

September 30, 2021

E-FILING

To,
The Manager, 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.)

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Voting Results of the 78th Annual General Meeting

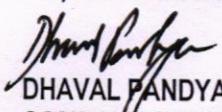
Dear Sir / Madam,

Apropos the captioned subject, please find enclosed herewith the voting results along with the Scrutinizer's Report on the resolutions passed at the 78th Annual General Meeting (AGM) of the Company, held on Wednesday, September 29, 2021 at 02:00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The Voting Results are also posted on the website of the Company (www.sandesh.com) and National Securities Depository Limited (NSDL) (www.evoting.nsdl.com).

We request to take on your record the above.

Thanking you,
Yours sincerely,
For, THE SANDESH LIMITED


DHAVAL PANDYA
COMPANY SECRETARY & COMPLIANCE OFFICER

ENCL: AS ABOVE

CC TO:

National Securities Depository Limited (via e-filing),
Trade World, A – Wing, 4th Floor,
Kamala Mills Compound, Lower Parel,
Mumbai - 400013

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 79 40004242 E-mail : secretarial@sandesh.com, cs@sandesh.com
VISIT US : WWW.SANDESH.COM

PURSUANT TO REGULATION 44 OF THE LISTING REGULATIONS - FORMAT FOR VOTING RESULTS

Date of the AGM	September 29, 2021
Total number of shareholders on record date (Cut-off date: 17.09.2021)	5813
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	38

Agenda- wise disclosure (to be disclosed separately for each agenda item):

Resolution No. 1: To receive, consider and adopt Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2021 together with the reports of the Board and Auditors thereon								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(4)	(5)	(6) = [(4)/(2)] * 100	(7) = [(5)/(2)] * 100		
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll			-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll			-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	189712	9.952	189535	177	99.91	0.09
	Poll			-	-	-	-	-
	Total	1906354	189712	9.952	189535	177	99.91	0.09
Total		7569421	5852729	77.32	5852552	177	99.997	0.003



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Resolution No. 2:

To confirm the Interim Dividend of Rs. 5/- (Rupees Five Only) for every equity share of the Face Value of Rs. 10/- each, already paid to the Shareholders of the Company, as the Final Dividend for the Financial Year 2020-21

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140330	171	99.88	0.12
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140330	171	99.88	0.12
Total		7569421	5803518	76.67	5803347	171	99.997	0.003

Resolution No. 3:

To appoint a Director in place of Mr. Parthiv F. Patel (DIN: 00050211), who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140310	191	99.86	0.14
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140310	191	99.86	0.14
Total		7569421	5803518	76.67	5803327	191	99.997	0.003



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 VISIT US : WWW.SANDESH.COM

Resolution No. 4: To re-appoint Shri Falgunbhai C. Patel (DIN: 00050174) as Chairman and Managing Director of the Company								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140259	242	99.83	0.17
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140259	242	99.83	0.17
	Total		7569421	5803518	76.67	5803276	242	99.996
								0.004

Resolution No. 5: To approve remuneration of Shri Falgunbhai C. Patel (DIN: 00050174), the Chairman and Managing Director of the Company, in accordance with the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140159	342	99.76	0.24
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140159	342	99.76	0.24
	Total		7569421	5803518	76.67	5803176	342	99.99
								0.01



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Resolution No. 6:

To approve continuation of directorship of Shri Sudhirbhai Nanavati (DIN: 00050236) as Non-executive Independent Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

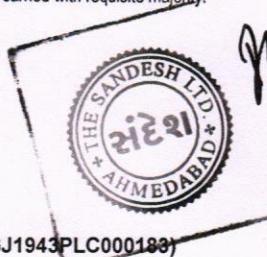
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140289	212	88.85	0.15
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140289	212	99.85	0.15
Total		7569421	5803518	76.67	5803306	212	99.996	0.004

Resolution No. 7:

To create charge, mortgage and hypothecation on all or any of the Company's movable or immovable properties, both present and future

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-voting	5663017	5663017	100.00	5663017	0	100.00	0
	Poll		-	-	-	-	-	-
	Total	5663017	5663017	100.00	5663017	0	100.00	0
Public- Institutions	E-voting	50	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	50	-	-	-	-	-	-
Public- Non Institutions	E-voting	1906354	140501	7.37	140280	221	99.84	0.16
	Poll		-	-	-	-	-	-
	Total	1906354	140501	7.37	140280	221	99.84	0.16
Total		7569421	5803518	76.67	5803297	221	99.996	0.004

Note: All the Ordinary & Special Resolutions as per the Notice convening the 78th Annual General Meeting have been carried with requisite majority.



THE SANDESH LIMITED (CIN : L22121GJ1943PLC000183)

Jignesh A. Maniar & Associates

COMPANY SECRETARIES

93, Surdhara Bunglows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118 E-mail : jignesh@guoil.com

CONSOLIDATED SCRUTINIZER REPORT (For Remote E-voting & E-voting during the AGM)

To,

Mr. Falgunbhai C. Patel

Chairman & Managing Director

(Chairman of 78th Annual General Meeting)

THE SANDESH LIMITED

(CIN: L22121GJ1943PLC000183)

'Sandesh Bhavan', Lad Society Road,

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

Ahmedabad – 380054 (Gujarat – India)

Consolidated Report of the Scrutinizer on remote e-voting and e-voting during the Annual General Meeting (AGM) conducted pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 at the 78th AGM of The Sandesh Limited(AGM) held on Wednesday, September 29, 2021, at 2:00 P.M. through video conferencing (VC) / other audio visual means (OAVM).

Dear Sir,

1. I, Jignesh A. Maniar, Practicing Company Secretary and the proprietor of M/s. Jignesh A. Maniar& Associates, Company Secretaries, having address at 93, Surdhara Bungalows, Opp. Sarathi – III, Drive-in-Road, Ahmedabad – 380054 (Gujarat-India), have been appointed as the Scrutinizer by the Board of Directors of **The Sandesh Limited (the Company)**, for short for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the AGM under the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in force, on the Resolutions contained in the Notice dated **August 13, 2021** of the **78th AGM** of the Company, held on **Wednesday, September 29, 2021**at **2:00 P.M.** through VC / OAVM.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the provisions of the Companies Act, 2013 and the Rules relating to remote e-voting and e-voting during the AGM on the Resolutions contained in the Notice of the **78th AGM**. My responsibility as a scrutinizer is to scrutinize and ensure that the voting carried out through remote e-voting and e-voting during the AGM is done in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions based on the reports generated from remote e-voting system provided by National Securities Depository Limited (NSDL), a authorised agency to provide remote e-voting facilities, as engaged by the Company.



3. The Company has made arrangements with NSDL for providing a system of voting by the Members electronically through remote e-voting and e-voting during the AGM.
4. The Members of the Company holding shares as on the cut-off date i.e. **Friday, September 17, 2021**, were entitled to vote on the resolutions contained in the Notice of the **78th AGM**.
5. The remote e-voting period commenced from **9:00 A.M. on Saturday, September 25, 2021** and ended at **5:00 P.M. on Tuesday, September 28, 2021**. The Company had also provided the facility of e-voting during the AGM for the members who were present at the **78th AGM** through VC / OAVM and who had not casted their votes through remote e-voting facility prior to AGM.
6. After the closure of the e-voting during the AGM, the votes casted through remote e-voting and e-voting during the AGM were unblocked and counted by me in the presence of two witnesses, Shri Nimeshbhai Patel and Shri Ashishbhai Patel, who were not in the employment of the Company.
7. As requested by the Management of the Company, I submit herewith Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting during the AGM, stating total votes, invalid votes, votes in favour of the Resolutions (Number & percentage) and the votes against the Resolutions (Number & percentage) as under:

Resolution No. 1: Ordinary Resolution:

To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2021 together with the reports of the Board and Auditors thereon:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5852723	68	5852552	99.997	3	171	0.003	--	--
E-voting during the AGM		6	--	--	1	6	0.000	--	--
Total	5852729	68	5852552	99.997	4	177	0.003	--	--



Resolution No. 2: Ordinary Resolution:

To confirm the Interim Dividend of Rs. 5/- (Rupees Five Only) for every equity share of the Face Value of Rs. 10/- each, already paid to the Shareholders of the Company, as a Final Dividend for the Financial Year 2020-21:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	66	5803341	99.997	3	171	0.003	-	-
E-voting during the AGM		6	1	6	0.000	-	-	-	-
Total	5803518	67	5803347	99.997	3	171	0.003	-	-

Resolution No. 3: Ordinary Resolution:

To appointa Director in place of Mr. Parthiv F. Patel (DIN: 00050211) , who retires by rotation and being eligible, offers himself for re-appointment:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	65	5803321	99.997	4	191	0.003	--	--
E-voting during the AGM		6	1	6	0.000	-	-	--	--
Total	5803518	66	5803327	99.997	4	191	0.003	--	--



Resolution No. 4: Ordinary Resolution:

To re-appoint Shri Falgunbhai C. Patel (DIN: 00050174) as Chairman and Managing Director of the Company:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	63	5803276	99.996	6	236	0.004	--	--
E-voting during the AGM		6	-	-	1	6	0.000	--	--
Total	5803518	63	5803276	99.996	7	242	0.004	--	--

Resolution No. 5: Special Resolution:

To approve remuneration of Shri Falgunbhai C. Patel (DIN: 00050174), the Chairman and Managing Director of the Company, in accordance with the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	62	5803176	99.994	7	336	0.006	-	-
E-voting during the AGM		6	-	-	1	6	0.000	-	-
Total	5803518	62	5803176	99.994	8	342	0.006	-	-



Resolution No. 6: Special Resolution:

To approve continuation of directorship of ShriSudhirbhaiNanavati (DIN: 00050236) as Non-executive IndependentDirector in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations, 2015:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	64	5803306	99.996	5	206	0.004	--	--
E-voting during the AGM		6	-	-	1	6	0.000	--	--
Total	5803518	64	5803306	99.996	6	212	0.004	--	--

Resolution No. 7: Special Resolution:

To create charge, mortgage and hypothecation on all or any of the Company's movable or immovable properties, bothpresent and future:

Mode of voting	Total Valid Vote Cast	Votes In favour			Votes Against			Invalid / Abstain	
		No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Folio	No. of shares for which votes casted.	% of total no. of valid votes casted	No. of Shareholders	No. of shares for which votes casted.
Remote E-voting	5803512	64	5803291	99.996	5	221	0.004	--	--
E-voting during the AGM		6	1	6	0.000	-	-	--	--
Total	5803518	65	5803297	99.996	5	221	0.004	--	--



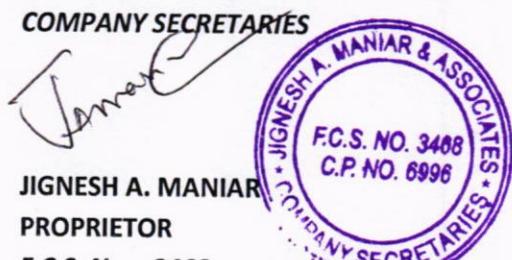
8. The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman of the Meeting considers, approves and signs the Minutes of the 78th AGM.

Thanking you,

Yours faithfully,

FOR, JIGNESH A. MANIAR & ASSOCIATES

COMPANY SECRETARIES



Place: Ahmedabad

Date: September 30, 2021

UDIN: F0034668C001046983

The following were the witnesses to the unblocking the votes cast through remote e-voting and e-voting during the Annual General Meeting (AGM).

1. Nimeshbhai Patel

A handwritten signature in blue ink, appearing to read "Nimeshbhai Patel".

2. Ashishbhai Patel

A handwritten signature in blue ink, appearing to read "Ashishbhai Patel".

For, The Sandesh Limited

Mr. Falgunbhai C. Patel

Chairman & Managing Director

(Chairman of the 78th Annual General Meeting)

A handwritten signature in blue ink, appearing to read "Falgunbhai C. Patel".

