	100.00
23	BONUS COMMITTEE	18/08/2025	4	4	100.00
24	ADMINISTRATION COMMITTEE	07/04/2025	3	2	66.67
25	ADMINISTRATION COMMITTEE	17/05/2025	3	2	66.67
26	ADMINISTRATION COMMITTEE	14/08/2025	3	2	66.67
27	ADMINISTRATION COMMITTEE	06/09/2025	3	2	66.67
28	ADMINISTRATION COMMITTEE	13/10/2025	3	2	66.67
29	ADMINISTRATION COMMITTEE	03/11/2025	3	2	66.67
30	ADMINISTRATION COMMITTEE	17/11/2025	3	2	66.67
31	ADMINISTRATION COMMITTEE	29/11/2025	3	2	66.67
32	ADMINISTRATION COMMITTEE	12/12/2025	3	2	66.67
33	ADMINISTRATION COMMITTEE	18/12/2025	3	2	66.67
34	ADMINISTRATION COMMITTEE	07/01/2026	3	2	66.67
35	ADMINISTRATION COMMITTEE	12/01/2026	3	2	66.67
36	ADMINISTRATION COMMITTEE	07/02/2026	3	2	66.67
37	ADMINISTRATION COMMITTEE	27/02/2026	3	2	66.67
38	ADMINISTRATION COMMITTEE	23/03/2026	3	2	66.67
39	FINANCE COMMITTEE	16/05/2025	3	2	66.67
40	FINANCE COMMITTEE	26/05/2025	3	2	66.67
41	FINANCE COMMITTEE	09/06/2025	3	2	66.67
42	FINANCE COMMITTEE	17/07/2025	3	2	66.67
43	FINANCE COMMITTEE	28/10/2025	3	2	66.67

44	FINANCE COMMITTEE	24/12/2025	3	2	66.67
45	FINANCE COMMITTEE	02/01/2026	3	2	66.67
46	FINANCE COMMITTEE	12/01/2026	3	2	66.67
47	FINANCE COMMITTEE	20/01/2026	3	2	66.67
48	FINANCE COMMITTEE	07/02/2026	3	2	66.67
49	FINANCE COMMITTEE	06/03/2026	3	2	66.67
50	FINANCE COMMITTEE	23/03/2026	3	2	66.67
51	FINANCE COMMITTEE	25/03/2026	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	04/08/2026 (Y/N/NA)
1	VIJAY BASAVANNEPPA SANKESHWAR	5	5	100.00	6	6	100.00	Yes
2	ANAND VIJAY SANKESHWAR	5	5	100.00	3	3	100.00	Yes
3	SHIVA A SANKESHWAR	5	5	100.00	0	0	0.00	Yes
4	RAMANAND BHAT	5	5	100.00	0	0	0.00	Yes
5	SHANKAR VASANTRAO PINGE	5	5	100.00	10	10	100.00	Yes
6	SHANTILAL DHANRAJ JAIN	5	5	100.00	13	13	100.00	Yes
7	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	5	5	100.00	3	3	100.00	Yes
8	VINAY JWALAKUMAR JAVALI	5	5	100.00	9	9	100.00	Yes
9	SHAILAJA SHIVASHANKAR AMBLI	5	5	100.00	3	3	100.00	Yes
10	DEVARAYADURG VENKATESHMURTHY GURUPRASAD	5	5	100.00	6	6	100.00	Yes
11	ASHOK SHIVAYOGAPPA SHETTAR	5	3	60.00	3	2	66.67	Yes
12	RAGHOTTAM HANUMANTACHARYA	5	5	100.00	4	4	100.00	Yes

	AKAMANCHI							

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VIJAY SANKESHWAR	Managing director	32400000	17200000	0	0	49600000.00
2	ANAND SANKESHWAR	Managing director	36000000	0	0	0	36000000.00
3	L R BHAT	Whole-time director	19804200	0	0	0	19804200.00
	Total		88204200.00	17200000.00	0.00	0.00	105404200.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SUNIL NALAWADI	CEO	19204200	0	0	0	19204200.00
2	ANIRUDDHA PHADNAVIS	Company Secretary	16984200	0	0	0	16984200.00
	Total		36188400.00	0.00	0.00	0.00	36188400.00

C *Number of other directors whose remuneration details to be entered: 9

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SHANKAR VASANTRAO PINGE	Director	0	0	0	300000	300000.00
2	DEVARAYADURGA VENKATESHMURTHY GURUPRASAD	Director	0	0	0	220000	220000.00
3	SHAILAJA AMBLI	Director	0	0	0	160000	160000.00
4	SHANTILAL JAIN	Director	0	0	0	360000	360000.00
5	ASHOK SHETTAR	Director	0	0	0	100000	100000.00

6	RAGHOTTAM AKAMAMCHI	Director	0	0	0	180000	180000.00
7	SHIVA SANKESHWAR	Director	0	0	0	100000	100000.00
8	VIRAPAXAGOUDA PATIL	Director	0	0	0	160000	160000.00
9	VINAY JAVALI	Director	0	0	0	280000	280000.00
	Total		0.00	0.00	0.00	1860000.00	1860000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder	81024

XIV Attachments

(a) List of share holders, debenture holders	VRLMGT731032026N.xlsm
(b) Optional Attachment(s), if any	Form No MGT-8 202526.pdf Additional Attachment 2025-26 .pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of VRL LOGISTICS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in

compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Akshay Shrikant Pachlag
Digitally signed by Akshay Shrikant Pachlag
Date: 2026.09.25 17:15:06 +05'30'

Name	AKSHAY PACHLAG
Date (DD/MM/YYYY)	24/09/2026
Place	HUBBALLI

Whether associate or fellow:

(•) Associate ( ) Fellow

Certificate of practice number	1*7*0

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	20456
*(b) Name of the Designated Person	ANIRUDDHA ANIL PHADNAVIS

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 12 dated* (DD/MM/YYYY) 25/05/2015 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:
1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

ANAND VIJAY SANKESHWAR
Digitally signed by ANAND VIJAY SANKESHWAR
Date: 2026.09.25 17:11:04 +05'30'

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*2*7*7*

***To be digitally signed by**

ANIRUDDHA ANIL PHADNAVIS
Digitally signed by ANIRUDDHA ANIL PHADNAVIS
Date: 2026.09.25 17:11:42 +05'30'

(•) Company Secretary ( ) Company secretary in practice

*Whether associate or fellow:

(•) Associate ( ) Fellow

Membership number

2*4*6

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC6279826

eForm filing date (DD/MM/YYYY)

25/09/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company