સંદેશ

(By e-mail & Speed Post)

**27th September, 2014**

To,
Corporate Relationship Department
BSE Limited,
14th Floor, P.J. Tower, Dalal Street, Fort,
Mumbai-400001

Scrip Code : **526725**

To,
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G,
Bandra (East), Mumbai-400051

Symbol : **SANDESH (EQ.)**

Dear Sir/Madam,

**Sub. : Proceeding of 71st Annual General Meeting of the Company held on Friday, the 26th day of September, 2014**
**Ref. : Clause 31(d) of the Listing Agreement**

In terms of Clause 31(d) and other applicable provisions of the Listing Agreement, we hereby inform that the following resolutions have been passed by e-voting and poll at the 71st Annual General Meeting of the Company held on Friday, 26th September, 2014

**ORDINARY BUSINESS:**

1. Adoption of audited Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. Declaration of dividend @ Rs. 4 (Rupees Four only) per equity share on the equity shares of the Company.
3. Appointment of Shri Parthiv F. Patel (DIN: 00050211), Director retiring by rotation.
4. Re-appointment of M/s. Manubhai & Shah (Formerly known as Manubhai & Co.), (Firm Registration No.106041W) Chartered Accountants, Ahmedabad, as the Statutory Auditors of the Company who will hold office from the conclusion of this 71st Annual General Meeting to the conclusion of the fourth consecutive Annual General Meeting, subject to ratification of the appointment by the members at every Annual General Meeting held after this 71st Annual General Meeting.

**SPECIAL BUSINESS:**

5. Reappointment of Shri Mukeshbhai Patel (DIN: 00053892) as an Independent Director, who will hold office for five consecutive years from April 01, 2014 up to March 31, 2019.
6. Reappointment of Shri Sudhirbhai Nanavati (DIN: 00050236) as an Independent Director, who will hold office for five consecutive years from April 01, 2014 up to March 31, 2019.
7. Reappointment of Shri Shreyasbhai Pandya (DIN: 00050244) as an Independent Director, who will hold office for five consecutive years from April 01, 2014 up to March 31, 2019.
8. Reappointment of Shri Sandeep Singhi (DIN: 01211070) as an Independent Director, who will hold office for five consecutive years from April 01, 2014 up to March 31, 2019.
9. Approval of borrowing limits for the Company.
10. Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.
11. Revision in the term of appointment of Shri Parthiv F. Patel (DIN: 00050211) so as to make his office liable to retire by rotation.

Kindly take the above on your records.

Thanking You,

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

**DHAVAL PANDYA**
**Company Secretary**