



GANESHA ECOSPHERE LTD.

GESL/2019-20

May 3, 2019

To,
The BSE Limited,
Corporate Relationship Department,
1st Floor, New Trading Wing,
Rotunda Building,
PJ Towers,
Dalal Street, Fort,
Mumbai-400 001.
Fax No.: 022-22723121, 22722037
Scrip Code: 514167

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex,
Bandra (East),
Mumbai-400051.
Tel No.: 022-26598100-8114/ 66418100
Fax No. : 022-26598237/38
Scrip Symbol: GANECOS

Sub: Submission of Voting Results of Postal Ballot (including e-voting) & Scrutinizer's Report

Dear Sir/ Ma'am,

In Compliance with Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the following information, in the prescribed format, regarding voting results of the business transacted as per Postal Ballot Notice dated March 26, 2019 of the Company.

Date and Time of Commencement of voting	From 10:00 A.M. on 2 nd April, 2019
Date of end of voting	Up to 5:00 P.M. on 1 st May, 2019
Date of the Declaration of result	3 rd May, 2019
Record Date (Cut-off date)	22 nd March, 2019
Total Number of shareholders as on record date	10329
No. of shareholders present in meeting either in person or through proxy: Promoters & Promoter Group: Public:	Not Applicable
No. of shareholders attended the meeting through video conferencing Promoters & Promoter Group: Public:	Not Applicable



In connection with the above, please find enclosed herewith the following:

1. Voting Result pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report dated 2nd May, 2019.

The Resolution contained in the Postal Ballot Notice is deemed to have been passed on **Wednesday, 1st May, 2019** i.e. the last date of e-voting and receipt of Postal Ballot Forms.

The aforesaid voting results along with the Scrutinizer's Report will also be displayed at Registered Office and Corporate Office of the Company and will be posted on Company's website www.ganeshaecosphere.com and on the website of NSDL at www.evoting.nsdl.com.

Thanking you,

Yours faithfully,

For Ganesha Ecosphere Ltd.


(Bharat Kumar Sajnani)
Company Secretary

Encl: As above

Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of directorship of Shri Surendra Kumar Kabra (DIN: 01280980) as Non-Executive Independent Director				
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		8701026	100.0000	8701026	0	100.0000	0.0000
	Poll	8701026						
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8701026	8701026	100.0000	8701026	0	100.0000	0.0000
Public-Institutions	E-Voting		3418725	97.4478	0	3418725	0.0000	100.0000
	Poll	3508263						
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3508263	3418725	97.4478	0	3418725	0.0000	100.0000
Public- Non Institutions	E-Voting		4534104	47.1315	4533804	300	99.9934	0.0066
	Poll	9620108						
	Postal Ballot (if applicable)		2326	0.0242	2226	100	95.7008	4.2992
	Total	9620108	4536430	47.1557	4536030	400	99.9912	0.0088
Total		21829397	16656181	76.3016	13237056	3419125	79.4723	20.5277
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1600



S. K. GUPTA
F.C.S.

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Company Secretaries
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SCRUTINIZER'S REPORT

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

To,
The Chairman
GANESHA ECOSPHERE LIMITED
Raipur (Rania),
Kalpi Road,
Distt. Kanpur Dehat – 209304 (U.P.).

Dear Sir,

I, S.K. Gupta, Company Secretary in practice appointed by the Board of Directors of **GANESHA ECOSPHERE LIMITED** (the 'Company') as a Scrutinizer for conducting the Postal Ballot including the E-voting process in a fair and transparent manner in respect of the resolution contained in the Postal Ballot Notice dated 26th March, 2019 do hereby submit my Report as under:-

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot by the Shareholders on the special resolution proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast by physical ballots and e-voting in favour or against the resolution.
2. The Company has on 1st April, 2019 completed the dispatch / sending by e-mail of Notice of Postal Ballot dated 26th March, 2019 to its members whose



names appeared on the Register of Members / List of beneficiaries as on 22nd March, 2019 and published the advertisement pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on 3rd April, 2019, the voting commenced on 2nd April, 2019 (at 10.00 A.M.) and ended on 1st May, 2019 (5.00 P.M.) for physical ballots and as well as for e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL).

3. The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.
4. I have downloaded the e-voting Report from the NSDL website by using the Scrutinizer's Login ID and Password and the votes cast through e-voting were unblocked on 1st May, 2019 in the presence of two witnesses, Ms. Divya Saxena and Ms. Anshula Choudhary, who acted as the witnesses as prescribed in sub-Rule 4 (xii) of the said Rule 20.
5. The Postal Ballot Forms were duly opened in my presence and were scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on 22nd March, 2019.
6. The Ballot Forms received / votes casted up to the close of working hours (on 1st May, 2019 up to 5.00 P.M.) the last date and time fixed by the Company for receipt of the Forms / e-voting, were considered for scrutiny.
7. No envelope containing Postal Ballot Form was received after the last date and time fixed by the Company for receipt of the Postal Ballot Forms.
8. Envelopes containing the Postal Ballot Forms returned undelivered were not opened and they were kept separately.



9. I did not find any defaced or mutilated ballot papers / forms.

10. Summary of Total Postal Ballot Forms received / vote casted through e-voting is given below:

Sl. No.	Particulars	No. of Shareholders who voted through physical / e-voting mode	No. of Shares	% of Total Paid-up Equity Share Capital	% of Total votes polled
	<u>Physical Mode:</u>				
A.	Total Postal Ballot Forms received	21	3,926	0.018	0.024
B.	Less: Invalid Postal Ballot Forms	9	1,600	0.007	0.010
C.	Total Number of valid Postal Ballots Forms in physical mode (A-B)	12	2,326	0.011	0.014
	<u>E-Voting Mode:</u>				
D.	Total votes cast by e-voting.	110	1,66,53,855	76.291	99.986
E.	Less: Invalid votes cast by e-voting	--	--	--	--
F.	Total Number of valid votes cast by e-voting (D-E)	110	1,66,53,855	76.291	99.986
	Total number of valid votes cast by Postal Ballot and e-voting (C+F)	122	1,66,56,181	76.302	100.000

11. Result of the Postal Ballot Forms received / vote casted through e-voting is given below:

Special Resolution to accord consent for continuation of Directorship of Shri Surendra Kumar Kabra (DIN: 01280980) as Non-Executive Independent Director

Sl. No.	Particulars	No. of Shareholders who voted through physical / e-voting mode	No. of Shares	% of Total Paid-up Equity Share Capital	% of Total votes polled
A..	Postal Ballot Forms with Assent – Physical Mode	11	2,226	0.010	0.013
B.	Postal Ballot Forms with Assent – E-voting mode	100	1,32,34,830	60.628	79.459
	Total number of votes cast with Assent in physical and e-voting mode	111	1,32,37,056	60.639	79.472
C.	Postal Ballot Forms with Dissent– Physical mode	1	100	0.001	0.001
D.	Votes cast with Dissent –e-voting mode	10	34,19,025	15.662	20.527
	Total votes cast with Dissent in physical and e-voting mode.	11	34,19,125	15.663	20.528

Result: Total votes cast in favour of Special Resolution is 79.472% and total votes cast against Special Resolution is 20.528%, as such, the Special Resolution has been passed with requisite majority.

S. K. GUPTA
F.C.S.

S.K. Gupta & Co.

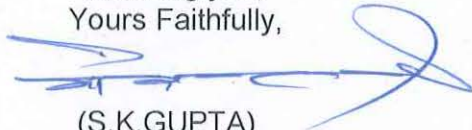
Company Secretaries
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11. Register of Postal Ballot and all other relevant records of voting process given / provided / maintained in electronic mode and the postal ballots (physical) will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman / Person authorized by him for safe keeping.

12. You may accordingly declare the results on the voting by Postal Ballot including e-voting.

Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P – 1920

Counter signed by



(SHYAM SUNDER SHARMMA)
Chairman

Place: Kanpur

Date: 2nd May, 2019