

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai –400 051

Scrip Code: 520086

Symbol: SICALLOG
Series: BE

Sub: Disclosure in terms of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015-voting results, scrutinizer's report and minutes of postal ballot proceedings of postal ballot notice dated March 28, 2025 of Sical Logistics Limited ("Company")

Dear Sir/Madam,

This is in furtherance to the letter dated April 02, 2025, wherein the Company submitted the postal ballot notice dated March 28, 2025, seeking approval of the shareholders by way of voting through electronic means ("remote e-voting") for the following business:

Type of resolution	Particulars
Ordinary Resolution	To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited

In connection to the above, we hereby inform you that the remote e-voting process in respect of the aforementioned ordinary resolution was concluded on May 06, 2025, at 05:00 p.m. IST. Following the conclusion of e-voting, the scrutinizer submitted their report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform you that the aforementioned ordinary resolution was passed by the shareholders of the Company, with requisite majority on May 06, 2025, being the last date of remote e-voting.

In this regard, please find enclosed the following:

- i. Voting results as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**Annexure I**);
- ii. Report of the scrutinizer dated May 07, 2025, pursuant to Section 108, 110 of the Companies Act, 2013 read with the relevant rules and regulations made thereunder, as amended (**Annexure II**); and
- iii. Minutes of postal ballot proceedings (**Annexure III**).

The voting results and the scrutinizer's report will be hosted on the Company's website at www.sical.in and on the website of Central Depository Services (India) Limited at www.evotingindia.com.

You are hereby requested to take the above information on record.

Thanking you,

Yours faithfully,

For Sical Logistics Limited



(Vaishali Jain)
Company Secretary and Compliance Officer
ICSI Membership No. A58607

Encl. as above

SICAL LOGISTICS LIMITED
VOTING RESULTS OF THE POSTAL BALLOT

Date of the AGM/EGM/Postal Ballot Notice	March 28, 2025 (Last date of remote e-voting: Tuesday, May 06, 2025)
Total number of shareholders on record date (i.e. March 28, 2025, cut-off date for e-voting purpose)	41557
Number of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
Number of shareholders attended the meeting through video conferencing Promoters and Promoter Group Public	Not Applicable

SICAL LOGISTICS LIMITED

Agenda-Wise disclosure

Resolution No.				1				
Description of resolution				To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
Whether Promoter/Promoter groups are interested in the agenda/resolution ?				Yes				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes-in against	% of votes in favour on voted polled	% of votes against on vote polled
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Promoter and Promoter group	E-voting	58724172	0	0	0	0	0	0
	Poll							
	Postal ballot (if applicable)							
	Sub-total		58724172	0	0	0	0	0
Public-Institutions	E-voting	12003	0	0	0	0	0	0
	Poll							
	Postal ballot (if applicable)							
	Sub-total		12003	0	0	0	0	0
Public-Non Institution	E-voting	6512905	10935	0.1679	10895	40	99.6342	0.3658
	Poll							
	Postal ballot (if applicable)							
	Sub-total		6512905	10935	0.1679	10895	40	99.6342
Grand Total		65249080	10935	0.0168	10895	40	99.6342	0.3658

Whether resolution is pass or not: Passed

KRA & ASSOCIATES PRACTICING COMPANY SECRETARIES

PARTNERS

CS R.KANNAN

CS AISHWARYA

SRI SANKARA GURUKRIPA ILLAM

Regd OFF. : No. 6A, 10th Street,
New Colony, Adambakkam,

Chennai - 600 088

E -mail : gkrkgram@yahoo.in

Ph: 044 - 40051764

SCRUTINIZER'S REPORT

[Pursuant to Section 110 read with Section 108 of the Companies Act, 2013, Rule 22 and Rule 20 (4) (xii) of the Companies (Management & Administration) Rules, 2014]

To
The Chairman
SICAL LOGISTICS LIMITED
CIN: L51909TN1955PLC002431
South India House 73,
Armenian Street
Chennai, Tamil Nadu-600001

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot

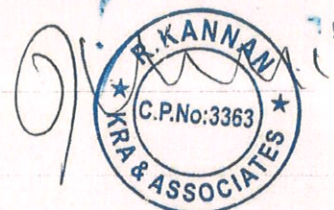
We, **M/s. KRA & ASSOCIATES**, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the postal ballot (via remote e-voting) process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, read with the general circular nos. 14/2020 dated April 08 2020, 17/2020 dated April 13, 2020 and subsequent circulars in this regard, the latest one being circular no. 09/2023 dated September 25, 2023 and subsequent circulars in this regard, the latest one being circular no. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice of Postal Ballot dated March 28, 2025

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the e-voting process for the Postal Ballot (remote e-voting) is restricted to make a Scrutinizer's report of the votes cast "in-favour" of or "against" the resolution 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 authorized agency engaged by the Company for facilitating remote e-voting facility.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting:

- i. The members of the Company as on "Cut-off" date i.e., **Friday, March 28, 2025** were entitled to vote on the proposed special business set out in the Postal Ballot Notice.



**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

- ii. Cameo Corporate Services Limited (RTA) has transmitted the Postal Ballot Notice through email to the members of the Company whose names appeared in the register of members/list of beneficial owners maintained by the Company / RTA/Depositories, as on **March 28, 2025**
- iii. The remote e-voting began on, **April 07, 2025 (09:00 a.m. IST)** and ends on, **May 06, 2025(05:00 p.m. IST)**. At the end of e-voting period on, **May 06, 2025 (05:00 p.m. IST)**, the e-voting portal was disabled forthwith.
- iv. Thereafter, the details containing, inter alia, list of members who assented or dissented to the resolution that were put to vote was generated from the e-voting website of CDSL i.e., <https://www.evotingindia.com/>.
- v. The results of the postal ballot (via remote e-voting) are as under:

Resolution: 1 – SPECIAL BUSINESS –ORDINARY RESOLUTION:

To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited

Mode of Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	66	10895	100%	7	40	0%	-	-

Note:

1.The number of votes cast for Resolution 1 is 10935. The number of votes cast for "YES" is 10895 i.e., 99.63% is rounded off to 100% and the votes casted for "NO" is 40 i.e., 0.37% is rounded off to 0%.

RESULTS:

Based on the aforesaid results, ordinary resolution contained in the Postal Ballot Notice dated March 28, 2025 is passed with the requisite majority. The outcome of the Postal Ballot may be declared accordingly based on the voting results as reported herein.

**Date: 07-05-2025
Place: Chennai**

**FOR KRA & ASSOCIATES
Practicing Company Secretaries**



**M No.: F6718 / CP. No.: 3363
UDIN: F006718G000293444**

**COUNTER SIGNED BY AUTHORIZED SIGNATORY
FOR SICAL LOGISTICS LIMITED**



**(Vaishali Jain)
Company Secretary and Compliance Officer
ICSI Membership No. A58607**

MINUTES OF POSTAL BALLOT PROCEEDINGS HELD THROUGH REMOTE E-VOTING CONCLUDED ON MAY 06, 2025

Pursuant to the provisions of Sections 110, 108 and other applicable provisions, if any, of the Companies Act, 2013, as amended ("**Act**"), read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**Rules**"), and in compliance with the general circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars in this regard, the latest one being circular no. 09/2024 dated September 25, 2024, issued by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**"), as amended, issued by the Institute of Company Secretaries of India, and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the board of directors of Sical Logistics Limited ("**Company**") vide their resolution dated March 28, 2025, approved the postal ballot notice for seeking the approval of the shareholders of the Company through postal ballot only by way of voting through electronic means ("**remote e-voting**") for the following business:

S. No.	Particulars
1	To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited

In compliance with the provisions of the Act, read with the applicable Rules, MCA Circulars, Listing Regulations, SS-2 and other applicable law, the Company provided remote e-voting facility to its members to enable them to cast their votes electronically. The Company engaged Central Depository Services (India) Limited ("**CDSL**") to facilitate remote e-voting process.

The board of directors of the Company appointed M/s KRA & Associates, Company Secretaries (Firm Registration Number P2020TN082800) as the scrutinizer ("**Scrutinizer**") for conducting the postal ballot (remote e-voting process) in a fair and transparent manner.

In compliance with the MCA Circulars, the postal ballot notice was sent only through electronic mode to those members whose names appeared in the register of members/ list of beneficial owners maintained by the Company/ Company's Registrar and Share Transfer Agents viz., Cameo Corporate Services Limited ("**RTA**")/depositories as on the cut-off date i.e., Friday, March 28, 2025 and whose email-ids were registered with the Company/RTA/depositories.

The Company dispatched the postal ballot notice to its members through electronic mode on April 02, 2025. After completing the dispatch, the Company published a notice in the newspapers i.e., Business Standard (English language) and Makkal Kural (Tamil -vernacular language) on April 03, 2025, informing the members about the same.

The remote e-voting commenced on Monday, April 07, 2025, at 09:00 a.m. IST) and concluded on Tuesday, May 06, 2025, at 05:00 PM IST. The e-voting facility was disabled by CDSL immediately after 05:00 p.m. IST on Tuesday, May 06, 2025, and was not accessible thereafter.

The Scrutinizer then scrutinized the votes casted through remote e-voting and upon completion of the scrutiny, submitted their report to the company secretary of the Company (person authorised by the chairman of the Company).

The scrutinizer's report was taken on record, and it was declared that the resolution set out in the postal ballot notice dated March 28, 2025, was passed with requisite majority. The details of voting are as follows;

Resolution	Total no. of shares as on cut-off date	No. of votes – in favour	% of votes in favour	No. of votes – against	% of votes-against
1. To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited	65249080	10895	100	40	0

The ordinary resolution as set out in the postal ballot notice dated March 28, 2025 that was passed by the members on May 06, 2025 was as follows:

Resolution No. 1:

To approve the material related party transaction(s) with Pristine Malwa Logistics Park Private Limited

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”), if any, read with the rules framed thereunder (including any statutory modification(s) or re-enactments(s) thereof, for the time being in force), the memorandum of association of the Company, and other applicable laws/statutory provisions, if any, and the Company’s policy on related party transactions, and based on the approval of the audit committee and recommendation of the board of the directors of the Company (“Board”), the consent and approval of the members be and is hereby accorded to the Board, for entering into and/or continuing with the related party transaction(s)/contract(s)/arrangement(s)/ agreement(s) with Pristine Malwa Logistics Park Private Limited, a related party within the meaning of Regulation 2 (1) (zb) of the Listing Regulations, for taking commercial equipment on lease, in an ordinary course of business of the Company and on an arm’s length pricing, at a lease rent up to an amount of Rs. 7.74 crore (exclusive of applicable taxes) per financial year commencing from financial year 2025-26 to financial year 2029-30, aggregating up to an amount of Rs. 24.95 crore (exclusive of applicable taxes) in a financial year on taking together previous lease transaction(s) entered in the financial year 2024-25 with Pristine Malwa Logistics Park Private Limited.”

“RESOLVED FURTHER THAT the said commercial equipment be taken on lease with an option to purchase any/all of the commercial equipment during the lease period at a price which may be determined on the basis of residual value of lease rent outstanding at the time of purchase.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, matters, deeds and things as it may deem fit in its absolute discretion, to delegate all or any of the powers herein conferred, to any director(s) (including any committee thereof) or any other officer(s) or authorised representative(s) of the Company, to settle any question(s) that may arise in this regard, and to take all such steps and actions that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution.”

The company secretary of the Company was also authorised by the chairman of the Company to disseminate the voting results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.