

September 22, 2017

E-FILING

To,
Corporate Relationship Dept.,
BSE LIMITED,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

The Manager, Listing Department,
NATIONAL STOCK EXCHANGE OF INDIA LTD.,
“Exchange Plaza”, C-1, Block – G,
Bandra-Kurla Complex, Bandra (E),
MUMBAI – 400 051

Script Code : 526725

NSE Symbol : SANDESH (EQ.)

Re: Summary of Proceedings of 74th Annual General Meeting held on 22nd day of September, 2017

Dear Sir / Madam,

Apropos the captioned subject and in furtherance to the Notice of 74th Annual General Meeting, the 74th Annual General Meeting of the Company was held on Friday, 22nd day of September, 2017 at 10:00 AM at Gujarat Law Society Auditorium, G. L. S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad – 380006 (Gujarat). In compliance with the Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Summary of Proceedings of 74th Annual General Meeting.

The Proceedings of 74th Annual General Meeting are also posted on the website of the Company.

We request to take on your record the above.

Thanking you,

Yours sincerely,

For, THE SANDESH LIMITED


Dhaval Pandya
COMPLIANCE OFFICER



ENCL: AS ABOVE

THE SANDESH LIMITED (CIN : L22121GJ1943PLC000183)

REGD. OFFICE : SANDESH BHAVAN, LAD SOCIETY ROAD, B/H. VASTRAPUR GAM, P.O. BODAKDEV, AHMEDABAD-380 054.
PHONE : (079) 40004319, 40004175, FAX NO. 91-079-40004242. E-mail : secretarial@sandesh.com, cs@sandesh.com
VISIT US : WWW.SANDESH.COM

SUMMARY OF PROCEEDINGS OF THE 74TH ANNUAL GENERAL MEETING OF THE SANDESH LIMITED UNDER REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Meeting day, date & time: Friday, September 22, 2017 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

The requisite quorum being present and that the Meeting was validly constituted, Shri Falgunbhai C. Patel, Chairman & Managing Director called Annual General Meeting to an order.

The Chairman thereafter welcomed the Members and other invitees to the 74th Annual General Meeting (AGM) of the Company. He introduced the following dignitaries present on the dais:

Shri Parthiv F. Patel	Managing Director & Member
Shri Sudhirbhai Nanavati	Independent Director & Member
Shri Mukeshbhai Patel	Independent Director & Member
Shri Shreyasbhai Pandya	Independent Director

The Chairman informed the Members that due to pre-occupation, Smt. Pannaben F. Patel, Director and Shri Sandeepbhai Singhi, Independent Director of the Company could not attend this Meeting.

The Chairman also acknowledged the presence of the Statutory Auditors and Secretarial Auditor at this Meeting.

The statutory registers, proxies, the original minutes of the General Meetings and other necessary documents were available during this Meeting for the purpose of inspection by the Members.

With the consent of the Members present, the Notice convening this Meeting, as circulated to the Members, was taken as read. The Chairman informed that there was no qualifications, observations or comments 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 2016-17. 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 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 this Meeting. The Chairman mentioned that the Members who had already cast their votes using remote e-voting facility provided by the Company were not eligible to cast their votes again at this Meeting. The Chairman ordered the Poll on the Resolutions set out at Item Nos. 1 to 5 of the Notice of Annual General Meeting and requested all Members present to cast their votes at Annual General Meeting. Thereafter, the Company Secretary explained the process to exercise voting rights through Poll at the Meeting.

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The following items of businesses, as per the Notice of Annual General Meeting dated May 27, 2017 weretakenupforvoting at Annual General Meeting:

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, 2017, 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, 2017, 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 2016-17.
3. To appoint a Director in place of Shri Yogesh Jani (DIN 06495782) 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 Parthiv F. Patel (DIN 00050211), 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 the 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 Annual General Meeting. He also informed that Voting Results would be available at the Registered Office of the Company. Thereafter, Annual General Meeting concluded with a vote of thanks to the Chair and to the Members present at Annual General Meeting.

For & on behalf of,
THE SANDESH LIMITED

Q

SHRI FALGUNBHAI C. PATEL

(DIN: 00050174)

(Chairman of 74th Annual General Meeting)

C/o. 'Sandesh Bhavan', Lad Society Road,

B/h. Vastrapur Gam, P.O. Bodakdev,

Ahmedabad-380054 (Gujarat-India)

Date: 22.09.2017

Place: Ahmedabad

