

### GANESH FILMS INDIA LIMITED

503, 5th FLOOR, PLOT – 461D, A WING

PARSHVANATH, GARDENS, BHAUDAJI ROAD, KINGS CIRCLE, MATUNGA, MUMBAI-400019 Email Id – info@ganeshfilms.com | CIN: L74994MH2018PLC307613 | Tel No: +91 8104449343

September 25, 2021

To, **BSE Limited,** Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400001. **Scrip Code**: 541703

Dear Sir/Madam,

## Sub: Submission of Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that 3<sup>rd</sup> Annual General Meeting of Ganesh Films India Limited was held on Saturday, September 25, 2021 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the businesses considered and approved by the shareholders is enclosed, together with the Scrutinizer's report on e-voting. A copy of the same is also being placed on the Company's website.

Kindly take the same on your record.

Thanking you,

Yours Faithfully,

#### For Ganesh Films India Limited

Nambi Rajan G Yadaw **Managing Director** DIN: 06533729

**Encl:** 1. Results of Voting 2. Scrutinizer's Report

#### DETAILS OF THE REMOTE E-VOTING AND E-VOTING DURING THE AGM RESULTS OF THE 3<sup>RD</sup> ANNUAL GENERAL MEETING OF GANESH FILMS INDIA LIMITED AS PER REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Particulars	Details of AGM
Date of the Annual General Meeting	September 25, 2021
Total number of shareholders on record date	223
No. of shareholders present in the meeting either in person or through proxy:	
1. Promoters and Promoter Group 2. Public:	NA
No. of shareholders attended the meeting through video conferencing:	09
1. Promoters and Promoter Group	04
2. Public:	05
No. of Resolution passed in the meeting	5

#### **Resolution No. 1:**

Adoption of Audited Financial Statements for the year ended on March 31, 2021 together with the Reports of the Board of Directors and the Auditors of the Company thereon:

Resolution	n Required:	(Ordinary/S	special)			Ordina	ary Resolu	tion
Whether	promoter/	promoter g	roup are	interestee	d in the	No		
agenda/re	solution?							
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstan ding shares (3)=[(2)/( 1)]*100	No. of Votes-in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)]*100	% of Votes in against on votes polled (7)=[(5)/( 2)]*100
Promoter	*E-Voting	1829732	1829732	100	1829732	0	100	0
and Promoter	Ballot Paper		0	0	0	0	0	0
Group	Total	1829732	1829732	100	1829732	0	100	0
Public	E-Voting	0	0	0	0	0	0	0
Institutio ns	Ballot Paper		0	0	0	0	0	00
	Total	0	0	0	0	0	0	
Public	E-Voting	1177952	126692#	10.76	126692	0	100	0
Non Institutio	Ballot Paper		0	0	0	0	0	0
ns	Total	1177952	126692	10.76	126692	0	100	0
Total		3007684	1956424	65.05	1956424	0	100.00	0

\*E-voting included remote e-voting and e-voting during the AGM.

# 30400 votes casted by Corporate Shareholders were considered invalid.



**Resolution No. 2:** 

To re-appoint Ms. Jayalakshmi N Yadav, (DIN: 08104125) who retires by rotation and being eligible, offers herself for re-appointment:

Resolutio	Resolution Required: (Ordinary/Special)					Ordinary Resolution		
		promoter g	roup are	intereste	d in the	No	-	
agenda/re	esolution?							
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstan ding shares (3)=[(2)/( 1)]*100	No. of Votes-in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)]*100	% of Votes in against on votes polled (7)=[(5)/( 2)]*100
Promoter	*E-Voting	1829732	1829732	100	1829732	0	100	0
and Promoter	Ballot Paper		0	0	0	0	0	0
Group	Total	1829732	1829732	100	1829732	0	100	0
Public	E-Voting	0	0	0	0	0	0	0
Institutio ns	Ballot Paper		0	0	0	0	0	00
	Total	0	0	0	0	0	0	
Public	E-Voting	1177952	126692#	10.76	126692	0	100	0
Non Institutio	Ballot Paper		0	0	0	0	0	0
ns	Total	1177952	126692	10.76	126692	0	100	0
Total		3007684	1956424	65.05	1956424	0	100.00	0

\*E-voting included remote e-voting and e-voting during the AGM.

# 30400 votes casted by Corporate Shareholders were considered invalid.



**Resolution No. 3:** 

To regularise the appointment of Mr. Sunnykumar Jitendrabhai Narwani (DIN: 09107162) as an Independent Director of the Company:

Resolution	Resolution Required: (Ordinary/Special)						Special Resolution	
		promoter g	roup are	interestee	d in the	No		
agenda/re	solution?							
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstan ding shares (3)=[(2)/( 1)]*100	No. of Votes-in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)]*100	% of Votes in against on votes polled (7)=[(5)/( 2)]*100
Promoter	*E-Voting	1829732	1829732	100	1829732	0	100	0
and Promoter	Ballot Paper		0	0	0	0	0	0
Group	Total	1829732	1829732	100	1829732	0	100	0
Public	E-Voting	0	0	0	0	0	0	0
Institutio ns	Ballot Paper		0	0	0	0	0	00
	Total	0	0	0	0	0	0	
Public	E-Voting	1177952	126692#	10.76	126692	0	100	0
Non Institutio	Ballot Paper		0	0	0	0	0	0
ns	Total	1177952	126692	10.76	126692	0	100	0
Total		3007684	1956424	65.05	1956424	0	100.00	0

\*E-voting included remote e-voting and e-voting during the AGM.

# 30400 votes casted by Corporate Shareholders were considered invalid.

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**Resolution No. 4:** 

To regularise the appointment of Mr. Bhavesh Nareshbhai Sonesara (DIN: 09104502) as an Independent Director of the Company:

Resolution	Resolution Required: (Ordinary/Special)						Special Resolution		
		promoter g	roup are	interestee	d in the	No			
agenda/re	solution?								
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstan ding shares (3)=[(2)/( 1)]*100	No. of Votes-in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)]*100	% of Votes in against on votes polled (7)=[(5)/( 2)]*100	
Promoter	*E-Voting	1829732	1829732	100	1829732	0	100	0	
and Promoter	Ballot Paper		0	0	0	0	0	0	
Group	Total	1829732	1829732	100	1829732	0	100	0	
Public	E-Voting	0	0	0	0	0	0	0	
Institutio ns	Ballot Paper		0	0	0	0	0	00	
	Total	0	0	0	0	0	0		
Public	E-Voting	1177952	126692#	10.76	126692	0	100	0	
Non Institutio	Ballot Paper		0	0	0	0	0	0	
ns	Total	1177952	126692	10.76	126692	0	100	0	
Total		3007684	1956424	65.05	1956424	0	100.00	0	

\*E-voting included remote e-voting and e-voting during the AGM. # 30400 votes casted by Corporate Shareholders were considered invalid.

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Resolution No. 5: To consider and approve material related party transaction(s):

Resolution	n required :	(Ordinary/	Special)			Ordina	ry Resolut	ion
	promoter/j	promoter g	group are	intereste	d in the	Yes	-	
agenda/re	solution?							
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of Polled on outstan ding shares (3)=[(2)/ (1)]*100	No. of Votes-in favour (4)	No. of Votes- again st (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)]*100	% of Votes in against on votes polled (7)=[(5)/( 2)]*100
Promoter	*E-Voting	1829732	NA	NA	NA	NA	NA	NA
and Promoter	Ballot Paper		NA	NA	NA	NA	NA	NA
Group <sup>\$</sup>	Total	1829732	NA	NA	NA	NA	NA	NA
Public	E-Voting	0	0	0	0	0	0	0
Institutio ns	Ballot Paper		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public	E-Voting	1177952	1600#	0.14	1600	0	100	0
Non Institutio	Ballot Paper		0	0	0	0	0	0
ns\$	Total	1177952	1600	0.14	1600	0	100	0
Total		3007684	1600	0.05	1600	0	100	0

\*E-voting included remote e-voting and e-voting during the AGM. # 30400 votes casted by Corporate Shareholders were considered invalid. \$votes polled by Interested Parties were considered invalid.

For Ganesh Films India Limited

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Nambi Rajan G Yadav Managing Director DIN: 06533729

### Vishal Thawani & Associates Practicing Company Secretaries Not only promises, performance matters.



Scrutinizer's Report

#### To, The Chairman, Ganesh Films India Limited,

503, Floor-5, Plot-461d, A Wing Parshvanath Gardens, Bhaudaji Rd, Kings Circle, Matunga Mumbai 400019.

Dear Sir,

#### Sub: Scrutinizer's Report on remote E-voting and AGM Voting

I, Vishal R Thawani, proprietor of M/s. Vishal Thawani & Associates, Practicing Company Secretaries, Ahmedabad, appointed as a scrutinizer by the Board of directors of **Ganesh Films India Limited** ("the Company") pursuant to the applicable provisions of the Companies Act, 2013 read with rules framed thereunder for the purpose of scrutinizing the remote e-voting process and the voting through electronic voting system at the 3<sup>rd</sup> Annual General Meeting of the Company in a fair and transparent manner for following resolution(s) as contained in the notice of 3<sup>rd</sup> Annual General Meeting of the Company held on September 25, 2021, through Video Conferencing / Other Audio Visual Means submit my report as under:

- 1. The E-voting facility, both for remote e-voting and for e-voting at AGM *(Through VC)*, was provided by Central Depository Services (India) Limited (CDSL).
- 2. In accordance with the Notice of the 3<sup>rd</sup> Annual General Meeting sent to the shareholders and the Advertisement published pursuant to the Circular No. 20 dated 5<sup>th</sup> May, 2020 and the Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced at 9:00 a.m. on September 22, 2021 and ended at 5:00 p.m. on September 24, 2021.
- 3. The shareholders present at the AGM through VC were provided the facility to vote by CDSL.
- 4. The Equity Shareholders holding shares as on the "cut-off date" i.e. September 18, 2021 were entitled to vote on the proposed resolutions stated in the Notice of the Annual General Meeting of the Company.
- 5. As per the information given by the Company and further confirmed by CDSL, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

Registered Office: A-1101, Neelkanth Riverview, Shahibaugh, Ahmedabad - 380004. Branch Office: Shop No. 6, Sheeljit Apartment, Road No. 5, Jogeshwari East, Mumbai - 400102. Associate Offices: Surat, Nagpur, Bhopal and Odisha. Page 1 of 7 Email: pcsvishalthawani@gmail.com; M: 9725929144, 8200636949.

- 6. The data for votes cast through remote e-voting and through e-voting at AGM was made available by CDSL through its portal <u>www.evotingindia.com</u> after the conclusion of the AGM. The same was unblocked and downloaded in front of two witnesses, who are not in employment of the Company.
- 7. Accordingly, I hereby submit my report on remote e-voting and the electronic voting at the AGM on the said resolutions as carried out at the AGM of the Company:

#### **ORDINARY BUSINESS:**

(1) Adoption of Audited Financial Statements for the year ended on March 31, 2021 together with the Reports of the Board of Directors and the Auditors of the Company thereon (Ordinary Resolution):

Voted in favor of th	ne resolution:	e.		
Voting	Number members voted	of who	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0		0	0
Remote E-voting	6		19,56,424	100%
Total	6		19,56,424	100%

Voted against of th	e resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	0	0	0
Total	0	0	0

Abstained /Invalid votes:	Number of	Number of votes	
Voting	members who voted	cast by them	
E-voting at AGM	0	0	
Remote E-voting	1	30400	
Total	1	30400	

Result: As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the ordinary resolution with regard to Item No. 1 as set out in the notice of 3<sup>rd</sup> Annual General Meeting is passed with requisite majority.



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(2) To re-appoint Ms. Jayalakshmi N Yadav, (DIN: 08104125) who retires by rotation and being eligible, offers herself for re-appointment (Ordinary Resolution):

Voted in favor of th	ne resolution:		
Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	6	19,56,424	100%
Total	6	19,56,424	100%

Voted against of th	ne resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	0	0	0
Total	0	0	0

Abstained /Invalid votes:					
Voting	Number of members who voted	Number of votes cast by them			
E-voting at AGM	0	0			
Remote E-voting	1	30400			
Total	1	30400			

Result: As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the ordinary resolution with regard to Item No. 2 as set out in the notice of 3<sup>rd</sup> Annual General Meeting is passed with requisite majority.



(3) To regularise the appointment of Mr. Sunnykumar Jitendrabhai Narwani (DIN: 09107162) as an Independent Director of the Company (Special Resolution):

Voted in favor of the	he resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	6	19,56,424	100%
Total	6	19,56,424	100%

Voted against of th	ne resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	0	0	0
Total	0	<b>O</b> 546	0

Abstained /Invalid votes:			
Voting	Number of members who voted	Number of votes cast by them	
E-voting at AGM	0	0	
Remote E-voting	1	30400	
Total	1	30400	

Result: As the number of votes cast in favor of the resolution were three times more than the number of votes cast against, we report that the special resolution with regard to Item No. 3 as set out in the notice of 3<sup>rd</sup> Annual General Meeting is passed with requisite majority.



(4) To regularise the appointment of Mr. Bhavesh Nareshbhai Sonesara (DIN: 09104502) as an Independent Director of the Company (Special Resolution):

Voted in favor of the	ne resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	6	19,56,424	100%
Total	6	19,56,424	100%

Voted against of th	ne resolution:		
Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	0	0	0
Total	0	0	0

Abstained /Invalid votes:		
Voting	Number of members who voted	Number of votes cast by them
E-voting at AGM	0	0
Remote E-voting	1	30400
Total	1	30400

Result: As the number of votes cast in favor of the resolution were three times more than the number of votes cast against, we report that the special resolution with regard to Item No. 4 as set out in the notice of 3<sup>rd</sup> Annual General Meeting is passed with requisite majority.

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# (5) To consider and approve material related party transaction(s) (Ordinary Resolution):

Voted in favor of the	ne resolution:		
Voting	Numberofmemberswhovoted	Number of votes	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	1	1600	100%
Total	1	1600	100%

Voted against of th	ne resolution:		
Voting	Numberofmemberswhovoted	Number of votes cast by them	% of total number of valid votes casted
E-voting at AGM	0	0	0
Remote E-voting	0	0	0
Total	0	0	0

Abstained /Invalid votes: Voting	Number of members who voted	Number of votes
E-voting at AGM	0	0
Remote E-voting	6*	19,85,224*
Total	6	19,85,224

\*Invalid votes include the votes casted by the promoter/promoter group in which they are interested.

Result: As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the ordinary resolution with regard to Item No. 5 as set out in the notice of 3<sup>rd</sup> Annual General Meeting is passed with requisite majority.



A list of Equity Shareholders who voted "FOR" or "AGAINST' the resolutions (both through Remote E-voting and E-voting at AGM) has been handed over to the Managing Director.

The electronic data and all other relevant records relating to e-voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the  $3^{rd}$  Annual General Meeting and the same shall be handed over then after to the chairman / secretary for safekeeping.

#### For, Vishal Thawani & Associates Practicing Company Secretaries

CS VGhal Thawani Proprietor M. No. - A43938 COP No. - 17377 Date: September 25, 2021 Place: Ahmedabad UDIN: A043938C001009562

Countersigned by:

Name: Nambi Rajan G Yadav Designation: Managing Director 3<sup>rd</sup> Annual General Meeting Date: September 25, 2021