Sical Logistics Ltd

South India House
73 Armenian Street
Chennai 600 001 India
Phone : 91.44.66157016 Fax : 91.44.66157017

Ref.:SICAL/SD/2015 08th October, 2015

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex, Bandra [East],
Mumbai :: 400 051

Dear Sirs,

Sub : Clause 35B - Postal Ballot – Scrutinizers Report EVSN 150829006

This is to inform you that the Company had sought the approval of the equity shareholders of the Company for providing Corporate Guarantee to IFCI Limited on behalf of company's subsidiary M/s. Sical Multimodal and Rail Transport Limited for the financial facility of Rs.100 crores and entering into Mining Services Agreement with M/s. Sical Saumya Mining Limited by way of Postal Ballot. The result along with Scrutinizers Report provided by Mr. R. Kannan, Practicing Company Secretary in terms of Clause 35B of the Listing Agreement is enclosed alongwith. We now request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Sical Logistics Limited



V. Radhakrishnan
Company Secretary

Encl : As stated.

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RESULT OF POSTAL BALLOT

Result of the voting conducted through Postal Ballot process by e-voting [EVSN 150829006] as well ballot on the Resolutions as contained in the Postal Ballot Notice dated 10th August, 2015

Details	Resolution No.1	Resolution No.2
	Special Resolution	Special Resolution
	Providing Corporate Guarantee to IFCI Limited on behalf of Sical Multimodal and Rail Transport Limited for an amount of Rs.100 crores for the financial assistance availed by them	To enter into MiningServices Contract with M/s. Sical Saumya Mining Limited
Number of valid e-voting / postal ballot forms	57	57
Votes in favour of the Resolution	38036654	38036652
Votes against the Resolution	15	17
Number of invalid e-voting / postal ballot forms received	Nil	Nil

The Resolutions have therefore been approved by the shareholders with requisite majority.

Place : Chennai

For Sical Logistics Limited

Date : 08.10.2015

V. Radhakrishnan
Company Secretary

R. Kannan M.Com., GDMM., ACMA., FCS
Practicing Company Secretary

No.6A, 10th Street,
New Colony, Adambakkam,
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SCRUTINIZER'S REPORT FOR POSTAL BALLOT UNDER E VOTING AND BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 ["the Act"], read with Rule 22 of the Companies [Management & Administration] Rules, 2014]

To

The Chairman
M/s. Sical Logistics Limited (CIN: L51909TN1955PLC002431)
South India House
73, Armenian Street
Chennai :: 600 001

Dear Sir,

Sub: Passing of resolution through Postal Ballot via E-voting [EVSN 150829006] and Ballot of M/s. Sical Logistics Limited held between 05th September, 2015 and 06th October, 2015

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practising Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088, Tamil Nadu, India was appointed as the Scrutinizer by the Board of Directors of **M/s. Sical Logistics Limited** for the Postal Ballot process under e-voting **[EVSN 150829006]** and ballot held from Monday, the 07th September, 2015 (9.00 a.m.) to Tuesday, the 06th October, 2015 [6.00 p.m.] under the CDSL platform viz. www.evotingindia.com and the ballot.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and BALLOT on the Resolution(s) as set out in the Postal Ballot notice dated 10th August, 2015.



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Practicing Company Secretary

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Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot process under e-voting and ballot is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the Postal Ballot notice based on the reports generated from the e-voting system provided by the Central Depository Services [India] Limited (CDSL), the authorised agency engaged by the Company for providing e- voting facilities and also the ballot papers as received either in person or through post.

No ballot paper was found invalid.

In view of the above, I hereby submit my consolidated report on the results of the e- voting together with that of the ballot in respect of the said resolution(s) as under:

SPECIAL BUSINESS :

ITEM NO.1

SPECIAL RESOLUTION

RESOLVED THAT subject to the provisions of Sec 185, 186 read with Schedule VI of the Companies Act, 2013 and Clause 49 [VII] of the Listing Agreement entered into with the Stock Exchanges, the Company be and is hereby permitted to provide Corporate Guarantee to the extent of Rs.100 crores to IFCI Limited, Mumbai for the Corporate Loan being extended to the company's subsidiary M/s. Sical Multimodal and Rail Transport Limited.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	4	4	8	29944519	7882083	37826602	100	100
Public	31	18	49	208978	1074	210052	99.99	100
Total Voting	**35**	**22**	**57**	**30153497**	**7883157**	**38036654**		

R. KANNAN C.P.No.3383 Practising Company Secretary

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VOTES CAST **AGAINST THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	2	0	15	0	0.01	NIL
Total Voting	**2**	**NIL**	**15**	**0**		

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	NIL	NIL	NIL	NIL	NIL	NIL
Total Voting	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**

ITEM NO.2

SPECIAL RESOLUTION

RESOLVED THAT subject to the provisions of Sec 188 of the Companies Act, 2013 and Clause 49 [VII] of the Listing Agreement entered into with the Stock Exchanges, the Company be and is hereby permitted to enter into Mining Service Agreement with the company's subsidiary M/s. Sical Saumya Mining Limited for the overburden removal contract to be executed at Lajkura and Samaleswari Mines of Mahanadhi Coalfields Limited at Odisha for a period of 3 and 5 years for a value not exceeding Rs.700 crores [Rupees seven hundred

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crores only] and authorize the Joint Managing Director / Whole-time Director to take appropriate decisions during the tenure of such agreements.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	BALLOT	TOTAL	E –VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	4	4	8	29944519	7882083	37826602	100	100
Public	29	18	47	208976	1074	210050	99.99	100
Total Voting	33	22	55	30153495	7883157	38036652		

VOTES CAST **AGAINST THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	4	0	17	0	0.01	NIL
Total Voting	4	NIL	17	0		

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E –VOTING	BALLOT	E -VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	NIL	NIL	NIL	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL	NIL	NIL	NIL

R. KANNAN ★ Practising Company Secretary ★ C.P.No.3363

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An annexure containing the details of the report on e-voting as well the ballot against the said resolutions are attached.

The BALLOT papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

The Results of the Postal Ballot process may be declared accordingly based on the voting results as reported hereinabove.

Date : 08th October, 2015
Place : Chennai

R. Kannan
Practicing Company Secretary
CP.No. 3363

R. KANNAN * C.P.No.3363 * Practising Company Secretary