

General information about company

Scrip code	539118
NSE Symbol	VRLLLOG
MSEI Symbol	
ISIN	INE366I01010
Name of the entity	VRL LOGISTICS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	31-12-2018
Risk management committee	Not Applicable

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)			
Is there any change in information of board of directors compare to previous quarter												Yes			
Wether the listed entity has a Regular Chairperson												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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Vijay Sankeshwar	AGVPS4682H	00217714	Executive Director	Chairperson	MD	01-01-2017			1	0	0		
2	Mr	Anand Sankeshwar	AGVPS4683G	00217773	Executive Director	Not Applicable	MD	01-04-2014			1	0	0		
3	Mr	K N Umesh	AFUPK2773F	02602595	Executive Director	Not Applicable		19-05-2017			1	0	0		
4	Mr	L R Bhat	ABWPPB6415D	01875068	Executive Director	Not Applicable		04-08-2017			1	0	0		

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I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Prabhakar Kore	AFFPK5674J	00509836	Non-Executive - Independent Director	Not Applicable		01-04-2014		57	1	1	0		
6	Mr	Jayateerth Korlahalli	AETPK4445C	00528428	Non-Executive - Independent Director	Not Applicable		01-04-2014		57	1	2	0		
7	Mr	Chantar Karunakara Shetty	AHWPS7481A	01560349	Non-Executive - Independent Director	Not Applicable		01-04-2014	03-11-2018	55	1	0	0		
8	Mrs	Medha Pawar	AJDPP6301R	06921510	Non-Executive - Independent Director	Not Applicable		12-12-2014		49	1	1	0		

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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Shankarasa Ladwa	AACPL7749M	06964188	Non-Executive - Independent Director	Not Applicable		19-02-2015		46	1	2	1		
10	Mr	Anand Pandurangi	ACXPP4382P	07038691	Non-Executive - Independent Director	Not Applicable		19-02-2015		46	1	0	0		
11	Mr	Raghottam Akamanchi	ABGPA1086K	07038738	Non-Executive - Non Independent Director	Not Applicable		11-08-2018			1	1	0		
12	Mr	Ashok Shettar	ACDPS8504L	07038714	Non-Executive - Non Independent Director	Not Applicable		04-08-2017			1	0	0		

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**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
13	Mrs	Smriti Bellad	AFMPB2096J	06732781	Non-Executive - Independent Director	Not Applicable		03-11-2018		2	1	0	0		

Text Block

Textual Information(1)

1. Mr. Prabhakar Kore is a member of audit committee in an unlisted company and not in VRL Logistics Limited (the Company). His name in the membership of audit committee / stakeholders relationship committee is included pursuant to Regulation 26 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
2. Mr. C Karunakara Shetty, Independent Director of the Company has resigned from the Directorship w.e.f 3rd November 2018 and the Board has accepted his resignation. As such he ceases to be member of all committees in which he was Chairman / Member w.e.f. 3rd November 2018.
3. Board at its meeting held on 3rd November 2018 appointed Mrs. Smriti Bellad as an Independent Director (Additional) for a period of 5 years subject to approval of shareholders at the ensuing General Meeting.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

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	00528428	Jayateerth Korlahalli	Non-Executive - Independent Director	Member	14-11-2009		
2	06964188	Shankarasa Ladwa	Non-Executive - Independent Director	Chairperson	07-08-2015		
3	06921510	Medha Pawar	Non-Executive - Independent Director	Member	07-08-2015		
4	01560349	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	15-06-2005	03-11-2018	Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. Chantar Karunakara Shetty resigned from office of Director w.e.f. 3rd November 2018 and he ceases to be member of the Committee with effect from the said date.

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	00528428	Jayateerth Korlahalli	Non-Executive - Independent Director	Chairperson	14-08-2009		
2	01560349	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	28-05-2007	03-11-2018	Textual Information(1)
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		
5	06921510	Medha Pawar	Non-Executive - Independent Director	Member	03-11-2018		

Sr Text Block

Textual Information(1)

Mr. Chantar Karunakara Shetty resigned from office of Director w.e.f. 3rd November 2018 and he ceases to be member of the Committee with effect from the said date.

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	01560349	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	28-05-2007	03-11-2018	Textual Information(1)
2	00528428	Jayateerth Korlahalli	Non-Executive - Independent Director	Member	23-09-2010		
3	06964188	Shankarasa Ladwa	Non-Executive - Independent Director	Chairperson	07-08-2015		Textual Information(2)
4	07038738	Raghottam Akamanchi	Non-Executive - Non Independent Director	Member	03-11-2018		

Sr Text Block

Textual Information(1)	Mr. Chantar Karunakara Shetty resigned from office of Director w.e.f. 3rd November 2018 and he ceases to be member of the Committee with effect from the said date. He was serving as Chairman of the Committee till the date of vacation of office as Director of the Company. We have opted for member in the column of Category 2 of Director as it was mandatory to select one of the options.
Textual Information(2)	Appointed as Chairperson of the Committee with effect from 3rd November 2018 by the Board of Directors. As on the date of this report he is the Chairperson of the Committee

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	01560349	Chantar Karunakara Shetty	Non-Executive - Independent Director	Member	26-08-2014	03-11-2018	Textual Information(1)
3	00217773	Anand Sankeshwar	Executive Director	Member	26-08-2014		
4	06921510	Medha Pawar	Non-Executive - Independent Director	Member	07-08-2015		

Sr Text Block

Textual Information(1)

Mr. Chantar Karunakara Shetty resigned from office of Director w.e.f. 3rd November 2018 and he ceases to be member of the Committee with effect from the said date.

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	Administration Committee	Executive Director	Chairperson	
2	00217773	Anand Sankeshwar	Administration Committee	Executive Director	Member	
3	06921510	Medha Pawar	Administration Committee	Non-Executive - Independent Director	Member	
4	07038738	Raghottam Akamanchi	Administration 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	Textual Information(1)

Other Committee Text Block

Textual Information(1)

Board at its meeting held on 3rd November 2018 re constituted the Finance Committee of the Company and Mr. Raghottam Akamanchi has been appointed as member of the said Committee with effect from the said date.

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)
1	11-08-2018		
2		03-11-2018	83

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	Name of other committee
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)		
1	Audit Committee	03-11-2018	Yes	4	11-08-2018	83		
2	Stakeholders Relationship Committee	03-11-2018	Yes	3	11-08-2018	83		
3	Nomination and remuneration committee	03-11-2018	Yes	4				

Text Block

Textual Information(1)

Details of Other Committee Meetings:

1. Finance Committee: 6 meetings of the Finance Committee were held during the quarter ended December 31, 2018. They were held on October 14, 2018, November 02, 2018, November 28, 2018, December 10, 2018, December 12, 2018 and December 19, 2018.

3. Requirement of quorum was met for the Committee meetings.

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 100 listed entities)	NA
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

Signatory Details

Name of signatory	ANIRUDDHA PHADNAVIS
Designation of person	Company Secretary and Compliance Officer
Place	HUBBALLI
Date	10-01-2019

