

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: cs@sandesh.com

ANNEXURE I

1. Name of Listed Entity - **The Sandesh Limited**
2. Quarter ending - **30-Sep-2021**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	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	Members hip in Committees of the Company
Mr.	Falgunbhai Chimanbhai Patel	00050174	C,ED	MD	27-Nov-1974	01-Apr-2017		11-Jan-1956	NA		1	0	0	0	RMC
Mr.	Parthiv Falgunbhai Patel	00050211	ED	MD	14-Mar-2002	29-Sep-2021		26-Jul-1982	NA		1	0	0	0	RMC
Mrs.	Pannaben Patel	00050222	NED		29-Oct-2010	30-Dec-2020		17-Oct-1952	NA		1	0	0	0	
Mr.	Sudhirbhai Nanavati	00050236	ID		31-Jan-2001	01-Apr-2019	90	29-Sep-1947	Yes	29-Sep-2021	1	1	2	1	AC,SC,NRC
Mr.	Mukeshbhai Patel	00053892	ID		30-Mar-2005	01-Apr-2019	90	22-Jan-1954	NA		3	2	6	4	AC,SC,RC,NRC
Mr.	Sandeepbhai Singhi	01211070	ID		09-Nov-2012	01-Apr-2019	90	06-Apr-1966	NA		3	3	5	1	AC,SC,NRC
Ms.	Gauri Surendra Trivedi	06502788	ID		15-Sep-2020	15-Sep-2020	12	18-May-1960	NA		4	4	4	1	
Mr.	Sanjay Kumar Tandon	00055918	ED		15-Sep-2020			15-Apr-1960	NA		1	0	0	0	RMC

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Company Remarks	1. Mr. Parthiv F. Patel, who retired by rotation and being eligible offered himself for re-appointment at the 78th AGM held on 29th September, 2021, was duly re-appointed at the said AGM. Hence, re-appointment date is mentioned as 29th September, 2021.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. 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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

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

Company Remarks	
Whether Permanent chairperson appointed	Yes

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c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Falgunbhai Chimanbhai Patel	C,ED	Chairperson	29-Jun-2021	
2	Parthiv Falgunbhai Patel	ED	Member	29-Jun-2021	
3	Sanjay Kumar Tandon	ED	Member	29-Jun-2021	
4	Mukeshbhai Patel	ID	Member	29-Jun-2021	
Company Remarks					
Whether Permanent chairperson appointed		Yes			

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sudhirbhai Nanavati	ID	Chairperson	24-May-2002	
2	Mukeshbhai Patel	ID	Member	30-Mar-2005	
3	Sandeepbhai Singhi	ID	Member	12-Feb-2013	
Company Remarks					
Whether Permanent chairperson appointed		Yes			

iii. 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
29-Jun-2021	13-Aug-2021	Yes	4	4
	25-Sep-2021	Yes	3	1
Company Remarks				
Maximum gap between any two consecutive (in number of days)		44		

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iv. **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	29-Jun-2021		Yes	0	2
Audit Committee		13-Aug-2021	Yes	0	3
Nomination & Remuneration Committee	29-Jun-2021		Yes	0	2
Nomination & Remuneration Committee		13-Aug-2021	Yes	0	3
Stakeholders Relationship Committee	29-Jun-2021		Yes	0	2
Stakeholders Relationship Committee		13-Aug-2021	Yes	0	3
Risk Management Committee		13-Aug-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	44

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v. **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		

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) - **Yes**
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:

The Corporate Governance Report for the Quarter ended on June 30, 2021 was placed before the Board at its meeting held on August 13, 2021. The Corporate Governance Report for the Quarter and Half Year ended September 30, 2021 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 & Compliance Officer

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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:

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Name : Dhaval Pandya
Designation : Company Secretary & Compliance Officer

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ANNEXURE IV – Not Applicable

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			

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<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by</i>			

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<i>them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name:

Designation: anx4Designation

Place:

Date:

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