

SUMMARY OF PROCEEDINGS OF THE 73RD ANNUAL GENERAL MEETING OF THE SANDESH LIMITED UNDER REGULATION 30 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Meeting day, date & time: Friday, September 30, 2016 at 10.00 A.M.

Venue of AGM: Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat-India)

Chairman: Shri Falgunbhai C. Patel, Chairman & Managing Director

Shri Falgunbhai C. Patel, Chairman & Managing Director of Annual General Meeting welcomed the Members and other invitees to the 73rd Annual General Meeting (AGM) of the Company. He introduced the following dignitaries present on the dias:

Shri Sudhirbhai Nanavati	Independent Director
Shri Parthiv F. Patel	Managing Director

The Chairman informed the Members that due to pre-occupation, the other Directors of the Company could not attend AGM.

The requisite quorum being present and that the Meeting was validly constituted, the Chairman called AGM to an order. The Chairman also acknowledged the presence of the Statutory Auditors and Secretarial Auditors at AGM.

The statutory registers, proxies and original minutes of the General Meetings were available during AGM for the purpose of inspection by the Members.

With the consent of the Members present, the Notice convening AGM, as circulated to the Members, was taken as read. The Chairman informed that there was no qualifications, or adverse remarks in the Auditor's Report that require reading of the Auditor's Report in terms of the provisions of section 145 of the Companies Act, 2013.

Thereafter, the Chairman briefed the Members present about the performance of the Company including the accomplishments and success achieved during the Financial Year 2015-16. The Chairman then invited the Members to ask queries, if any, on the Financial Statements laid before the Meeting for approval and adoption. Thereafter, the Members asked questions mainly about the performance of the Company during last financial year and future profitability of the Company. The Chairman provided clarifications to the queries raised by the Members of the Company on various aspects.

The Chairman further informed the Members present that the Company had provided remote e-voting facility to the Members of the Company in order to cast their votes electronically. He further declared that poll would be conducted for all the Resolutions to enable voting by the Members attending AGM. The Chairman mentioned that the Members who had already cast their vote using remote e-voting facility provided by the Company were not eligible to cast their votes again at AGM. The Company Secretary explained the process to exercise voting rights through Poll at AGM. Thereafter, the Chairman ordered the Poll on the Resolutions set out at Item Nos. 1 to 5 of the Notice of AGM and requested all Members to cast their votes at AGM.



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The following items of businesses, as per the Notice of AGM dated May 30, 2016 were taken up for voting at AGM:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended **March 31, 2016**, together with the Reports of Directors and Auditors thereon.
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended **March 31, 2016**, together with the Reports of Auditors thereon.
2. To confirm the Interim Dividend of **Rs. 5/-** per equity share of Rs. 10/- each paid on Equity Shares of the Company as a Final Dividend for the Financial Year **2015-16**.
3. To appoint a Director in place of **Shri Parthiv F. Patel (DIN 00050211)** who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of the Statutory Auditors and fix their remuneration.


SPECIAL BUSINESS:

5. Re-appointment of **Shri Falgunbhai C. Patel (DIN 00050174)**, as the Managing Director of the Company.

The Board of Directors of the Company had appointed M/s. Jignesh A. Maniar & Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e-voting and physical ballot process. The Chairman authorised Shri Dhaval Pandya, Company Secretary to declare the results of voting on his behalf.

The Members of the Company thereafter cast their votes by way of poll on the Resolutions. The Chairman announced that voting results of remote e-voting and poll along with the Scrutinizer's Report would be placed on the Company's website and Central Depository Services (India) Limited's website and the same would be communicated to Stock Exchanges within 48 hours from the conclusion of AGM. He also informed that Voting Results would be available at the Registered Office of the Company. Thereafter, AGM concluded with a vote of thanks to the Chair and to the Members present at AGM.

For & on behalf of,
THE SANDESH LIMITED



SHRI FALGUNBHAI C. PATEL
(DIN: 00050174)

(Chairman of 73rd Annual General Meeting)
C/o. 'Sandesh Bhavan', Lad Society Road,
B/h. Vastrapur Gam, P.O. Bodakdev,
Ahmedabad-380054 (Gujarat-India)

Date: 30.09.2016
Place: Ahmedabad

Page No. 2 of 2

THE SANDESH LIMITED (CIN : L22121GJ1943PLC000183)

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