

**Format for disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares /
 invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition
 of Shares and Takeovers) Regulations, 2011**

| Name of the Target Company(TC) | | Ganesh Ecosphere Ltd. | | | |
|---|--|---|---|---|---|
| Names of the stock exchanges where the shares of the target company are listed | | The BSE Limited | | | |
| Date of Reporting | 1 st December, 2014 | | | | |
| Name of the Promoter(s) or PAC on whose shares encumbrance has been created/invoked/ released (tick the relevant one) | <ol style="list-style-type: none"> 1. Vishnu Dutt Khandelwal 2. Sharad Sharma 3. Rajesh Sharma 4. GPL Finance Ltd. | | | | |
| Details of the creation/invocation/ release of encumbrance: | | | | | |
| Name of the Promoter(s) or PACs with him(*) | Promoter holding in the target company(1) | Promoter holding already encumbered (2) | Details of events pertaining to encumbrance (3) | Post event holding of encumbered shares (creation(2)+3) /release(2)-(3) /invocation ((2)-(3)) | |
| No. of shares | % of Total share capital | % w.r.t. diluted share capital(*) | No. of shares | % of Total share capital | |
| Vishnu Dutt Khandelwal | 920200 6.06% | 5.68% | 500000 3.29% | Release 27/11/2014 Pledge 500000 3.29% | Green India Venture Fund NIL NIL |
| Sharad Sharma | 1073583 7.08% | 6.64% | 634583 4.18% | Release 27/11/2014 Pledge 37000 0.24% | Green India Venture Fund 597583 3.94% |
| Rajesh Sharma | 1095529 7.21% | 6.76% | 776778 5.11% | Release 27/11/2014 Pledge 515000 3.39% | Green India Venture Fund 260778 1.72% |

Sharad Sharma

| Shareholder Name | 21/23/201 | 13.98% | 13.11% | 20/23/201 | 13.32% | Release | 27/11/2014 | Pledge | 3/7/201 | 2.46% | Green India Venture Fund | 1650000 | 10.87% |
|-------------------------|-----------|--------|--------|-----------|--------|---------|------------|--------|---------|-------|--------------------------|---------|--------|
| GPL Finance Ltd. | 2123201 | 13.98% | 13.11% | 2023201 | 13.32% | Release | 27/11/2014 | Pledge | 3/7/201 | 2.46% | Green India Venture Fund | 1650000 | 10.87% |
| Shyam Sunder Sharma | 2163927 | 14.25% | 13.36% | 1763927 | 11.62% | NIL | NIL | NIL | NIL | NIL | N/A | 1763927 | 11.62% |
| Seema Sharma | 237965 | 1.57% | 1.66% | NIL | NIL | N.A. | N.A. | N.A. | N.A. | N.A. | N/A | NIL | NIL |
| Sandeep Khandewal | 20550 | 0.14% | 0.65% | NIL | NIL | N.A. | N.A. | N.A. | N.A. | N.A. | N/A | NIL | NIL |
| Vimal Sharma | 315000 | 2.07% | 2.91% | 315000 | 2.07% | NIL | NIL | NIL | NIL | NIL | N/A | 315000 | 2.07% |
| Ratna Sharma | 204700 | 1.35% | 1.59% | NIL | NIL | N.A. | N.A. | N.A. | N.A. | N.A. | N/A | NIL | NIL |
| Shyam Sunder Sharma HUF | 7000 | 0.05% | 0.66% | NIL | NIL | N.A. | N.A. | N.A. | N.A. | N.A. | N/A | NIL | NIL |
| Sharad Sharma HUF | 16606 | 0.11% | 0.58% | NIL | NIL | N.A. | N.A. | N.A. | N.A. | N.A. | N/A | NIL | NIL |
| Sandeep Yams Pvt. Ltd. | 428800 | 2.82% | 2.65% | 428800 | 2.82% | NIL | NIL | NIL | NIL | NIL | N/A | 428800 | 2.82% |

Signature of the Authorized Signatory:



Place: Kanpur

Date: 01.12.2014

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the Company to the Stock Exchange under Clause 35 of the Listing Agreement. Diluted share/ voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.