

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**ANNEXURE I**

- i. Name of Listed Entity : **THE SANDESH LIMITED** (BSE SCRIP CODE – 526725 & NSE SYMBOL - SANDESH (EQ.))
- ii. Quarter ending as on 30TH JUNE, 2020
- iii. **Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive / Independent/ Nominee)	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
Mr.	Falgunbhai Patel	00050174	C,ED	27-Nov-1974	01-Apr-2017			11-Jan-1956	NA		1	0	0	0
Mr.	Parthiv Patel	00050211	ED	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		75	29-Sep-1947	NA		1	1	1	1
Mr.	Shreyasbhai Pandya	00050244	ID	30-Dec-2005	01-Apr-2019		75	01-Oct-1952	NA		1	1	2	0
Mr.	Mukeshbhai Patel	00053892	ID	30-Mar-2005	01-Apr-2019		75	22-Jan-1954	NA		3	2	2	4
Mr.	Sandeepbhai Singhi	01211070	ID	09-Nov-2012	01-Apr-2019		75	06-Apr-1966	NA		3	3	3	2
Mr.	Yogesh Jani	06495782	ED	11-Aug-2015				18-Sep-1950	NA		1	0	0	0

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Company Remarks	<ol style="list-style-type: none">1. The term of 75 months under category Tenure of Director is calculated from the date of appointment of the following Directors as Independent Director, under the provisions of Section 149 of the Companies Act, 2013 i.e. with effect from 1st April, 2014: (i) Mr. Sudhirbhai Nanavati (ii) Mr. Shreyasbhai Pandya (iii) Mr. Mukeshbhai Patel (iv) Mr. Sandeepbhai Singhi2. The aforesaid Independent Directors have been re-appointed in the Annual General Meeting (AGM) of the Company held on September 28, 2018, for a second term of consecutive 5 years & with effect from April 1, 2019 to March 31, 20243. Term appointment is not applicable to Mrs. Pannaben Patel and she is a rotational Director. However, she has been re-appointed on rotational basis in the AGM dated September 28, 2018 and hence the said date has been mentioned as date of re-appointment4. Mr. Yogesh Jani, who holds the office of the Whole Time Director of the Company upto August 10, 2020, has been re-appointed as the Whole Time Director of the Company for the period of 5 years from August 10, 2020, in the AGM of the Company held on September 30, 2019. However his date of re-appointment is w.e.f August 10, 2020 and hence the said date has not been mentioned in the column for the same
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

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iv. Composition of Committees

a. Audit Committee

<i>Name of Committee members</i>	<i>Date of Appointment</i>	<i>Category (Chairperson / Executive / Non- Executive / independent / Nominee)</i>
1. Mr. Mukeshbhai Patel	30-03-2005	Chairperson- Non-Executive Independent
2. Mr. Sudhirbhai Nanavati	31-03-2002	Non-Executive-Independent
3. Mr. Shreyasbhai Pandya	30-12-2005	Non-Executive-Independent
4. Mr. Sandeepbhai Singhi	12-02-2013	Non-Executive-Independent

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Name of Committee members</i>	<i>Date of Appointment</i>	<i>Category (Chairperson / Executive / Non- Executive / independent / Nominee) §</i>
1. Mr. Sudhirbhai Nanavati	31-03-2002	Chairperson- Non-Executive-Independent
2. Mr. Mukeshbhai Patel	30-03-2005	Non-Executive-Independent
3. Mr. Shreyasbhai Pandya	03-02-2012	Non-Executive-Independent
4. Mr. Sandeepbhai Singhi	12-02-2013	Non-Executive-Independent

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	NA
Whether Permanent chairperson appointed	NA

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Name of Committee members	Date of Appointment	Category (Chairperson / Executive / Non- Executive / independent / Nominee)
1. Mr. Sudhirbhai Nanavati	24-05-2002	Chairperson- Non-Executive-Independent
2. Mr. Mukeshbhai Patel	30-03-2005	Non-Executive-Independent
3. Mr. Shreyasbhai Pandya	25-01-2006	Non-Executive-Independent
4. Mr. Sandeepbhai Singhi	12-02-2013	Non-Executive-Independent

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

<i>Name of Committee members</i>	<i>Date of Appointment</i>	Category (Chairperson / Executive / Non- Executive / independent / Nominee)
1. Mr. Falgunbhai Patel	29-05-2014	Chairperson-Executive
2. Ms. Pannaben Patel	29-05-2014	Non-Executive- Non-Independent
3. Mr. Shreyasbhai Pandya	29-05-2014	Non-Executive-Independent
4. Mr. Mukeshbhai Patel	29-05-2014	Non-Executive-Independent

Company Remarks	
Whether Permanent chairperson appointed	Yes

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v. Meeting of Board of Directors

<i>Date(s) of Meeting (Enter dates of Previous Quarter and current Quarter in chronological order)</i>	<i>Maximum gap between any 2 consecutive (in number of days)</i>	<i>Whether requirement of Quorum met (Yes/No)</i>	<i>No of Directors present</i>	<i>Number of Independent Directors present</i>
21-01-2020	---	Yes	7	3
14-02-2020	23 days (21.01.2020 to 14.02.2020)	Yes	8	4
24-06-2020	130 days (14.02.2020 to 24.06.2020)	Yes	8	4

vi. 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	14-Feb-2020		Yes	4	4
Audit Committee		24-Jun-2020	Yes	4	4
Nomination & Remuneration Committee	14-Feb-2020		Yes	4	4
Nomination & Remuneration Committee		24-Jun-2020	Yes	4	4
Stakeholders Relationship Committee	14-Feb-2020		Yes	4	4
Stakeholders Relationship Committee		24-Jun-2020	Yes	4	4
Corporate Social Responsibility Committee	14-Feb-2020		Yes	4	2
Corporate Social Responsibility Committee		24-Jun-2020	Yes	4	2
Other Committee (Executive Committee)	07-Mar-2020	NA	Yes	3	0

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<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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 500 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: The report submitted in the previous quarter and year ended on March 31, 2020 has been placed before the Board of Directors at its meeting held on June 24, 2020. The Corporate Governance Report for the quarter ended and year ended on June 30, 2020 will be placed at the ensuing Board Meeting. There are no comments / observations / advice of Board of Directors.

Name : Dhaval Pandya
Designation : Company Secretary & Compliance Officer
Place : Ahmedabad
Date : July 15, 2020