

ANNEXURE I

- i. Name of Listed Entity - **The Sandesh Limited**
 ii. Quarter ending - **as on September 30, 2020**

iii. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Falgunbhai Patel	00050174	C,ED	MD	27-Nov-1974	01-Apr-2017			11-Jan-1956	NA		1	0	0	0		
Mr.	Parthiv Patel	00050211	ED	MD	14-Mar-2002	01-Aug-2018			26-Jul-1982	NA		1	0	0	0		
Mrs.	Pannaben Patel	00050222	NED		29-Oct-2010	28-Sep-2018			17-Oct-1952	NA		1	0	0	0		
Mr.	Sudhirbhai Nanavati	00050236	ID		31-Jan-2001	01-Apr-2019		78	29-Sep-1947	NA		1	1	2	1	AC,SC,NRC	
Mr.	Shreyasbhai Pandya	00050244	ID		30-Dec-2005	01-Apr-2019		78	01-Oct-1952	NA		1	1	2	0	AC,SC,NRC	

THE SANDESH LIMITED (CIN: L22121GJ1943PLC000183),

'Sandesh Bhavan', Lad Society Road, B/h. Vastrapur Gam, P.O. Bodakdev, Ahmedabad-380054 (Gujarat-India)

Phone: 079-40004000 Fax: 079-40004242 Email: investorsgrievance@sandesh.com

Mr.	Mukeshbhai Patel	00053892	ID		30-Mar-2005	01-Apr-2019		78	22-Jan-1954	NA		3	2	6	4	AC,SC,N RC
Mr.	Sandeepbhai Singhi	01211070	ID		09-Nov-2012	01-Apr-2019		78	06-Apr-1966	NA		3	3	5	1	AC,SC,N RC
Mr.	Sanjay Kumar Tandon	00055918	ED		15-Sep-2020	15-Sep-2020			15-Apr-1960	NA		1	0	0	0	
Mrs.	Gauri Surendra Trivedi	06502788	ID		15-Sep-2020	15-Sep-2020		1	18-May-1960	NA		4	4	3	1	

Company Remarks	1. Tenure of Mrs. Gauri Trivedi is mentioned as 1 instead of 0.5 as number in fraction is not accepted. 2. Date of reappointment of Mrs. Pannaben Patel is mentioned as 28.09.2018 which is date of reappointment due to retire by rotation. 3. date of appointment is mentioned in the Colum of date of reappointment for Mrs. Gauri Trivedi and Mr. Sanjay Tandon though date of reappointment is not applicable as error saying date of reappointment cannot be blank occurred.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

i. Composition of Committees**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mukeshbhai Patel	ID	Chairperson	30-Mar-2005	
2	Sudhirbhai Nanavati	ID	Member	31-Mar-2002	
3	Sandeepbhai Singhi	ID	Member	12-Feb-2013	
4	Shreyasbhai Pandya	ID	Member	30-Dec-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sudhirbhai Nanavati	ID	Chairperson	31-Mar-2002	
2	Mukeshbhai Patel	ID	Member	30-Mar-2005	
3	Sandeepbhai Singhi	ID	Member	12-Feb-2013	
4	Shreyasbhai Pandya	ID	Member	03-Feb-2012	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sudhirbhai Nanavati	ID	Chairperson	24-May-2002	
2	Mukeshbhai Patel	ID	Member	30-Mar-2005	
3	Sandeepbhai Singhi	ID	Member	12-Feb-2013	
4	Shreyasbhai Pandya	ID	Member	25-Jan-2006	

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
24-Jun-2020	15-Sep-2020	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	82

iii. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	24-Jun-2020		Yes	4	4
Audit Committee		15-Sep-2020	Yes	4	4
Nomination & Remuneration Committee	24-Jun-2020		Yes	4	4
Nomination & Remuneration Committee		15-Sep-2020	Yes	4	4
Stakeholders Relationship Committee	24-Jun-2020		Yes	4	4
Stakeholders Relationship Committee		15-Sep-2020	Yes	4	4

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	82

iv. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Company Remark: The Corporate Governance Report for the Quarter Ended June 30, 2020 was placed before the Board at its meeting held on September 15, 2020. The Corporate Governance Report for the Quarter and half year ended September 30, 2020 will be placed at the ensuing meeting of the Board of Directors. There are no comments / observations / advice of Board of Directors.

Name : Dhaval Pandya
Designation : Company Secretary and Compliance Officer

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

As per Ministry of Corporate Affairs (MCA) Circular ref no - File No.ROC-GJ/AGM Ext/2020-21/1462 dated 08.09.2020,MCA had granted an extension for Annual General Meeting for FY 19-20, upto 3 months from the due date of AGM.nnHence, the compliance status selected as Yes is for compliancespertaining to Annual Report and AGM for FY 18-19; as the said compliances for FY 19-20 are not due as on the quarter and half yearended September 30, 2020

Name : **DHAVAL PANDYA**
Designation : **Company Secretary & Compliance Officer**
Place : **Ahmedabad**
Date : **October 15, 2020**