

August 09, 2024

**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-Outcome, voting results, scrutinizer's report and minutes of postal ballot proceedings of postal ballot notice dated June 29, 2024 of Sical Logistics Limited ("Company")

Dear Sir/Madam,

This is in furtherance to the letter dated July 04, 2024, whereby the Company had submitted the postal ballot notice dated June 29, 2024, for seeking approval of the shareholders of the Company by way of voting through electronic means ("remote e-voting") for the following business:

Type of resolution	Particulars
Special Resolution	To appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company
Special Resolution	To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company

In connection to the above, this is now to inform you that the remote e-voting process in respect of the above special resolutions has concluded on August 07, 2024 at 05:00 p.m. IST, post which the scrutinizer has submitted its report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform you that the aforementioned special resolutions have been passed by the shareholders of the Company, with requisite majority on August 07, 2024, being the last date of remote e-voting.

In this regard, please find enclosed the following:

- 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**);
- Report of the scrutinizer dated August 08, 2024, pursuant to Section 108, 110 of the Companies Act, 2013 read with the relevant rules and regulations made thereunder, as amended (**Annexure II**); and
- Minutes of postal ballot proceedings (**Annexure III**).

The brief profile and other relevant details of Mr. Satishkumarreddy Mulamreddy and Ms. Neelaveni had been submitted by the Company vide its intimation dated May 16, 2024 under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with Securities and Exchange Board of India circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July, 13 2023.

The voting results and the scrutinizer's report will be hosted on the Company's website at [www.sical.in](http://www.sical.in) and on the website of Central Depository Services (India) Limited at [www.evotingindia.com](http://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	June 29, 2024 (Last date of remote e-voting: Wednesday, August 07, 2024)
Total number of shareholders on record date (i.e., July 02, 2024, cut-off date for e-voting purpose)	42,540
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group Public	Not Applicable
No. 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 appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company									
Resolution required:(Ordinary/Special)	Special Resolution									
Whether promoter/ promoter groups are interested in the agenda/resolution?	No									
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-against	% of votes in favour on votes 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	61198686	61198686	100	61198686	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>		<b>61198686</b>	<b>100</b>	<b>61198686</b>	<b>0</b>	<b>100</b>	<b>0</b>		
Public-Institutions	E-voting	12003	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>		<b>12003</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>		
Public-Non Institutions	E-voting	4038391	22365	0.55	22192	173	99.23	0.77		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>		<b>4038391</b>	<b>22365</b>	<b>0.55</b>	<b>22192</b>	<b>173</b>	<b>99.23</b>	<b>0.77</b>	
<b>Grand Total</b>		<b>65249080</b>	<b>61221051</b>	<b>93.83</b>	<b>61220878</b>	<b>173</b>	<b>100</b>	<b>0</b>		

Whether resolution is pass or not: Passed

Resolution No.	2									
Description of resolution	To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company									
Resolution required:(Ordinary/Special)	Special Resolution									
Whether promoter/ promoter groups are interested in the agenda/resolution?	No									
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-against	% of votes in favour on votes 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	61198686	61198686	100	61198686	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>	<b>61198686</b>	<b>61198686</b>	<b>100</b>	<b>61198686</b>	<b>0</b>	<b>100</b>	<b>0</b>		
Public-Institutions	E-voting	12003	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>	<b>12003</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>		
Public-Non Institutions	E-voting	4038391	22365	0.55	21109	1256	94.38	5.62		
	Poll		0	0	0	0	0	0		
	Postal ballot (if applicable)		0	0	0	0	0	0		
	<b>Sub-total</b>	<b>4038391</b>	<b>22365</b>	<b>0.55</b>	<b>21109</b>	<b>1256</b>	<b>94.38</b>	<b>5.62</b>		
<b>Grand Total</b>		<b>65249080</b>	<b>61221051</b>	<b>93.83</b>	<b>61219795</b>	<b>1256</b>	<b>100</b>	<b>5.62</b>	<b>0</b>	<b>0</b>

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**

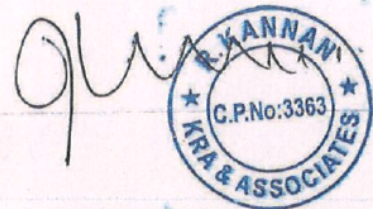
We, **M/s. KRA & ASSOCIATES**, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the postal ballot (via remote e-voting) process in a 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, 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 **29<sup>th</sup> June, 2024**.

### **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 authorised 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:

- The members of the Company as on "Cut-off" date i.e., Tuesday, **July 02, 2024**, 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 **July 02, 2024**.
- iii. The remote e-voting began on **July 09, 2024 (9:00 a.m. IST) and ends on August 07, 2024 (5:00 p.m. IST)**. At the end of e-voting period on **August 07, 2024 (5:00 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 resolutions 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 – SPECIAL RESOLUTION:**

To appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company

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
<b>Remote E-voting</b>	106	61220878	100	9	173	0	-	-

**Resolution: 2 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

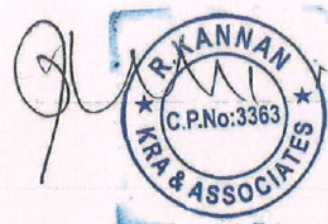
To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company

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
<b>Remote E-voting</b>	103	61219795	100	12	1256	0	-	-

**Note:**

1.The number of votes cast for Resolution 1 is 61221051. The number of votes cast for "YES" is 61220878 i.e., 99.999% is rounded off to 100% and the votes casted for "NO" is 173 i.e., 0.000282582% is rounded off to 0%.

2. The number of votes cast for Resolution 2 is 61221051. The number of votes cast for "YES" is 61219795 i.e., 99.999% is rounded off to 100% and the votes casted for "NO" is 1256 i.e., 0.002051581% is rounded off to 0%.



**KRA & ASSOCIATES  
PRACTICING COMPANY SECRETARIES**

**RESULTS:**

Based on the aforesaid results, special resolutions contained in the Postal Ballot Notice dated June 29, 2024 are passed with the requisite majority.

The outcome of the Postal Ballot may be declared accordingly based on the voting results as reported herein.

Date: 08 -08 -2024  
Place: Chennai

**FOR KRA & ASSOCIATES  
Practicing Company Secretaries**



**COUNTER SIGNED BY AUTHORISED 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 AUGUST 07, 2024

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. 09/2023 dated September 25, 2023, 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 June 29, 2024, 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 appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company
2	To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company

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

The board of directors of the Company had appointed M/s KRA & Associates, Company Secretaries (Firm Registration Number P2020TN082800) to act as 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 appear 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., Tuesday, July 02, 2024 and whose email-id are registered with the Company/RTA/depositories.

The Company dispatched the postal ballot notice to the members of the Company through electronic mode on July 04, 2024 and after the completion of dispatch of postal ballot notice, the Company had made publication in the newspapers i.e., Business Standard (English language) and Makkal Kural (Tamil -vernacular language) on July 05, 2024 about the same.

The remote e-voting commenced on Tuesday, July 09, 2024 (09:00 a.m. IST) and concluded on Wednesday, August 07, 2024 (05:00 PM IST). The e-voting facility was disabled by CDSL immediately after 05:00 p.m. IST on Wednesday, August 07, 2024 and was disallowed thereafter.

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

The Scrutinizer's report was taken on record and it was declared that the resolutions set out in the postal ballot notice dated June 29, 2024 were passed with requisite majority. The details of voting were as below:

Resolutions	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 appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company	65249080	61220878	100	173	0
2. To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company	65249080	61219795	100	1256	0

The special resolutions as set out in the postal ballot notice dated June 29, 2024, that were passed by the members were as follows:

**Resolution No. 1:**

**To appoint Mr. Satishkumarreddy Mulamreddy (DIN:09199183) as an independent director of the Company**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and the articles of association of the Company and based on the recommendation of the nomination and remuneration committee and the board of directors of the Company, Mr. Satishkumarreddy Mulamreddy (DIN:09199183), who was appointed as an additional director (in the capacity of independent director) of the Company, with effect from May 16, 2024, by the board of the directors in terms of Section 161 of the Act and who has submitted the declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of director, be and is hereby appointed as an independent director of the Company for a term of 3 (three) consecutive years with effect from May 16, 2024 to May 15, 2027 and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorised to do all acts, matters, deeds and things and take all such steps and actions as may be necessary, ancillary, incidental or expedient for giving effect to the above resolution.”

**Resolution No. 2:**

**To appoint Ms. Neelaveni (DIN:09042292) as an independent director of the Company**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV, and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and the articles of association of the Company and based on the recommendation of the nomination and remuneration committee and the board of directors of the Company, Ms. Neelaveni (DIN:09042292), who was appointed as an additional director (in the capacity of independent director) of the Company, with effect from May 16, 2024, by the board of the directors in terms of Section 161 of the Act and who has submitted the declaration that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of director, be and is hereby appointed as an independent director of the Company for a term of 3 (three) consecutive years with effect from May 16, 2024 to May 15, 2027 and whose office shall not be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** the board of directors of the Company be and is hereby authorised to do all acts, matters, deeds and things and take all such steps and actions as may be necessary, ancillary, incidental or expedient for giving effect to the above resolution.”

The chairman of the Company also authorised company secretary 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.