

Date: 6th May, 2024

To,

BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
BSE Scrip Code: 533014

Dear Sir/Madam,

Sub: Results of Postal Ballot Notice dated 25th March, 2024.

This is with reference to our earlier intimations dated 25th March, 2024 & 05th April 2024, regarding Postal Ballot process undertaken by the Company seeking approval of the members for the item as mentioned in the Postal Ballot Notice dated 25th March, 2024.

The remote e-voting period for casting the votes commenced on Saturday, 6th April, 2024 at 9:00 a.m. and ended on Sunday, 5th May, 2024 at 5:00 p.m.

The Voting Results in the format as specified under Regulation 44(3) of SEBI Listing Regulations, 2015 and Scrutinizers Report issued by Company Secretaries in practice are enclosed herewith in respect of the said Postal Ballot.

The Resolution is deemed to have been passed on 05th May 2024 being the date of conclusion of the Postal Ballot voting period.

You are requested to kindly take note of the same.

Thanking You,

Yours faithfully,

For **Sicagen India Limited**

ANKITA Digitally signed
by ANKITA JAIN
JAIN Date: 2024.05.06
19:54:46 +05'30'

Ankita Jain

Company Secretary

Encl: as above



Sicagen India Ltd.

Registered & Corporate Office:

4th Floor, SPIC House, 88, Mount Road, Guindy, Chennai 600 032 INDIA

Tel: +91 44 4075 4075 | Fax: +91 44 4075 4099 | info@sicagen.com

CIN No.: L74900TN2004PLC053467 | www.sicagen.com

RESULT OF VOTING BY POSTAL BALLOT THROUGH REMOTE E-VOTING

Notice of Postal Ballot dated 25th March 2024 was issued pursuant to Section 110 of the Companies Act, 2013 (the Act), Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) and MCA Circular dated 28th December 2022 read with the other Circulars referred to therein seeking approval of the shareholders of the Company for the following item through Postal Ballot by remote e-voting:

Approval for increase of remuneration payable to Mr. Nandakumar Varma [DIN: 09776904] Whole-Time Director of the Company.

Pursuant to the provisions of Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility through CDSL platform to its members for voting on resolution proposed in the Postal Ballot Notice (as mentioned above). e-voting commenced on Saturday, 6th April, 2024 at 9:00 a.m. (IST) and ended on Sunday, 5th May, 2024 at 5:00 p.m. (IST).

M/s. KRA & Associates, Practising Company Secretaries were appointed as the Scrutinizer for conducting the e-voting process through postal ballot by electronic means in a fair and transparent manner. The said Scrutinizers have submitted their report on 06.05.2024. As per the Report of the Scrutinizers, the following resolution proposed in the notice of the Postal Ballot has been duly passed with requisite majority,

Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 197 and 198 and other applicable provisions if any, of the Companies Act, 2013 (the Act) read with Schedule V and relevant rules made thereunder and subject to such other approvals as may be required, consent of the shareholders is accorded for increase of managerial remuneration payable to Mr. Nandakumar Varma (DIN: 09776904), Whole-Time Director of the Company w.e.f. 01st April 2024 as per details given below:

Salary	: Rs. 18.90 Lakhs p.a.
Performance Linked Pay	: Rs. 12.00 Lakhs p.a.
Perquisites, Flexi Pay & Other Allowance	: Rs. 23.10 Lakhs p.a.

Total : Rs. 54.00 Lakhs p.a.

(Perquisites, Flexi pay & Other allowance are classified as HRA, LTA, special allowance, fuel expenses, contribution to provident fund, Gratuity etc.)

The following benefits/payments payable to Mr. Nandakumar Varma shall not be deemed to be remuneration:

- Provision of local travel facilities, telephone at residence and mobile phone, other communication facilities and contribution to personal accident insurance, medi-claim insurance.



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- b) Reimbursement of entertainment expenses and travelling expenses actually incurred for the conduct of the business of the Company, subject to a reasonable ceiling as may be fixed by the Board from time to time and
- c) Other expenses incurred paid by him in relation to the discharge of his duties in relation to the business of the Company.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to alter, vary or revise the terms of the above remuneration from time to time, in such manner so as not to exceed the limits specified under Schedule V of Act or any amendments thereto.

FURTHER RESOLVED THAT in the event of any inadequacy or absence of profits during the duration of the tenure of appointment, the above remuneration shall be the minimum remuneration and the same shall be subject to the provisions of applicable laws and such other statutory approvals as may be required under the relevant laws.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to take such steps as may be expedient or desirable and also to do all such acts, deeds, things as may be considered necessary for giving effect to this resolution.”

As per the applicable provisions of the Act, the Resolutions are deemed to have been passed on 5th May 2024 being the date of conclusion of the Postal Ballot voting period.

Place: Chennai
Date: 06.05.2024



By Order of the Board
For Sicagen India Limited



Nandakumar Varma
Whole Time Director
DIN: 09776904

Sicagen India Ltd.

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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 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies
[Management & Administration] Rules, 2014]

To:
**The Whole Time Director,
SICAGEN INDIA LIMITED**

CIN: L74900TN2004PLC053467

No.88, SPIC House,

4th Floor, Mount Road,

Guindy, Chennai,

Tamil Nadu, 600032

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 read with General Circular Nos. 09/2023,14/2020, 17/2020,22/2020, 33/2020 & 39/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 respectively ('Circulars') and 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 following resolution as mentioned in the Notice of Postal Ballot dated **25TH March, 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 providing 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., **29th March, 2024**, were entitled to vote on the proposed special business set out in the Postal Ballot Notice.
- ii. Cameo Corporate Services Limited (**RTA**) has transmitted the Postal Ballot Notice through



**KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES**

email to the Members of the Company on **05th April, 2024** whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on **29th March, 2024**.

- iii. The remote e-voting began on **Saturday, 06th April 2024 at 9:00 a.m. and ends on Sunday, 05th May 2024 at 5:00 p.m.** At the end of e-voting period on **Sunday, 05th May 2024 at 5:00 p.m (IST)**, the e-voting portal was disabled forthwith.
- iv. The Company had published the Postal Ballot Notice in Business Standard (English Newspaper) on 06th April, 2024 and Makkal Kural (Vernacular Newspaper) on 08th April, 2024.
- v. Thereafter, the details containing, inter alia, list of Members who assented or dissented to vote for or against the resolution that was put to vote was generated from the e-voting website of CDSL i.e., <https://www.evotingindia.com/>.
- vi. The results of the postal ballot (via Remote E-voting) are as under:

Resolution: 1 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

Approval for increase of remuneration payable to Mr. Nandakumar Varma [DIN: 09776904] Whole-Time Director of the Company.

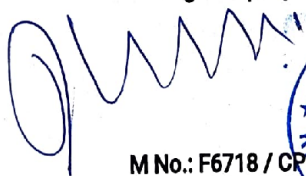

Mode of Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	52	22913695	99.997	13	689	0.003	0	0

RESULTS:

Based on the aforesaid results, Special resolution mentioned in S. No.1 is passed with requisite majority. The Outcome of the Postal Ballot may be declared accordingly based on the voting results as reported herein.

Date: 06-05-2024
Place: Chennai

**FOR KRA & ASSOCIATES
Practising Company Secretaries**



M No.: F6718 / CP No.: 3363
Peer Review No. 5562/2024
UDIN: F006718F000320031

COUNTER SIGNED BY AUTHORISED SIGNATORY

VARMA
NANDAKU
MAR

Digitally signed
by VARMA
NANDAKUMAR
Date: 2024.05.06
19:56:01 +05'30'

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for increase of remuneration payable to Mr. Nandakumar Varma [DIN: 09776904] Whole Time Director of the Company.				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21948294	21899456	99.7775	21899456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21899456	99.7775	21899456	0	100.0000	0.0000
Public-Institutions	E-Voting	3145045	991610	31.5293	991610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		991610	31.5293	991610	0	100.0000	0.0000
Public- Non Institutions	E-Voting	14478345	23318	0.1611	22629	689	97.0452	2.9548
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		23318	0.1611	22629	689	97.0452	2.9548
Total		39571684	22914384	57.9060	22913695	689	99.9970	0.0030
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

ANKITA JAIN Digitally signed
by ANKITA JAIN
Date:
2024.05.06
19:55:09 +05'30'