સંદેશ

**October 1, 2015**

**SPEED POST / EMAIL**

To,

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.)**

**RE: Details of voting results at the 72nd Annual General Meeting**
Ref: Clause 35A of the Listing Agreement

Dear Sir / Madam,

Apropos the captioned subject, please find enclosed herewith the details of Voting Results in the stipulated format of the 72nd Annual General Meeting of the Company held on Wednesday, September 30, 2015 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat).

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**

**ENCL: AS ABOVE**

***CC TO:***
**National Securities Depository Limited**
Trade World, A wing, 4th & 5th Floors,
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 (GUJ.)

| | |
|---|---|
| Date of AGM | **WEDNESDAY, SEPTEMBER 30, 2015** |
| Total No. of Shareholders on record date | **3749 - [Book Closure from 26/09/2015 to 30/09/2015 (both days inclusive)] Cut off date for voting: 24/09/2015** |

**NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY**

| Category | Present in person (Including Authorised Representative) | Present through proxy | Total |
|---|---|---|---|
| **Promoters and Promoters Group** | 7 | 0 | 7 |
| **Public** | 33 | 8 | 41 |
| **Total** | **40** | **8** | **48** |

**NO. OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING: (Not arranged)**

| | |
|---|---|
| Promoters and Promoters Group | NIL |
| Public | NIL |

**Voting by Members:**

| Item No. | Detials of Agenda | Resolution | Mode of Voting [Show of hands / poll / | Remarks |
|---|---|---|---|---|
| 1 | To receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon | Ordinary | E-voting and Poll at Meeting | With requisite majority |
| 2 | To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15 | Ordinary | E-voting and Poll at Meeting | With requisite majority |
| 3 | To re-appointment of Smt. Pannaben F. Patel (DIN 00050222) as a Director of the Company, who retires by rotation | Ordinary | E-voting and Poll at Meeting | With requisite majority |
| 4 | To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as Auditors of the Company and fixing their remuneration | Ordinary | E-voting and Poll at Meeting | With requisite majority |
| 5 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation | Ordinary | E-voting and Poll at Meeting | With requisite majority |
| 6 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time Director | Ordinary | E-voting and Poll at Meeting | With requisite majority |

THE SANDESH LTD. AHMEDABAD

FOR, THE SANDESH LTD.

DHAVAL PANDYA
COMPANY SECRETARY

Disclosure pertaining to Voting Results of the 72nd Annual General Meeting of the Company held on Wednesday, 30th September, 2015
Clause 35A of the Listing Agreement

THE SANDESH LIMITED (CIN - L22121GJ1943PLC000183)
REGD. OFFICE : "SANDESH BHAVAN", LAD SOCIETY ROAD, B/H. VASTRAPUR GAM, P.O. BODAKDEV, AHMEDABAD - 380 054 (GUJ.)

**DETAIL OF THE AGENDA AND VOTING RESULTS**

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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] |
| **Item No.1 (Ordinary Resolution)** | **Result of voting through electronic means (e-voting)** | | | | | | | |
| To receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 136075 | 7.14 | 136075 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **5799092** | **76.61** | **5799092** | **0** | **100.00** | **0.00** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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] |
| **Item No.2 (Ordinary Resolution)** | **Result of voting through electronic means (e-voting)** | | | | | | | |
| To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15 | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 136075 | 7.14 | 128875 | 7200 | 94.71 | 5.29 |
| | **TOTAL** | **7569421** | **5799092** | **76.61** | **5791892** | **7200** | **99.88** | **0.12** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |



Disclosure pertaining to Voting Results of the 72nd Annual General Meeting of the Company held on Wednesday, 30th September, 2015
Clause 35A of the Listing Agreement

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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 |
| **Item No.3 (Ordinary Resolution)** To re-appointment of Smt. Pannaben F. Patel (DIN 00050222) as a Director of the Company, who retires by rotation | **Result of voting through electronic means (e-voting)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0 |
| | Public - Others | 1905904 | 133915 | 7.03 | 128875 | 5040 | 96.24 | 3.763581376 |
| | **TOTAL** | **7569421** | **5796932** | **76.58** | **5791892** | **5040** | **99.91** | **0.086942541** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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 |
| **Item No.4 (Ordinary Resolution)** To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as Auditors of the Company and fixing their remuneration | **Result of voting through electronic means (e-voting)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 136075 | 7.14 | 128875 | 7200 | 94.71 | 5.29 |
| | **TOTAL** | **7569421** | **5799092** | **76.61** | **5791892** | **7200** | **99.88** | **0.12** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |



THE SANDESH LIMITED (CIN - L22121GJ1943PLC000183)
REGD. OFFICE : "SANDESH BHAVAN", LAD SOCIETY ROAD, B/H. VASTRAPUR GAM, P.O. BODAKDEV, AHMEDABAD - 380 054 (GUJ.)

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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] |
| **Item No.5 (Ordinary Resolution) Special Business** To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation | **Result of voting through electronic means (e-voting)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 136075 | 7.14 | 128875 | 7200 | 94.71 | 5.29 |
| | **TOTAL** | **7569421** | **5799092** | **76.61** | **5791892** | **7200** | **99.88** | **0.12** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |

| Resolution | Promoter/Public | No. of shares held# | No. of votes polled$ | % of Votes Polled on outstanding shares | No. of votes - in favour | No. of votes - in 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] |
| **Item No.6 (Ordinary Resolution) Special Business** To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time Director | **Result of voting through electronic means (e-voting)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 5663017 | 100.00 | 5663017 | 0 | 100.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 136075 | 7.14 | 128875 | 7200 | 94.71 | 5.29 |
| | **TOTAL** | **7569421** | **5799092** | **76.61** | **5791892** | **7200** | **99.88** | **0.12** |
| | **Result of voting of Poll (at the AGM)** | | | | | | | |
| | Promoter & Promoter Group | 5663017 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Public - Institutional | 500 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Public - Others | 1905904 | 14622 | 0.77 | 14622 | 0 | 100.00 | 0.00 |
| | **TOTAL** | **7569421** | **14622** | **0.77** | **14622** | **0** | **100.00** | **0.00** |

# Voting rights are in proportion to shares held
$ Excludes invalid votes

THE SANDESH LTD. AHMEDABAD

FOR, THE SANDESH LTD.

DHAVAL PANDYA
COMPANY SECRETARY

Disclosure pertaining to Voting Results of the 72nd Annual General Meeting of the Company held on Wednesday, 30th September, 2015
Clause 35A of the Listing Agreement

સંદેશ

**October 01, 2015**

**SPEED POST / EMAIL**

To,

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.)**

**RE: Declaration of voting results at 72nd Annual General Meeting**

Dear Sir / Madam,

We would like to inform you that the 72nd Annual General Meeting of the Company was held on Wednesday, September 30, 2015 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat). The results of the votes cast through remote e-voting and poll taken at the Meeting on all the resolutions are enclosed herewith along with the copy of Consolidated Scrutinizer's Report which would also be available on the website of the Company.

The details regarding voting results in the specified format would be submitted separately as per the provisions of clause 35A of the Listing Agreement with the Stock Exchanges.

We request you to kindly take the above on your records.

Thanking you,

Yours sincerely,
**For, THE SANDESH LIMITED**

**Dhaval Pandya**
**COMPANY SECRETARY**

**ENCL: AS ABOVE**

સંદેશ

## 72ND ANNUAL GENERAL MEETING HELD ON 30TH SEPTEMBER, 2015

### Declaration of Result of Remote e-voting and Poll

Pursuant to the provisions of section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, M/s. THE SANDESH LIMITED ("**the Company**" for short) had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the notice of 72nd Annual General Meeting ("**AGM**" for short). The remote e-voting was open from 9:00 A.M. on 26th September, 2015 upto 5:00 P.M. on 29th September, 2015.

Pursuant to the General Circular No. 20/2014 of the Ministry of Corporate Affairs, dated 17th June, 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 Companies (Management and Administration) Amendment Rules, 2015 relating to the e-voting facility is applicable. The Company has provided the remote e-Voting facility and Ballot Papers to the Members to exercise their right to vote on the business items as stated in the Notice of AGM.

The Board of Directors had appointed Mr. Jignesh A. Maniar, Practicing Company Secretary of M/s. Jignesh A. Maniar & Associates, Company Secretaries, Ahmedabad, as Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 P.M. on 29th September, 2015 and on the poll at AGM and submitted his reports on remote e-voting and also on poll on 01st October, 2015 respectively. The Reports of the Scrutinizer are attached herewith.



THE SANDESH LIMITED AHMEDABAD સંદેશ

**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

The consolidated Report as per the Scrutinizer's above mentioned Reports is as under:

| S.N. | Item | Type of Resolution | Mode of voting | Total Valid Vote Casted | 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 receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon | Ordinary | E-voting | 5799092 | 5799092 | 99.75 | 0.00 | 0.00 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5813714 | 100.00 | 0.00 | 0.00 | NIL | NIL |
| 2 | To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15 | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 3 | To re-appointment of Smt. Pannaben P. Patel (DIN 00050222) as a Director of the Company, who retires by rotation | Ordinary | E-voting | 5796932 | 5791892 | 99.66 | 5040 | 0.09 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5811554 | 5806514 | 99.91 | 5040 | 0.09 | NIL | NIL |
| 4 | To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as Auditors of the Company and fixing their remuneration | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 5 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 6 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time Director | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0.00 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |

Based on the Reports of the Scrutinizer, all Resolutions as set out in the Notice of 72nd AGM have been duly approved by the Members with the requisite majority.

**For & on behalf of,**
**THE SANDESH LIMITED**

**FALGUNBHAI PATEL**
(DIN: 00050174)
(Chairman of 72nd Annual General Meeting)
C/o. 'Sandesh Bhavan', Lad Society Road,
B/h. Vastrapur Gam, P.O. Bodakdev,
Ahmedabad-380054 (Gujarat-India)
Date: 01.10.2015
Place: Ahmedabad



**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

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

## CONSOLIDATED SCRUTINIZERS' REPORT

To,
Chairman & Managing Director
**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 Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 at the 72nd Annual General Meeting of The Sandesh Limited**

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), appointed as the Scrutinizer by the Board of Directors of The Sandesh Limited (the Company, for short) for the purpose of scrutinizing the voting through e-voting process under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and also for the purpose of scrutinizing the voting through ballot paper at the 72nd Annual General Meeting of the Company, on the resolutions contained in the Notice dated 26th May, 2015 of the 72nd Annual General Meeting of the Company, held on Wednesday, the 30th September, 2015 at 10:00 A.M. at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat-India).



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

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 e-voting and voting by ballot paper on the resolutions contained in the Notice to the 72nd Annual General Meeting of the Company. My responsibility as a scrutinizer for the e-voting process and for voting through ballot paper at the Annual General Meeting is restricted to preparing a Scrutinizer's Report of the votes cast "*in favor*" or "*against*" the resolutions stated in notice of the Annual General Meeting, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) and voting through ballot paper conducted at the Annual General Meeting.

3. The Company has made arrangements with NSDL for providing a system of voting by the Members electronically through remote e-voting.

4. The Company has also provided voting facility to the Members of the Company, who were present at the 72nd Annual General Meeting and who had not already cast 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 (Thursday, 24th September, 2015) were entitled to vote on the resolutions as contained in the Notice of the 72nd Annual General Meeting.

6. I have issued separate Scrutinizer's Reports dated Thursday, 01st October, 2015 (a) on voting by Electronic means (i.e. Remote e-voting) which commenced from Saturday, 26th September, 2015 (9:00 A.M.) and ended on Tuesday, 29th September, 2015 (5:00 P.M.), and (b) on voting through ballot papers, on the resolutions contained in the Notice to the 72nd Annual General Meeting of the Company.

7. After conclusion of voting by ballot papers at the 72nd Annual General Meeting, the votes cast thereat were counted, where after the votes cast under e-voting facility were unblocked by me in the presence of two witnesses, Mr. Fagesh R. Soni and Mr. Ghanshyambhai D. Patel, who were not in the employment of the Company.

8. As requested by the management of the Company, I submit herewith Consolidated



Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

Scrutinizer's Report on the results of e-voting together with that of voting by ballot papers, stating total votes, invalid votes, votes in favour of the Resolutions (Number & percentage) and the votes against the Resolutions (Number & percentage) as under:

| S. N. | Item | Type of Resolution | Mode of voting | Total Valid Vote Casted | 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 receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon | Ordinary | E voting | 5799092 | 5799092 | 99.75 | NIL | 0.00 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | NIL | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5813714 | 100.00 | NIL | 0.00 | NIL | NIL |
| 2 | To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15 | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | NIL | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 3 | To re-appointment of Smt. Pannaben F. Patel (DIN 00050222) as a Director of the Company, who retires by rotation | Ordinary | E-voting | 5796932 | 5791892 | 99.66 | 5040 | 0.09 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | NIL | 0.00 | NIL | NIL |
| | | | Total | 5811554 | 5806514 | 99.91 | 5040 | 0.09 | NIL | NIL |
| 4 | To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as Auditors of the Company and fixing their remuneration | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | NIL | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 5 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |
| 6 | To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time Director | Ordinary | E-voting | 5799092 | 5791892 | 99.62 | 7200 | 0.12 | NIL | NIL |
| | | | Poll | 14622 | 14622 | 0.25 | 0 | 0.00 | NIL | NIL |
| | | | Total | 5813714 | 5806514 | 99.88 | 7200 | 0.12 | NIL | NIL |



Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

9. It is further submitted that I did not find any invalid votes

10. The electronic data and all other relevant records relating to 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 Meeting considers, approves and signs the Minutes of the 72nd Annual General Meeting of the Company.

Thanking you,

Yours faithfully,
**FOR, JIGNESH A. MANIAR & ASSOCIATES**
COMPANY SECRETARIES (C.P. No. : 6996)

JIGNESH A MANIAR & ASSOCIATES * COMPANY SECRETARIES * F.C.S. NO.3468 C.P NO 6996

**PROPRIETOR**
**JIGNESH A. MANIAR (F.C.S. No. : 3468)**

**Place: Ahmedabad**
**Date: October 01, 2015**

COUNTERSIGNED BY,
For, THE SANDESH LTD,
Chairman

THE SANDESH LTD. * AHMEDABAD *

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

**FORM No. MGT-13**

**Report of Scrutinizer**

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

To,
Chairman & Managing Director
**THE SANDESH LIMITED** (CIN: L22121GJ1943PLC000183)
'Sandesh Bhavan', Lad Society Road,
B/h. Vastrapur Gam, P.O. Bodakdev,
Ahmedabad-380054 (Gujarat-India)

**72nd Annual General Meeting of the Equity Shareholders of THE SANDESH LIMITED held on Wednesday, 30th September, 2015 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat)**

Dear Sir,

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), appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 72nd Annual General Meeting of the Equity Shareholders of **THE SANDESH LIMITED**, held on Wednesday, 30th September, 2015 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006, 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 boxes were 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 Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. I did not find any poll papers invalid.]

4. The result of the Poll is as under:




Resolution No. 1: Ordinary Resolution:

| |
|---|
| To receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon |

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

(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 |
|---|---|---|
| 25 | 14622 | 100.00 |

(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 |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) **Invalid** votes:

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

Resolution No. 2: Ordinary Resolution:

To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15

(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 |
|---|---|---|
| 25 | 14622 | 100.00 |

(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 |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) Invalid votes:

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

JIGNESH A. MANLAR & ASSOCIATES F.C.S. NO.3468 C.P.NO. 6936 COMPANY SECRETARIES

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

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

To re-appointment of Smt. Pannaben F. Patel (DIN 00050222) as a Director of the Company, who retires by rotation

(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 |
|---|---|---|
| 25 | 14622 | 100.00 |

(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 |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) **Invalid** votes:

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

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

To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as 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 |
|---|---|---|
| 25 | 14622 | 100.00 |

(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 |
|---|---|---|
| NIL | NIL | 0.00 |

JIGNESH A. MANIAR & ASSOCIATES COMPANY SECRETARIES F.C.S. NO 3469 C.P. NO 6995

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

(iii) **Invalid** votes:

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

**Resolution No. 5: Ordinary Resolution:**

To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation

(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 |
|---|---|---|
| 25 | 14622 | 100.00 |

(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 |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) Invalid votes:

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

**Resolution No. 6: Ordinary Resolution:**

To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time 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 |
|---|---|---|
| 25 | 14622 | 100.00 |



Jignesh A. Maniar & Associates
COMPANY SECRETARIES

93, Surdhara Bunglows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118 E-mail : jignesh@gujoil.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 |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) Invalid votes:

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

5. 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.

6. 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, JIGNESH A. MANIAR & ASSOCIATES**
**COMPANY SECRETARIES (C.P. No. : 6996)**

JIGNESH A. MANIAR & ASSOCIATES · COMPANY SECRETARIES · F.C.S. NO.3468 C.P.NO. 6996

**PLACE: AHMEDABAD**
**DATE: October 01, 2015**

**PROPRIETOR**
**JIGNESH A. MANIAR (F.C.S. No. : 3468)**

**ENCL: AS ABOVE**

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

## REPORT OF SCRUTINIZER ON E-VOTING RESULTS

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

October 1, 2015

To,
Shri Falgunbhai C. Patel
Chairman & Managing Director
**THE SANDESH LIMITED** (CIN: L22121GJ1943PLC000183)
'Sandesh Bhavan', Lad Society Road,
B/h. Vastrapur Gam, P.O. Bodakdev,
Ahmedabad-380054 (Gujarat-India)

Dear Sir,

**Re: 72nd Annual General Meeting of the Equity Shareholders of THE SANDESH LIMITED to be held on Wednesday, 30th September, 2015 at 10:00 A.M. at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006**

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), appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process in fair and transparent manner in respect of the below mentioned resolutions proposed at the 72nd Annual General Meeting ('**AGM**') of the Equity Shareholders of **THE SANDESH LIMITED** ('**the Company**' for short), held at 10:00 A.M. on Wednesday, 30th September, 2015 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006, hereby submit my report as under:

1. In accordance with the Notice of AGM sent to the Equity Shareholders, the voting through electronic (Remote e-Voting) means was started on at 9:00 A.M. on 26th September, 2015 and ended at 5:00 P.M. on 29th September, 2015.

2. The Equity Shareholders holding shares as on cut-off date i.e. 24th September, 2015 were entitled to vote on the resolutions as stated in the Notice of AGM of the Company.

3. The votes were unblocked on 30th September, 2015 in the presence of Mr. Fagesh R. Soni and Mr. Ghanshyambhai D. Patel who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.

4. The e-voting results/list downloaded from the website of National Securities Depository Limited (www.evoting.nsdl.com) is being handed over to the Chairman & Managing Director of the Company along with this report.

5. The result of the e-voting is as under:

JIGNESH A. MANIAR & ASSOCIATES COMPANY SECRETARIES F.C.S. NO.3466 C.P. NO. 6996

Jignesh A. Manlar & Associates
COMPANY SECRETARIES

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

**Resolution No. 1: Ordinary Resolution:**

To receive, consider, approve and adopt Audited Financial Statement for the year ended March 31, 2015 together with the reports of the Board and Auditors thereon

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 33 | 5799092 | 100.00 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| NIL | NIL | 0.00 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No. 2: Ordinary Resolution:**

To declare dividend @40% i.e. Rs. 4/- per equity share on fully paid up equity share of Rs. 10 each for the Financial Year 2014-15

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 31 | 5791892 | 99.88 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 2 | 7200 | 0.12 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

JIGNESH MANIAR & ASSOCIATES C.S. NO.3468 C.P. NO. 6996 COMPANY SECRETARIES

Jignesh A. Manier & Associates
COMPANY SECRETARIES
93, Surdhara Bunglows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118, 98796 11164 E-mail : jignesh@gujoil.com

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

To re-appointment of Smt. Pannaben F. Patel (DIN 00050222) as a Director of the Company, who retires by rotation

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 31 | 5791892 | 99.91 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 1 | 5040 | 0.09 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

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

To ratify appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W), Chartered Accountants as Auditors of the Company and fixing their remuneration

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 31 | 5791892 | 99.88 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 2 | 7200 | 0.12 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

JIGNESH MANIER & ASSOCIATES F.C.S. NO.3468 C.P NO 6996 COMPANY SECRETARIES

COMPANY SECRETARIES

93, Surdhara Bunglows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118, 98796 11164 E-mail : jignesh@gujoil.com

**Resolution No. 5: Ordinary Resolution:**

To appointment of Shri Yogesh Jani (DIN 06495782) as a Director liable to retire by rotation

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 31 | 5791892 | 99.88 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 2 | 7200 | 0.12 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No. 6: Ordinary Resolution:**

To appointment of Shri Yogesh Jani (DIN 06495782) as a Whole-Time Director

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 31 | 5791892 | 99.88 |

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

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|---|---|---|
| 2 | 7200 | 0.12 |

(iii) **Invalid** votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|---|---|
| NIL | NIL |

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.

JIGNESH A. MANIAR & ASSOCIATES F.C.S. NO.3468 C.P. NO. 6996 COMPANY SECRETARIES

Jignesh A. Maniar & Associates
COMPANY SECRETARIES

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

7. The said register, and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company.

Thanking you,

FOR, JIGNESH A. MANIAR & ASSOCIATES
COMPANY SECRETARIES (C.P. No. : 6996)

PROPRIETOR
JIGNESH A. MANIAR (F.C.S. No. : 3468)

PLACE: AHMEDABAD
DATE: October 01, 2015

We, the undersigned, witnesseth that the votes unblocked from the e-voting website of National Securities Depository Limited (www.evoting.nsdl.com) in our presence on 30th September, 2015 at the office of the Scrutinizer.

**Name and Address of Witness -1:**

**Mr. Fagesh R. Soni**

Address: G-202, Shukan Glory,
Nr. Vishwas City -5, Gota Cross Road,
S.G. Highway, Ahmedabad -382481

**Name and Address of Witness -2:**

**Mr. Ghanshambhai D. Patel**

Address: 22, Sattar Society,
Nr. Shukan Mall, Science City Road,
Ahmedabad - 380060