

September 30, 2022

E-FILING

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

Script Code : 526725

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

NSE Symbol : SANDESH (EQ.)

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Voting Results of the 79<sup>th</sup> 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 79<sup>th</sup> Annual General Meeting (AGM) of the Company, held on Friday, September 30, 2022 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](http://www.sandesh.com)) and National Securities Depository Limited (NSDL) ([www.evoting.nsdl.com](http://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, 4<sup>th</sup> 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](mailto:secretarial@sandesh.com), [cs@sandesh.com](mailto:cs@sandesh.com)  
VISIT US : [WWW.SANDESH.COM](http://WWW.SANDESH.COM)



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

Date of the AGM	September 30, 2022
Total number of shareholders on record date (Cut-off date: 17.09.2021)	5680
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	6
Public:	32

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, 2022 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	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	(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	124963	6.5551	124942	21	99.9832	0.0168
	Poll		-	-	-	-	-	-
	Total	1906354	124963	6.56	124942	21	99.9832	0.0168
Total		7569421	5787980	76.47	5787959	21	99.9996	0.0004



**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



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 2021-22								
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	(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	124963	6.5551	124932	31	99.9752	0.0248
	Poll		-	-	-	-	-	-
	Total	1906354	124963	6.5551	124932	31	99.9752	0.0248
Total		7569421	5787980	76.4653	5787949	31	99.9995	0.0005

Resolution No. 3: To appoint a Director in place of Mr. Sanjay Kumar Tandon (DIN: 00055918), 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	(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	124963	6.5551	124927	36	99.9712	0.0288
	Poll		-	-	-	-	-	-
	Total	1906354	124963	6.5551	124927	36	99.9712	0.0288
Total		7569421	5787980	76.4653	5787944	36	99.9994	0.0006



**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



Resolution No. 4: To re-appoint Shri Parthiv F. Patel (DIN: 00050211) as 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	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	(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	124963	6.5551	124932	31	99.9752	0.0248
	Poll		-	-	-	-	-	-
	Total	1906354	124963	6.5551	124932	31	99.9752	0.0248
Total		7569421	5787980	76.4653	5787949	31	99.9995	0.0005

Resolution No. 5: To approve remuneration of Shri Parthiv F. Patel (DIN: 00050211), the 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	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	(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	124963	6.5551	124932	31	99.9752	0.0248
	Poll		-	-	-	-	-	-
	Total	1906354	124963	6.5551	124932	31	99.9752	0.0248
Total		7569421	5787980	76.4653	5787949	31	99.9995	0.0005

Note: All the Ordinary & Special Resolutions as per the Notice convening the 79<sup>th</sup> Annual General Meeting have been carried with requisite majority.



**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



# Jignesh A. Maniar & Associates

## COMPANY SECRETARIES

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

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

To,

**Mr. Falgunbhai C. Patel**

Chairman & Managing Director

(Chairman of 79<sup>th</sup> 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 79<sup>th</sup> AGM of The Sandesh Limited (AGM) held on Friday, September 30, 2022, 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 **May 25, 2022** of the **79<sup>th</sup> AGM** of the Company, held on **Friday, September 30, 2022 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 **79<sup>th</sup> 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 16, 2022**, were entitled to vote on the resolutions contained in the Notice of the **79<sup>th</sup> AGM**.
5. The remote e-voting period commenced from **9:00 A.M. on Monday, September 26, 2022 and ended at 5:00 P.M. on Thursday, September 29, 2022**. The Company had also provided the facility of e-voting during the AGM for the members who were present at the **79<sup>th</sup> 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, Mr. Ashish G. Patel and Ms. Suhani Simlote, 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, 2022 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	5787980	57	5787959	99.9996	2	21	0.0004	----	----
E-voting during the AGM	0	0	0	0.00	0	0	0.00	----	----
<b>Total</b>	<b>5787980</b>	<b>57</b>	<b>5787959</b>	<b>99.9996</b>	<b>2</b>	<b>21</b>	<b>0.0004</b>	<b>----</b>	<b>----</b>





**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 2021-22:

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	5787980	56	5787949	99.9995	3	31	0.0005	---	---
E-voting during the AGM	0	0	0	0.00	0	0	0.00	---	---
<b>Total</b>	<b>5787980</b>	<b>56</b>	<b>5787949</b>	<b>99.9995</b>	<b>3</b>	<b>31</b>	<b>0.0005</b>	<b>---</b>	<b>---</b>

**Resolution No. 3: Ordinary Resolution:**

To appoint a Director in place of Mr. Sanjay Kumar Tandon (DIN: 00055918), 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	5787980	55	5787944	99.9994	4	36	0.0006	---	---
E-voting during the AGM	0	0	0	0.00	0	0	0.00	---	---
<b>Total</b>	<b>5787980</b>	<b>55</b>	<b>5787944</b>	<b>99.9994</b>	<b>4</b>	<b>36</b>	<b>0.0006</b>	<b>---</b>	<b>---</b>



**Resolution No. 4: Ordinary Resolution:**

To re-appoint Shri Parthiv F. Patel (DIN: 00050211) as 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	5787980	56	5787949	99.9995	3	31	0.0005	----	----
E-voting during the AGM	0	0	0	0.00	0	0	0.00	----	----
<b>Total</b>	<b>5787980</b>	<b>56</b>	<b>5787949</b>	<b>99.9995</b>	<b>3</b>	<b>31</b>	<b>0.0005</b>	<b>----</b>	<b>----</b>

**Resolution No. 5: Special Resolution:**

To approve remuneration of Shri Parthiv F. Patel (DIN: 00050211), the 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	5787980	56	5787949	99.9995	3	31	0.0005	---	---
E-voting during the AGM	0	0	0	0.00	0	0	0.00	----	----
<b>Total</b>	<b>5787980</b>	<b>56</b>	<b>5787949</b>	<b>99.9995</b>	<b>3</b>	<b>31</b>	<b>0.0005</b>	<b>---</b>	<b>---</b>



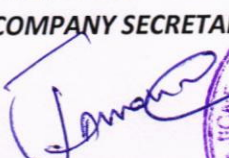



8. The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman of the Meeting considers, approves and signs the Minutes of the 79<sup>th</sup> AGM.

Thanking you,

Yours faithfully,

FOR, JIGNESH A. MANIAR & ASSOCIATES  
COMPANY SECRETARIES

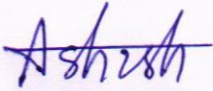
JIGNESH A. MANIAR  
PROPRIETOR  
F.C.S. No. : 3468  
C.P. No. : 6996

Place: Ahmedabad

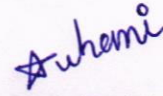
Date: September 30, 2022

UDIN: F003468D001098309

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

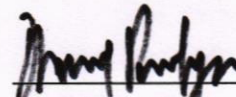


1. Mr. Ashish G. Patel



2. Ms. Suhani Simlote

For, The Sandesh Limited



Mr. Dhaval Pandya  
Company Secretary

