

FORM OF WITHDRAWAL

(All terms and expressions used herein shall have the same meaning as ascribed thereto in the Letter of Offer)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

OFFER	
OPENS ON	Friday, 5 August 2011
CLOSES ON	Wednesday, 24 August 2011
LAST DATE OF WITHDRAWAL	Thursday, 18 August 2011

From: **Status : Resident / Non Resident**
(Please tick at the appropriate status)

Name:

Address:

Tel No :

Fax no:

Email ID:

To,

The Acquirer- **Tanglin Retail Reality Developments Private Limited**
C/o Cameo Corporate Services Limited
'Subramanian Building',
No.1, Club House Road,
Chennai - 600 002

Dear Sir,

Sub: Open Offer to acquire upto 11,707,608 fully paid up equity shares of face value Rs. 10/- each ("Shares") representing 20% of the Emerging Voting Capital of Sical Logistics Limited ("Target Company") by Tanglin Retail Reality Developments Private Limited ("Acquirer") along with Tanglin Developments Limited ("PAC") as persons acting in concert, from the shareholders of the Target Company (the "Offer") pursuant to the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (as amended) (the "SEBI (SAST) Regulations")

Withdrawal of shares tendered in the caption Offer

I/We refer to the Letter of Offer for acquiring the Shares held by me/us in the Target Company.

I/We, the undersigned, have read the Letter of Offer and understood its contents and accept unconditionally the terms and conditions and procedures as mentioned therein.

I/We have read the procedure for withdrawal of Shares tendered by me/us in the Offer as mentioned in the Letter of Offer and unconditionally agree to the terms & conditions mentioned therein.

I/We hereby consent unconditionally and irrevocably to withdraw my/our Shares from the Offer and I/we further authorize the Acquirer to return to me/us, the tendered Share certificate(s)/Share(s) at my/our sole risk.

I/We note that upon withdrawal of my/our Shares from the Offer, no claim or liability shall lie against the Acquirer, PAC and Edelweiss Capital Limited ("**Manager to the Offer**") / Cameo Corporate Services Limited ("**Registrar to the Offer**").

I/We note that this Form of Withdrawal should reach the Registrar to the Offer at any of the collection centres mentioned above on or before the last date of withdrawal (i.e. on or before 5:30 pm on 18 August 2011).

I/We note that the Acquirer and PAC, Manager to the Offer/Registrar to the Offer shall not be liable for any postal delay/loss in transit of the Shares held in physical form and also for the non receipt of Shares held in the dematerialized form in the DP account due to inaccurate/incomplete particulars/instructions.

I/We also note and understand that the Acquirer will return original Share certificate(s), transfer deed(s) and Shares only on completion of verification of the documents, signatures and beneficiary position data as available from the depository from time to time, respectively.

SHARES IN PHYSICAL FORM

The particulars of withdrawal of original Shares certificates and duly signed transfer deed(s) are detailed below:

Sr. No.	Ledger Folio No.	Certificate No.	Distinctive Nos.		No. of Shares
			From	To	
		TENDERED			
1.					
2.					
3.					
Total No. of Certificates			Total No. of Shares		
		WITHDRAWN			
1.					
2.					
Total No. of Certificates			Total No. of Shares		

Please attach an additional sheet of paper if the above space is insufficient.

SHARES IN DEMATERIALIZED FORM

I/We hold the following Shares in dematerialized form and have tendered the Shares in the Offer and have done an off-market transaction for crediting the Shares to the "Cameo Corporate Services Limited Escrow account Sical Logistics Limited Open Offer", whose particulars are:

I/We confirm having done an off market transaction for crediting the Shares to the special depository account with NSDL named as "Cameo Corporate Services Limited Escrow Account Sical Logistics Limited Open Offer", whose particulars are:

DP ID Number:	IN301080	DP Name:	Stock Holding Corporation of India Limited
Client ID:	22781296	Depository:	National Securities Depository Limited

Please find enclosed a photocopy/counterfoil of the depository delivery Instruction(s) duly acknowledged by DP.

The particulars of the account from which my/our Shares have been tendered are as detailed below:

DP Name	DP ID	Client ID	Name of Beneficiary	No. of Shares tendered	No. of Shares withdrawn

I/We note that the Shares will be credited only to that depository account, from which the Shares have been tendered and necessary standing instructions have been issued in this regard.

I/We confirm that the particulars given above are true and correct.

In case of dematerialized Shares, I/we confirm that the signatures of the beneficiary holders have been verified by the DP as per the records maintained at their end and the same have also been duly attested by them under their seal.

Yours faithfully,

Signed and delivered	Full Name(s)	Signature(s)	Verified and Attested by us. Please affix the stamp of DP (in case of demat Shares)/Bank (in case of physical Shares)
First/Sole Shareholder			
Second Shareholder			
Third Shareholder			
Fourth Shareholder			

Note: In case of joint holding, all the joint holders must sign. In case of body corporate, stamp/seal of the body corporate should be affixed and necessary board resolution should be attached.

Place :

Date :

INSTRUCTIONS

1. Shareholders are advised to ensure that the Form of Withdrawal should reach the address of the Registrar to the Offer mentioned in the Form of Acceptance cum Acknowledgment as per the mode of delivery indicated therein on or before the last date of withdrawal i.e. 18 August 2011.
2. The withdrawal option can be exercised by submitting the Form of Withdrawal, duly signed and completed, along with the copy of acknowledgement slip issued at the time of submission of the Form of Acceptance cum Acknowledgement.
3. In case where the signature is subscribed by thumb impression, the same shall be verified and attested by a Magistrate, Notary Public or Special Executive Magistrate or a similar authority holding a Public Office and authorized to use the seal of his office.
4. In case of bodies corporate, certified copies of appropriate authorization (including Board/shareholder resolutions, as applicable) authorizing the sale of Shares along with specimen signatures duly attested by a bank must be annexed. The common seal should also be affixed.
5. All the Shareholders should provide all relevant documents which are necessary to ensure transferability of the Shares in respect of which the withdrawal is being sent. Such documents may include (but not be limited to):
 - a. Duly attested death certificate and succession certificate (in case of single Shareholder) in case the original Shareholder has expired.
 - b. Duly attested power of attorney if any person apart from the Shareholder has signed withdrawal form or transfer deed(s).
6. Shareholders should enclose the following:
 - i. **For Shares held in dematerialized form:**
Beneficial owners should enclose:
 - Duly signed and completed Form of Withdrawal. The signature(s) should be attested by the DP.
 - Acknowledged slip in original/copy of the submitted Form of Acceptance cum Acknowledgement in case delivered by registered post.
 - Photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP.

----- **Tear along this line** -----

(Acknowledgement Slip)

(To be filled in by the Shareholders) (Subject to verification)

Cameo Corporate Services Limited

'Subramanian Building', No.1, Club House Road, Chennai - 600 002 Sical Logistics Limited – Open Offer

Sr. No. _____

Received from Mr./Ms./M/s _____

Address _____

Physical Shares: Folio No. _____ Demat Shares: **Client ID** _____ ; **DP ID** _____

Physical Shares: No of Shares tendered- _____ No of Shares Withdrawn _____

Demat Shares: No of Shares tendered- _____ No of Shares Withdrawn _____

(Please ✓ whichever is applicable)

I/We confirm that the particulars given above are true and correct.

Yours faithfully,

Signed and Delivered:

Signed & Delivered by	Full Names (s) & Address	PAN Number(s)	Signature(s)	Verified and attested by us. Please affix the stamp of DP (In case of demat shares)/ Bank (In case of physical shares)
First /Sole Shareholder				
Second Joint Shareholder				
Third Joint Shareholder				

Note: In case of joint holding, all the joint holders must sign. In case of a body corporate, the stamp/seal of the body corporate should be affixed and necessary Board resolution should be attached

Place: _____ Date: _____

Signature of the Official _____ Date of Receipt _____

Stamp of
the
collection
centre

ii. **For Shares held in physical form:**

Registered Shareholders should enclose:

- Duly signed and completed Form of Withdrawal.
- Acknowledged slip in original/copy of the submitted Form of Acceptance cum Acknowledgement in case delivered by registered post.
- In case of partial withdrawal, valid Share transfer form(s) duly signed as transferors by all registered Shareholders (in case of joint holding) in the same order and as per specimen signatures registered with the Target Company and duly witnessed at the appropriate place.

Unregistered owners of Shares should enclose:

- Duly signed and completed Form of Withdrawal.
- Acknowledged slip in original/copy of the submitted Form of Acceptance cum Acknowledgement in case delivered by registered post.

7. The withdrawal of Shares will be available only for the Share certificates/the Shares that have been received by the Registrar to the Offer/ special depository account.
8. The intimation of Shares which are returned to the Shareholders pursuant to the withdrawal will be at the address as per the records of the Target Company/ depository as the case may be.
9. The Form of Withdrawal should be sent only to the Registrar to the Offer and their collection centres.
10. In case of partial withdrawal of Shares tendered in physical form, if the original Share certificates are required to be split, the same will be returned on receipt of Share certificates from the Target Company. **The facility of partial withdrawal is available only to registered Shareholders.**
11. Shareholders holding Shares in dematerialized form are requested to issue the necessary standing instruction for receipt of the credit in their DP account.

Applicants should send the Form of Withdrawal along with their documents by hand delivery to the Registrar to the Offer at Cameo Corporate Services Limited, 'Subramanian Building', No.1, Club House Road, Chennai - 600 002 Tel: 044-28460390 (5 Lines); Fax: 044-28460129 so as to reach the Registrar to the Offer on or before 5:30 pm on 18 August 2011. Applicants who are unable to hand deliver the Form of Withdrawal along with their documents as above may send the same by registered post/speed post at their sole risk to the Registrar to the Offer as above, so as to reach the Registrar to the Offer on or before 5:30 pm on 18 August 2011.

----- Tear along this line -----

Note: **All future correspondence, if any, should be addressed to Registrar to the Offer:**

Cameo Corporate Services Limited

'Subramanian Building', No.1, Club House Road,
Chennai - 600 002

Tel: 044-28460390 (5 Lines);

Fax: 044-28460129

E-mail: investor@cameoindia.com;

Website: www.cameoindia.com

Contact Person: Ms. K. Sreepriya, Manager