

General information about company	
Scrip code	539118
NSE Symbol	VRLLG
MSEI Symbol	NOTLISTED
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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															Textual Information(1)									
Whether the listed entity has a Regular Chairperson						Yes																		
Whether Chairperson is related to MD or CEO						Yes	Disqualification of Directors under section 164 of the Companies Act, 2013																	
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)				
AGVPS4682H	00217714	Executive Director	Chairperson	MD	02-08-1950	No				Active	NA		15-06-2005	01-01-2022			1	0	0	0				
AGVPS4683G	00217773	Executive Director	Not Applicable	MD	14-11-1974	No				Active	NA		19-06-2007	01-04-2019			1	0	0	0				
AFUPK2773F	02602595	Executive Director	Not Applicable		10-05-1954	No				Active	NA		19-05-2017	19-05-2022			1	0	0	0				
ABWPB6415D	01875068	Executive Director	Not Applicable		27-01-1959	No				Active	NA		04-08-2017	04-08-2022			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

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 positions of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-08-1947	No				Active	Yes	10-08-2022	01-04-2014	01-04-2019		105	1	1	2	0
AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		29-04-1967	No				Active	NA		12-12-2014	12-12-2019		97	1	1	2	0
AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		16-02-1962	No				Active	NA		19-02-2015	19-02-2020		94	1	1	2	2
ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		30-09-1953	No				Active	NA		19-02-2015	19-02-2020		94	1	1	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

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)
AFMPB2096J	06732781	Non-Executive - Independent Director	Not Applicable		19-09-1969	No				Active	NA		03-11-2018	03-11-2018		50	1	1	0	0
ABEPN3020A	07950458	Non-Executive - Independent Director	Not Applicable		27-07-1950	No				Active	NA		01-04-2019	01-04-2019		45	1	1	1	0
ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04-1964	No				Active	NA		19-02-2015	10-08-2022			1	0	1	0
ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06-1958	No				Active	NA		08-08-2015	07-08-2021			1	0	0	0

Text Block

Textual Information(1)

- 1) With reference to initial date of appointment of Mr. Vijay Sankeshwar, is as per master data of MCA Portal.
- 2) With reference to initial date of appointment of Mr. Anand Sankeshwar, is as per master data of MCA Portal.
- 3) Mr. Vijay Sankeshwar and Mr. Anand Sankeshwar are the promoters of the Company and they are relative to each other.

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 PANDURANGI	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	06921510	MEDHA PAWAR	Non-Executive - Independent Director	Member	02-02-2022		
6	99999999	SUNIL NALAVADI	Chief Financial Officer	Member	09-02-2019		Textual Information(1)
7	99999999	RAGHAVENDRA MALGI	Vice President - Accounts	Member	09-02-2019		Textual Information(2)

Sr Text Block	
Textual Information(1)	1) Mr. Sunil Nalavadi is the Chief Financial Officer of the Company
Textual Information(2)	Mr. Raghavendra Malgi is Vice President 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	ADMINISRTATION COMMITTEE	Executive Director	Chairperson	
5	00217773	ANAND SANKESHWAR	ADMINISRTATION COMMITTEE	Executive Director	Member	
6	07038738	RAGHOTTAM AKAMANCHI	ADMINISRTATION COMMITTEE	Non-Executive - Non Independent Director	Member	
7	06921510	MEDHA PAWAR	ADMINISRTATION COMMITTEE	Non-Executive - Independent Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	15-09-2022				Yes	12	9	4
2		10-11-2022	55		Yes	12	10	5

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	15-09-2022				Yes	3	3	3	0
2	Audit Committee	10-11-2022	55			Yes	3	3	3	0
3	Stakeholders Relationship Committee	10-11-2022				Yes	3	3	2	0
4	Risk Management Committee	10-11-2022				Yes	5	5	2	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	All related party transactions have been undertaken with the prior approval of the Audit Committee and same has been reviewed by the committee on quarterly basis.
Textual Information(2)	As informed to the exchanges, The company has concluded the related party transaction with Vijayanand Travels Private Limited(promoters interested entity) for sale of its Bus operation undertaking for total sales consideration of Rs. 23,000 Lakhs with the prior approval of audit committee at the meeting held on 15.09.2022 and same has been approved by the shareholders of the Company through the postal ballot process concluded on 30.10.2022. The Business Transfer Agreement(BTA) has also been executed by both the parties on 29.12.2022. the effective date of such transfer would be 01.01.2023.

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	ANIRUDDHA PHADNAVIS
2	Designation	Company Secretary and Compliance Officer

Text Block

Signatory Details

Name of signatory	ANIRUDDHA PHADNAVIS
Designation of person	Company Secretary and Compliance Officer
Place	HUBBALLI
Date	09-01-2023

