

**Sical Logistics Ltd**

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Chennai 600 001 India  
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Ref.:SICAL/SD/2019

12<sup>th</sup> September, 2019

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C/1, G Block  
Bandra-Kurla Complex  
Bandra [East]  
Mumbai :: 400 051

BSE Limited  
Department of Corporate Services  
Floor 25, P.J. Towers  
Dalal Street  
Mumbai :: 400 001

Dear Sirs,

Sub : Proceedings of the 64<sup>th</sup> AGM and Chairman's Speech


Ref : Intimation under Regulation 30 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015

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Pursuant to Regulation 30 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, kindly find attached the Proceedings of the 64<sup>th</sup> AGM of the Company held today viz. 12<sup>th</sup> September, 2019 and a copy of the Chairman's Speech for taking on record.

Thanking you,

Yours faithfully,  
For Sical Logistics Limited

  
V. Radhakrishnan  
Company Secretary

Encl : As stated

## **SICAL LOGISTICS LIMITED**

Proceedings of the 64<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on Thursday, the 12<sup>th</sup> September, 2019 at 11.00 a.m. at "The Music Academy Madras," 168 TTK Road, Chennai :: 600 014

### PRESENT

Mr. R. Ram Mohan	Chairman
Mr. Kush Desai	Joint Managing Director
Ms. Shweta Shetty	Director
Mr. H. Rathnakar Hegde	Director
Mr. S. Ravinarayanan	Director
Mr. Sudhir Kamath	Director
Mr. V. Radhakrishnan	Company Secretary

Mr. R. Ram Mohan, Chairman presided over the meeting and conducted the proceedings.

4515 Shareholders were present either in person or by Proxy.

The Chairman welcomed the members to the 64<sup>th</sup> Annual General Meeting of the Company and declared that the Register of Members and Directors shareholdings were open for inspection.

The Chairman introduced the directors on the dais. Chairman informed the members that Mr. H.R. Srinivasan, Director could not participate in the meeting due to certain pre-occupation. .

The Chairman informed the members that the representatives of Statutory Auditors, Internal Auditors and Secretarial Auditor are present.

The Chairman with the permission of the members took the Notice convening the 64<sup>th</sup> Annual General Meeting and Annual Report as read.

The Accounts and the Reports for the year ended 31<sup>st</sup> March 2019 were taken as read with the permission of the members and thereafter the Chairman addressed the members. During his speech, he elaborated on the current scenario and performance of the Company during the previous fiscal.

Subsequent to this, the Chairman invited members to raise any queries that they may have and 5 members participated in this session. Further to this, the Chairman provided them the required clarifications.

Thereafter the Chairman informed the members that the Company had in accordance with the provisions of the Companies Act, 2013 for the Ordinary and Special Resolutions as set out in the notice, the Company had organized through CDSL platform between 09<sup>th</sup> September, 2019 – 9.00 a.m. and 11<sup>th</sup> September, 2019 – 5.00 p.m. The Chairman further said that to enable the members who were present in the meeting but who did not avail e-voting facility, can exercise their voting through ballot paper and Mr. R. Kannan, Practicing Company Secretary who was the scrutinizer for the e-voting process shall also act as Scrutinizer for the ballot also.

The Chairman said that the Scrutinizer will submit his report based on which the results will be announced on or before 14<sup>th</sup> September, 2019 and the same will be made available in the website of the Company, Stock Exchanges and CDSL. The Chairman also confirmed such resolutions shall be deemed to have been passed at this AGM.

Thereafter Mr. Kush Desai, Joint Managing Director proposed the vote of thanks subsequent to which the Chairman declared the meeting as concluded.

*CHAIRMAN'S SPEECH*  
*64<sup>th</sup> AGM*  
*12.09.2019*

*Good Morning Ladies and Gentlemen,*

I have great pleasure in welcoming you all to the Sixty Fourth Annual General Meeting of your Company. I am happy to connect with you and interact with you all. I would like to take this opportunity to thank you for continued support and presence here today.

The annual report including audited financial statement of the company for the year ended 31<sup>st</sup> March 2019 has been with you for quite some time and with your permission, I would like to take them as read.

Today we are meeting under difficult environment where we miss Late V.G.Siddhartha who stood behind the company like a rock and had great vision and expectations for your company to reach great heights. We have to overcome the hurdles, in his absence and continue our journey protecting the interest of all the stakeholders.

### **ECONOMIC OUTLOOK**

The GDP growth for the year 2018-19 was 6.8% and projected to be 6.9% for the year 2019-20. The economic outlook continues to remain challenging in view of global slowdown, volatile crude oil prices and currency fluctuations.

### **FUTURE OUTLOOK**

The external debt of Sical as on date stands at Rs. 1,488 Crores. Almost entire debt has been secured by the personal guarantees of the promoter Late V.G.Siddhartha. Immediately after his sad demise, the rating agencies started downgrading our rating.

The Board members of your company took a decision in the Board meeting held on 2<sup>nd</sup> August 2019 to deleverage your company which will result in substantial reduction of the debts of the company and its subsidiaries. Accordingly, in this direction, all the strategic alternatives are being worked out.

### **PERFORMANCE OF THE COMPANY**

The company's consolidated revenues for financial year 2018-19 was Rs.1531 Crores as against Rs.1199 Crores in the previous year which is higher by 27.68%. Profit After Tax was Rs.18.26 Crores as against Rs.34.10 Crores of the previous year. Expense base of the company increased in laying strong foundation for projects such as Retail Supply Chain Solutions and Coastal Shipping Projects.

### **BUSINESS SEGMENTS**

Your company currently operates the following Business Segments:

1. Integrated Logistics comprising of coal movement by Road-Rail-Sea.
2. CFS facilities at Chennai Tuticorin and Vizag
3. Mining of coal/ Overburden and Transportation-
  - Two existing projects at Madhya Pradesh – in addition one newly bagged contract at Madhya Pradesh.

- Three projects in the state of Odisha.
4. Rail transportation consisting of 7 rakes with all India License
  5. Retail Supply Chain solutions – Both refrigerated and Non-Refrigerated vehicles.
  6. Road Logistics for movement of Bulk Cargo such as Coal, Iron ore, steel products, petroleum products etc.
  7. Stevedoring activities at the ports of Chennai, Mangalore, Tuticorin and Vizag.
  8. Support services such as Customs House Agency, Freight Forwarding, Shipping Agency and travel related business.

Business segments to Commence operations in the near Future:

1. Ennore Coal handling facility with a capacity of 12 Million tons.
2. Mining Development and Operations- Tara project of West Bengal Power Corporation and Tubed project of Damodar Valley Corporation.
3. Expansion of Retail Supply Chain Solutions

The company registered an EBITDA of Rs.173 Crores in the financial year 2018-19. With the projects to commence operations, the company has the potential to double the EBITDA from the current levels.

### ***Corporate Social Responsibility:***

I am happy to inform that as part of our CSR program, we have donated for promoting education for the underprivileged and their upliftment to build confidence among them to have a better future in the society.

### ***Corporate Governance***

Your Company has complied with the conditions of Corporate Governance as issued by Government of India and Regulation 34(3) read with Schedule V of the SEBI (Listing, Obligation and Disclosure Requirements) Regulations, 2015.

As required under the guidelines, a report on the Corporate Governance and a certificate from the Statutory Auditors M/s. SRSV & Associates, Chartered Accountants conforming compliance to the conditions of Corporate Governance is also attached to Director's Report.

As required by SEBI, your Company also conducted Secretarial Audit by a Practicing Company Secretary as compliance of SEBI regulations and circulars / guidelines during 2018-19 and received an unqualified report.

### ***Acknowledgement***

On behalf of the Board of Directors, I wish to convey my deep gratitude to you, the valued shareholders for your continued support and trust. I also wish to thank my fellow Board members for their invaluable support. I express my sincere thanks to our Customers, Suppliers, Bankers, Financial Institutions and Central and State Government for their continuous support and cooperation.

Thank you.

*Note: This does not purport to be the proceedings of the AGM.*