

Corporate Office:

Giriraj Annexe Circuit House Road
HUBBALLI- 580 029 Karnataka State
Phone : 0836- 2237511
Fax : 0836 2256612
e-mail : headoffice@vrllogistics.com

Date: January 30, 2023

The Listing Department
BSE Limited
P.J. Tower, Dalal Street,
Mumbai 400 001.
Scrip Code: 539118

The Listing Department
National Stock Exchange of India Limited
Bandra-Kurla Complex, Bandra (East),
Mumbai -400051.
Scrip Symbol: VRLLOG

Dear Sir / Madam

Sub.: Buyback of fully paid equity shares Ref.: Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

We inform you that the Board of Directors of VRL Logistics Limited (the "**Company**") at their meeting held today viz. January 30, 2023 have approved the proposal to buy back up to 8,75,000 fully paid up equity shares having a face value of ₹ 10 (Rupees Ten Only) each ("**Equity Shares**" or "**Shares**") representing up to 0.99% of the total number of equity shares in the paid-up equity share capital of the Company, at a price of ₹ 700/- (Rupees Seven Hundred Only) per Equity Share ("**Buyback Price**") payable in cash for a maximum amount not exceeding ₹ 61,25,00,000/-(Rupees Sixty One crores Twenty Five Lakhs Only) ("**Buyback Size**"), representing 9.44% of the aggregate of the fully paid-up equity share capital and free reserves of the Company, as per the latest audited financial statements of the Company for the financial year ended March 31st, 2022 and is within the 10% limit of paid-up share capital and free reserves (including securities premium account) as per the latest audited financial statements of the Company for the financial year ended March 31, 2022. The Buyback is proposed to be undertaken from the equity shareholders of the Company as on the record date i.e. 10th February, 2023 ("**Record Date**") on a proportionate basis, through the Tender Offer route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("**SEBI Buyback Regulations**") and the Companies Act, 2013 and rules made thereunder (the "**Buyback**") (including any statutory modification(s) or re-enactment of the Act or Buy-back Regulations, for the time being in force).

The Buyback Size does not include any expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India, brokerage, applicable taxes (such as income tax, buyback taxes, securities transaction tax, stamp duty and goods and service tax), advisors' fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses (such expenses referred to as "**Transactions costs**").

Approved the formation of a buyback committee ("**Buyback Committee**") and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.

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The pre-buyback shareholding pattern of the Company as on December 31, 2022 is enclosed as **Annexure A** and disclosure required under regulation 42 of SEBI Listing Regulations as **Annexure B** to this letter.

This is for your information and record.

Thanking you,
FOR VRL LOGISTICS LIMITED,

ANIRUDDHA PHADNAVIS
COMPANY SECRETARY AND COMPLIANCE OFFICER

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Annexure A

VRL Logistics Limited
Pre Buyback Shareholding Pattern as of December 31, 2022
(i.e. as per the latest shareholding pattern filed with Stock Exchanges)

Category of Shareholders	Numbers of Shareholders	Numbers of Shares	% of existing Share Capital
Promoter & Promoter Group	5	5,66,88,000	64.17
Total (A)			
Institutions (Mutual Funds, Foreign Portfolio Investors, Financial Institutions/Banks)	19	1,83,54,034	20.78
Foreign Portfolio Investors Category I & II	80	36,69,219	4.15
Non-Institutions and Others (Individuals, NRIs, Bodies Corporates, IEPF etc.)	67,905	96,32,242	10.90
Total (B)	68,004	3,16,55,495	35.83
Grand Total (A+B)	68,009	8,83,43,495	100.00

The Post Buyback Shareholding Pattern of the Company shall be ascertained subsequently.

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Annexure B

Date: January 30th, 2023

The Listing Department
BSE Limited
P.J. Tower, Dalal Street,
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Scrip Code: 539118

The Listing Department
National Stock Exchange of India Limited
Bandra-Kurla Complex, Bandra (East),
Mumbai -400051.
Scrip Symbol: VRLLOG

Dear Sir / Madam

Sub.: Intimation of Record Date**Ref.: Regulation 42 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 and 42 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Board of Directors of VRL Logistics Limited has determined 10th February, **2023** as the record date for determining the entitlement and names of equity shareholders who are eligible to participate in the Buyback.

Symbol	Type of Security	Book Closure	Record Date	Purpose
BSE Scrip Code: 539118 NSE Scrip Symbol: VRLLOG	Equity Shares	NA	10th February, 2023	Determining the entitlement and names of equity shareholders who are eligible to participate in the Buyback.

This is for your information and record.

Thanking you,

For VRL LOGISTICS LIMITED

ANIRUDDHA PHADNAVIS
COMPANY SECRETARY & COMPLIANCE OFFICER