

Form No. MGT-7



Form language

English Hindi

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]

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	15.215896	15.215896
Longitude details	75.138104	75.138104

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

Photograph Registered Office.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)

Indian 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
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No 31 and 32, Financial District, Nanakramguda, Serilingampally, HYDERABAD, TELANGANA, 500032	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held

Yes No

(b) If yes, date of AGM (DD/MM/YYYY)

//2026

(c) Due date of AGM (DD/MM/YYYY)

31/08/2026

(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/Jo int 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	237000000.00	174936990.00	174936990.00	174936990.00
Total amount of equity shares (in rupees)	2370000000.00	1749369900.00	1749369900.00	1749369900.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity of Rs.10/-				
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	1749369900.00	1749369900.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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	87468495.00	874684950	874684950	
Increase during the year	0.00	87468495.00	87468495.00	874684950.00	874684950.00	0
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 <input type="text"/>						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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 <input type="text"/>			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	0
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 <input type="text"/>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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 <input type="text"/>			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

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

Class of shares		<input type="text"/>
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

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

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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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					

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

i *Turnover

32211122000

ii * Net worth of the Company

11424370470

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 <input type="text"/>	0	0.00	0	0.00
	Total	105381942.00	60.24	0.00	0

Total number of shareholders (promoters)

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	1236940	0.71	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 IEPF, CM, HUF, Trust	510294	0.29	0	0.00
	Total	69555048.00	39.76	0.00	0

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	13329
2	Individual - Male	67091
3	Individual - Transgender	0
4	Other than individuals	604
	Total	81024.00

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EASTSPRING INVESTMENTS INDIA INFRASTRUCTURE EQUITY	3RD FLOOR 355 NEX RUE DU SAVOIR CYBERCITY EBENE MAURITIUS	31/03/2026	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	31/03/2026	United States	548082	0.31
BNP PARIBAS FINANCIAL MARKETS - ODI	1 RUE LAFFITTE PARIS	31/03/2026	France	302426	0.17
HILLSDALE GLOBAL SMALL CAP EQUITY FUND	FIRST CANADIAN PLACE 1 100 KING ST W SUITE 5900 TORONTO	31/03/2026	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	31/03/2026	United States	195813	0.11
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	2 Central Boulevard #22-01 West Tower IOI Central Boulevard Towers	31/03/2026	Singapore	174360	0.1
VICTORY EMERGING MARKETS FUND	15935 La Cantera Parkway Building Two San Antonio Texas	31/03/2026	United States	172799	0.1
ACADIAN EMERGING MARKETS MICRO- CAP EQUITY MASTER FUND	MAPLES CORPORATE SERVICES UGLAND HOUSE PO BOX 309 NA GRAND CAYMAN	31/03/2026	Cayman Islands	159880	0.09
VICTORY TRIVALENT EMERGING MARKETS SMALL CAP COLLECTIVE FUND	12 Gill Street Suite 2600 Woburn Massachusetts	31/03/2026	United States	159435	0.09
CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	31/03/2026	United States	136682	0.08
WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	250 WEST 34TH STREET 3RD FLOOR NEW YORK	31/03/2026	United States	129436	0.07
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware	31/03/2026	United States	127422	0.07
SIIP INDIA OPPORTUNITIES FUND	Beech House Beech Hill Road Clonskeagh Dublin 4 Ireland	31/03/2026	Ireland	119152	0.07
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	31/03/2026	United States	109722	0.06

CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM - GLOBAL EX-US STRATEGY - MANAGED BY CONNOR, CLARK & LUNN INVESTMENT MANAGEMENT LTD.	400 Q STREET SACRAMENTO CALIFORNIA	31/03/2026	United States	105721	0.06
GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	LEVEL 3 ALEXANDER HOUSE 35 CYBERCITY EBENE	31/03/2026	Mauritius	95861	0.05
VICTORY CAPITAL GROWTH FUND	15935 La Cantera Parkway Building Two San Antonio Texas	31/03/2026	United States	94393	0.05
CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM MANAGED BY CONNOR, CLARK & LUNN INVESTMENT MANAGEMENT LTD	400 Q STREET SACRAMENTO CALIFORNIA	31/03/2026	United States	76642	0.04
FIVE RIVERS INDIA FUND (IFSC) - FIVE RIVERS DIVIDEND YIELD FUND (IFSC)	1611 16th Floor Signature Building Block 13 -B Zone - 1 GIFT SEZ Gandhinagar Gujarat	31/03/2026	India	55952	0.03
FIS GROUP COLLECTIVE INVESTMENT TRUST - FIS GROUP NON-US INTERNATIONAL SMALL CAP FUND	12 GILL STREET SUITE 2600 WOBURN MA	31/03/2026	United States	54363	0.03
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware	31/03/2026	United States	53495	0.03
ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND, LLC	260 FRANKLIN STREET BOSTON MASSACHUSETTS	31/03/2026	United States	50452	0.03

MISSOURI EDUCATION PENSION TRUST MANAGED BY ACADIA N ASSET MANAGEMENT LLC	3210 WEST TRUMAN BOULEVARD JEFFERSON CITY MISSOURI	31/03/2026	United States	48433	0.03
BOFA SECURITIES EUROPE SA - ODI	51 rue La Boetie Paris	31/03/2026	France	47435	0.03
ACADIAN ACWI EX US SMALL-CAP FUND LLC	THE CORP TRUST COMPANY 1209 ORANGE STREET WILMINGTON DELAWARE	31/03/2026	United States	47182	0.03

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
B Non-Promoter	1	8	1	8	0.00	0.00
i Non-Independent	1	2	1	2	0	0
ii Independent	0	6	0	6	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0

ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others						
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

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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	
RAMANAND LAXMINARAYAN BHAT	01875068	Whole-time director	4194	
SHIVA A SANKESHWAR	09236519	Director	0	
SHANKAR VASANTRAO PINGE	10847936	Director	0	
DEVARAYADURG VENKATESHMURTHY GURUPRASAD	01558266	Director	0	
SHANTILAL DHANRAJ JAIN	00571902	Director	0	
SHAILAJA SHIVASHANKAR AMBLI	10393506	Director	0	
VIRUPAXAGOUDA ANNADANAGOUDA PATIL	10395538	Director	0	
VINAY JWALAKUMAR JAVALI	00589315	Director	0	
RAGHOTTAM HANUMANTACHARYA AKAMANCHI	07038738	Director	0	
ASHOK SHIVAYOGAPPA SHETTAR	07038714	Director	0	
SUNIL SAMBHAJI NALAVADI	ADFPN3634D	CFO	0	

ANIRUDDHA ANIL PHADNAVIS	AJMPP0610L	Company Secretary	0	
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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
2	04/07/2025	12	12	100
3	06/08/2025	12	11	91.67
4	03/11/2025	12	11	91.67
5	05/02/2026	12	12	100

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
2	Audit Committee	04/07/2025	3	3	100
3	Audit Committee	06/08/2025	3	3	100
4	Audit Committee	06/09/2025	3	3	100
5	Audit Committee	03/11/2025	3	3	100
6	Audit Committee	05/02/2026	3	3	100
7	Nomination and Remuneration Committee	21/05/2025	4	4	100
8	Nomination and Remuneration Committee	03/11/2025	4	3	75
9	Nomination and Remuneration Committee	05/02/2026	4	4	100
10	Stakeholders Relationship Committee	21/05/2025	3	3	100
11	Stakeholders Relationship Committee	06/08/2025	3	3	100
12	Stakeholders Relationship Committee	03/11/2025	3	3	100
13	Stakeholders Relationship Committee	05/02/2026	3	3	100
14	Corporate Social Responsibility Committee	21/05/2025	4	4	100
15	Corporate Social Responsibility Committee	03/11/2025	4	4	100
16	Corporate Social Responsibility Committee	05/02/2026	4	4	100
17	Risk Management Committee	21/05/2025	5	5	100

18	Risk Management Committee	06/12/2025	5	5	100
19	Risk Management Committee	05/02/2026	5	5	100
20	Bonus Committee	02/08/2025	4	4	100
21	Bonus Committee	05/08/2025	4	4	100
22	Bonus Committee	09/08/2025	4	4	100
23	Bonus Committee	18/08/2025	4	4	100
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 **/**/2026 (Y/N/NA)
		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	
1	VIJAY BASAVANNEPPA SANKESHWAR	5	5	100	6	6	100	Yes
2	ANAND VIJAY SANKESHWAR	5	5	100	3	3	100	Yes
3	RAMANAND LAXMINARAYAN BHAT	5	5	100	0	0	0	Yes
4	SHIVA A SANKESHWAR	5	5	100	0	0	0	Yes
5	SHANKAR VASANTRAO PINGE	5	5	100	10	10	100	Yes
6	DEVARAYADURG VENKATESHMURTHY GURUPRASAD	5	5	100	6	6	100	Yes
7	SHANTILAL DHANRAJ JAIN	5	5	100	13	13	100	Yes
8	SHAILAJA SHIVASHANKAR AMBLI	5	5	100	3	3	100	Yes
9	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	5	5	100	3	3	100	Yes
10	VINAY JWALAKUMAR JAVALI	5	5	100	9	9	100	Yes
11	RAGHOTTAM	5	5	100	4	4	100	Yes

	HANUMANTACHARYA AKAMANCHI							
12	ASHOK SHIVAYOGAPPA SHETTAR	5	3	60	3	2	66	Yes

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 BASAVANNEPPA SANKESHWAR	Managing Director	32400000	17200000	0	0	49600000.00
2	ANAND VIJAY SANKESHWAR	Managing Director	36000000	0	0	0	36000000.00
3	RAMANAND LAXMINARAYAN 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 SAMBHAJI NALAVADI	CFO	19204200	0	0	0	19204200.00
2	ANIRUDDHA ANIL 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	300000	0	0	0	300000.00
2	DEVARAYADURG VENKATESHMURTH Y GURUPRASAD	Director	220000	0	0	0	220000.00

3	VINAY JWALAKUMAR JAVALI	Director	280000	0	0	0	280000.00
4	ASHOK SHIVAYOGAPPA SHETTAR	Director	100000	0	0	0	100000.00
5	RAGHOTTAM HANUMANTACHAR YA AKAMANCHI	Director	180000	0	0	0	180000.00
6	SHAILAJA SHIVASHANKAR AMBLI	Director	160000	0	0	0	160000.00
7	VIRUPAXAGOUDA ANNADANAGOUDA PATIL	Director	160000	0	0	0	160000.00
8	SHANTILAL DHANRAJ JAIN	Director	360000	0	0	0	360000.00
9	SHIVA A SANKESHWAR	Director	100000	0	0	0	100000.00
	Total		1860000.00	0.00	0.00	0.00	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

Details of Shareholder.xlsm

(b) Optional Attachment(s), if any

MGT-8 and additional documents.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

Name

AKSHAY S PACHALAG

Date (DD/MM/YYYY)

//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

*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

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)

AC3643878

eForm filing date (DD/MM/YYYY)

//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