

General information about company	
Scrip code	539118
NSE Symbol	VRLLLOG
MSEI Symbol	NOTLISTED
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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	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	15-06-2005	01-01-2017			1	0	0	0
AGVPS4683G	00217773	Executive Director	Not Applicable	MD	14-11-1974	19-06-2007	01-04-2019			1	0	0	0
AFUPK2773F	02602595	Executive Director	Not Applicable		10-05-1954	19-05-2017	19-05-2017			1	0	0	0
ABWPB6415D	01875068	Executive Director	Not Applicable		27-01-1959	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

Wether 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	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)
5	Mr	Prabhakar Kore	AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-08-1947	14-08-2009	01-04-2019		66	1	1	2	0
6	Mrs	Medha Pawar	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		29-04-1967	12-12-2014	12-12-2014		58	1	1	2	0
7	Mr	Shankarasa Ladwa	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		16-02-1962	19-02-2015	19-02-2015		55	1	1	2	2
8	Mr	Anand Pandurangi	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		30-09-1953	19-02-2015	19-02-2015		55	1	1	0	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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	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)
9	Mrs	Smriti Bellad	AFMPB2096J	06732781	Non-Executive - Independent Director	Not Applicable		19-09-1969	03-11-2018	03-11-2018		11	1	1	0	0
10	Mr	Gurudas Narekuli	ABEPN3020A	07950458	Non-Executive - Independent Director	Not Applicable		27-07-1950	01-04-2019	01-04-2019		6	1	1	1	0
11	Mr	Raghottam Akamanchi	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		17-04-1964	19-02-2015	11-08-2018			1	0	1	0
12	Mr	Ashok Shettar	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		26-06-1958	08-08-2015	10-08-2019			1	0	0	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	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	07038738	Raghottam Akamanchi	Non-Executive - Non Independent Director	Member	03-11-2018		
3	06921510	Medha Pawar	Non-Executive - Independent Director	Member	01-04-2019		

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)

Sr Text Block	
Textual Information(1)	Mr. Sunil Nalavadi is the Chief Financial Officer of the Company
Textual Information(2)	Mr. Raghavendra Malgi is the Vive President(Accounts) 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	00509836	Prabhakar Kore	Non-Executive - Independent Director	Chairperson	26-08-2014		
2	00217773	Anand Sankeshwar	Executive Director	Member	26-08-2014		
3	06921510	Medha Pawar	Non-Executive - Independent Director	Member	07-08-2015		
4	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	Administrative Committee	Executive Director	Chairperson	
2	00217773	Anand Sankeshwar	Administrative Committee	Executive Director	Member	
3	06921510	Medha Pawar	Administrative Committee	Non-Executive - Independent Director	Member	
4	07038738	Raghottam Akamanchi	Administrative Committee	Non-Executive - Non Independent Director	Member	
5	00217714	Vijay Sankeshwar	Finance Committee	Executive Director	Chairperson	
6	00217773	Anand Sankeshwar	Finance Committee	Executive Director	Member	
7	07038738	Raghottam Akamanchi	Finance 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	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	18-05-2019				Yes	10	5
2		10-08-2019	83		Yes	8	4

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	18-05-2019				Yes	3	3
2	Audit Committee	10-08-2019	83			Yes	2	2
3	Stakeholders Relationship Committee	18-05-2019				Yes	3	3
4	Stakeholders Relationship Committee	10-08-2019	83			Yes	3	1

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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 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

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

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Due to heavy rain and flood situation across the region, Mr. Shankarasa Ladwa, Chairman of the Audit Committee could not attend the AGM. However Mrs. Medha Pawar, a member of the Audit Committee was authorised by the Chairman, presented at the AGM to address related shareholders queries .
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to heavy rain and flood situation across the region, Mr. Shankarasa Ladwa, Chairman of the Nomination and Remuneration Committee could not attend the AGM. However Mr. Ashok Shettar , a member of the Nomination and Remuneration Committee was authorised by the Chairman of the Committee, presented at the AGM to address related shareholders queries.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Due to heavy rain and flood situation across the region, Mr. Shankarasa Ladwa, Chairman of the Audit Committee could not attend the AGM. However Mrs. Medha Pawar, a member of the Audit Committee was authorised by the Chairman presented at the AGM to address related shareholders queries .
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			Textual Information(1)	

Text Block	
Textual Information(1)	<p>Section 118 of the Companies Act, 2013 read with Clause 4.1 of Secretarial Standard 2 issued by the Institute of Company Secretaries of India provides that if the Chairman of the Audit / Stakeholders / Nomination & Remuneration Committee could not attend the meeting then any other member of the committee authorised by Chairman of the respective committee shall attend the Annual General Meeting of the Company. As such, in our case Chairman of the Audit / Stakeholders / Nomination and Remuneration Committee authorised members of the respective committee to attend the Annual General Meeting of the Company owing to reasons disclosed in this report. We have selected option 'No' w.r.t. compliance status as the Regulation specifically requires presence of Chairman of the respective Committees. We have also provided the reasons for absence of Chairman of said Committee under details column. We confirm that there are no other material reasons other than those stated for absence of Chairman of the Committees.</p>

Annexure III		
1	Name of signatory	Aniruddha Phadnavis
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Aniruddha Phadnavis
Designation of person	Company Secretary and Compliance Officer
Place	Hubballi
Date	14-10-2019

