

FALGUNBHAI C. PATEL

"Satyeshlila", Hirabaug, Ambawadi, Ellisbridge, Ahmedabad-380006

March 15, 2013

1.
Company Secretary,
THE SANDESH LIMITED,
"Sandesh Bhavan",
Lad Society Road,
B/h. Vastrapur Gam,
P/O. Bodakdev,
AHMEDABAD - 380 054

2.
**NATIONAL STOCK
EXCHANGE OF INDIA LTD.,**
"Exchange Plaza", Plot No. C-
1, "G" Block, Bandra-Kurla
Complex,
Bandra (E),
MUMBAI - 400 051

3.
Corporate Relationship Dept.,
BSE LIMITED,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

NSE Symbol : SANDESH
Fax No.:
022-26598237/38

Script Code : 526725
Fax No. :022-22722039

Dear Sir / Madam,

Sub.: Buyback of 9,60,000 equity shares of Rs. 10 each for cash at a price of Rs. 302/- aggregating upto Rs. 2899.20 Lacs (Rupees Twenty Eight Crore Ninety Nine Lacs Twenty Thousand only) pursuant to regulation 5(1) and 8(1) of extant SEBI (Buyback of Securities) Regulations, 1998, (including its amendments), ("**SEBI Regulations**") through tender offer route, ("**Buyback Offer**") by The Sandesh Limited, ("**Company**")

I, Falgunbhai C. Patel, for and on behalf of the acquirers and persons acting in concert i.e. Promoters and Promoter Group of the Target Company i.e. The Sandesh Limited, hereby submit that the Company has successfully bought back total 9,60,000 equity shares through Tender Offer process. There is no change in the shareholding (number of shares) held by us in the Company, but the Promoter's and Promoter Group shareholding in percentage terms has increased from 66.49% to 74.92% of the total paid up capital post Buyback Offer which is consequential to the Buyback Offer and indirect in nature. **There has been no actual acquisition of shares and the increase in shareholding is consequential to the buyback and indirect in nature. There has been no change in control of the Company.**

Pursuant to regulation 10(6) of the SEBI (SAST) Regulations, 2011, ("**Takeover Code**"), and in respect of such acquisition made pursuant to exemption under regulation 10(4)(c), we are required to file a report with the stock exchanges where the shares of the target company i.e. "The Sandesh Limited" are listed. We have enclosed herewith report required to be filed under regulation 10(6) of Takeover Code.

We request you to kindly take the above submissions and the disclosures enclosed herewith on records and oblige. We request you to disseminate the information submitted through this disclosure to the public.

In case of any clarification that you may require in this regard, kindly contact Mr. Dhaval Pandya, Company Secretary of the Company on cs@sandesh.com or +91-9879203340.

Trust you will find the above in order.

Yours sincerely,


FALGUNBHAI C. PATEL

Encl: As above

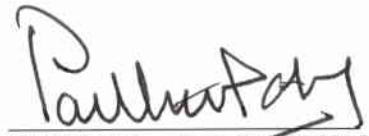
Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

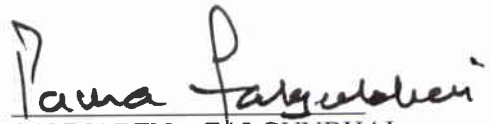
1.	Name of the Target Company (TC)	THE SANDESH LIMITED
2.	Name of the Acquirer(s)	1. Falgunbhai C. Patel 2. Falgunbhai C. Patel (HUF) 3. Parthiv F. Patel 4. Pannaben F. Patel 5. Ritaben C. Patel 6. Satlon Enterprise Private Limited 7. Satyesh Prochem LLP 8. Scabious Enterprise LLP 9. Saintfoin Enterprise LLP
3.	Name of the stock exchange where shares of the TC are listed	1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LIMITED
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	• The Company bought back 9,60,000 Equity Shares from public shareholders during the buyback period- 26.02.2013 to 11.03.2013 through tender offer method. • Pursuant to the buyback and extinguishment / destruction of shares, the Promoter's shareholding in percentage terms has increased from 66.49% to 74.92%. • Pursuant to the buyback and extinguishment/destruction of shares, the shareholding of Satlon Enterprise Private Limited, Promoter Group Company, in percentage terms has increased from 22.25% to 25.08%. • There has been <u>no actual acquisition</u> of shares and the increase in shareholding is consequential to the buyback and indirect in nature. • There has been no change in control of the Company.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(4)(c)
6.	Whether disclosure of proposed acquisition was required to be made	Not Applicable

	under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations - date of filing with the stock exchange.				
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
	a. Name of the transferor / seller	Not Applicable			
	b. Date of acquisition				
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above				
	d. Total shares proposed to be acquired/actually acquired as a % of diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired				
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a. <u>Each Acquirer / Transferee</u>				
	Falgunbhai C. Patel	386350	4.53	386350	5.10
	Falgunbhai C. Patel (HUF)	185300	2.17	185300	2.44
	Parthiv F. Patel	1189100	13.94	1189100	15.71
	Pannaben F. Patel	6300	0.07	6300	0.08
	Ritaben C. Patel	10350	0.12	10350	0.14
	Satlon Enterprise Private Limited	1898150	22.25	1898150	25.08

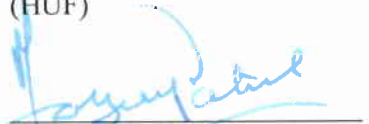
	Satyesh Prochem LLP	1275777	14.96	1275777	16.85
	Saintfoin Enterprise LLP	298857	3.50	298857	3.95
	Scabious Enterprise LLP	420831	4.93	420831	5.56
	b. Each Seller / Transferor	Not Applicable			


FALGUNBHAI
CHIMANBHAI PATEL


PARTHIV FALGUNBHAI
PATEL


PANNABEN FALGUNBHAI
PATEL


RITABEN CHIMANBHAI
PATEL

FALGUNBHAI
CHIMANBHAI PATEL
(HUF)

KARTA

FOR, SATLON ENTERPRISE
PVT. LTD

DIRECTOR



FOR, SATYESH
PROCHEM LLP


DESIGNATED PARTNER

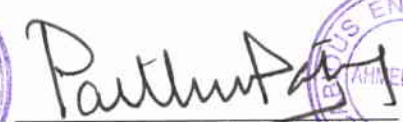


FOR, SAINTFOIN
ENTERPRISE LLP


DESIGNATED PARTNER



FOR, SCABIOUS
ENTERPRISE LLP


DESIGNATED PARTNER



Place: Ahmedabad

Date: 15th March, 2013