

October 01, 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 - Voting results and scrutinizer's report for the 69th Annual General Meeting of Sical Logistics Limited**

Dear Sir/Madam,

The 69th Annual General Meeting ("AGM") of Sical Logistics Limited ("Company") was held on Monday, 30th September 2024, at 02:30 p.m. through video conferencing ("VC")/other audio-visual means ("OAVM") to transact the following business:

Item No.	Description of resolution
1.	To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2024, together with the reports of the board of directors and auditor thereon.
2.	To appoint a director in place of Mr. Rajnish Kumar (DIN:01507736), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3.	To approve the continuation of the employment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company.
4.	To align the memorandum of association of the Company as per the provisions of the Companies Act, 2013.
5.	To align the articles of association of the Company as per the provisions of the Companies Act, 2013.
6.	To approve the remuneration payable to Mr. Vinay Kumar Pabba (DIN: 02711931), non-executive and independent director of the Company exceeding fifty percent of the total annual remuneration payable to all non-executive directors of the Company.

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**); and
- ii. Report of the scrutinizer dated October 01, 2024, pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration), Rules 2014, as amended (**Annexure II**).

The voting results and the scrutinizer's report will also 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

Date of the AGM /EGM	September 30, 2024
Total number of shareholders on record date (i.e., September 20, 2024, cut-off date for e-voting purpose)	42,490
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	1 89

SICAL LOGISTICS LIMITED
Agenda-wise disclosure

Resolution No.		1						
Description of resolution		To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2024, together with the reports of the board of directors and auditor thereon						
Resolution required:(Ordinary/Special)		Ordinary 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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58724172	58724172	100	58724172	0	100	0
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
	Sub-total	12003	0	0	0	0	0	0
Public-Non Institutions	E-voting	6512905	29872	0.46	29673	199	99.33	0.67
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6512905	29872	0.46	29673	199	99.33	0.67
Grand Total		65249080	58754044	90.05	58753845	199	100	0

Whether resolution is pass or not: Passed

Resolution No.		2						
Description of resolution		To appoint a director in place of Mr. Rajnish Kumar (DIN: 01507736), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment						
Resolution required:(Ordinary/Special)		Ordinary 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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58724172	58724172	100	58724172	0	100	0
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
	Sub-total	12003	0	0	0	0	0	0
Public-non institutions	E-voting	6512905	29872	0.46	29673	199	99.33	0.67
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6512905	29872	0.46	29673	199	99.33	0.67
Grand Total		65249080	58754044	90.05	58753845	199	100	0

Whether resolution is pass or not: Passed

Resolution No.		3						
Description of resolution		To approve the continuation of the employment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time 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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58724172	58724172	100	58724172	0	100	0
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
	Sub-total	12003	0	0	0	0	0	0
Public-non institutions	E-voting	6512905	29872	0.46	29673	199	99.33	0.67
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6512905	29872	0.46	29673	199	99.33	0.67
Grand Total		65249080	58754044	90.05	58753845	199	100	0

Whether resolution is pass or not: Passed

Resolution No.		4						
Description of resolution		To align the memorandum of association of the Company as per the provisions of the Companies Act, 2013.						
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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58724172	58724172	100	58724172	0	100	0
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
	Sub-total	12003	0	0	0	0	0	0
Public-non institutions	E-voting	6512905	29872	0.46	29673	199	99.33	0.67
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6512905	29872	0.46	29673	199	99.33	0.67
Grand Total		65249080	58754044	90.05	58753845	199	100	0

Whether resolution is pass or not: Passed

Resolution No.		5						
Description of resolution		To align the articles of association of the Company as per the provisions of the Companies Act, 2013.						
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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58724172	58724172	100	58724172	0	100	0
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
	Sub-total	12003	0	0	0	0	0	0
Public-non institutions	E-voting	6512905	29872	0.46	29673	199	99.33	0.67
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6512905	29872	0.46	29673	199	99.33	0.67
Grand Total		65249080	58754044	90.05	58753845	199	100	0

Whether resolution is pass or not: Passed

Resolution No.		6						
Description of resolution		To approve the remuneration payable to Mr. Vinay Kumar Pabba (DIN: 02711931), non-executive and independent director of the Company exceeding fifty percent of the total annual remuneration payable to all non-executive directors 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	58724172	58724172	100	58724172	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total		58724172	58724172	100	58724172	0	100
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
	Sub-total		12003	0	0	0	0	0
Public-non institutions	E-voting	6512905	29872	0.46	28492	1380	95.38	4.62
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total		6512905	29872	0.46	28492	1380	95.38
Grand Total		65249080	58754044	90.05	58752664	1380	100	0

Whether resolution is pass or not: Passed

"Annexure II"

KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

PARTNERS

R.KANNAN

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 FOR E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with 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 - 600 001

Dear Sir,

Sub: Passing of resolutions through Electronic means (EVSN: 240905044) conducted for the Annual General Meeting of Sical Logistics Limited on 30th September 2024 at the deemed venue i.e., Registered Office of the Company at South India House, 73, Armenian Street, Chennai, Tamil Nadu -600 001

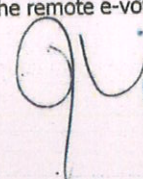

We, **KRA & ASSOCIATES**, Practicing Company Secretaries having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the board of directors of the Company at the meeting held on 03rd September, 2024 to scrutinize the remote e-voting process which commenced on 27th September, 2024 at 09:00 AM and concluded on 29th September, 2024 at 05:00 PM for the Annual General Meeting held through Video Conferencing (VC)/Other Audio Visual Means (OAVM) as per the framework mentioned under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, and read with the general circular no. 20/2020 dated 5th May, 2020, the general circular no. 14/2020 dated 8th April, 2020, and the general circular no. 17/2020 dated 13th April, 2020 and the latest circular no. being 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 AGM Notice dated 03rd September, 2024.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder in relation to exercising of voting rights through electronic means on the resolution(s) as set out in the AGM Notice dated 03rd September, 2024.

Responsibility as a Scrutinizer

Our responsibility, as a Scrutinizer for the e-voting process for the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency engaged by the Company for facilitating remote e-voting and e-voting at the AGM at the Annual General Meeting.

In view of the above, we hereby submit our consolidated report on the results of the remote e-voting and e-voting at the Annual General Meeting in respect of the said resolution(s) as under:

**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

ORDINARY BUSINESS:

Resolution 1 - ORDINARY RESOLUTION:

To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2024, together with the reports of the board of directors and auditor thereon.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	32	58732231	99.96	2	2	0
Total	95	58753845	100	10	199	0

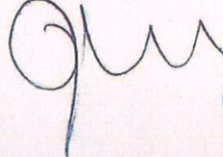
Note: The number of votes cast for Resolution 1 is 58754044. The number of votes cast for "YES" is 58753845 i.e., 99.9996% is rounded off to 100% and the votes casted for "NO" is 199 i.e., 0.000003% is rounded off to 0%. The % is calculated on the total votes casted.

RESOLUTION 2 - ORDINARY RESOLUTION:

To appoint a director in place of Mr. Rajnish Kumar (DIN: 01507736), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	32	58732231	99.96	2	2	0
Total	95	58753845	100	10	199	0

Note: The number of votes cast for Resolution 2 is 58754044. The number of votes cast for "YES" is 58753845 i.e., 99.9996% is rounded off to 100% and the votes casted for "NO" is 199 i.e., 0.000003% is rounded off to 0%. The % is calculated on the total votes casted.




**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

SPECIAL BUSINESS:

RESOLUTION 3 - SPECIAL RESOLUTION:

To approve the continuation of the employment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	32	58732231	99.96	2	2	0
Total	95	58753845	100	10	199	0

Note: The number of votes cast for Resolution 3 is 58754044. The number of votes cast for "YES" is 58753845 i.e., 99.9996% is rounded off to 100% and the votes casted for "NO" is 199 i.e., 0.000003% is rounded off to 0%. The % is calculated on the total votes casted.

RESOLUTION 4 - SPECIAL RESOLUTION:

To align the memorandum of association of the Company as per the provisions of the Companies Act, 2013

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	32	58732231	99.96	2	2	0
Total	95	58753845	100	10	199	0

Note: The number of votes cast for Resolution 4 is 58754044. The number of votes cast for "YES" is 58753845 i.e., 99.9996% is rounded off to 100% and the votes casted for "NO" is 199 i.e., 0.000003% is rounded off to 0%. The % is calculated on the total votes casted.

**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

RESOLUTION 5 - SPECIAL RESOLUTION:

To align the articles of association of the Company as per the provisions of the Companies Act, 2013

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	32	58732231	99.96	2	2	0
Total	95	58753845	100	10	199	0



Note: The number of votes cast for Resolution 5 is 58754044. The number of votes cast for "YES" is 58753845 i.e., 99.9996% is rounded off to 100% and the votes casted for "NO" is 199 i.e., 0.000003% is rounded off to 0%. The % is calculated on the total votes casted.

RESOLUTION 6- SPECIAL RESOLUTION:

To approve the remuneration payable to Mr. Vinay Kumar Pabba (DIN: 02711931), non-executive and independent director of the Company exceeding fifty percent of the total annual remuneration payable to all non-executive directors of the Company

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
E-voting at the AGM	63	21614	0.04	8	197	0
Remote E-Voting	29	58731050	99.96	5	1183	0
Total	92	58752664	100	13	1380	0

Note: The number of votes cast for Resolution 6 is 58754044. The number of votes cast for "YES" is 58752664 i.e., 99.9976% is rounded off to 100% and the votes casted for "NO" is 1380 i.e., 0.002% is rounded off to 0%. The % is calculated on the total votes casted.

**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

RESULTS:

Based on the aforesaid results, we report that items No. 1-6 have all been passed with requisite majority.

There were no invalid votes.

The Outcome of the Annual General Meeting may be declared accordingly based on the voting results as reported herein above.

**FOR KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**



**C.P.NO: 3363 / M.NO: 6718
UDIN: F006718F001398834**

Date: 01/10/2024

Place: Chennai