

<b>General information about company</b>	
Scrip code	539118
NSE Symbol	VRLLLOG
MSEI Symbol	NOTLISTED
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	30-06-2021
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

	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	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)
ar	AGVPS4682H	00217714	Executive Director	Chairperson	MD	02-08-1950	NA		15-06-2005	01-01-2017			1	0	0	0
ar	AGVPS4683G	00217773	Executive Director	Not Applicable	MD	14-11-1974	NA		19-06-2007	01-04-2019			1	0	0	0
h	AFUPK2773F	02602595	Executive Director	Not Applicable		10-05-1954	NA		19-05-2017	19-05-2017			1	0	0	0
	ABWPB6415D	01875068	Executive Director	Not Applicable		27-01-1959	NA		04-08-2017	04-08-2017			1	0	0	0

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	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 (Refer Regulation 17A(1) of Listing Regulations)	Name of the Company
5	Mr	Prabhakar Kore	AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-08-1947	NA		01-04-2014	01-04-2019		87	1	1	2
6	Mrs	Medha Pawar	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		29-04-1967	NA		12-12-2014	12-12-2019		79	1	1	2
7	Mr	Shankarasa Ladwa	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		16-02-1962	NA		19-02-2015	19-02-2020		76	1	1	2
8	Mr	Anand Paandragi	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		30-09-1953	NA		19-02-2015	19-02-2020		76	1	1	0

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	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 (Refer Regulation 17A(1) of Listing Regulations)	Name of the Company
9	Mrs	Smriti Bellad	AFMPB2096J	06732781	Non-Executive - Independent Director	Not Applicable		19-09-1969	NA		03-11-2018	03-11-2018		32	1	1	0
10	Mr	Gurudas Narekuli	ABEPN3020A	07950458	Non-Executive - Independent Director	Not Applicable		27-07-1950	NA		01-04-2019	01-04-2019		27	1	1	1
11	Mr	Raghottam Akamanchi	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04-1964	NA		19-02-2015	14-08-2020			1	0	1
12	Mr	Ashok Shettar	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06-1958	NA		08-08-2015	10-08-2019			1	0	0

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

<b>Annexure 1 Text Block</b>	
Textual Information(1)	Mr. sunil Nalavadi, Chief Financial Officer and Mr. Aniruddha Phadnavis, Company Secretary and Compliance Officer of the Company are also the members of the Buy-back Committee.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06964188	Shankarasa Ladwa	Non-Executive - Independent Director	Chairperson	07-08-2015		
2	06921510	Medha Pawar	Non-Executive - Independent Director	Member	07-08-2015		
3	07950458	Gurudas Narekuli	Non-Executive - Independent Director	Member	01-04-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06964188	Shankarasa Ladwa	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	06921510	Medha Pawar	Non-Executive - Independent Director	Member	03-11-2018		
3	07038691	Anand Paandragi	Non-Executive - Independent Director	Member	07-08-2015		
4	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	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	02602595	K N Umesh	Executive Director	Member	09-02-2019		
4	01875068	L R Bhat	Executive Director	Member	09-02-2019		
5	99999999	Sunil Nalavadi	Member	Member	09-02-2019		Textual Information(1)
6	99999999	Raghavendra Malgi	Member	Member	09-02-2019		Textual Information(2)

<b>Sr Text Block</b>	
Textual Information(1)	1) Mr. Sunil Nalavadi is the Chief Financial Officer of the Company.
Textual Information(2)	Mr. Raghavendra Malgi is the Vice President (Acconts) of the Company.

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	00509836	Prabhakar Kore	Non-Executive - Independent Director	Member	26-08-2014		
3	00217773	Anand Sankeshwar	Executive Director	Member	26-08-2014		
4	06921510	Medha Pawar	Non-Executive - Independent Director	Member	07-08-2015		
5	07038738	Raghottam Akamanchi	Non-Executive - Non Independent Director	Member	01-04-2019		

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	06921510	Medha Pawar	Administration Committee	Non-Executive - Independent Director	Member	
7	07038738	Raghottam Akamanchi	Administration Committee	Non-Executive - Non Independent Director	Member	
8	00217714	Vijay Sankeshwar	Buy-back Committee	Executive Director	Chairperson	
9	00217773	Anand Sankeshwar	Buy-back Committee	Executive Director	Member	
10	01875068	L R Bhat	Buy-back Committee	Executive Director	Member	

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	06-02-2021				Yes	12	6
2		12-06-2021	125		Yes	12	6

<b>Text Block</b>	
Textual Information(1)	As per General Circular No. 08/2021 dated 03.05.2021 issued by the MCA, the gap between two consecutive Board meeting held during first two quarters in FY 2021 has been extended from 120 days to 180 days. Hence the Board meeting held on 12.06.2021 was within permissible time limit.

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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)	Number of Directors present*	
1	Audit Committee	06-02-2021				Yes	3	3
2	Audit Committee	12-06-2021	125			Yes	3	3
3	Stakeholders Relationship Committee	12-06-2021				Yes	3	2
4	Nomination and remuneration committee	12-06-2021				Yes	4	3
5	Risk Management Committee	12-06-2021				Yes	4	1
6	Corporate Social Responsibility Committee	12-06-2021				Yes	5	2



<b>Text Block</b>	
Textual Information(1)	Due to the then ongoing pandemic situation and lockdown in the State of Karnataka imposing restrictions on movement of individuals, the meetings of the Audit Committee as also the Board of Directors for approving the financial statements for the quarter and fiscal ended March 31, 2021 was held on June 12, 2021. Thereby, a time gap of 125 days ensued and the said Board meeting was conducted in terms with the relief provided by SEBI vide its Circular dated April 29, 2021.

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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 of material transaction with related party			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	There were no material related party transactions during the quarter June 30, 2021

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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 500 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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Aniruddha Phadnavis
2	Designation	Company Secretary and Compliance Officer

**Text Block**

<b>Signatory Details</b>	
Name of signatory	Anirdha Phadnavis
Designation of person	Company Secretary and Compliance Officer
Place	Hubballi
Date	12-07-2021

