### VRL LOGISTICS LTD



#### 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 Jeejeebhov Towers **Dalal Street** Mumbai- 400001

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

Dear Sir / Madam.

Sub: Voting Results of 34th Annual General Meeting of the Company and Scrutinizers

Ref: Codes: (BSE - 539118) (NSE - VRLLOG)

The 34th Annual General Meeting of the Company was held on Friday, 4th August 2017 at 04.30 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, Vaur).

Voting results at the AGM as well as those over remote e-voting are enclosed herewith as Annexure 'A' and scrutinizer's report on the remote e-voting as well as Insta Poll is enclosed as 'Annexure B'.

You are requested to take note of the same.

Thanking you,

Yours faithfully

For VRL LOGISTICS LIMITED

ANIRUDDHA PHADNAVIS COMPANY SECRETARY AND COMPLIANCE OFFICER

Date: 05.08.2017 Place: Hubballi



Website: www.vrllogistics.com CIN: L60210KA1983PLC005247

"Annexuse A"

			VRL LOGISTICS LIMITED	ITED				
Date of the AGM/EGM			04-08-2017					
Total number of shareholders on record date			47810					
No. of shareholders present in the meeting either in person or through proxy:	ther in person or thro	ugh proxy:						
Promoters and Promoter Group:			5					
Public:			39					
No. of Shareholders attended the meeting through Video Conferencing	rough Video Conferen	cing						
Promoters and Promoter Group:			Not Applicable					
Public:			Not Applicable					
Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	ORDINARY - Adoption of Audited Financial Statements, Board and Auditors Report thereon for the FY 2016-17	ncial Statements, B	soard and Auditors	Report thereon for	the FY 2016-17		
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares held No. of votes	No. of votes	shares		No. of Votes -	polled	polled
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		63480000	100.000	63480000	0	100.0000	0.0000
	Poll	63480000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if							
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000	0	100	0
	E-Voting		14419154	78.8811	14419154	0	100.0000	0.0000
	Poll	18279614	0	0.000	00	0	0.0000	0.0000
Didio	Postal Ballot (if							
י מפווכ ווופוונמנוסוופ	applicable)		0	0.0000		0	0.0000	0.0000
	Total		14419154	78.8811	14419154	0	100	0
	E-Voting		1182737	12.4710	1182737	0	100.0000	0.0000
	Poll	9483881	2899	0.0705	2899	0	100.0000	0.0000
Diblic Non lactitutions	Postal Ballot (if		(					
rubiic- Noil illstitutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	lotal			12.5415	1189424	0	100	0
	Total	91243495	79088578	86.6786	79088578	0	100,000	0.00000
								17

Nesolation No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Confir	ORDINARY - Confirm interim dividend as the final dividend for FY 2016-17	as the final divider	nd for FY 2016-17				
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% or Votes Polled on outstanding			% of Votes in favour on votes	% of Votes
Category	Mode of Voting	No. of shares held No. of votes	No. of votes	shares No. of Voi (3)=[(2)/(1)]* 100 favour (4)	tes – in	No. of Votes –		polled (7)/(2)/1*100
	E-Voting		63480000		3480000	0	100.0000	0.0000
	Poll	00000163	0	0.0000	00	0		0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	0340000	0	0.0000	00	0	00000	00000
	Total		63480000		634800	0		0
	E-Voting		14419154	78.8811	14419154	0	100.0	0.0000
	Poll	1077061	0	0.0000	00	0	0.0000	0.0000
Dublic Inettrutions	Postal Ballot (if	105/3014						
	applicable)		11110151	0.0000	14410154		0.0	0.0000
	E-Voting	7	1182737			79	99 9933	0 0066
	Poll			0.0705		0	1	0.0000
	Postal Ballot (if	9483881						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.000	0.0000
	Total		1189424	12.5415	1189345	6/	99.9934	9900'0
	Total	91243495	79088578	86.6786	79088499	62	6666'66	0.0001



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	ORDINARY - Appointment of Dr. Ashok Shettar, who retires by rotation, being eligible, offers himself for reappointment.	ok Shettar, who retin	res by rotation, bei	ng eligible, offers hi	mself for reappoin	tment.	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				=				
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes
		No. of shares held No. of votes	No. of votes	shares	No. of Votes – in	No. of Votes –		polled
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	.)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		63480000	100.0000	63480000	0	100.0000	0.0000
	Poll	00000000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	63480000						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000	0	100	0
	E-Voting		13407245	73.3453	9475556	3931689	70.6748	29.3251
	Poll	18279611	0	00000	00	0	0.0000	0.0000
	Postal Ballot (if	100/201						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		13407245	73.3453	9475556	3931689	70.6749	29.3251
	E-Voting		1182737	12.4710	1182737	0	100.0000	0.0000
	Poll	0/83881	2899	0.0705	2899	0	100.0000	0.0000
	Postal Ballot (if	Toocoto						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1189424	12.5415	1189424	0	100	0
	Total	91243495	78076669	85.5696	74144980	3931689	94.9643	5.0357



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To ra	ORDINARY - To ratify the appointment of Walker & Chandiok & Co, LLP, Mumbai as statutory auditors of the Company	nt of Walker & Chan	idiok & Co, LLP, Mu	ımbai as statutory a	uditors of the Con	pany	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
8				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
Category	Mode of Voting	No. of shares held No. of votes	No. of votes	shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	polled (6)=[(4)/(2)]*100	polled
	E-Voting		63480000	_		0	_	0.0000
	Poll	0000000	0		00	0		
	Postal Ballot (if	63480000						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000	0	100	0
	E-Voting		14419154	78.8811	14419154	0	100.0000	0.0000
	Poll	18270611	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	1007701						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		14419154	78.8811	14419154	0	100	0
	E-Voting		1182737	12.4710	1182626	111	9066'66	0.0093
	Poll	0402001	2899	0.0705	2899	0	100.0000	0.0000
	Postal Ballot (if	Toocoto						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1189424	12.5415	1189313	111	7066.66	0.0093
	Total	91243495	79088578	86.6786	79088467	1111	6666'66	0.0001



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-ap	pointment of Dr. V	ORDINARY - Re-appointment of Dr. Vijay Sankeshwar as Chairman and Managing Director of the Company	Chairman and Man	aging Director of th	le Company		
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
		No. of shares held No. of votes	No. of votes	on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes polled	against on votes
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		63480000	100.0000	63480000	0		0.0000
	Poll	63480000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	00000						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000	0	1001	0
	E-Voting		14352851	78.5183	13954586	398265	97.2251	2.7748
	Poll	18279614	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if	1100 2001	C	0000				
	applicable)			0.0000	00	0	0.0000	0.0000
	lotal		14352851	78.5183	13954586	398265	97.2252	2,7748
	E-Voting		1182737	12.4710	1182737	0	100.0000	0.0000
	Poll	0/83881	2899	0.0705	2899	0	100.0000	0.0000
	Postal Ballot (if	1000000						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1189424	12.5415	1189424	0	100	0
	Total	91243495	79022275	86.6059	78624010	398265	99,4960	0.5040



Resolution No.	9							
Resolution required: (Ordinary/Special)	ORDINARY - Revis	ion in remuneration	n of Mr. Anand San	ORDINARY - Revision in remuneration of Mr. Anand Sankeshwar, Managing Director	Director			
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
Category	Mode of Voting	No. of shares held No. of votes (1)	No. of votes polled (2)	shares No. of Voi (3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in favour (4)	No. of Votes –	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]1*100
	E-Voting		63480000	_	63480000	0		0.0000
	Poll	0000000	0			0		0.0000
3	Postal Ballot (if	63480000						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.000	0.0000
	Total		63480000	100	63480000	0	100	0
	E-Voting		14352851	78.5183	14352851	0	100.0000	0.0000
	Poll	18279611	0	0.0000	00	0	0.000	0.0000
	Postal Ballot (if	105/701						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		14352851	78.5183	14352851	0	100	
	E-Voting		1182737	12.4710	1182577	160	99.9864	0.0135
	Poll	10000010	2899	0.0705	2899	0	100.0000	0.0000
	Postal Ballot (if	3403001						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.000	0.0000
	Total		1189424	12.5415	1189264	160	99.9865	0.0135
	Total	91243495	79022275	86.6059	79022115	160	8666'66	0.0002
								1



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	ntment of Mr. K N	ORDINARY - Appointment of Mr. K N Umesh as Whole time Director of the Company	me Director of the	Company			
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			on votes	against on votes
Category	Mode of Voting	No. of shares held No. of votes (1)	No. of votes polled (2)	shares   No. of Voi (3)=[(2)/(1)]* 100   favour (4)	No. of Votes – in favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100
	E-Voting		63480000	100.0000	63480000	0	100.0000	0.0000
	Poll	00000163	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	63480000						10 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000		001	0
	E-Voting		14419154	78.8811	14020889	398265	97.2379	2.7620
	Poll	1827611	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	100/201					11 (1) (1) (1) (1) (1) (1) (1) (1) (1) (	
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		14419154	78.8811	14020889	398265	97.2379	2.7621
	E-Voting		1182737	12.4710	1182737	0	100.0000	0.0000
	Poll	1000010	2899	0.0705	2899	0	100.0000	0.0000
	Postal Ballot (if	10000+6						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1189424	12.5415	1189424	0	100	0
	Total	91243495	79088578	86.6786	78690313	398265	99.4964	0.5036



NARY - Appointment of Mr. L R Bhat as Whole time  No. of shares held No. of votes  of Voting (1)	Resolution No.	8							
No. of shares held   No. of votes	ution required: (Ordinary/ Special)	ORDINARY - Appo	intment of Mr. LR		Director of the Cor	npany			
No. of shares held   No. of votes	her promoter/ promoter group are ssted in the agenda/resolution?	No							
No. of shares held No. of votes									
No. of shares held   No. of votes					% of Votes Polled			% of Votes in	% of Votes
Mode of Voting			No. of shares held		on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes	against on votes
E-Voting   E-Voting   Poll	ory	Mode of Voting	(1)		(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Postal Ballot (if applicable)		E-Voting		63480000	100.0000	63480000	0	_	0.0000
Postal Ballot (if applicable)		Poll	00000163		0.0000	00	0		0.0000
Total   E-Voting   E-Voting   E-Voting     Postal Ballot (if applicable)   E-Voting		Postal Ballot (if	03490000						
F-Voting   F-Voting   E-Voting	oter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
E-Voting   Poll   Postal Ballot (if applicable)   Postal Bal		Total		63480000	100	63480000	0	100	
Postal Ballot (if applicable)		E-Voting		14419154	78.8811	14020889	398265	97.2379	2.7620
Postal Ballot (if applicable)		Poll	18279611		0.0000	00	0	0.0000	0.0000
Applicable   Dotal		Postal Ballot (if	1707/701						
Fotal   14419154   14419154   14419154   1182737   1182737   1182737   1182737   1182737   1189424   118	:- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
E-Voting   1182737		Total		14419154	78.8811	14020889	398265	97.2379	2.7621
Poll   Postal Ballot (if applicable)   Total   Total		E-Voting		1182737	12.4710	1182672	65	99.9945	0.0054
Postal Ballot (if   3403001		Poll	1995010		0.0705	2899	0	100.0000	0.0000
applicable		Postal Ballot (if	3403001						
01773405 70000570	- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
912/13/105		Total		1189424	12.5415	1189359	65	99.9945	0.0055
overage.		Total	91243495	79088578	86.6786	78690248	398330	99.4963	0.5037



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To co	nsider, approve and	ORDINARY - To consider, approve and ratify the remuneration payable to M/s. S K Tikare & Co. Cost Accountants for FY 2017-18	ation payable to M	1/s. S K Tikare & Co.	Cost Accountants	for FY 2017-18	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled on outstanding	11		% of Votes in favour on votes	% of Votes against on votes
Category	Mode of Voting	No. of shares held No. of votes	No. of votes	shares No. of Voi	No. of Votes – in	No. of Votes –		polled
	E-Voting	(-)	63480000	100.0000	63480000	against (3)	100.0000	0.0000
	Poll	00008703	0	0.0000		0		0.0000
	Postal Ballot (if	63480000						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63480000	100	63480000	0	100	0
	E-Voting		14419154	78.8811	14419154	0	100.0000	0.0000
	Poll	18279611	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	+10C/20T	C	00000	0			0000
	Total		14419154	78.8811	14419154	0		00000
	E-Voting		1182737	12.4710	1182636	101	99.6	0.0085
	Poll	0/82881	2899	0.0705	2899	0	100.0000	0.0000
The state of the s	Postal Ballot (if	1000010						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1189424	12.5415	1189323	101	99.9915	0.0085
	Total	91243495	79088578	86.6786	79088477	101	6666.66	0.0001





# A S PACHLAG & CO COMPANY SECRETARIES

# 6, 1st Floor, C Block, Revankar Complex, Court Circle, Hubballi-580029 Office:0836-4256919,Cell: 96200-12919, Email: cs\_akshaysp@yahoo.com

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 of the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of **VRL Logistics Limited** (the "Company") held on August 04, 2017 at 04.30 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, was 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 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), on the resolutions contained in the notice to the 34<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on August 04, 2017 at 04.30 P.M. at RS No. 351/1, Varur, Post Chabbi, Taluk Hubballi, District Dharwad, Hubballi - 581207.
- 2. 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 evoting and voting by poll through electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the notice to 34<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to furnish a consolidated 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 Karvy Computershare Private Limited (Karvy), 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 28, 2017, 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 Tuesday, August 03, 2017 to 5.00 PM on Thursday, August 03, 2017.
- 5. The votes cast through remote e-voting were unblocked by me at 10.56 AM on 04<sup>th</sup> August 2017 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 Karvy. Thereafter, the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Karvy (https://evoting.karvy.com).
- 7. The result of 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 2016-17

Total Ballots		Favour			Against			Abstain	9
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	138	79088578	100	0	0	0	0	0	

#### Resolution No. 2: Confirm interim dividend as the final dividend for FY 2016-17

Total Ballots		Favour			Against			Abstain	
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	136	79088578	99.999	3	79	0.0001	0	0	0

# Resolution No. 3: Appointment of Dr. Ashok Shettar, who retires by rotation, being eligible, offers himself for reappointment.

Total Ballots		Favour			Against			Abstain	
	Ballots	Votes	%	Ballots	Votes ·	%	Ballots	Votes	%
138	112	74144980	94.96	24	3931689	5.03	2	1011909	0

# Resolution No. 4: To ratify the appointment of Walker & Chandiok & Co, LLP, Mumbai as statutory auditors of the Company

Total Ballots		Favour	Against			Abstain			
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	136	79088467	99.99	2	111	0.0001	0	0	0

## Resolution No. 5: Re-appointment of Dr. Vijay Sankeshwar as Chairman and Managing Director of the Company

Total Ballots		Favour	Against			Abstain			
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	127	78624010	99.496	6	398265	0.504	5	66303	0



### Resolution No. 6: Revision in remuneration of Mr. Anand Sankeshwar, Managing Director

Total Ballots		Favour		Against			Abstain		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	130	79022115	99.99	4	160	0.0002	5	66303	0

### Resolution No. 7: Appointment of Mr. K N Umesh as Whole time Director of the Company

Total Ballots		Favour		Against			Abstain		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	132	78690313	99.49	6	398265	0.5036	0	0	0

#### Resolution No. 8: Appointment of Mr. L R Bhat as Whole time Director of the Company

Total Ballots		Favour			Against		Abstain		
	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
138	131	78690248	99.49	7	398330	0.5037	0	0	0

### Resolution No. 9: To consider, approve and ratify the remuneration payable to M/s. S K Tikare & Co, Cost Accountants for FY 2017-18

Total Ballots		Favour			Against		Abstain		
	Ballots	Votes	%	Ballots	Votes	%	Ballot s	Votes	%
138	137	79088477	99.99	2	101	0.0001	0	0	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

Akshay S Pachlag Company Secretary ACS 30741, CP 11710

Place: Hubballi

Dated: August 05, 2017

Countersigned by: For VRL Logistics Limited

Aniruddha A. Phadnavis Company Secretary and Compliance Officer