

September 27, 2014

SPEED POST / EMAIL

To,

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: Details of voting results at the 71st 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 71st Annual General Meeting of the Company held on Friday, September 26, 2014 at Gujarat Law Society Auditorium, G.L.S. College Campus, Opp. Law Garden, Ellisbridge, Ahmedabad-380006 (Gujarat).

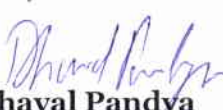
The voting results as enclosed herewith are also posted on the website of the Company.

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.

PHONE : (079) 40004319, 40004175, FAX NO. 91-079-40004242. E-mail : secretarial@sandesh.com, cs@sandesh.com

VISIT US : WWW.SANDESH.COM

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

Name of the Company	THE SANDESH LIMITED [BSE SCRIP CODE - 526725, NSE SYMBOL - SANDESH(EQ.)]
Date of AGM	Friday, September 26, 2014
Total No. of Shareholders on record date	3555 - [Book Closure from 20/09/2014 to 26/09/2014 (both days inclusive)]

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	3	2	5
Public	18	10	28
Total	21	12	33

NO. OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING

Promoters and Promoters Group	NIL
Public	NIL



Voting by Members:

Item No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting [Show of hands / poll / postal ballot / e-voting]	Remarks
1	Ordinary Resolution for adoption of Audited Financial States for the year ended March 31, 2014	Ordinary	E-voting and Poll at Meeting	With requisite majority
2	Ordinary Resolution for declaration of dividend @40% i.e. Rs. 4/- per share on fully paid up equity share of Rs. 10 each for the Financial Year 2013-14	Ordinary	E-voting and Poll at Meeting	With requisite majority
3	Ordinary Resolution for re-appointment of Shri Parthiv F. Patel (DIN00050211) as a Director of the Company, who retires by rotation	Ordinary	E-voting and Poll at Meeting	With requisite majority
4	Ordinary Resolution for 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	Ordinary Resolution for reappointment of Shri Mukeshbhai Patel (DIN: 00053892) as an Independent Director of the Company	Ordinary	E-voting and Poll at Meeting	With requisite majority
6	Ordinary Resolution for reappointment of Shri Sudhirbhai Nanavati (DIN: 00050236) as an Independent Director	Ordinary	E-voting and Poll at Meeting	With requisite majority
7	Ordinary Resolution for reappointment of Shri Shreyasbhai Pandya (DIN: 00050244) as an Independent Director	Ordinary	E-voting and Poll at Meeting	With requisite majority
8	Ordinary Resolution for reappointment of Shri Sandeep Singhi (DIN: 01211070) as an Independent Director	Ordinary	E-voting and Poll at Meeting	With requisite majority
9	Special Resolution for borrowing of monies in excess of paid up capital and free reserves of the Company	Special	E-voting and Poll at Meeting	With requisite majority
10	Special Resolution to adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013	Special	E-voting and Poll at Meeting	With requisite majority
11	Special Resolution to revise the term of appointment of Shri Parthiv F. Patel (DIN00050211)	Special	E-voting and Poll at Meeting	With requisite majority



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)	To receive, consider, approve and adopt 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 (the Board) and Auditors thereon.	Result of voting through electronic means (e-voting)							
		Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
		Public - Institutional	500	0	0.00	0	0	0.00	0.00
		Public - Others	1905904	8290	0.43	8290	0	100.00	0.00
		TOTAL	7569421	2680755	35.42	2680755	0	100.00	0.00
		Result of voting of Poll (at the AGM)							
		Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
		Public - Institutional	500	0	0	0	0	0.00	0.00
		Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
		TOTAL	7569421	3124555	59.84	3124555	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) To declare a dividend on the equity shares of the Company of Directors (the Board) and Auditors thereon.		Result of voting through electronic means (e-voting)						
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
	Public - Institutional	500	0	0.00	0	0	0.00	0.00
	Public - Others	1905904	8290	0.43	360	7930	4.34	95.66
	TOTAL	7569421	2680755	35.42	2672825	7930	99.70	0.30
		Result of voting of Poll (at the AGM)						
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	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.3 (Ordinary Resolution) To appoint a Director in place of Shri Parthiv F. Patel (DIN 00050211) who retires by rotation and being eligible, offers himself for re-appointment.	Result of voting through electronic means (e-voting)							
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0
	Public - Institutional	500	0	0.00	0	0	0.00	0
	Public - Others	1905904	8290	0.43	8290	0	100.00	0
	TOTAL	7569421	2680755	35.42	2680755	0	100.00	0
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	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 appoint Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s).	Result of voting through electronic means (e-voting)							
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
	Public - Institutional	500	0	0.00	0	0	0.00	0.00
	Public - Others	1905904	8290	0.43	360	7930	4.34	95.66
	TOTAL	7569421	2680755	35.42	2672825	7930	99.70	0.30
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	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.5 (Ordinary Resolution) Special Business To reappoint Shri Mukeshbhai Patel (DIN: 00053892) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s).	Promoter & Promoter Group	Result of voting through electronic means (e-voting)						
		5663017	2672465	47.19	2672465	0	100.00	0.00
		Public - Institutional	500	0	0	0	0.00	0.00
		Public - Others	1905904	8290	360	7930	4.34	95.66
		TOTAL	7569421	2680755	35.42	2672825	7930	0.30
		Result of voting of Poll (at the AGM)						
		Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00
		Public - Institutional	500	0	0	0	0.00	0.00
		Public - Others	1905904	134003	7.03	134003	0	100.00
		TOTAL	7569421	3124555	59.84	3124555	0	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 reappoint Shri Sudhirbhai Nanavati (DIN: 00050236) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s).	Promoter & Promoter Group	Result of voting through electronic means (e-voting)						
		5663017	2672465	47.19	2672465	0	100.00	0.00
		Public - Institutional	500	0	0	0	0.00	0.00
		Public - Others	1905904	8290	360	7930	4.34	95.66
		TOTAL	7569421	2680755	35.42	2672825	7930	0.30
		Result of voting of Poll (at the AGM)						
		Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00
		Public - Institutional	500	0	0	0	0.00	0.00
		Public - Others	1905904	134003	7.03	134003	0	100.00
		TOTAL	7569421	3124555	59.84	3124555	0	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.7 (Ordinary Resolution) Special Business To reappoint Shri Shreyasbhai Pandya (DIN: 00050244) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s).	Result of voting through electronic means (e-voting)							
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
	Public - Institutional	500	0	0.00	0	0	0.00	0.00
	Public - Others	1905904	8290	0.43	360	7930	4.34	95.66
	TOTAL	7569421	2680755	35.42	2672825	7930	99.70	0.30
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	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.8 (Ordinary Resolution) Special Business To reappoint Shri Sandeep Singhi (DIN: 01211070) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s).	Result of voting through electronic means (e-voting)							
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0
	Public - Institutional	500	0	0.00	0	0	0.00	0
	Public - Others	1905904	2845	0.15	2845	0	100.00	0
	TOTAL	7569421	2675310	35.34	2675310	0	100.00	0
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	0	100.00	0.00

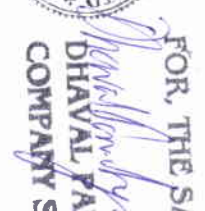


Resolution	Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes - in favour	No. of votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100]	(7) = [(5)/(2)]*100]
		Result of voting through electronic means (e-voting)						
Item No.9 (Special Resolution) Special Business To approve borrowing limits for the Company and in this regard to consider and if thought fit, to pass, with or without modification(s).	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
	Public - Institutional	500	0	0.00	0	0	0.00	0.00
	Public - Others	1905904	8290	0.43	360	7930	4.34	95.66
	TOTAL	7569421	2680755	35.42	2672825	7930	99.70	0.30
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	0	100.00	0.00

Resolution	THE SANDESH LIMITED	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]
		Result of voting through electronic means (e-voting)						
Item No.10 (Special Resolution) Special Business To adopt new Articles of Association of the Company containing Regulations in conformity with the Companies Act, 2013 and in this regard to consider and if thought it, to pass, with or without modification(s).	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0
	Public - Institutional	500	0	0.00	0	0	0.00	0
	Public - Others	1905904	8290	0.43	8290	0	100.00	0
	TOTAL	7569421	2680755	35.42	2680755	0	100.00	0
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	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.11 (Special Resolution) Special Business To revise the term of appointment of Shri Parthiv F. Patel (DIN00050211) and in this regard to consider and if thought it, to pass, with or without modification(s).	Result of voting through electronic means (e-voting)							
	Promoter & Promoter Group	5663017	2672465	47.19	2672465	0	100.00	0.00
	Public - Institutional	500	0	0.00	0	0	0.00	0.00
	Public - Others	1905904	8290	0.43	360	7930	4.34	95.66
	TOTAL	7569421	2680755	35.42	2672825	7930	99.70	0.30
	Result of voting of Poll (at the AGM)							
	Promoter & Promoter Group	5663017	2990552	52.81	2990552	0	100.00	0.00
	Public - Institutional	500	0	0	0	0	0.00	0.00
	Public - Others	1905904	134003	7.03	134003	0	100.00	0.00
	TOTAL	7569421	3124555	59.84	3124555	0	100.00	0.00

FOR, THE SANDESH LTD.

DHAVAL PANDYA
COMPANY SECRETARY