સંદેશ

Ref: NSE/LIST/8349
June 08, 2017

E-FILING

1. 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: Alleged Non-compliance as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR")
Ref.: Declaration under Regulation 33(3)(d) of LODR

Dear Sir/Madam,

With reference to above subject, we are in receipt of your email dated 07.06.2017 whereby your good office has informed vide your letter dated 06.06.2017 that we have not furnished a declaration regarding unmodified opinion to the Stock Exchange. And, hence, your good office has instructed us to provide explanations to the Exchange within 5 working days from the date of the letter in respect of the non-compliance.

In this matter, we would like to clarify and inform you that the Company had filed the declaration of unmodified opinion under the Announcement on NEAPS Website under the category of **"Others"** vide **NEAPS App. No:- 2017/May/6424/6554** dated **27th May, 2017**.

Hence, we have furnished a declaration regarding unmodified opinion to the Stock Exchange under the category of **"Others"**.

In view of the above, we hereby again submit the declaration under Regulation 33(3) (d) of LODR, as per your letter dated June 6, 2017; the declaration regarding unmodified opinion is enclosed herewith.

Kindly take this letter on your records and treat this as due compliance in the conformity with the applicable regulations of LODR.

Thanking you,

Yours faithfully,
For, **THE SANDESH LIMITED**

Bhaval Pandya
Company Secretary & Compliance Officer

ENCL: As Above

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E-FILING

May 27, 2017

To,

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

   Script Code : 526725

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

   NSE Symbol : SANDESH (EQ.)

Re.: **Declaration under Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

Ref: Audited Financial Results for the Financial Year ended on **March 31, 2017**

Dear Sir / Madam,

DECLARATION

We hereby declare that, Annual Financial Results for the Financial Year ended **March 31, 2017**, which have been approved by the Board of Directors of the Company at their meeting held on today, i.e. **May 27, 2017**, the Statutory Auditors of the Company, M/s. Manubhai & Shah LLP (FRN: 106041W/W100136) have not expressed any modified opinion(s) in their Audit Report.

This Declaration is given in compliance of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this declaration on your records.

Thanking you,

Yours sincerely,
FOR, THE SANDESH LIMITED

Sanjay Kumar Tandon
CHIEF FINANCIAL OFFICER

THE SANDESH LTD. સંદેશ AHMEDABAD