સંદેશ

September 15, 2026

E-FILING

To,

BSE LIMITED	**NATIONAL STOCK EXCHANGE OF INDIA LIMITED**
Phiroze Jeejeebhoy Towers,	"Exchange Plaza", C-1, Block – G,
Dalal Street,	Bandra-Kurla Complex, Bandra (E),
MUMBAI – 400 001	**MUMBAI – 400 051**
Script Code: 526725	**NSE Symbol: SANDESH (EQ.)**

Re.: Proceedings of the 83rd Annual General Meeting of the Company - Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") -

Dear Sir / Madam,

Apropos the captioned subject and in compliance with Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, please find enclosed herewith the summary of proceedings of the 83rd Annual General Meeting ("**AGM**") of the Company, held on Tuesday, September 15, 2026, at 02:00 P.M., through Video Conferencing / Other Audio Visual Means.

The above information is also available on the website of the Company - www.sandesh.com.

The results of remote e-voting and e-voting during the AGM shall be intimated separately to the Stock Exchanges, along with the Consolidated Scrutinizer's Report shall be submitted separately.

This is for your information and records.

Thanking you,

Yours sincerely,

For, THE SANDESH LIMITED

HARDIK ARUNKUMAR JOSHI

Digitally signed by HARDIK ARUNKUMAR JOSHI
Date: 2026.09.15 17:43:44 +05'30'

Hardik Joshi
Company Secretary & Compliance Officer
ICSI Membership No.: A58557

Encl.: As Above

SUMMARY OF PROCEEDINGS OF THE 83RD ANNUAL GENERAL MEETING OF THE COMPANY

The 83rd Annual General Meeting ("**AGM**") of the Members of the Company was held on September 15, 2026, through Video Conference ("**VC**") / Other Audio Visual Means ("**OAVM**"). The AGM commenced at its scheduled time, 02:00 P.M. (IST) and concluded at 02:14 P.M. (IST). The deemed venue of the AGM is the Registered Office of the Company. The Company has adhered to the Circulars issued by the Ministry of Corporate Affairs and the applicable provisions of the Companies Act, 2013 and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for calling, convening and conducting the AGM. The number of shareholders as on the cut-off date, September 09, 2026, was 7112. The details of the number of shareholders present in the meeting are as follows:

Sr. No.	Category	No. of Shareholders
1.	Promoter and Promoter Group	8
2.	Public	33
	Total	**41**

BRIEF PROCEEDINGS OF THE AGM:

1. Shri Falgunbhai C. Patel, Chairman of the Company, chaired the proceedings of the AGM.
2. Shri Sanjay Kumar Tandon, Chief Financial Officer ("**CFO**") of the Company, welcomed all the Members present in the AGM, introduced the Directors and Company Secretary present in the AGM, and confirmed that the Statutory Auditors, Secretarial Auditors, and Scrutinizer were also present in the Meeting.
3. Necessary quorum being present, the proceedings of the AGM were commenced with the permission of the Chairman.
4. Shri Falgunbhai C. Patel, Chairman of the AGM, delivered his message to the shareholders.
5. With the permission of the Members, Notice convening the AGM was taken as read as the same has already been circulated to the Members. CFO informed that as there are no qualifications, reservations, disclaimers, or adverse remarks that have any adverse effect on the functioning of the company, in the Auditors' Report as well as Secretarial Auditors' Report. Hence, the Notice of the AGM, Statutory Auditors' Reports and Secretarial Audit Report were taken as read with the consent of the Members.
6. CFO informed the Members about the detailed voting procedure at the AGM. It was also informed that Members who were present at the AGM and who had not yet cast their votes have an opportunity to cast their votes through e-voting during the AGM and up to 15 minutes after the closure of the Meeting.
7. CFO announced that the voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted to the Stock Exchanges in due course and shall be made available on the website of the Company, and National Securities Depository Limited.
8. Upon permission of the Chairman, the Members who had registered as the speaker-shareholders expressed their views and asked queries. The CFO responded to the queries of the shareholder.
9. CFO thanked the shareholders for their continued support and declared the meeting concluded.

RESOLUTIONS CONTAINED IN THE NOTICE CONVENING THE AGM:

The following items of business as set out in the Notice convening the AGM were transacted at the Meeting, and the members were explained the provisions of the applicable law, rationale, objective and implication of each item of business and the underlying resolutions to be moved.

ORDINARY BUSINESS:

1. **To receive, consider, and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Statutory Auditors thereon [Ordinary Resolution]:**

2. **To declare a Final Dividend of Rs. 5.00 per Equity Share of Rs. 10 each for the Financial Year ended March 31, 2026 [Ordinary Resolution]:**

   The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026 approved the declaration of final dividend @ 50% Rs. 5.00 (Five Rupees Only) per Equity Share of Face Value of Rs. 10 each of the Company for the Financial Year 2025-26. The Final dividend will be paid on or before Monday, October 12, 2026, to those equity shareholders of the Company who are shareholders as on the Record Date, i.e. Friday, August 14, 2026.

3. **Appointment of Shri Rahoul Rajivkumar Shah (DIN: 00054684), who was retiring by rotation and being eligible, offered himself for re-appointment [Ordinary Resolution]:**

   The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026, approved the re-appointment of Shri Rahoul Rajivkumar Shah (DIN: 00054684), who was retiring by rotation and being eligible, offered himself for re-appointment, as Director of the Company. The details thereof, as required under Regulation 30 of the Listing Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 last updated on January 30, 2026, are mentioned hereinbelow:

Sr. No.	Particulars	Shri Rahoul Rajivkumar Shah (DIN: 00054684)
1.	**Reason for change viz. ~~Appointment,~~ re-appointment, ~~resignation, removal, death or otherwise~~**	Approval of the re-appointment of Shri Rahoul Rajivkumar Shah (DIN: 00054684), who was retiring by rotation and being eligible, offered himself for re-appointment as Director of the Company.
2.	**Date of ~~appointment~~ / re-appointment ~~/ cessation (as applicable)~~ & term of ~~appointment /~~ re-appointment**	**Date of re-appointment:** September 15, 2026 **Term of re-appointment:** Liable to Retire by Rotation
3.	**Brief profile (in case of appointment)**	He has vast experience in the fields of advertising, sales, and marketing, among others. He has been associated with the Company over a period of more than twenty-five (25) years. He has exposure and expertise in the fields of advertising, sales, and marketing.

Sr. No.	Particulars	Shri Rahoul Rajivkumar Shah (DIN: 00054684)
4.	**Disclosure of relationships between directors (in case of appointment of a director)**	He is not related to any of the Directors of the Company.

SPECIAL BUSINESS:

4. **Re-appointment of Shri Falgunbhai C. Patel (DIN: 00050174) as the Chairman & Managing Director of the Company and to approve remuneration thereof [Special Resolution]:**

The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026, approved re-appointment of Shri Falgunbhai C. Patel (DIN: 00050174) as the Chairman & Managing Director of the Company for a further period of five (5) years commencing from April 01, 2027 till March 31, 2032 (both days inclusive). The details thereof, as required under Regulation 30 of the Listing Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 last updated on January 30, 2026, are mentioned hereinbelow:

Sr. No.	Particulars	Shri Falgunbhai C. Patel (DIN: 00050174)
1.	**Reason for change viz. ~~Appointment,~~ re-appointment, ~~resignation, removal, death or otherwise~~**	Re-appointment of Shri Falgunbhai C. Patel (DIN: 00050174) as Chairman & Managing Director of the Company
2.	**Date of ~~appointment~~ / re-appointment ~~/ cessation (as applicable)~~ & term of ~~appointment /~~ re-appointment**	**Date of re-appointment:** April 01, 2027 **Term of re-appointment:** Period of Five (5) Years commencing from April 1, 2027 till March 31, 2032 (both days inclusive)
3.	**Brief profile (in case of appointment)**	He has completed Advanced Management and Management Studies in the United States of America, and he has been associated with the Company since November 27, 1974. An accomplished entrepreneur and philanthropist, he has played a pivotal role in transforming the Company over the past five decades from a traditional media enterprise into a leading and dynamic regional media organization. His visionary leadership, coupled with a strong focus on innovation, growth, and corporate governance, has enabled the Company to successfully adapt to evolving industry trends and strengthen

Sr. No.	Particulars	Shri Falgunbhai C. Patel (DIN: 00050174)
		its brand equity. Under his able guidance, the Company has emerged as a trusted household name with a significant presence in the media sector. He continues to play a key role in shaping the Company's long-term strategic direction, driving sustainable growth, and enhancing the overall effectiveness of the Board.
4.	**Disclosure of relationships between directors (in case of appointment of a director)**	Except, Smt. Pannaben F. Patel, Wife, and Shri Parthiv F. Patel, Son, he is not related to any of the Directors of the Company.

5. **Continuation of appointment of Smt. Pannaben F. Patel (DIN: 00050222) as a Non-executive Director of the Company [Special Resolution]:**

The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026, approved to continue the appointment of Smt. Pannaben F. Patel (DIN: 00050222) as a Non-executive Director of the Company, notwithstanding that she shall attain the age of seventy five (75) years on October 17, 2027. The details thereof, as required under Regulation 30 of the Listing Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 last updated on January 30, 2026, are mentioned hereinbelow:

Sr. No.	Particulars	Smt. Pannaben F. Patel (DIN: 00050222)
1.	**Reason for change viz. ~~Appointment,~~ re-appointment, ~~resignation, removal, death or otherwise~~**	Continuation of the appointment of Smt. Pannaben F. Patel (DIN: 00050222) as a Non-executive Director of the Company, notwithstanding that she shall attain the age of seventy-five (75) years on October 17, 2027.
2.	**Date of ~~appointment~~ / re-appointment ~~/ cessation (as applicable)~~ & term of ~~appointment /~~ re-appointment**	**Date of re-appointment:** September 15, 2026 **Term of re-appointment:** Liable to Retire by Rotation
3.	**Brief profile (in case of appointment)**	She has been associated with the Board since 29th October, 2010. She holds a degree of Bachelor of Arts with Economics and possesses extensive experience in human resource management. Over the years, she has played an active role in organisational and people management while also making sustained contributions to various social and charitable initiatives for the benefit of the community. Her experience, balanced perspective, and commitment to social responsibility continue to add value to the Board's deliberations, particularly

Sr. No.	Particulars	Smt. Pannaben F. Patel (DIN: 00050222)
		on matters relating to human capital, stakeholder engagement, and community welfare.
4.	**Disclosure of relationships between directors (in case of appointment of a director)**	Except, Shri Falgunbhai C. Patel, Husband, and Shri Parthiv F. Patel, Son, she is not related to any of the Directors of the Company.

6. **Approval of creation of mortgage/charge on the properties/undertakings of the Company [Special Resolution]:**

The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026, approved for creation of mortgage/charge/pledge/hypothecation/security in addition to existing mortgage/charge/pledge/hypothecation/security of an amount at any time not exceeding Rs. 1500 Crore (Rupees One Thousand Five Hundred Crore Only).

7. **Approval of increase in the limits set out under Section 186 of the Companies Act, 2013 [Special Resolution]:**

The Members of the Company, at their 83rd Annual General Meeting held on September 15, 2026, approved to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person; and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate of an amount at any time not exceeding Rs. 2000 Crore (Rupees Two Thousand Crore Only).

NOTE:
This document does not constitute the minutes of the proceedings of the Annual General Meeting.