

September 29, 2018

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.)

Re: Disclosure of Events and Information of the 75th Annual General Meeting of the Company

Dear Sir / Madam,

Apropos the captioned subject and in furtherance to the Notice of 75th Annual General Meeting (AGM) of the Company, the 75th AGM was held on Friday, September 28, 2018 at 10:00 a.m. at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat).

In compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed herewith the following:

1. Proceedings of the 75th AGM of the Company as required under Regulation 30 of the Listing Regulations
2. Voting Results as required under Regulation 44 of the Listing Regulations along with copies of the Reports of the Scrutinizer;
3. Declaration of Voting Results by the Chairman of the 75th AGM
4. Details pursuant to Regulation 30 of Listing Regulations for the following Directors who have been reappointed at the 75th AGM:
 - a. Ms. Pannaben F. Patel (DIN: 00050222), who was liable to retire by rotation and being eligible offered herself for the reappointment, was duly re-appointed.
 - b. Mr. Mukeshbhai Patel (DIN 00053892) was re-appointed as the Independent Director of the Company.
 - c. Mr. Sudhirbhai Nanavati (DIN 00050236) was re-appointed as the Independent Director of the Company.
 - d. Mr. Shreyasbhai Pandya (DIN 00050244) was re-appointed as the Independent Director of the Company.
 - e. Mr. Sandeepbhai Singhi (DIN 01211070) was re-appointed as the Independent Director of the Company.
5. Details pursuant to Regulation 30 of Listing Regulations regarding the appointment of M/s. S G D G & ASSOCIATES LLP, Chartered Accountants (Firm Registration No. W100188, LLPIN: AAI-3248) as the Statutory Auditors of the Company at the 75th AGM, to hold the office for a term of five consecutive years from the conclusion of the 75th Annual General Meeting of the Company till the conclusion of 80th Annual General Meeting.

Further pursuant to BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, we hereby affirm that the Directors of the Company, who were re-appointed at the 75th AGM of the Company, as aforesaid, were not debarred from accessing the capital markets and / or restraining from holding position of Directors in any listed Company.

The Voting Results as enclosed herewith are also posted on the website of the Company.

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:
Central Depository Services (India) Limited (via e-mail and e-filing),
Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, 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. : 91-079-40004242 E-mail : secretarial@sandesh.com, cs@sandesh.com

VISIT US : WWW.SANDESH.COM

**PURSUANT TO REGULATION 30 OF THE LISTING REGULATIONS – PROCEEDINGS OF THE 75TH AGM OF
THE COMPANY**

Annual General Meeting day, date & time: Friday, September 28, 2018, which commenced at 10.00 a.m. and concluded at 10:50 a.m.

Venue: Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat-India)

Chairman: Mr. Falgunbhai C. Patel, Chairman & Managing Director

The requisite quorum being present, the Chairman called 75th Annual General Meeting (AGM) to an order.

The Chairman thereafter welcomed the Members and other invitees to the 75th AGM of the Company. He introduced the following dignitaries present on the dais:

Mr. Parthiv F. Patel	Managing Director & Member
Mr. Sudhirbhai Nanavati	Independent Director & Member
Mr. Sandeepbhai Singhi	Independent Director
Mr. Mukeshbhai Patel	Independent Director & Member
Mr. Shreyasbhai Pandya	Independent Director
Mr. Yogesh Jani	Whole Time Director & Member

The Chairman informed the Members that due to pre-occupation, Mrs. Pannaben F. Patel, Director of the Company could not attend this Meeting.

RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of voting	Remarks
1.	To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 together with the reports of the Board and Auditors thereon	Ordinary	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
2.	To confirm the Interim Dividend of Rs. 5/- (Rupees Five Only) for every equity share of the Face Value of Rs. 10/- each paid to the Shareholders of the Company, as a Final Dividend for the Financial Year 2017-18.	Ordinary	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
3	To appoint a Director in place of Mrs. Pannaben F. Patel (DIN: 00050222), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
4	To appoint M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration.	Ordinary	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority

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RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of voting	Remarks
5.	To re-appoint Mr. Mukeshbhai Patel (DIN: 00053892), as an Independent Director	Special	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
6.	To re-appoint Mr. Sudhirbhai Nanavati (DIN: 00050236) as an Independent Director	Special	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
7.	To re-appoint Mr. Shreyasbhai Pandya (DIN: 00050244), as an Independent Director	Special	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority
8.	To re-appoint Mr. Sandeepbhai Singhi (DIN: 01211070), as an Independent Director	Special	Remote e-voting and voting by the way of poll at the AGM	Passed with requisite majority



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

Date of the AGM	September 28, 2018
Total number of shareholders on record date (Cut-off date: 21.09.2018)	5573
No. of shareholders present in the meeting either in person or through proxy:	35
Promoters and Promoter Group:	05
Public:	30
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

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

Resolution No. 1: To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	80120	150	99.81	0.19
	Poll		2579	0.14	2579	0	100.00	0
	Total		82849	4.35	82699	150	99.82	0.18
Total		7569421	5745866	75.91	5745716	150	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 paid to the Shareholders of the Company, as a Final Dividend for the Financial Year 2017-18.								
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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02

Resolution No. 3: To appoint a Director in place of Mrs. Pannaben F. Patel (DIN: 00050222), who retires by rotation and being eligible, offers herself 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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02



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Resolution No. 4: To appoint M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration								
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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02

Resolution No. 5: To re-appoint Mr. Mukeshbhai Patel (DIN: 00053892), as an Independent Director of the Company								
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	(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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02



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Resolution No. 6: To re-appoint Mr. Sudhirbhai Nanavati (DIN: 00050236) as an Independent Director of the Company								
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	(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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02

Resolution No. 7: To re-appoint Mr. Shreyasbhai Pandya (DIN: 00050244), as an Independent Director of the Company								
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	(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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02



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Resolution No. 8: To re-appoint Mr. Sandeepbhai Singhi (DIN: 01211070), as an Independent Director of the Company								
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	(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	1455	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	1455	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1904949	80270	4.21	79120	1150	98.57	1.43
	Poll		2579	0.14	2579	-	100.00	0
	Total		82849	4.35	81699	1150	98.61	1.39
Total		7569421	5745866	75.91	5744716	1150	99.98	0.02

Note: All the Ordinary & Special Resolutions as per the Notice convening the 75th Annual General Meeting have been carried with requisite majority.



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**CONSOLIDATED SCRUTINIZER REPORT
(For Remote E-voting & for Physical Ballot)**

To,
Mr. Falgunbhai C. Patel
Chairman & Managing Director
(Chairman of 75th 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 voting through Ballot Paper conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended, at the 75th Annual General Meeting of The Sandesh Limited held on Friday, September 28, 2018, at 10:00 a.m. at Gujarat Law Society Auditorium, G. L. S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad – 380006 (Gujarat)

Dear Sir,

1. I, Ashwin J. Patel, Practicing Company Secretary and the proprietor of M/s. Ashwin J. Patel & Associates, Company Secretaries, having address at B-202, Silver Star, Opp. Kirti Platinum, Chandlodia-Gota Road, Ahmedabad - 382481 (Gujarat), appointed as the Scrutinizer by the Board of Directors of **The Sandesh Limited (the Company)** for the purpose of scrutinizing the voting through remote e-voting process under the provisions of the sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and also for the purpose of scrutinizing the voting through ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended, at the 75th Annual General Meeting (**AGM**) of the Company, on the Resolutions contained in the Notice dated **May 28, 2018** of the 75th AGM of the Company, held on **Friday, September 28, 2018** at 10:00 A.M. at Gujarat Law Society Auditorium, G. L. S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad – 380006 (Gujarat).





2. The Management of the Company is responsible to ensure the compliance with the requirements of the provisions of (i) the Companies Act, 2013 and the Rules relating to remote e-voting and voting by ballot papers, (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) relating to remote e-voting, on the Resolutions contained in the Notice to the 75th AGM of the Company. My responsibility as a scrutinizer for the remote e-voting process and for voting through ballot papers at the 75th AGM is restricted to preparing a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the Notice of the AGM, based on the reports generated from the website of the Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com and voting through ballot papers conducted at the 75th AGM.
3. The Company had made arrangements with CDSL for providing a system of voting to the Members electronically through remote e-voting.
4. The Company had also provided voting facility to the Members of the Company who were present at the venue of the 75th AGM and who had not casted their votes through remote e-voting facility, to vote through ballot paper.
5. The Members of the Company holding shares as on the cut-off date i.e. **Friday, September 21, 2018**, were entitled to vote on the resolutions contained in the Notice of the 75th AGM.
6. I have issued separate Scrutinizer's Report dated **September 28, 2018** i.e. (i) on voting by Electronic means (i.e. Remote e-voting) which commenced from **Tuesday, September 25, 2018** (9:00 A.M.) and ended on **Thursday, September 27, 2018** (5:00 P.M.), and (ii) on voting through ballot papers at the venue of the 75th AGM, on the resolutions contained in the Notice to the 75th AGM of the Company.
7. After conclusion of voting by ballot papers at the 75th AGM, the votes cast thereat were counted, where after the votes cast under remote e-voting facility were unblocked by me in the presence of two witnesses, Mr. Ghanshyam Patel and Mr. Digesh Shah, who are not in the employment of the Company.





8. As requested by the Management of the Company, I submit herewith Consolidated Scrutinizer's Report on the results of remote e-voting together with that of voting by ballot papers at the venue of 75th AGM, stating total votes, invalid votes, votes in favour of the Resolutions (Number & percentage) and the votes against the Resolutions (Number & percentage) as under:

Sr. No.	Item	Type of Resolution	Mode of voting	Total Valid Vote Cast	In favour		Against		Invalid / Abstain	
					No. of Votes in favour	% of votes in favour	No. of Votes Against	% of votes against	No. of Shareholders	No. of votes cast
1	To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 together with the reports of the Board and Auditors thereon	Ordinary	E-voting	5743287	5743137	99.997	150	0.003	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5745716	99.997	150	0.003	5	0
2	To confirm the Interim Dividend of Rs. 5/- per equity share of Rs. 10/- each paid on Equity Shares of the Company as a Final Dividend for the Financial Year 2017-18	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0





3	To appoint a Director in place of Mrs. Pannaben F. Patel (DIN 00050222), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
4	To appoint M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
5	To re-appoint Mr. Mukeshbhai Patel (DIN 00053892) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
6	To re-appoint Mr. Sudhirbhai Nanavati (DIN 00050236) as an Independent	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0





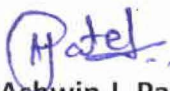
	Director									
7	To re-appoint Mr. Shreyasbhai Pandya (DIN 00050244) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
8	To re-appoint Mr. Sandeepbhai Singhi (DIN 01211070) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0

9. It is further submitted that I have not found invalid vote/s and five Members who were present in the Annual General Meeting but abstained from voting.

10. The electronic data and all other relevant records relating to remote e-voting 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 75th AGM considers, approves and signs the Minutes of the 75th AGM of the Company.

Thanking you,

Yours faithfully,
For Ashwin J. Patel & Associates
Company Secretaries


CS Ashwin J. Patel
Proprietor
FCS 6765
CP No. 10782



Place : Ahmedabad
Date: 28th September, 2018

FOR, THE SUNDESH LIMITED


CHAIRMAN AND MANAGING DIRECTOR



REPORT OF SCRUTINIZER ON REMOTE E-VOTING

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]**

To,

Mr. Falgunbhai C. Patel

Chairman & Managing Director

(Chairman of 75th Annual General Meeting)

THE SANDESH LIMITED

(CIN: L22121GJ1943PLC000183)

'Sandesh Bhavan', Lad Society Road,

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

Ahmedabad-380054 (Gujarat-India)

Dear Sir,

Re.: 75th Annual General Meeting of the Equity Shareholders of THE SANDESH LIMITED held on Friday, September 28, 2018 at 10:00 a.m. at Gujarat Law Society Auditorium, G. L. S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat)

I, Ashwin J. Patel, Practicing Company Secretary and the proprietor of M/s. Ashwin J. Patel & Associates, Company Secretaries, having address at B-202, Silver Star, Opp. Kirti Platinum, Chandlodia - Gota Road, Ahmedabad - 382481 (Gujarat), appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in fair and transparent manner in respect of the below mentioned resolutions, at the 75th Annual General Meeting (AGM) of the Equity Shareholders of **THE SANDESH LIMITED (the Company)**, held on **Friday, September 28, 2018** at 10:00 a.m. at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat), submit my report as under:

1. In accordance with the Notice of 75th AGM sent to the Equity Shareholders, the voting through electronic means (i.e. remote e-voting) commenced from Tuesday, September 25, 2018 (9:00 a.m.) and ended on Thursday, September 27, 2018 (5:00 p.m.).





2. The Equity Shareholders holding shares as on cut-off date i.e. Friday, September 21, 2018, were entitled to vote on the resolutions as stated in the Notice of 75th AGM of the Company.
3. The votes were unblocked on September 28, 2018 in the presence of Mr. Ghanshyam Patel and Mr. Digesh Shah, who are not in the employment of the Company, and who have also signed this report as witnesses in confirmation of votes being unblocked in their presence.
4. The remote e-voting results / list downloaded from the website of Central Depository Services (India) Limited i.e. www.evotingindia.com, is being handed over to the Chairman of the 75th AGM of the Company along with this report.
5. The result of the e-voting is as under:

Resolution No. 1: Ordinary Resolution:

To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 together with the reports of the Board and Auditors thereon

- (i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
41	5743137	99.997

- (ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
1	150	0.003





(iii) **Invalid votes:**

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 2: Ordinary Resolution:

To confirm the Interim Dividend of Rs. 5/- per equity share of Rs. 10/- each paid on Equity Shares of the Company as a Final Dividend for the Financial Year 2017-18

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98

(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) **Invalid votes:**

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0





Resolution No. 3: Ordinary Resolution:

To appoint a Director in place of Mrs. Pannaben F. Patel (DIN 00050222), who retires by rotation and being eligible, offers herself for re-appointment

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98

(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) **Invalid** votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 4: Ordinary Resolution:

To appoint of M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98





(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) **Invalid** votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 5: Special Resolution:

To re-appoint Mr. Mukeshbhai Patel (DIN 00053892) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98

(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) **Invalid** votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0





Resolution No. 6: Special Resolution:

To re-appoint Mr. Sudhirbhai Nanavati (DIN 00050236) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98

(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) Invalid votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 7: Special Resolution:

To re-appoint Mr. Shreyasbhai Pandya (DIN 00050244) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98





(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) Invalid votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 8: Special Resolution:

To re-appoint Mr. Sandeebhai Singhi (DIN 01211070) as an Independent Director

(i) Voted in **favour** of the resolution:

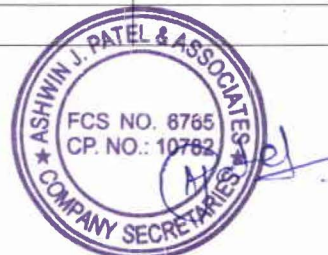
Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
40	5742137	99.98

(ii) Voted **against** the resolution:

Number of members Voted through electronic mode	Number of votes cast by them	% of total number of valid votes cast
2	1150	0.02

(iii) Invalid votes:

Total number of members voted through electronic mode whose votes were declared invalid	Number of votes cast by them
0	0





Ashwin J. Patel & Associates


Company Secretaries

B-202, Silver Star, Opp. Kirti Platinum,
Chandlodia-Gota Road, Ahmedabad-382481
Mob. : 9925066110 E-mail : ashwinpatelcs@gmail.com

6. A register is maintained electronically containing the list of equity shareholders who voted "For" or "Against" and those whose votes were declared invalid for each resolution is enclosed.
7. The said register, and relevant records relating to electronic voting shall remain in my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman of the 75th AGM considers, approves and signs the Minutes of the 75th AGM of the Company.

Thanking you,



**For Ashwin J. Patel & Associates
Company Secretaries**


**CS Ashwin J. Patel
Proprietor
FCS 6765
CP No. 10782**



Place : Ahmedabad
Date: 28th September, 2018

We, the undersigned, witnesseth that the votes were unblocked from the website of Central Depository Services (India) Limited i.e. www.evotingindia.com, in our presence on September 28, 2018 at the office of the Scrutinizer.

Name of Witness -1:	Name of Witness -2:
 (Signature)	 (Signature)
Ghanshyam Patel	Digesh Shah

FOR THE SANDESH LIMITED

CHAIRMAN AND MANAGING DIRECTOR



FORM No. MGT-13

Report of Scrutinizer

*[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To,

Mr. Falgunbhai C. Patel

Chairman & Managing Director

(Chairman of 75th Annual General Meeting)

THE SANDESH LIMITED (CIN: L22121GJ1943PLC000183)

'Sandesh Bhavan', Lad Society Road,

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

Ahmedabad-380054 (Gujarat-India)

**75th Annual General Meeting of the Equity Shareholders of THE SANDESH LIMITED
held on Friday, September 28, 2018 at 10:00 a.m. at Gujarat Law Society
Auditorium, G. L. S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-
380006 (Gujarat)**

Dear Sir,

I, Ashwin J. Patel, Practicing Company Secretary and proprietor of M/s. Ashwin J. Patel & Associates, Company Secretaries, having address at B-202, Silver Star, Opp. Kirti Platinum, Chandlodia - Gota Road, Ahmedabad - 382481 (Gujarat), appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 75th Annual General Meeting (**AGM**) of the Equity Shareholders of **THE SANDESH LIMITED**, held on **Friday, September 28, 2018** at 10:00 a.m. at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the M/s. MCS Share Transfer Agent Limited, Registrar and Share





Transfer Agents of the Company and the authorizations/proxies lodged with the Company

3. No poll paper was incomplete and/or which was otherwise found defective has been treated as invalid and hence not required to be kept separately.

The result of the Poll is as under:

Resolution No. 1: Ordinary Resolution:

To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 together with the reports of the Board and Auditors thereon

- (i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100

- (ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- (iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 2: Ordinary Resolution:

To confirm the Interim Dividend of Rs. 5/- per equity share of Rs. 10/- each paid on Equity Shares of the Company as a Final Dividend for the Financial Year 2017-18





(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 3: Ordinary Resolution:

To appoint a Director in place of Mrs. Pannaben F. Patel (DIN 00050222), who retires by rotation and being eligible, offers herself for re-appointment

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0





(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 4: Ordinary Resolution:

To appoint of M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 5: Special Resolution:

To re-appoint Mr. Mukeshbhai Patel (DIN 00053892) as an Independent Director

(i) Voted in **favour** of the resolution:





Ashwin J. Patel & Associates

Company Secretaries

B-202, Silver Star, Opp. Kirti Platinum,
Chandlodia-Gota Road, Ahmedabad-382481
Mob. : 9925066110 E-mail : ashwinpatel.cs@gmail.com

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	0

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 6: Special Resolution:

To re-appoint Mr. Sudhirbhai Nanavati (DIN 00050236) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	0

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0





(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 7: Special Resolution:

To re-appoint Mr. Shreyasbhai Pandya (DIN 00050244) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No. 8: Special Resolution:

To re-appoint Mr. Sandeepbhai Singhi (DIN 01211070) as an Independent Director

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	2579	100





Ashwin J. Patel & Associates

Company Secretaries

B-202, Silver Star, Opp. Kirti Platinum,
Chandlodia-Gota Road, Ahmedabad-382481
Mob. : 9925066110 E-mail : ashwinpatelcs@gmail.com

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board of Directors of THE SANDESH LIMITED for safe keeping.

Thanking you,

**For Ashwin J. Patel & Associates
Company Secretaries**

**CS Ashwin J. Patel
Proprietor
FCS 6765
CP No. 10782**



Place : Ahmedabad
Date: 28th September, 2018

Encl : As Above

FOR, THE SANDESH LIMITED

CHAIRMAN AND MANAGING DIRECTOR

75TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2018

Declaration of Result of Remote e-voting and Voting through Poll

Pursuant to the provisions of section 108 of the Companies Act, 2013 ("Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, THE SANDESH LIMITED ("the Company") had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions as stated in the notice of 75th Annual General Meeting ("AGM"). The remote e-voting was open from 9:00 a.m. on Tuesday, September 25, 2018 upto 5:00 p.m. on Thursday, September 27, 2018.

Further to the remote e-voting facility as provided, the Company has also provided voting through Poll paper pursuant to the provisions of Section 109 of the Act and Rule 21 of the Rules, to the Members at the venue of 75th AGM, to exercise their right to vote on the business items as stated in the Notice of the 75th AGM.

Pursuant to the General Circular No. 20/2014 of the Ministry of Corporate Affairs, dated June 17, 2014 voting by show of hands as per section 107 of the Companies Act, 2013 is not allowed in case where Rule 20 of the Rules relating to the e-voting facility is applicable.

The Board of Directors had appointed Mr. Ashwin J. Patel, Practicing Company Secretary and proprietor of M/s. Ashwin J. Patel & Associates, Company Secretaries, Ahmedabad, as Scrutinizer for e-voting and voting through poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 p.m. on September 27, 2018 and on the voting through poll at the 75th AGM and submitted his reports on remote e-voting and also on voting through poll. The Reports of the Scrutinizer are enclosed.

The consolidated Voting Results (via remote e-voting and voting through poll at 75th AGM), as per the Scrutinizer's Report is as under:

Sr. No.	Item	Type of Resolution	Mode of voting	Total Valid Vote Cast	In favour		Against		Invalid / Abstain	
					No. of Votes in favour	% of votes in favour	No. of Votes Against	% of votes against	No. of Shareholders	No. of votes cast
1	To consider and adopt Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2018 together with the reports of the Board and Auditors thereon	Ordinary	E-voting	5743287	5743137	99.997	150	0.003	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5745716	99.997	150	0.003	5	0
2	To confirm the Interim Dividend of Rs. 5/- per equity share of Rs. 10/- each paid on Equity Shares of the Company as a Final Dividend for the Financial Year 2017-18	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
3	To appoint a Director in place of Mrs. Pannaben F. Patel (DIN 00050222), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0



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. : 91-079-40004242 E-mail : secretarial@sandesh.com, cs@sandesh.com

VISIT US : WWW.SANDESH.COM

4	To appoint M/s. S G D G Associates & LLP (Firm Registration No. W100188 LLPIN: AAI-3248), Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration	Ordinary	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
5	To re-appoint Mr. Mukeshbhai Patel (DIN 00053892) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
6	To re-appoint Mr. Sudhirbhai Nanavati (DIN 00050236) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
	To re-appoint Mr. Shreyasbhai Pandya (DIN 00050244) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0
8	To re-appoint Mr. Sandeepbhai Singhi (DIN 01211070) as an Independent Director	Special	E-voting	5743287	5742137	99.98	1150	0.02	0	0
			Poll	2579	2579	100.00	0	0.00	5	0
			Total	5745866	5744716	99.98	1150	0.02	5	0

Based on the Reports of the Scrutinizer, all Resolutions as set out in the Notice of 75th AGM have been duly approved by the Members with the requisite majority.

For & on behalf of,
THE SANDESH LIMITED


FALGUNBHAI C. PATEL
(DIN: 00050174)
(Chairman of 75th Annual General Meeting)
C/o. 'Sandesh Bhavan', Lad Society Road,
B/h. Vastrapur Gam, P.O. Bodakdev,
Ahmedabad-380054 (Gujarat-India)



Date: September 29, 2018
Place: Ahmedabad

THE SANDESH LIMITED (CIN : L22121GJ1943PLC000183)

REGD. OFFICE : SANDESH BHAVAN, LAD SOCIETY ROAD, B/H. VASTRAPUR GAM, P.O. BODAKDEV, AHMEDABAD-380 054.

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**PURSUANT TO REGULATION 30 OF LISTING REGULATIONS- DETAILS OF THE DIRECTORS WHO
HAVE BEEN REAPPOINTED AT THE 75TH AGM**

1. Details of Ms. Pannaben F. Patel (DIN: 00050222), who was liable to retire by rotation and being eligible offered herself for the reappointment, and was duly re-appointed:

Sr. No.	Particulars	Information
1	Reason for change viz., appointment	Pursuant to provisions of Section 152(6) of the Companies Act, 2013, Ms. Pannaben F. Patel, Director of the Company, was liable to retire by rotation and being eligible offered herself for re-appointment at the 75 th AGM
2	Date of appointment & term of appointment	Ms. Pannaben F. Patel, Director was appointed on 29.10.2010 and whose period of office shall be liable to determination by retirement by rotation, who has been re-appointed at the 75 th AGM
3	Brief Profile	Ms. Pannaben F. Patel is a holder of degree in the field of B.A. with Economics. She is a social worker and associated with many social groups and charitable entities and is actively involved in various philanthropic activities in the interest of the community.
4	Disclosure of Relationships between Directors	Ms. Pannaben F. Patel is the spouse of Mr. Falgunbhai C. Patel, the Chairman and Managing Director and the Mother of Mr. Parthiv F. Patel, the Managing Director of the Company.

2. Details of Mr. Mukeshbhai Patel (DIN: 00053892) who is re-appointed as an Independent Director of the Company:

Sr. No.	Particulars	Information
1	Reason for change viz., appointment	Re-appointment of Mr. Mukeshbhai Patel as Independent Director for a further term of five consecutive years in accordance with section 149 of the Companies Act, 2013
2	Date of appointment & term of appointment	Mr. Mukeshbhai Patel is re-appointed as an Independent Director for a consecutive period of five years commencing from April 1, 2019 till March 31, 2024 at the 75 th AGM.
3	Brief Profile	<p>Qualification: B. Com & LL.B.</p> <p>Resume, Experience and Nature of Expertise: An Eminent Advocate and International Tax Expert, Mr. Mukeshbhai Patel enjoys over four decades extensive experience in the legal profession, with expertise in the fields of Tax Planning, Appellate Matters, International Taxation, Tax and Investment Planning for Non-Resident Indians and Foreign Collaborations.</p> <p>Over the past 40 years, he has been actively involved in Legal Education and Tax Journalism, as a Visiting Faculty with the Gujarat Law Society, the Indian Institute of Management, Ahmedabad and the Gujarat National Law University, as a Columnist through his well</p>



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		<p>read weekly columns on Direct Taxes with 'Sandesh', 'Gujarat Mitra,' 'The Times of India,' 'Ahmedabad Mirror' and 'New Indian Express.'</p> <p>He has authored a number of acclaimed books on Personal Tax & Investment Planning and Self Development, both in English and Gujarati and also hosted popular TV Shows 'Tax Planning with Mukesh Patel' on <i>CNBC Bazaar</i>, 'Tax Guru' on <i>CNBC Awaaz</i>, 'Budget Analysis' on <i>Sandesh News</i>, 'Tax Free' on <i>Doordarshan</i> and 'Money Magic' on <i>Zee Gujarati</i>.</p> <p>As an Institution Builder, he has groomed and nurtured several leading institutions with his dynamic vision and leadership during his Presidential Tenure, prominent among them being the Ahmedabad Management Association, the Gujarat Chamber of Commerce & Industry, the Indian Red Cross Society, Ahmedabad, the Indo-Japan Friendship Association, Gujarat, the All Gujarat Federation of Tax Consultants, the Income-tax Appellate Tribunal Bar Association, Income-tax Bar Association, Tax Advocates Association and the Dehgam Taluka Education Society.</p> <p>He has served as Chairman of the Ahmedabad Stock Exchange and as a Member of the National Executive Committee of FICCI and ASSOCHAM. He is also a Director on the Board of a number of leading public companies.</p> <p>In October, 2015, he was appointed by the Finance Minister, as an Expert on the Justice Easwar Committee for Simplification of the Income-tax Act, Rules and Procedures.</p> <p>In November, 2017, he has been appointed by the Government of India as an Expert on the Six Member Official Task Force, which has been entrusted the key assignment of drafting a New Income-Tax Act, in tune with best international tax practices and the economic needs of India.</p> <p>In recognition of his noteworthy contribution and achievements as an Eloquent Speaker, he received 'Fellowship of the World Academy of Speakers' in 1981 and 'Outstanding Speaker of the 20th Century Award' in 2000. His studied and thought provoking annual presentations on the Analysis of the Union Budget for nearly four decades now are very eagerly looked forward to.</p> <p>Widely traveled around the world, he is an ardent photographer. A champion supporter of the Red Cross and an ardent crusader of the Voluntary Blood Donation Movement, he is a Centurion Blood Donor, having himself donated blood for 151 times.</p> <p>In April, 2017 he was conferred with 'The Order of the Rising Sun', the highest Decoration & Recognition from the Emperor of Japan and the Japanese Government, in appreciation of his 45 year long association and contributions for the cause of furthering Indo-Japanese Relations on academic, business and cultural fronts.</p>
4	Disclosure of Relationships between Directors	Mr. Mukeshbhai Patel is not related to any Director of the Company



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3. Details of Mr. Sudhirbhai Nanavati (DIN: 00050236) who is re-appointed as an Independent Director of the Company:

Sr. No.	Particulars	Information
1	Reason for change viz., appointment	Re-appointment of Mr. Sudhirbhai Nanavati as Independent Director for a further term of five consecutive years in accordance to Section 149 of the Companies Act, 2013
2	Date of appointment & term of appointment	Mr. Sudhirbhai Nanavati is re-appointed as an Independent Director for a consecutive period of 5 years commencing from April 1, 2019 till March 31, 2024 at the 75 th AGM.
3	Brief Profile	<p>Qualification and Designation: B.Com, LL.B., Advocate started practice in the year 1971. Designated by the Gujarat High Court as Senior Advocate in 1997. Practicing in Supreme Court of India, Gujarat High Court, Bombay High Court, Delhi High Court, etc.</p> <p>Recipient of the following Awards:</p> <ul style="list-style-type: none"> • The Contemporary Achiever Award” by Divya Bhaskar as amongst 100 Most Honourable People of Gujarat. • “Visionary Award in the field of Law & Education” by Vision Foundation of Gujarat. • “Shaleen Manav Ratna” Award by Anoopam Mission. • “Indian Achiever Award” by Indo-Thai Business Community Forum. • “Gold Star Award” by Indian Achievers Forum, Bangkok for Excellence in Education. • “Best Educationalist Award” by AIMS (Awakening India for Modifying Society) Forum. • “Excellence Management Award” by IAAP at Tirupati. • “Professional Excellency Award” by Rotary Club, Ahmedabad. • “InSPA Educational Excellence Award 2014” conferred by Indian School Psychology Association at the hands of Honorable Chief Minister, Puducherry Mr. N. Rangasamy. <p>Other Achievements:</p> <ul style="list-style-type: none"> • Appointed as Ambassador of Gujarat for “Swachh Bharat Abhiyan” by former Hon’ble Chief Minister of Gujarat State Mrs. Anandiben Patel. • Was appointed as One Member Inquiry Commission by B.C.C.I. (Board of Control for Cricket in India) to give the verdict on the Cricketers Harbhajan-Sreesanth “Slapgate” issue in the year 2008. • Special recognition given by Gujarat University on completion of 30 years consecutive Member of Executive Counsel and contribution in the Higher Education in the year 2009.
4	Disclosure of Relationships between Directors	Mr. Sudhirbhai Nanavati is not related to any Director of the Company.



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4. Details of Mr. Shreyasbhai Pandya (DIN: 00050244 who is re-appointed as an Independent Director of the Company):

Sr. No.	Particulars	Information
1	Reason for change viz., appointment	Re-appointment of Mr. Shreyasbhai Pandya as Independent Director for a further term of five consecutive years in accordance to Section 149 of the Companies Act, 2013
2	Date of appointment & term of appointment	Mr. Shreyasbhai Pandya is re-appointed as an Independent Director for a consecutive period of 5 years commencing from April 1, 2019 till March 31, 2024 at the 75 th AGM.
3	Brief Profile	<p>Qualification: B.Com and Diploma in Printing Technology</p> <p>Resume, Experience and Nature of Expertise: Mr. Shreyasbhai Pandya is the Managing Director of Sahitya Mudranalaya Pvt., Ltd. one of the largest Printing & Data Processing House of Gujarat and having Certification of ISO 27001:2013.</p> <p>With 44 years of experience in Printing Industry he is awarded "Guttenberg Award" as Stalwart of Printing Industry by All India Federation of Master Printers.</p> <p>He has also been awarded as Star Printer of SAARC Nations during September, 2009</p> <p>Other Honors:</p> <ul style="list-style-type: none"> • Sahitya Mudranalaya is a winner of Presidential Awards for excellence in printing. • He has also been awarded with certificate of excellence at the First South Asia Print Congress amongst SAARC countries. • He is also a winner of several National and State level awards. • He is also empanelled as Security Printer by Indian Banks' Association for printing of MICR instruments <p>Other Prestigious positions held:</p> <ul style="list-style-type: none"> • President (2003-2004) of Gujarat Chamber of Commerce & Industry • Vice President (West) (1990-1991) of All India Federation of Master Printers. • President (1987-2003) for Ahmedabad Printing Press Association.
4	Disclosure of Relationships between Directors	Mr. Shreyasbhai Pandya is not related to any Director of the Company.



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5. Details of Mr. Sandeepbhai Singhi (DIN: 01211070) who is re-appointed as an Independent Director of the Company:

<u>Sr. No.</u>	<u>Particulars</u>	<u>Information</u>
1	Reason for change viz., appointment	Re-appointment of Mr. Sandeepbhai Singhi as Independent Director for a further term of five consecutive years in accordance to Section 149 of the Companies Act, 2013
2	Date of appointment & term of appointment	Mr. Sandeepbhai Singhi is re-appointed as an Independent Director for a consecutive period of 5 years commencing from April 1, 2019 till March 31, 2024 at the 75 th AGM.
3	Brief Profile	<p>Mr. Sandeepbhai Singhi is a B.Sc. LL.B. He became a law graduate from the Gujarat University 1989 and has since been enrolled as an Advocate with the Bar Council of Gujarat. He is also a member of International Bar Association.</p> <p>He has rich experience of two decades in handling corporate and commercial litigations, Arbitrations, Writs, Banking Laws, Securitization Act, Mergers and Demergers and other Company law matters including matters relating to Insolvency and Bankruptcy Code.</p> <p>He was co-opted as a member of Corporate & Business Law Committee, constituted by Gujarat Chamber of Commerce and Industry for the year 1999-2000.</p>
4	Disclosure of Relationships between Directors	Mr. Sandeepbhai Singhi is not related to any Director of the Company.



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**PURSUANT TO REGULATION 30 - DETAILS OF THE STATUTORY AUDITOR WHO HAS BEEN
APPOINTED AT THE 75TH AGM**

Sr. No.	Particulars	Information
1	Reason for change viz., appointment	Appointment of statutory auditors in compliance with the provisions of Section 139 of the Companies Act, 2013
2	Date of appointment & term of appointment	M/s. S G D G & ASSOCIATES LLP, Chartered Accountants (Firm Registration No. W100188 LLPIN: AAI-3248) has been appointed as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of 75 th Annual General Meeting of the Company till the conclusion of 80 th Annual General Meeting.
3	Brief Profile	M/s. S G D G & Associates LLP, Chartered Accountants, is a team of young and energetic partners having positive approach to provide expert and professional services with due care of professional ethics. They offer fast and reliable services in the field of income tax, auditing, certification, business formation, consultancy services and chartered accountant services. The partners of the aforesaid firm are having a vast experience in the field of audit, accounts, taxation, due diligence, corporate law and management.



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