

April 15, 2024



Aniruddha Phadnavis
Company Secretary & Compliance Officer
VRL Logistics Limited
R.S. No. 351/1, Varur Post Chabbi, Taluk Hubli
District Dharwad, Hubli, Karnataka, 581207
Tel. No. - 0836-2237607
Fax No. - 0836-2237614

Dear Sir,

Sub: Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated September 08, 2023 wherein we had mentioned that as on September 07, 2023, the aggregate holding of the Schemes of HDFC Mutual Fund in "VRL Logistics Ltd." ("The Company") was 5.32% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 87,46,84,950/- comprising 8,74,68,495 Equity Shares of Rs. 10/- each).

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been an **increase** in the shareholding of the Company by the Schemes of HDFC Mutual Fund by **2.03%** as of April 12, 2024. As on April 12, 2024 the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is **7.35%** of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 87,46,84,950/- comprising 8,74,68,495 Equity Shares of Rs. 10/- each).

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in the prescribed format enclosed as **Annexure 1**.

Kindly acknowledge receipt of the same.

Thanking you,
Yours faithfully,
For **HDFC Asset Management Company Limited**


Dinesh Bhakade
Associate Vice President - Compliance

Encl: As above

CC:

Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra - Kurla Complex Bandra (E), Mumbai – 400 051. Tel.: 022- 2659 8190 Fax: 022- 2659 8191	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Fax: 022- 2272 3121
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Annexure-1

**Disclosures under Regulation 29(2) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	VRL Logistics Ltd.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Mutual Fund: HDFC Trustee Company Limited A/c – HDFC Retirement Savings Fund - Equity Plan HDFC Small Cap Fund HDFC Transportation and Logistics Fund		
Whether the acquirer belongs to Promoter/ Promoter group	NO		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	46,57,537	5.32	N.A
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	0	0	N.A
c) Voting rights (VR) otherwise than by shares	0	0	N.A
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	0	0	N.A
e) Total (a+b+c+d)	46,57,537	5.32	N.A
<u>Details of Acquisition/Sale:</u>			
a) Shares carrying voting rights acquired/sold	17,74,191	2.03	N.A
b) VRs acquired /sold otherwise than by shares	0	0	N.A
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	0	0	N.A
d) Shares encumbered/invoked/released by the acquirer	0	0	N.A
e) Total (a+b+c+/-d)	17,74,191	2.03	N.A
<u>After the Acquisition/Sale, holding of:</u>			
a) Shares carrying voting rights	64,31,728	7.35	N.A
b) Shares encumbered with the acquirer	0	0	N.A

Annexure-1

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

c) VRs otherwise than by shares	0	0	N.A
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	0	0	N.A
e) Total (a+b+c+d)	64,31,728	7.35	N.A
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	April 12, 2024		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 87,46,84,950/- comprising 8,74,68,495 equity shares of Rs. 10/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 87,46,84,950/- comprising 8,74,68,495 equity shares of Rs. 10/- each.		
Total diluted share/voting capital of the TC after the said acquisition/sale	N.A.		

(*) Total share capital/ voting capital has been taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)


Dinesh Bhakade
Associate Vice President - Compliance

Place: Mumbai
Date: April 15, 2024

