

September 05, 2013

To,

1. Corporate Relationship Dept.,
BSE LIMITED,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

2. 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.: PROCEEDINGS OF 70TH ANNUAL GENERAL MEETING [Clause 31(d)]

Dear Sir/Madam,

In terms of Clause 31(d) of the Listing Agreement, we hereby inform that the members of the Company at their 70th Annual General Meeting held on **Thursday, the 5th day of September, 2013 at 10:00 a.m.** at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006, have accorded their approval to the following businesses mentioned in the Notice convening the said Annual General Meeting:

ORDINARY BUSINESS:

1. Adoption of audited Balance Sheet as at **March 31, 2013** and the Statement of Profit & Loss Account for the Financial Year ended **March 31, 2013** together with the Directors' Report and the Auditors' Report thereon.
2. Declaration of Dividend for the financial year ended **March 31, 2013** at the rate of **40%** on Equity Shares of the Company i.e. **Rs. 4.00** per equity share.
3. Re-appointment of **Smt. Pannaben Patel** as Director of the Company liable to retire by rotation.
4. Re-appointment of **Shri Sudhirbhai Nanavati** as Director of the Company liable to retire by rotation.
5. Appointment of M/s. M/s. Manubhai & Co., Chartered Accountants, Ahmedabad, (Firm Registration Number 106041W) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting upon such remuneration as may be determined by the Board of Directors of the Company in consultation with the Statutory Auditors.

SPECIAL BUSINESS:

6. Appointment of Shri Sandeep Singhi as Director of the Company who was appointed by the Board of Directors of the Company as an Additional Director on 09th November, 2012.
7. Appointment of Shri Yogesh Jani as Director of the Company who was appointed by the Board of Directors of the Company as an Additional Director on 12th February, 2013.
8. Appointment of Shri Yogesh Jani as a Whole-time Director of the Company for a period of five years with effect from 12th February, 2013 on the terms and conditions as mentioned in the Notice convening the meeting.
9. Re-appointment of Shri Parthiv Patel as the Managing Director of the Company for a further period of five years with effect from 1st August, 2013 on the terms and conditions as mentioned in the Notice convening the meeting.
10. Alteration of the Articles of Association of the Company by deleting Article 99 in its entirety.

We have also forwarded today the scanned copy of above Proceeding to the designated email ID of the Stock Exchange. Kindly take the same on your records.

Thanking you,

Yours sincerely,



Dhaval Pandya
COMPANY SECRETARY
& COMPLIANCE OFFICER



THE SANDESH LIMITED

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