

## VOTING RESULTS – POSTAL BALLOT AND REMOTE E-VOTING

### I. Attendance of Members

1.	Date of the AGM / EGM	Not Applicable
2.	Total Number of shareholders on the cut-off date for the purpose of voting by post and remote e-voting – 22 January, 2016	40,151
3.	No. Of shareholders present in the meeting either in person or through proxy :	Not Applicable
[a]	Promoters and Promoter Group	
[b]	Public	
4	No. Of shareholders attended the meeting through Video Conferencing	
[a]	Promoters and Promoter Group	
[b]	Public	

### II. Voting by Members

Item No.	Agenda Description	Item	Type of Resolution	Mode of Voting	Whether Promoter / Promoter Group are interested in the agenda / resolution	Remarks
1	Providing Unconditional Irrevocable Corporate Guarantee to the extent of Rs.100 crores to RBL Bank Limited, Bengaluru for the credit facilities being extended to company's subsidiary M/s. Sical Saumya Mining Limited		Special	Postal Ballot / Remote e-voting	No	Resolution passed with more than requisite majority
2.	Give loan to the extent of Rs.175 crores to company's subsidiary M/s. Norsesea Offshore India Limited		Special	Postal Ballot / Remote e-voting	No	Resolution passed with more than requisite majority



**III. Results of Poll / Postal Ballot / E-voting by members**

The mode of voting for all the resolutions was Postal Ballot with Remote e-voting facility

In this connection, we attach the following:

1. Results of voting through postal ballot and remote e-voting in the prescribed format.
2. Consolidated scrutinizers Report from Practising Company Secretary Mr. R. Kannan on the Postal Ballot and Remote e-voting.

**For Sical Logistics Limited**

  
**V. Radhakrishnan**  
**Company Secretary**



Resolution No.1	Category	Mode of Voting	No. Of Shares held	No. Of votes polled	% of votes polled against outstanding shares	No. Of votes - in favour	No. Of votes - in against	% of votes in favour on votes polled	% of votes against on votes polled	
To provide Irrevocable Unconditional Corporate Guarantee to RBL Bank Limited on behalf of subsidiary Sical Saumya Mining Limited	Promoter and Promoter Group	E-voting	[3]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$\frac{[6]}{[4]} * 100$	$\frac{[7]}{[5]} * 100$	
		Poll		29372268	76.220	29372268	0	100	0	
		Postal Ballot	38536297	9164029	23.780	9164029	0	100	0	
		<b>Total</b>		<b>38536297</b>	<b>100.000</b>	<b>38536297</b>	<b>0</b>	<b>100</b>	<b>0</b>	
	Public - Institutions	E-voting								
		Poll								
		Postal Ballot								
		<b>Total</b>								
	Public - Non-Institutions	E-voting			332	0.002	267	65	80.422	19.578
		Poll	17065397	18035	0.106	17425	610	96.618	3.382	
Postal Ballot			18367	0.108	17692	675	96.325	3.675		
<b>Total</b>			<b>55601694</b>	<b>38554664</b>	<b>69.341</b>	<b>38553989</b>	<b>675</b>	<b>99.998</b>	<b>0.002</b>	

Resolution No.2	Category	Mode of Voting	No. Of Shares held	No. Of votes polled	% of votes polled against outstanding shares	No. Of votes - in favour	No. Of votes - in against	% of votes in favour on votes polled	% of votes against on votes polled	
To give loan to the extent of Rs.175 crores to company's subsidiary Norsea Offshore India Limited	Promoter and Promoter Group	E-voting	[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$\frac{[6]}{[4]} * 100$	$\frac{[7]}{[5]} * 100$	
		Poll		29372268	76.220	29372268	0	100	0	
		Postal Ballot	38536297	9164029	23.780	9164029	0	100	0	
		<b>Total</b>		<b>38536297</b>	<b>100.000</b>	<b>38536297</b>	<b>0</b>	<b>100</b>	<b>0</b>	
	Public - Institutions	E-voting								
		Poll								
		Postal Ballot								
		<b>Total</b>								
	Public - Non-Institutions	E-voting			332	0.002	267	65	80.422	19.578
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Ref:

**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 and other applicable provisions of the Act]

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 160128001] and Ballot of M/s. Sical Logistics Limited held between 05<sup>th</sup> February, 2016 and 07<sup>th</sup> March, 2016**

I, R. Kannan, M.Com., G.D.M.M., A.C.M.A., F.C.S, Practising Company Secretary having office at No.6A, 10<sup>th</sup> 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 160128001] and ballot held from Friday, the 5<sup>th</sup> February, 2016 (9.00 a.m.) to Monday, the 07<sup>th</sup> March, 2016 [6.00 p.m.] under the CDSL platform viz. [www.evotingindia.com](http://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 18<sup>th</sup> January, 2016.

  


Ref: **Responsibility as a Scrutinizer**

Date :

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.

One 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 Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company be and is hereby permitted to provide Unconditional Irrevocable Corporate Guarantee to the extent of Rs'100 crores [Rupees one hundred crores only] to RBL Bank Limited, Bengaluru for the credit facilities being extended to the company's subsidiary M/s. Sical Saumya Mining 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	1	11	12	20812108	0144020	20956208	100	100
Public	7	33	40	267	17425	17692	80.43	96.62
Total Voting	8	44	52	20812135	0145464	20956800		

 

**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	5	2	65	610	19.58	3.38
Total Voting	5	2	65	610		

**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	1	NIL	2	NIL	NIL
Total Voting	NIL	1	NIL	2	NIL	NIL

**ITEM NO.2**

**SPECIAL RESOLUTION :**

RESOLVED THAT subject to the provisions of Sec 185, 186 read with Schedule VI of the Companies Act, 2013 and Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company be and is hereby permitted to give loan



Ref: to the company's subsidiary Norseca Offshore India Limited to the extent of <sup>Rs</sup> 175 crores (Rupees one hundred and seventy five crores only) on the terms and conditions as would not be prejudicial to the interest of the members of the Company.

**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	1	11	12	28372268	3164028	31536297	100	100
Public	7	33	40	287	17420	17707	80.42	96.62
Total Voting	8	44	52	28372555	3185670	31559225		

**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	5	2	65	610	19.58	3.38
Total Voting	5	2	65	610		

  


Ref:

Date :

**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	1	NIL	2	NIL	NIL
Total Voting	NIL	1	NIL	2	NIL	NIL

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 : 09<sup>th</sup> March, 2016  
Place : Chennai

  
R. Kannan  
Practicing Company Secretary  
CP.No. 3363

