

GESL/2020-21

September 24, 2020

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: Consolidated Scrutinizer's Report on Remote E-Voting & Poll

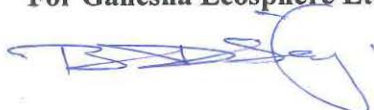
Dear Sir/ Ma'am,

Pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Consolidated Scrutinizer's Report on remote e-voting & poll in respect of the resolutions contained in the Notice of the 31st Annual General Meeting of the Company held on 22nd September, 2020.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For Ganesha Ecosphere Ltd.



(Bharat Kumar Sajnani)
Company Secretary

Encl: As above

S. K.GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries,
9, Roland Complex,
Upper Floor, 37/17,
Westcott Building,
The Mall,
Kanpur-208001
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CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Thirty-First Annual General Meeting of the Members of **Ganeshha Ecosphere Limited** held on Tuesday, the 22nd September, 2020 at 09:30 A.M. at the Registered office of the Company at Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat – 209304 (U.P.).

Dear Sir,

I, S.K. Gupta, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **Ganeshha Ecosphere Limited** (the 'Company') for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in respect of the resolutions contained in the Notice of the Thirty-First Annual General Meeting of the Members of the Company held on Tuesday, 22nd September, 2020 at 09:30 A.M. at the Registered office of the Company at Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat – 209304 (U.P.).

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and poll on the resolutions contained in the Notice of the Thirty-First Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of the Thirty-First Annual General Meeting, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Authorized Agency engaged by the Company to provide remote e-voting facility and physical ballot process at the time of poll at the AGM.
3. In respect of remote e-voting process conducted under my supervision, I hereby report as under:-
- (i) In accordance with General Circulars No. 17 / 2020 and 20/2020 dated 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015, the public notice by way of advertisement was published on 31st August, 2020 in Business Standard (English) and in Rashtriya Sahara (Hindi) giving intimation of date and time of Annual General Meeting and that the copy of Notice of the AGM along with the Annual Report of the Company for the financial year 2019-2020 will be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agents("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company, manner of giving mandate for receiving dividend directly in their bank accounts etc.

- (ii) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, a public notice by way of advertisement was published on 1st September, 2020 in Business Standard (English) and in Rashtriya Sahara (Hindi) inter-alia specifying the date and time of the Annual General Meeting and manner of voting through remote e-voting which remained opened from Saturday, the 19th September, 2020 (10.00 A.M.) to Monday, the 21st September, 2020 (5.00 P.M.).

- (iii) The Members of the Company as on the "cut off" date i.e. 15th September, 2020 were entitled to vote on the resolutions (Item Nos. 1 to 6) as set out in the Notice of the Thirty-First Annual General Meeting of the Company.
- (iv) The remote e-voting facility remained opened from Saturday, the 19th September, 2020 (10.00 A.M.) to Monday, the 21st September, 2020 (5.00 P.M.) and the remote e-voting process was blocked at 5.00 P.M. on Monday, the 21st September, 2020.
- (v) The votes cast through remote e-voting process were unblocked on 22nd September, 2020 after the conclusion of the Thirty-First Annual General Meeting in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and who witnessed the unblocking of votes.
- (vi) Thereafter, the reports containing inter-alia, list of Equity Shareholders who voted "for, or "against" each resolution that was put to vote were generated from e-voting website of National Securities Depository Limited ("NSDL") [<https://www.evoting.nsdl.com>].

4. At the Annual General Meeting held on Tuesday, the 22nd September, 2020, the Chairman of the Annual General Meeting ('AGM') provided polling papers to enable those shareholders who did not cast their votes by the remote e-voting facility in respect of resolutions (Item Nos. 1 to 6) as set out in the Notice of the Thirty-First Annual General Meeting of the Company, to cast their vote at the said AGM.
5. In respect of the poll process conducted under my supervision, I hereby report that:-
- (i) The poll box containing the poll papers was opened after the conclusion of the AGM in my presence.
 - (ii) The votes were counted and the result of the poll was prepared in my presence.
6. I have recorded details of all the votes casted by the shareholders through remote e-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.

7. I hereby report the consolidated results of the votes cast by the shareholders through remote e-voting and by poll as under:-

ITEM NO. 1(a)

Ordinary Resolution for consideration and adoption of Audited Financial Statements (Standalone) of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	55	45	100	1,09,36,364	53,93,511	1,63,29,875	100.00
Against	1	--	1	10	--	10	Negligible
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 1(a) of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 1(b)

Ordinary Resolution for consideration and adoption of Audited Financial Statements (Consolidated) of the Company for the Financial Year ended 31st March, 2020 together with the Report of the Auditors thereon

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	55	45	100	1,09,36,364	53,93,511	1,63,29,875	100.00
Against	1	--	1	10	--	10	Negligible
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 1(b) of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 2

Ordinary Resolution for declaration of Dividend on Equity Shares for the Financial year ended 31st March, 2020

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Against	--	--	--	--	--	--	--
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 2 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 3

Ordinary Resolution for seeking approval for not filling up the vacancy for the time being on the Board caused by the retirement of Smt. Seema Sharma (DIN: 07466530), who retires by rotation and does not seek re-appointment

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	55	45	100	1,09,36,364	53,93,511	1,63,29,875	100.00
Against	1	--	1	10	--	10	Negligible
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 3 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 4

Ordinary Resolution for seeking approval for appointment of Smt. Shobha Chaturvedi (DIN: 08553800) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 5th September, 2019 upto the conclusion of 35th Annual General Meeting of the Company to be held in the calendar year 2024

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	55	45	100	1,09,36,364	53,93,511	1,63,29,875	100.00
Against	1	--	1	10	--	10	Negligible
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 5

Ordinary Resolution for ratification of remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the Financial year ending 31st March, 2021

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	55	45	100	1,09,36,364	53,93,511	1,63,29,875	100.00
Against	1	--	1	10	--	10	Negligible
Total	56	45	101	1,09,36,374	53,93,511	1,63,29,885	100.00

Result: The Ordinary Resolution in respect of Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 6

Ordinary Resolution for ratification of remuneration of the Cost Auditors in respect of Company's product 'Recycled Polyester Staple Fibre', for the Financial year ending 31st March, 2021

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	54	45	99	1,09,30,966	53,93,511	1,63,24,477	100.00
Against	1	--	1	10	--	10	Negligible
Total	55	45	100	1,09,30,976	53,93,511	1,63,24,487	100.00

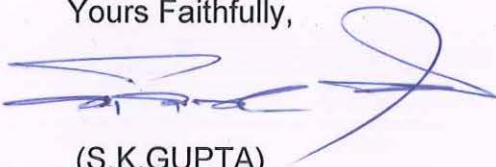
Result: The Ordinary Resolution in respect of Item No. 6 of the Notice of the Annual General Meeting has been passed with requisite majority.

8. I further report that there were no invalid Ballot papers.
9. The above results may accordingly, be declared by the Chairman of the Company / person duly authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "NSDL" and inform the Stock Exchanges accordingly.
10. All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and sign the Minutes of the Thirty-First Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you,

Counter signed by

Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P - 1920
UDIN: F002589B000754221



(SHYAM SUNDER SHARMMA)
Chairman

Place: Kanpur
Date: 23rd September, 2020