

March 22, 2025

E-FILING

To,

1. BSE LIMITED

Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

BSE Scrip Code: 526725

2. 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.: Disclosure of Voting Results in respect of the Postal Ballot process by remote e-voting

Ref.: Postal Ballot Notice dated February 13, 2025

Dear Sir,

The Company had, through the Postal Ballot notice dated February 13, 2025, sought approval of the Members of The Sandesh Limited ("the Company") by way of Ordinary Resolution for appointment of Mr. Rahoul Rajivkumar Shah (DIN: 00054684) as a Whole Time Director of the Company.

The remote e-voting process was commenced at 9:00 a.m. (IST) on Thursday, February 20, 2025 and concluded at 05:00 p.m. (IST) on Friday, March 21, 2025.

The details of the voting results of the Postal Ballot, conducted through a remote e-voting process, in respect of resolution contained in the Postal Ballot Notice dated February 13, 2025, are attached in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

Based on the Scrutinizer's Report, we hereby inform that the Members of the Company have duly passed the Ordinary Resolution with requisite majority on March 21, 2025 (the last date of e-voting).

This is for your information and records.

Thanking you,

Yours sincerely,

For, THE SANDESH LIMITED

HARDIK PATEL

COMPANY SECRETARY

MEMBERSHIP NO.: A55828

ENCL.: AS ABOVE

PURSUANT TO REGULATION 44 OF THE LISTING REGULATIONS - FORMAT FOR VOTING RESULTS

Date of the AGM	Not Applicable (Resolutions passed through Postal Ballot on March 21, 2025)
Total number of shareholders on record date (Cut-off date: February 14, 2025)	7317
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

Agenda- wise disclosure (to be disclosed separately for each agenda item):

Resolution No. 1: Appointment of Mr. Rahoul Rajivkumar Shah (DIN: 00054684) as a Whole Time Director of the Company								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
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		0	0.0000	0	0	0.0000	0.0000
	Total (A)		5663017	5663017	100.00	5663017	0	100.0000
Public - Institutions	E-voting	62918	7298	11.5992	7298	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		62918	7298	11.5992	7298	0	100.0000
Public- Non institutions	E-voting	1843486	127934	6.9398	127793	141	99.8898	0.1102
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1843486	127934	6.9398	127793	141	99.8898
Total [(A)+(B)+(C)]		7569421	5798249	76.6010	5798108	141	99.9976	0.0024

Details of Invalid Votes	
Category	Number of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non-Institutions	0
Total	0

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

Note:

Aforesaid Ordinary Resolution as per the Postal Ballot Notice has been passed with the requisite majority.



Sparsh Gupta & Co.

Company Secretaries

CS Sparsh M. Gupta

B.Com., LL.B., ACS

Report of Scrutinizer (Postal Ballot with E-voting facility)

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman and Managing Director
The Sandesh Limited
Sandesh Bhavan, Lad Society Road,
B/h. Vastrapur Gam, P.O.
Bodakdev, Ahmedabad - 380054

Dear Sir,

Re: Passing of Ordinary Resolution by means of Postal Ballot through remote electronic voting process ("e-voting")

We, M/s. Sparsh Gupta & Co., Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of The Sandesh Limited (CIN: L22121GJ1943PLC000183) ("the company") with respect to the Ordinary Resolution proposed to be passed by means of Postal Ballot through remote electronic voting process ("e-voting") and for ascertaining the requisite majority on the postal ballot through remote e-voting facility carried out in accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as contained in the notice of the postal ballot dated February 13, 2025 circulated by the company in accordance with the applicable provisions.

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

Our responsibility as scrutinizer is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolution 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 us electronically by the company and/or NSDL for our verification.





Report on scrutiny:

1. The company, through its e-mail, had sent on February 19, 2025, the Postal Ballot Notice dated February 13, 2025 to 6,673 members, whose names appear in the Register of Members / Record of Depositories as on Friday, February 14, 2025 ("cut-off date"). As on cut-off date, the company had 7,317 members. Further, the company has informed that it has given opportunity to all its members to register their e-mail IDs in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the company's Registrar and Transfer Agent, MCS Share Transfer Agent Limited ('RTA'), having its regional office at 201, Shatdal Complex, 2nd Floor, Ashram Road, Ahmedabad-380009, Gujarat, by following the due procedure so as to participate in the postal ballot through e-voting.
2. It has been intimated that the company has published the public notice under Rule 22(3) of the Companies (Management & administration) Rules, 2014 by way of newspaper advertisements published in "Financial Express" (English Newspaper) and "Sandesh" (Gujarati Newspaper) on February 20, 2025.
3. In accordance with the postal ballot notice dated February 13, 2025 sent to the shareholders, the postal ballot through e-voting was commenced on Thursday, February 20, 2025 at 09:00 A.M. (IST) and concluded on Friday, March 21, 2025 at 5:00 P.M. (IST) (voting period).
4. The members of the company as on cut-off date i.e. Friday, February 14, 2025, were entitled to vote on the resolution stated in the notice of the postal ballot.
5. During the period from February 20, 2025 to March 21, 2025 (i.e. total duration of 30 days) 68 equity shareholders participated for the exercise of their voting rights through IDeAS i.e. e-voting system provided by National Securities Depository Limited ('NSDL').
6. The result of the postal ballot and e-voting is as under:

Resolution 1: Ordinary Resolution

Appointment of Mr. Rahoul Rajivkumar Shah (DIN: 00054684) as a Whole-time Director of the Company:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by Postal Ballot	64	57,98,108	99.9976
Through e-voting	-	-	-
Total	64	57,98,108	99.9976





(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by Postal Ballot	4	141	0.0024
Through e-voting	-	-	-
Total	4	141	0.0024

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of Votes Cast by Members
Through voting by Postal Ballot	-	-
Through e-voting	-	-
Total	-	-

7. There was no postal form required to be received physically in view of MCA & SEBI circulars referred to in the postal ballot notice.
8. The votes cast on e-voting were subsequently unblocked by the undersigned on March 21, 2025 after the voting period was over in the presence of 2 witnesses and electronic votes were diligently scrutinized by the undersigned.
9. The e-voting results may be announced within 2 working days from conclusion of the e-voting period at the registered office of the company and also by placing the same on the company's website and communicated, simultaneously, to the stock exchange and National Securities Depository Limited ('NSDL'), e-voting agency and other related documents shall be handed over to the Company Secretary of the company, authorised by the Board to conduct the postal ballot process after the minutes of the postal ballot have been signed by the Chairperson.
10. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on use:

11. 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 purpose or to be distributed by the company to any other parties. Accordingly, we 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 our prior consent in writing.





Sparsh Gupta & Co.
Company Secretaries

CS Sparsh M. Gupta
B.Com., LL.B., ACS

You may accordingly declare the results of the e-voting by postal ballot.

Thanking you,
Yours faithfully,

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



Sparsh M. Gupta
Proprietor
FCS: 11558
COP: 17390
PR: 1802/2022
UDIN: F011558F004137504

Place: Ahmedabad
Date: March 22, 2025

We, the undersigned witness that the e-voting results / lists were unblocked and downloaded from the National Securities Depository Limited ('NSDL') website (<https://www.evoting.nsdl.com>) in our presence at 08:25 p.m. on March 21, 2025 at the office of M/s. Sparsh Gupta & Co, the Scrutinizer.

Witness 1:
Mr. Ayush Tiwari
SWA Bungalows,
Chandkheda,
Ahmedabad - 382424

Witness 2:
Ms. Vanshita Bagora
43/44, Shyamal 3-B, Near
Shangri-La Arcade, Shyamal
Satellite, Ahmedabad - 380015

COUNTERSIGNED BY:
For The Sandesh Limited

Mr. Hardik Patel
Company Secretary & Compliance Officer
(Under the authority by the Chairman)