

Corporate Office :

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

To,

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Codes: 539118

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Scrip Codes: VRLLOG

Dear Sir / Madam,

Sub: Voting results and proceedings of the 40th Annual General Meeting of the Company

In continuation to the AGM intimation made on 10th July 2023 and pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('SEBI Listing Regulations'), we wish to inform you that the 40th Annual General Meeting of the Company was held on 7th August 2023 at 12.30 p.m. at the registered office situated at RS.No.351/1, Varur, Post Chabbi, Taluk Hubballi, District Dharwad, Hubballi – 581 207 (NH-4, Bengaluru Road, Varur) and the following business was transacted thereat.

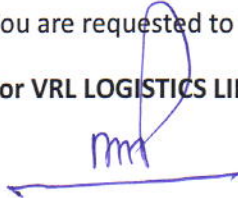
In this regards, we attach herewith the following:

1. Gist of proceedings at the 40th Annual General Meeting held on 7th August 2023.
2. Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations.
3. Scrutinizer's report in accordance with Section 108 of the Companies Act, 2013, read with Rules made thereunder.

The proceedings of 40th AGM, voting results along with Scrutinizers report will also be hosted on our Company's website at www.vrlgroup.in and also on the website of the Registrar and Transfer Agents of the Company at www.kfintech.com.

You are requested to take note of the same.

For VRL LOGISTICS LIMITED



ANIRUDDHA PHADNAVIS
COMPANY SECRETARY & COMPLIANCE OFFICER



Place: Hubballi

Date: 07.08.2023

Regd. & Admn. Office : Bengaluru Road Varur **HUBBALLI - 581 207** Karnataka State

Phone : 0836 2237613 Fax : 0836 2237614 e-mail : varurho@vrllogistics.com

Customer Care : HUBBALLI ☎ 0836 - 2307800 e-mail : customercare@vrllogistics.com

Website : www.vrllogistics.com CIN : L60210KA1983PLC005247 GSTIN (KAR): 29AABCV3609C1ZJ

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GIST OF PROCEEDINGS AT THE 40TH ANNUAL GENERAL MEETING OF THE COMPANY

The 40th Annual General Meeting of the Company was held on Monday, 7th August 2023 at 12:30 p.m. at the registered office situated at RS.No.351/1, Varur, Post Chabbi, Taluk Hubballi, District Dharwad, Hubballi – 581 207 (NH-4, Bengaluru Road, Varur).

Members Present:

A total of 53 members attended the meeting as per attendance records.

Directors Present:

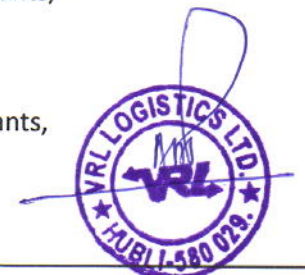
1. Dr. Vijay Sankeshwar : Chairman and Managing Director
2. Dr. Anand Sankeshwar : Managing Director
3. Mr. L R Bhat : Whole Time Director
4. Mr. K.N.Umesh : Whole Time Director
5. Mr. Shankarasa Ladwa : Independent Director
(Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee)
6. Dr. Prabhakar Kore : Independent Director
7. Dr. Anand Pandurangi : Independent Director
8. Mr. Gurudas Narekuli : Independent Director
9. Mrs. Medha Pawar : Independent Director
10. Dr. Ashok Shettar : Non-Executive Director
11. Dr. Raghottam Akamanchi : Non-Executive Director

Key Managerial Personnel:

- Mr. Sunil Nalavadi : Chief Financial Officer
Mr. Aniruddha Phadnavis : Company Secretary and Compliance Officer

Auditors Present:

- Mr. Cyrus A Nariman : Partner
Kalyaniwalla & Mistry LLP, Chartered Accountants,
Statutory Auditors, Mumbai
- Mr. Daraius Fraser : Partner
Kalyaniwalla & Mistry LLP, Chartered Accountants,
Statutory Auditors, Bengaluru
- Mr. Santosh Shanbhag : Partner
Kalyaniwalla & Mistry LLP, Chartered Accountants,
Statutory Auditors, Mumbai
- Mr. R Parthasarathi : Secretarial Auditor



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Scrutinizer:

Mr. Akshay Pachlag : Proprietor, A.S. Pachlag & Co, Company Secretaries,
Hubballi

The meeting commenced at 12:30 P.M. and concluded at 1.30 P.M

Documents & Registers which were kept for inspection by members:

1. Notice of the 40th Annual General Meeting
2. Board's report alongwith Annexures thereto for the financial year ended on 31st March 2023
3. Audited Financial Statements alongwith Auditors' Report thereon for the financial year ended on 31st March 2023
4. Statutory Registers under the Companies Act, 2013 including the Registers of Directors and Key Managerial Personnel and their shareholdings, the Register of Contracts / Arrangements in which Directors are interested and Register of Members.
5. Cost Audit Report
6. Secretarial Audit Report
7. Corporate Governance Report and Compliance Certificate thereon

Mr. Aniruddha Phadnavis, Company Secretary & Compliance officer welcomed the members and all the Directors and Statutory Auditors to the 40th Annual General Meeting on behalf of the Company and requested Dr. Vijay Sankeshwar, Chairman and Managing Director of the Company to address the meeting.

Dr. Vijay Sankeshwar, Chairman and Managing Director, chaired the proceedings of the meeting. After ascertaining the presence of the requisite quorum, Chairman called the meeting to order and commenced the proceedings of the meeting. He informed the shareholders that the requisite statutory documents are open for inspection.

The Chairman gave an overview of the business operations & performance of the Company for the financial year ended 31st March, 2023 as a part of his speech.

Mr. Sunil Nalavadi, Chief Financial Officer appraised the members on the financial performance of the Company.

Members were informed that pursuant to provisions of the Companies Act, 2013, rules framed thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had enabled the remote e-voting facility to the members of the Company in respect of resolutions to be passed at the meeting. The remote e-voting commenced at 9.00 a.m. on 4th August 2023 and ended at 5.00 p.m. on 6th August 2023.

The Chairman informed the members that the facility for voting through electronic means (i.e. Insta Poll) was made available at the meeting for Members who have not cast their vote through remote e-voting.

He further informed that the Board of Directors have engaged the services of KFin Technologies Limited ("KFin") as the agency to provide e-voting facility and have appointed Mr. Akshay Pachlag,

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Practicing Company Secretary as the scrutinizer for the purpose of scrutinizing the Insta-Poll and remote E-voting Process.

With the consent of the members present, the notice convening the 40th Annual General Meeting, Directors' Report of the Company and Auditors Report for the Financial Year ended 31st March 2023 were taken as read.

Thereafter, all the agenda items specified in the Notice were taken up and the floor was open for discussions. The following agenda items as per Notice were transacted at the Meeting:

1. Adoption of Audited Financial Statements for the FY 2022-23 together with the Reports of Board of Directors and Auditors thereon.
2. To declare Final Dividend of Rs. 5 per share on each Equity Shares for the year ended March 31st, 2023
3. Re-appointment of Mr. L. R. Bhat (DIN: 01875068), Whole-time Director who retires by rotation and being eligible, offers himself for re-appointment.
4. Re-appointment of Mr. Ashok Shettar (DIN: 07038714), Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.
5. Approval for appointment of Mr. Shantilal Dhanraj Jain (DIN: 00571902) as an Independent Director of the Company for period of 5 years.
6. Approval for payment of existing managerial remuneration payable to Dr. Anand Sankeshwar, Managing Director (DIN: 00217773) for the balance period of his tenure his tenure.

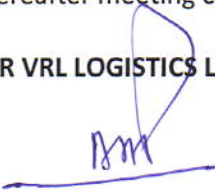
The members were requested to give their views / comments on the agenda items. The Chairman along with management team addressed the queries raised by the members at the meeting.

Subsequently Chairman ordered a Poll to be taken at the meeting electronically ("Insta Poll") and requested Mr. Akshay Pachlag, Scrutinizer to oversee orderly conduct of the Voting.

The Chairman informed that the E-voting results alongwith the consolidated scrutinizer's report shall be placed on the website of the Company and KFin and shall also be communicated to the Stock Exchanges within the time prescribed under law.

Thereafter meeting concluded with vote of thanks to the Chair.

FOR VRL LOGISTICS LIMITED



ANIRUDDHA PHADNAVIS
COMPANY SECRETARY AND COMPLIANCE OFFICER

Date: 07.08.2023

Place: Hubballi

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	VRL LOGISTICS LIMITED
Date of the AGM/EGM	07-08-2023
Total number of shareholders on record date	57265
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	48
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Annual Accounts for the FY 2022-23 together with the Reports of Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,07,94,762	2,01,10,192	96.7080	2,01,10,192	0	100.0000	0.0000	0	39,305
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,01,10,192	96.708	2,01,10,192	0	100.0000	0.0000	0	39305
Public- Non Institutions	E-Voting	1,04,83,292	30,47,264	29.0678	30,47,149	115	99.9962	0.0037	0	14
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,55,226	29.1437	30,55,111	115	99.9962	0.0038	0	14
Total		8,74,68,495	7,93,55,859	90.7251	7,93,55,744	115	99.9999	0.0001	0	39319



Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Final Dividend of Rs.5/- per equity share on Equity Shares for the year ended on 31st March 2023										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0	
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	2,07,94,762	2,01,49,497	96.8970	2,01,49,497	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,01,49,497	96.897	2,01,49,497	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	1,04,83,292	30,47,278	29.0679	30,47,107	171	99.9943	0.0056	0	0	
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		30,55,240	29.1438	30,55,069	171	99.9944	0.0056	0	0	
Total		8,74,68,495	7,93,95,178	90.7700	7,93,95,007	171	99.9998	0.0002	0	0	



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. L R Bhat, (DIN: 01875068) who retires by rotation, being eligible, offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,07,94,762	2,01,49,497	96.8970	2,01,49,497	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,01,49,497	96.897	2,01,49,497	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,04,83,292	30,47,264	29.0678	30,46,857	407	99.9866	0.0133	0	14
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,55,226	29.1437	30,54,819	407	99.9867	0.0133	0	14
Total		8,74,68,495	7,93,95,164	90.7700	7,93,94,757	407	99.9995	0.0005	0	14



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Dr. Ashok Shettar,(DIN: 07038714) who retires by rotation, being eligible, offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,07,94,762	2,01,49,497	96.8970	1,29,46,770	72,02,727	64.2535	35.7464	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,01,49,497	96.897	1,29,46,770	72,02,727	64.2536	35.7464	0	0
Public- Non Institutions	E-Voting	1,04,83,292	30,47,264	29.0678	30,46,812	452	99.9851	0.0148	0	14
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,55,226	29.1437	30,54,774	452	99.9852	0.0148	0	14
Total		8,74,68,495	7,93,95,164	90.7700	7,21,91,985	72,03,179	90.9274	9.0726	0	14



Resolution No.	5										
Resolution required: (Ordinary/ Special)	SPECIAL - To consider the appointment of Mr. Shantilal Dhanraj Jain (DIN:00571902) as an Independent Director of the Company for a period of Five years.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0	
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	2,07,94,762	2,01,49,497	96.8970	2,01,49,497	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,01,49,497	96.897	2,01,49,497	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	1,04,83,292	30,47,264	29.0678	30,46,781	483	99.9841	0.0158	0	14	
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		30,55,226	29.1437	30,54,743	483	99.9842	0.0158	0	14	
Total		8,74,68,495	7,93,95,164	90.7700	7,93,94,681	483	99.9994	0.0006	0	14	



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider the approval for continuation of existing remuneration of Dr. Anand Sankeshwar, Managing Director (DIN: 00217773) for his balance period of his tenure.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,61,90,441	3,13,87,310	55.8588	3,13,87,310	0	100.0000	0.0000	0	0
	Poll		2,48,03,131	44.1412	2,48,03,131	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,61,90,441	100.0000	5,61,90,441	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,07,94,762	2,01,49,497	96.8970	1,94,14,305	7,35,192	96.3513	3.6486	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,01,49,497	96.897	1,94,14,305	7,35,192	96.3513	3.6487	0	0
Public- Non Institutions	E-Voting	1,04,83,292	30,47,264	29.0678	30,46,674	590	99.9806	0.0193	0	14
	Poll		7,962	0.0759	7,962	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		30,55,226	29.1437	30,54,636	590	99.9807	0.0193	0	14
Total		8,74,68,495	7,93,95,164	90.7700	7,86,59,382	7,35,782	99.0733	0.9267	0	14





Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
40th Annual General Meeting of the Equity Shareholders of
VRL Logistics Limited (the "Company") held on August 07, 2023 at 12.30 P.M.
at RS No. 351/1, Varur, Post Chabbi, Taluk Hubballi,
District Dharwad, Hubballi - 581207.

Dear Sir,

I, Akshay S Pachlag, Company Secretary in Practice, Hubballi, had been appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing e-voting process (remote e-voting) and voting by poll through electronic system (Insta Poll) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), on the resolutions contained in the notice to the 40th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on August 07, 2023 at 12.30 P.M at RS No. 351/1, Varur, Post Chabbi, Taluk Hubballi, District Dharwad, Hubballi - 581207 and I report as under:

1. The management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll through electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the notice to 40th AGM of the Equity Shareholders of the Company.
2. My responsibility as a scrutinizer for the voting process of voting through electronic means was restricted to scrutinise the voting process in fair and transparent manner and furnish a Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by Kfin Technologies Limited (Kfin), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for the voting through electronic means.
3. The Equity Shareholders holding shares as on July 31, 2023, being cut-off date, were entitled to vote on the resolutions mentioned in the Notice of the AGM of the Company.
4. The remote E-Voting period remained open from 9.00 AM on Friday, August 4, 2023 to 5.00 PM on Sunday, August 6, 2023.
5. The votes cast through remote e-voting were unblocked by me at 05.38 pm on 6th August 2023 in the presence of two witnesses who are not in the employment of the Company.
6. The results of Insta Poll along with the list of shareholders who voted "For" or "Against" the below resolutions were provided by Kfin. Thereafter, the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Kfin (<https://evoting.kfintech.com/>).



7. The result of voting through electronic means (i.e. combined result of remote e-voting and Insta Poll at the AGM) is as under:

Resolution No. 1: Adoption of Audited Annual Accounts for the FY 2022-23 together with the Reports of Board of Directors and Auditors thereon.

Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	227	79355744	99.99	2	115	0	2	39319	0

Resolution No. 2: To declare Final Dividend of `5/- per equity share on Equity Shares for the year ended on 31st March 2023

Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	227	79395007	99.99	4	171	0	0	0	0

Resolution No. 3: Appointment of Mr. L R Bhat, (DIN: 01875068) who retires by rotation, being eligible, offers himself for reappointment.

Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	223	79394757	99.98	7	407	0	1	14	0

Resolution No. 4: Appointment of Dr. Ashok Shettar, (DIN: 07038714) who retires by rotation, being eligible, offers himself for reappointment.

Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	177	72191985	90.92	56	7203179	9.08	1	14	0

Resolution No. 5: To consider appointment of Mr. Shantilal Dhanraj Jain (DIN:00571902) as an Independent Director of the Company for a period of Five years.

Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	223	79394681	99.99	7	483	0	1	14	0



Resolution No. 6: To consider approval for continuation of existing remuneration of Dr. Anand Sankeshwar, Managing Director (DIN: 00217773) for the balance period of his tenure.

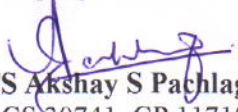
Total Ballots	Favour			Against			Abstain/ Invalid		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
231	221	78659382	99.08	10	735782	0.92	1	14	0

8. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

For A S Pachlag & Co.,
Company Secretaries


CS Akshay S Pachlag
ACS 30741, CP 11710

Proprietor
P R Certificate No. 1377/2021
UDIN: A030741E000755949

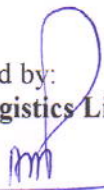


Place: Hubballi

Dated: August 07, 2023



Countersigned by:
For VRL Logistics Limited


Aniruddha A. Phadnavis
Company Secretary and
Compliance Officer