

September 26, 2025

E-FILING

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers,

Dalal Street,

MUMBAI - 400 001

Script Code: 526725

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

"Exchange Plaza", C-1, Block - G,

Bandra-Kurla Complex, Bandra (E),

MUMBAI - 400 051

NSE Symbol: SANDESH (EQ.)

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Details of Voting Results of the 82nd Annual General Meeting of the Company

Dear Sir/Madam,

Apropos the captioned subject, please find enclosed herewith the details of the voting results along with the Scrutinizer's Report on voting through electronic means (i.e. remote e-voting and e-voting during the AGM), in respect of the 82nd Annual General Meeting ("**AGM**") of the Company, held on Thursday, September 25, 2025 at 12:30 P.M. through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**").

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM. The above is also being uploaded on the Company's website www.sandesh.com and on the website of National Securities Depository Limited, www.evoting.nsdl.com.

You are requested to kindly take the same on record.

Thanking you,

Yours sincerely,

For, The Sandesh Limited

Hardik Joshi

Company Secretary & Compliance Officer

ICSI Membership No.: A58557

ENCL: AS ABOVE

VOTING RESULTS

[PURSUANT TO REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

Date of the AGM	September 25, 2025
Total number of shareholders on record date (Cut-off date for the purpose of e-voting: September 18, 2025)	7620
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	40

AGENDA- WISE DISCLOSURE:

RESOLUTION NO. 1:								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025 together with the reports of the Board of Directors and Statutory Auditors thereon					
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	100.0000	5663017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.0000	5663017	0	100.0000
Public - Institutions	E-voting	8045	6466	80.3729	6466	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		8045	6466	80.3729	6466	0	100.0000
Public- Non institutions	E-voting	1898359	70770	3.7280	70580	190	99.7315	0.2685
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1898359	70770	3.7280	70580	190	99.7315
Total [(A)+(B)+(C)]		7569421	5740253	75.8348	5740063	190	99.9967	0.0033

Whether resolution is passed or not? (yes/no): Yes

Details of invalid votes:

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

RESOLUTION NO. 2:								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			To confirm the Interim Dividend of Rs. 2.50 per Equity Share of Rs. 10 each paid during the financial year and to declare a Final Dividend of Rs. 2.50 per Equity Share of Rs. 10 each for the Financial Year ended March 31, 2025					
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	100.0000	5663017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.0000	5663017	0	100.0000
Public - Institutions	E-voting	8045	7093	88.1666	7093	0	100.0000	0.00
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		8045	7093	88.1666	7093	0	100.0000
Public- Non institutions	E-voting	1898359	70770	3.7280	70580	190	99.7315	0.2685
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1898359	70770	3.7280	70580	190	99.7315
Total [(A)+(B)+(C)]		7569421	5740880	75.8431	5740690	190	99.9967	0.0033

Whether resolution is passed or not? (yes/no): Yes

Details of invalid votes:

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

RESOLUTION NO. 3:								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Description of resolution considered			To appoint a Director in place of Smt. Pannaben Falgunbhai Patel (DIN: 00050222), who retires by rotation and being eligible, offers herself for re-appointment.					
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	100.0000	5663017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.0000	5663017	0	100.0000
Public - Institutions	E-voting	8045	7093	88.1666	0	7093	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		8045	7093	88.1666	0	7093	0.0000
Public- Non institutions	E-voting	1898359	70770	3.7280	70184	586	99.1720	0.8280
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1898359	70770	3.7280	70184	586	99.1720
Total [(A)+(B)+(C)]		7569421	5740880	75.8431	5733201	7679	99.8662	0.1338

Whether resolution is passed or not? (yes/no): Yes

Details of invalid votes:

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

RESOLUTION NO. 4:								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Description of resolution considered			Appointment of M. C. Gupta & Co., Practicing Company Secretary, as the Secretarial Auditor of the Company for the first term of five consecutive years					
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	100.0000	5663017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.0000	5663017	0	100.0000
Public - Institutions	E-voting	8045	7093	88.1666	7093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		8045	7093	88.1666	7093	0	100.0000
Public- Non institutions	E-voting	1898359	70770	3.7280	70580	190	99.7315	0.2685
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1898359	70770	3.7280	70580	190	99.7315
Total [(A)+(B)+(C)]		7569421	5740880	75.8431	5740690	190	99.9967	0.0033

Whether resolution is passed or not? (yes/no): Yes

Details of invalid votes:

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

RESOLUTION NO. 5:								
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Description of resolution considered			Continuation of appointment of Shri Falgunbhai C. Patel (DIN: 00050174) as the Chairman & Managing Director of the Company after attaining the age of seventy (70) years					
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	100.0000	5663017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.0000	5663017	0	100.0000
Public - Institutions	E-voting	8045	7093	88.1666	7093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		8045	7093	88.1666	7093	0	100.0000
Public - Non institutions	E-voting	1898359	70770	3.7280	70184	586	99.1720	0.8280
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1898359	70770	3.7280	70184	586	99.1720
Total [(A)+(B)+(C)]		7569421	5740880	75.8431	5740294	586	99.9898	0.0102

Whether resolution is passed or not? (yes/no): Yes

Details of invalid votes:

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Note:

All the resolutions as per the Notice convening the 82nd Annual General Meeting have been carried with the requisite majority.



Sparsh Gupta & Co.

Company Secretaries

CS Sparsh M. Gupta

B.Com., LL.B., ACS

Date: September 25, 2025

To,
The Chairman of
82nd Annual General Meeting
The Sandesh Limited
(CIN: L22121GJ1943PLC000183)
Held on Thursday, 25th September, 2025 at 12:30 p.m.
Through Video Conferencing

CONSOLIDATED SCRUTINIZER'S REPORT

82ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE SANDESH LIMITED HELD ON THURSDAY, 25TH SEPTEMBER, 2025 AT 12:30 P.M. (IST) THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")

We, M/s. Sparsh Gupta & Co., Company Secretaries, have been appointed as the Scrutinizer for the purpose of remote e-voting and e-voting on the date of 82nd Annual General Meeting to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and with MCA Circulars 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024, 03/2025 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR'), in respect of resolutions mentioned in the Notice along with the Annual Report, at the 82nd Annual General Meeting of the company held on Thursday, 25th September, 2025.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e., by remote e-voting and e-voting]. The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

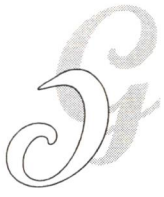
My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") (an Agency authorized under the Act and the Rules made thereunder and engaged by the Company to provide e-voting facility) and attendant papers/ documents furnished to me electronically by the Company and/or NSDL for my verification.

Report on scrutiny:

1. The Company has entered into an arrangement with National Securities Depository Limited ("NSDL"), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting on the date of AGM.



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2. The cut-off date for the purposes of identifying the shareholders entitled to vote on the resolutions placed for approval of the shareholders was September 18, 2025.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Monday, September 22, 2025 (09:00 A.M.) to Wednesday, September 24, 2025 (05:00 P.M.) (both days inclusive).
4. At the end of remote e-voting period on September 24, 2025 at 5:00 p.m., voting portal of service provider was blocked forthwith.
5. Notice of the 82nd AGM was dispatched to 7,082 shareholders through e-mail having registered e-mail ids on September 01, 2025 and to 612 shareholders through inland post.
6. As on cut-off date i.e., September 18, 2025, there were 7,620 shareholders.
7. 48 members who had logged in as the shareholders of the company were present at the 82nd Annual General Meeting through VC.
8. The shareholders who were present at the AGM through VC and who had not voted through remote e-voting were allowed to cast their votes through e-voting system during the AGM.
9. On Thursday, September 25, 2025, at 01:10 p.m., after 15 minutes of closure of the AGM, the EVSN generated by NSDL was blocked by the system.
10. On Thursday, September 25, 2025 at 1:18 p.m. the votes cast through remote e-voting and e-voting at the AGM, were unblocked by me in the presence of Ms. Vanshita Bagora and Ms. Simran Singhal.
11. The consolidated results of remote e-voting and the e-voting on the day of the AGM are as under:

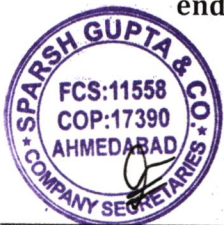
Consolidated report on results of remote e-voting and e-voting on the day of the AGM:

Item No. 1: As an Ordinary Resolution:

To receive, consider and adopt:

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2025, together with the Reports of the Board of Directors and Statutory Auditors thereon; and

b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2025, together with the Report of Statutory Auditors thereon:





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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	66	57,40,063	99.9967
Through e-voting at AGM	-	-	-
Total	66	57,40,063	99.9967

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	3	190	0.0033
Through e-voting at AGM	-	-	-
Total	3	190	0.0033

(iii) Votes **Invalid**:

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members
Through remote e-voting	-	-
Through e-voting at AGM	-	-
Total	-	-

Item No. 2: As an Ordinary Resolution:

To confirm the Interim Dividend of Rs. 2.50 per Equity Share of Rs. 10 each paid during the financial year and to declare a Final Dividend of Rs. 2.50 per Equity Share of Rs. 10 each for the Financial Year ended March 31, 2025:

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	67	57,40,690	99.9967
Through e-voting at AGM	-	-	-
Total	67	57,40,690	99.9967





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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	3	190	0.0033
Through e-voting at AGM	-	-	-
Total	3	190	0.0033

(iii) Votes **Invalid**:

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members
Through remote e-voting	-	-
Through e-voting at AGM	-	-
Total	-	-

Item No. 3: As an Ordinary Resolution:

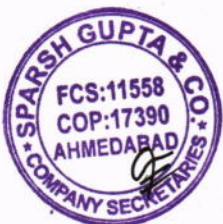
To appoint a director in place of Smt. Pannaben Falgunbhai Patel (DIN: 00050222), who retires by rotation and being eligible, offers herself for re- appointment:

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	60	57,33,201	99.8662
Through e-voting at AGM	-	-	-
Total	60	57,33,201	99.8662

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	10	7,679	0.1338
Through e-voting at AGM	-	-	-
Total	10	7,679	0.1338





(iii) Votes **Invalid**:

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members
Through remote e-voting	-	-
Through e-voting at AGM	-	-
Total	-	-

Item No. 4: As an Ordinary Resolution:

Appointment of M. C. Gupta & Co., Practicing Company Secretary, as the Secretarial Auditor of the Company for the first term of five consecutive years:

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	67	57,40,690	99.9967
Through e-voting at AGM	-	-	-
Total	67	57,40,690	99.9967

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	3	190	0.0033
Through e-voting at AGM	-	-	-
Total	3	190	0.0033

(iii) Votes **Invalid**:

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members
Through remote e-voting	-	-
Through e-voting at AGM	-	-
Total	-	-





Item No. 5: As a Special Resolution:

Continuation of appointment of Shri Falgunbhai C. Patel (DIN: 00050174) as the Chairman & Managing Director of the Company after attaining the age of seventy (70) years:

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	66	57,40,294	99.9898
Through e-voting at AGM	-	-	-
Total	66	57,40,294	99.9898

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

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members	% of total number of valid votes cast
Through remote e-voting	4	586	0.0102
Through e-voting at AGM	-	-	-
Total	4	586	0.0102

(iii) Votes **Invalid**:

Mode of voting	Number of members voted (in person or by proxy)	Number of votes cast by members
Through remote e-voting	-	-
Through e-voting at AGM	-	-
Total	-	-

12. Based on the above voting, the Chairman of the 82nd Annual General Meeting may announce the results of the meeting.

13. The data downloaded from the National Securities Depositories Limited (NSDL) and all other relevant records relating to the e-voting are handed over to the Chairman of the Company.

14. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on use:

This report has been issued at the request of the Company for submission to Stock Exchanges and other authorities, as required. This report is not to be used for any other





Sparsh Gupta & Co.

Company Secretaries

CS Sparsh M. Gupta

B.Com., LL.B., ACS

purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours faithfully,

For, Sparsh Gupta & Co.
Company Secretaries
UCN: S2016GJ437500



Sparsh M. Gupta
Proprietor
FCS: 11558
COP: 17390
PR: 1802/2022
UDIN: F011558G001341634

Date: 25-09-2025
Place: Ahmedabad

Vanshita

Witness 1:
Ms. Vanshita Bagora
43/44, 3B Shyamal society,
Near Shyamal Cross Road,
Satellite, Ahmedabad - 380015

Simran

Witness 2:
Ms. Simran Singhal
Stanza Annapolis,
Above Bata Showroom,
Navrangpura, Ahmedabad - 380009.

COUNTERSIGNED BY:
For The Sandesh Limited

Mr. Falgunbhai C. Patel
Chairman & Managing Director
DIN: 00050174

