

January 12, 2026

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, scrutinizer's report and minutes of postal ballot proceedings of postal ballot notice dated December 08, 2025 of Sical Logistics Limited ("Company")

Dear Sir/Madam,

This is in furtherance to the letter dated December 09, 2025, wherein the Company had submitted the postal ballot notice dated December 08, 2025, seeking approval of the shareholders by way of voting through electronic means ("remote e-voting") for the following business:

S. No.	Type of resolution	Particulars
1	Special Resolution	To approve the re-appointment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company
2	Ordinary Resolution	To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company of the Company

In connection to the above, this is now to inform you that the remote e-voting process in respect of the aforementioned resolutions has concluded on January 09, 2026, at 05:00 p.m. IST. Following the conclusion of e-voting, the scrutinizer has submitted their report on the results of the postal ballot.

Based on the scrutinizer's report, we hereby inform you that the special resolution at serial no.1 and ordinary resolution at serial no. 2 were passed by the shareholders of the Company with requisite majority on January 09, 2026, being the last date of remote e-voting.

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**);
- ii. Report of the scrutinizer dated January 12, 2026, pursuant to Section 108, 110 of the Companies Act, 2013 read with the relevant rules and regulations made thereunder, as amended (**Annexure II**); and
- iii. Minutes of postal ballot proceedings (**Annexure III**).

SICAL LOGISTICS LIMITED

CIN: L51909TN1955PLC002431

Registered Office: South India House 73 Armenian Street, Chennai - 600 001 India

Tel.: + 91 44 66157071, + 91 44 66157072 | Email : info@sical.in Web : www.sical.in

The voting results and the scrutinizer's report will be hosted on the Company's website at <http://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 OF THE POSTAL BALLOT

Date of the AGM/EGM/Postal Ballot Notice	December 08, 2025 (Last date of remote e-voting: Friday, January 09, 2026)
Total number of shareholders on record date (i.e., December 05, 2025, cut-off date for e-voting purpose)	40652
Number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group Public	Not Applicable
Number 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 approve the re-appointment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company					
Resolution required: (Ordinary/Special)			Special Resolution					
Whether Promoter/Promoter group 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 votes polled
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
Promoter and Promoter group	E-voting	58641903	58641903	100	58641903	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	58641903	58641903	100	58641903	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	6595174	738087	11.19	723677	14410	98.05	1.95
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6595174	738087	11.19	723677	14410	98.05	1.95
Grand Total		65249080	59379990	91.01	59365580	14410	99.98	0.02

Whether resolution is pass or not: Passed

Resolution No.				2				
Description of resolution				To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company of the Company				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
Whether Promoter/Promoter group are interested in the agenda/resolution ?				Yes				
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	58641903	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	58641903	0	0	0	0	0	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	6595174	738090	11.19	718578	19512	97.36	2.64
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub-total	6595174	738090	11.19	718578	19512	97.36	2.64
Grand Total		65249080	738090	1.13	718578	19512	97.36	2.64

Whether resolution is pass or not: Passed

KRA & ASSOCIATES
PRACTICING COMPANY SECRETARIES

PARTNERS

OS R.KANNAN

OS 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 from time to time, and Circular No. 03/2025 dated September 22, 2025, as well as all prior circulars issued in this regard by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as the "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 December 08, 2025

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 authorized 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:

- i. The members of the Company as on "Cut-off" date i.e., Friday, December 05, 2025 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 Friday, December 05, 2025.
- iii. The remote e-voting began on 09:00 a.m. IST on Thursday, December 11, 2025 and ended on 05:00 p.m. IST on Friday, January 09, 2026. At the end of e-voting period on 05:00 p.m. IST on Friday, January 09, 2026 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 approve the re-appointment of Mr. Seshadri Rajappan (DIN: 00862481) as 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	72	59365580	99.98%	12	14410	0.02%	-	-

Resolution: 2 – SPECIAL BUSINESS –ORDINARY RESOLUTION:

To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company 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	70	718578	97.36%	13	19512	2.64%	-	-



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PRACTICING COMPANY SECRETARIES**

RESULTS:

Based on the aforesaid results, Resolution 1 Special Business - Special resolution & Resolution No:2, Special Business – Ordinary Resolution contained in the Postal Ballot Notice dated December 08,2025 is passed with the requisite majority.

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

Date: January 12, 2026
Place: Chennai

FOR KRA & ASSOCIATES
Practicing Company Secretaries
AISHWARYA

Aishwarya A.N
Partner
M No: A51960 / CP. No.: 20319
UDIN: A051960G003248441

COUNTER SIGNED BY AUTHORISED SIGNATORY
FOR SICAL LOGISTICS LIMITED



MINUTES OF POSTAL BALLOT PROCEEDINGS HELD THROUGH REMOTE E-VOTING CONCLUDED ON JANUARY 09, 2026

Pursuant to the provisions of Sections 110, 108 and other applicable provisions, if any, of the Companies Act, 2013, as amended (“**Act**”), read with Rule 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, (including circular no. 03/2025 dated September 22, 2025), issued by the Ministry of Corporate Affairs, Government of India, as amended, modified and supplemented from time to time (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 laws, 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 December 08, 2025, 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 approve the re-appointment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company
2	To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company of the Company

In compliance with the provisions of the Act, read with the Rules, MCA Circulars, Listing Regulations, SS-2 and other applicable laws, 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 process.

The board of directors of the Company had appointed M/s KRA & Associates, Company Secretaries (Firm Registration Number P2020TN082800) as the 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 appeared in the register of members/ list of beneficial owners maintained by the Company/ Company’s Registrar and Share Transfer Agent viz., Cameo Corporate Services Limited (“**RTA**”)/ National Securities Depository Limited (“**NSDL**”) and/or CDSL (NSDL and CDSL collectively, the “**Depositories**”) as on the cut-off date i.e., Friday, December 05, 2025 and whose email-ids were registered with the Company/RTA/Depositories.

The Company dispatched the postal ballot notice to its members through electronic mode on December 09, 2025. After completing the dispatch, the Company published a notice in the newspapers i.e., Business Standard (English language) and Makkal Kural (Tamil -vernacular language) on December 10, 2025, informing the members about the same.

The remote e-voting was commenced on Thursday, December 11, 2025, at 09:00 a.m. IST and concluded on Friday, January 09, 2026, at 05:00 p.m. IST. The e-voting facility was disabled by CDSL immediately after 05:00 p.m. IST on Friday, January 09, 2026, and was not accessible thereafter.

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

The company secretary of the Company was also authorised by the chairman of the Company 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.

The Scrutinizer's report was taken on record, and it was declared that the following resolutions set out in the postal ballot notice dated December 08, 2025, were passed with requisite majority. The details of voting are as follows:

Resolution	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 approve the re-appointment of Mr. Seshadri Rajappan (DIN: 00862481) as whole-time director of the Company	65249080	59365580	99.98	14410	0.02
2. To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company of the Company	65249080	718578	97.36	19512	2.64

The resolutions as set out in the postal ballot notice dated December 08, 2025 that were passed by the members on January 09, 2026 are as follows:

Resolution No. 1: Special Resolution

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and the articles of association of the Company, and based on the recommendation and approval of the nomination and remuneration committee and the board of directors of the Company, Mr. Seshadri Rajappan (DIN: 00862481), who was appointed as whole-time director of the Company at the 68th Annual General Meeting of the Company for a period of three (3) consecutive years with effect from January 11, 2023 and whose term would end on January 10, 2026, be and is hereby re-appointed as a whole-time director of the Company for an another term of three (3) consecutive years, even he attained the age of seventy (70) years, on the following terms and conditions:

1. Period of appointment:

- He shall hold the office for a term of three (3) consecutive years with effect from January 11, 2026, to January 10, 2029.
- He shall be liable to retire by rotation whilst he continues to hold office of whole-time director and his re-appointment on retirement by rotation as a director shall not be deemed to constitute a break in his office of whole-time director.

2. Remuneration:

- a) He shall be paid up to an amount of Rs. 74,00,000/- (Rupees seventy-four lakh only) per annum, excluding the perquisites as mentioned under Section IV of Part II of Schedule V of the Companies Act, 2013, as remuneration.
- b) The aforementioned renumeration shall be the maximum limit up to which he is entitled to receive per annum during his term as a whole-time director."

"RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits in any financial year, Mr. Seshadri Rajappan be and is hereby entitled to receive remuneration up to limit as approved by the members herein above."

"RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorised to alter and vary the terms and conditions of the re-appointment including remuneration, based on the recommendation of nomination and remuneration committee from time to time."

"RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorised to do all such acts, deeds, matters 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: Ordinary Resolution

To approve the subsequent material modification in the approved related party transaction entered between the Company and Pristine Malwa Logistics Park Private Limited, being the immediate holding company of the Company

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (including any statutory modification(s) or re-enactments(s) thereof, for the time being in force), the memorandum of association of the Company and in accordance with the Company's policy on related party transactions and other applicable laws/statutory provisions, if any, and based on the approval of the audit committee and recommendation of the board of the directors of the Company ("Board"), the consent and approval of the members be and is hereby accorded to modify the material related party transaction i.e., leasing of commercial equipment, entered between the Company and Pristine Malwa Logistics Park Private Limited ("Pristine Malwa"), the immediate holding company and a related party of the Company within the meaning of Regulation 2(1)(zb) of the Listing Regulations, by reducing the number of leased commercial equipment and the lease rent as mentioned below, with all other terms and conditions remained unchanged:

1) Number of commercial equipment continued to be leased to the Company by Pristine Malwa:

- a) Twenty-one (21) commercial equipment for a period of three (3) years commenced from March 2025 in the financial 2024-25 to February 2028 in the financial year 2027-28.
- b) Seventeen (17) commercial equipment for a period of three (3) years commenced from April 2025 in financial 2025-26 to March 2028 in financial year 2027-28.

2) Lease rent payable by the Company to Pristine Malwa:

- a) Financial year 2025-26: Up to an amount of Rs. 21.08 crore (exclusive of applicable taxes)
- b) Financial year 2026-27: Up to an amount of Rs. 15.67 crore (exclusive of applicable taxes)
- c) Financial year 2027-28: Up to an amount of Rs. 15.01 crore (exclusive of applicable taxes)."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts, matters, deeds and things as it may deem fit in its absolute discretion, to delegate all or any of the powers herein conferred, to any director(s) (including any committee thereof) or any other officer(s) or authorised representative(s) of the Company, to settle any question(s) that may arise in this regard, and to take all such steps and actions that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution."