

## Sical Logistics Ltd

South India House  
73 Armenian Street  
Chennai 600 001 India  
Phone : 91.44.66157016 Fax : 91.44.66157017



Ref No: SICAL/SD/2018

07<sup>th</sup> September, 2018

BSE Limited  
Corporate Relations Department  
1<sup>st</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
Scrip Code: 520086  
Scrip ID: SICAL

The National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot. C/1, G-Block, Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051

Symbol: SICAL

Time of Conclusion of Meeting : 3.30 p.m

Dear Sirs,

**Sub:** Outcome of Board Meeting

**Ref:** Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**").

Pursuant to Regulation 30 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 the following were the outcome of today's Board Meeting,

1. To increase the authorised equity share capital of the Company from the present Rs.60,00,00,000 (Rupees Sixty Crore only) to Rs.70,00,00,000 (Rupees Seventy Crore) and amend the respective capital clauses in the memorandum of association and articles of association of the Company with the overall authorised capital being increased from the present Rs.210,00,00,000 (Rupees Two Hundred and Ten Crores) to Rs. 220,00,00,000 crores (Rupees Two Hundred and Twenty Crores) and to seek the approval of the shareholders at an extra ordinary general meeting.
2. To raise funds to the extent of Rs.127,49,54,032 by way of issue and allotment of 65,71,928 equity shares of Rs.10 each at a price of Rs.194 per share on preferential basis ("**Equity Shares**") to Tanglin Retail Reality Developments Private Limited ("**Tanglin**"), a promoter of the Company (a related party) subject to the provisions of the Companies Act, 2013, Rules and Regulations, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and such other acts/rules/regulations as may be applicable and subject to the approval from shareholders of the Company and such other regulatory/statutory approvals, as may be required (the "**Preferential Allotment**").

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3. To convene an Extra-ordinary general meeting to obtain the approval for the above proposals on 05<sup>th</sup> October, 2018.
4. In relation to the above mentioned Preferential Allotment, the Company and Tanglin entered into a share subscription agreement on 07<sup>th</sup> September, 2018 (the “**Agreement**”). Brief particulars of Agreement as required by the LODR Regulations are as set out below:

| Item  | Description  |
|---|--|
| Name(s) of parties with whom the agreement is entered   | The Company and Tanglin  |
| Purpose of entering into the Agreement  | The Company and Tanglin have entered into the Agreement, pursuant to which the Company has agreed to issue and allot the Equity Shares.<br><br>The funds raised by the Company pursuant to the Preferential Allotment are proposed to be utilized for discharging certain unsecured liabilities. |
| Shareholding, if any, in the entity with whom the agreement is executed   | 52.83%   |
| Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc. | No significant terms.  |
| Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship   | Yes. Tanglin is a promoter of the Company.   |
| Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”   | Yes. The proposed transaction is at an arms’ length transaction.   |
| In case of issuance of shares to the parties, details of issue price, class of shares issued  | Issue of Equity Shares of Rs.10/= each at a price of Rs.194/= per equity share in line with the provisions of the ICDR Regulations, subject to the approval of the shareholders at the ensuing general meeting.  |

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| Item   | Description |
|--|-------------|
| Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements | None        |

This may kindly be taken on record.

Thanking you,

Yours faithfully,

**For Sical Logistics Limited**

A handwritten signature in blue ink, appearing to read "V. Radhakrishnan", is written over the typed name.

V. Radhakrishnan  
Company Secretary