



# GANESHA ECOSPHERE LIMITED

GESL/2021-22

September 7, 2021

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 & E-voting process at the Annual General Meeting**

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 & e-voting process at the Annual General Meeting ('AGM') in respect of the resolutions contained in the Notice of the 32<sup>nd</sup> AGM of the Company held on 4<sup>th</sup> September, 2021.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,  
For Ganesha Ecosphere Limited

**(Bharat Kumar Sajnani)**  
Company Secretary-cum-Compliance Officer

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 REMOTE E-VOTING AND E-VOTING PROCESS AT THE ANNUAL GENERAL MEETING**

To,

The Chairman of the Thirty-Second Annual General Meeting of the Members of **Ganesh Ecosphere Limited** held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on Saturday, the 4<sup>th</sup> September, 2021 at 12:15 P.M. at the deemed venue 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 **Ganesh Ecosphere Limited** (the 'Company') for the purpose of scrutinizing the remote e-voting as well as the e-voting by Members during the Thirty-Second Annual General Meeting ("AGM") of the Members of the Company held on Saturday, 4<sup>th</sup> September, 2021 at 12:15 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') in respect of the resolutions



contained in the Notice. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Combined Scrutinizer's Report on remote e-voting and e-voting process at the Annual General Meeting on the resolutions proposed at the Annual General Meeting of the Company based on the reports generated from the electronic voting system.

2. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') relating to remote e-voting and e-voting process at the Annual General Meeting on the resolutions contained in the Notice of the Thirty-Second Annual General Meeting of the Members of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
3. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the Annual General Meeting) is restricted to make a Combined Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of the Thirty-Second Annual General Meeting, based on the



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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 e-voting process at the AGM), Skyline Financial Services Private Limited, the Registrar and Transfer Agent ('RTA') of the Company and the attendance papers / documents furnished to me electronically by the Company and / or RTA for my verification.

#### **4. Dispatch of Notice convening the AGM**

- (i) In accordance with General Circulars Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020 and 2/2021 dated 13<sup>th</sup> January, 2021 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI Circulars Nos. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated 12<sup>th</sup> May, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated 15<sup>th</sup> January, 2021 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the public notice by way of advertisement was published on 12<sup>th</sup> August, 2021 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 2020-2021 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.

- (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 14<sup>th</sup> August, 2021 in 'Business Standard' (English), 'Business Standard' (Hindi) and in 'Rashtriya Sahara' (Hindi) inter-alia, specifying the period of book closure, date and time of the Annual General Meeting and the manner of voting through remote e-voting which remained opened from Wednesday, the 1<sup>st</sup> September, 2021 (10.00 A.M.) to Friday, the 3<sup>rd</sup> September, 2021 (5.00 P.M.) and e-voting system during the AGM through NSDL.
- (iii) The Company hosted the notice of AGM on its website, website of NSDL, the Agency providing the platform for remote e-voting and e-voting at the AGM

and also intimated the same to BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE').

- (iv) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents ('RTA') of the Company and the Depositories viz; National Securities Depository Limited ('NSDL') and Central Depository (India) Limited ('CDSL') respectively, the Company had completed the dispatch of Notice of AGM and the Annual Report for the Financial year 2020-2021 on 13<sup>th</sup> August, 2021 by e-mail to 12,385 Members who had registered their email IDs with the Company / Depositories.

#### **5. Cut-off Date**

Voting rights were reckoned as on Saturday, 28<sup>th</sup> August, 2021, being the 'cut-off date' for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

#### **6. Remote e-voting process**

- (i) Agency for e-voting

The Company has appointed National Securities Depository Limited ('NSDL') as the agency for providing the platform for remote e-voting and e-voting during the AGM.

(ii) Remote e-voting period

Remote e-voting platform was open from Wednesday, the 1<sup>st</sup> September, 2021 (10.00 A.M.) to Friday, the 3<sup>rd</sup> September, 2021 (5.00 P.M.) and members were required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions (Item Nos. 1 to 5) as set out in the Notice of the Company, on the remote e-voting platform provided by 'NSDL'.

**7. Voting at the AGM**

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to members who have cast their votes through remote e-voting, such as, their names, DP ID and Client ID / Folios, Number of Shares held but not the



manner in which they have voted. Accordingly, 'NSDL', the remote e-voting agency provided us the details of names, DP ID and Client ID / Folios and shareholding of the Members who had cast their votes through remote e-voting.

### 8. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM on the NSDL e-voting platform in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and downloaded the results.

### 9. Results

(i) We observed that:

(a)	80 Members had cast their votes through remote e-voting.
(b)	14 Members had cast their votes through e-voting during the AGM.

(ii) Consolidated results with respect to each item of business as set out in the Notice of the AGM dated 6<sup>th</sup> August, 2021 and the votes cast by the Shareholders through remote e-voting and e-voting at the AGM are as under:-



**ITEM NO. 1**

- (a) **Ordinary Resolution for consideration and adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors and Auditors thereon.**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	1,32,59,917	14	420	94	1,32,60,337	100
Dissent	0	0	0	0	0	0	0
<b>Total</b>	<b>80</b>	<b>1,32,59,917</b>	<b>14</b>	<b>420</b>	<b>94</b>	<b>1,32,60,337</b>	<b>100</b>

**Result:** Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 1(a) of the Notice of the Annual General Meeting has been passed unanimously.

- (b) **Ordinary Resolution for consideration and adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Report of the Auditors thereon.**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	1,32,59,917	14	420	94	1,32,60,337	100
Dissent	0	0	0	0	0	0	0
Total	80	1,32,59,917	14	420	94	1,32,60,337	100

**Result:** Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 1(b) of the Notice of the Annual General Meeting has been passed unanimously.

**ITEM NO. 2**

**Ordinary Resolution for declaration of Dividend on Equity Shares for the Financial year ended 31<sup>st</sup> March, 2021.**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	1,32,59,917	14	420	94	1,32,60,337	100
Dissent	0	0	0	0	0	0	0
Total	80	1,32,59,917	14	420	94	1,32,60,337	100



**Result:** Based on the aforesaid result, we report that 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 approval of appointment of a Director in place of Shri Vishnu Dutt Khandewal (DIN: 00383507), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	79	1,32,59,897	14	420	93	1,32,60,317	100
<b>Dissent</b>	1	20	0	0	1	20	Negligible
<b>Total</b>	<b>80</b>	<b>1,32,59,917</b>	<b>14</b>	<b>420</b>	<b>94</b>	<b>1,32,60,337</b>	<b>100</b>

**Result:** Based on the aforesaid result, we report that 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 ratification of remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the Financial year ending 31<sup>st</sup> March, 2022.**

Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	1,32,59,917	14	420	94	1,32,60,337	100
Dissent	0	0	0	0	0	0	0
Total	80	1,32,59,917	14	420	94	1,32,60,337	100

**Result:** Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 4 of the Notice of the Annual General Meeting has been passed unanimously.

**ITEM NO. 5**

**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 31<sup>st</sup> March, 2022.**





Particulars	Remote E-voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	1,32,59,917	14	420	94	1,32,60,337	100
Dissent	0	0	0	0	0	0	0
<b>Total</b>	<b>80</b>	<b>1,32,59,917</b>	<b>14</b>	<b>420</b>	<b>94</b>	<b>1,32,60,337</b>	<b>100</b>

**Result:** Based on the aforesaid result, we report that the Ordinary Resolution in respect of Item No. 5 of the Notice of the Annual General Meeting has been passed unanimously.

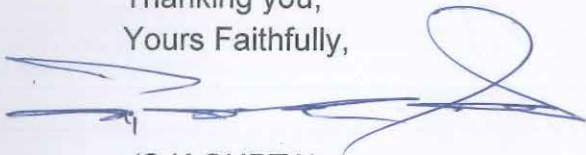
- (iii) The above results may accordingly, be declared by the Chairman of the Company / any other person authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "NSDL" and inform the BSE and NSE accordingly.
- (iv) The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for

**S. K.GUPTA**  
F.C.S.

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preserving safely after the Chairman considers, approves and signs the  
Minutes of the AGM.

Thanking you,  
Yours Faithfully,



(S.K.GUPTA)  
Practising Company Secretary  
F.C.S -2589  
C.P - 1920  
UDIN: F002589BC000908934  
Place: Kanpur  
Date: 6<sup>th</sup> September, 2021

Counter signed by



(SHYAM SUNDER SHARMMA)  
Chairman