

GANESH HOLDINGS LIMITED

(CIN :L67120MH1982PLC028251)

REG.OFF.: 607, CENTER PLAZA, DAFTARY ROAD, MALAD (EAST) MUMBAI 400 097

Tel.no. 2880 9065 Email :ganeshholding@gmail.com

Date : 1st October, 2015

The Manager,
Listing Agreement,
Bombay Stock Exchange Limited,
P.J. Towers, Dalal Street, Fort
Mumbai- 400001

Dear Sir.

Ref. : Scrip Code 504397

Sub: Outcome of 33rd Annual General Meeting

This is to inform you that 33rd Annual General Meeting of the Company held on Wednesday, 30th September, 2015 at 10.00 A.M.at the registered office of the company at 607, Center Plaza, Daftary Road, Malad (East), Mumbai 400 097. The shareholders of the company have approved the following resolutions at the said Annual General Meeting :

- 1) Adoption of financial statements for the financial year ended on 31-03-2015 and reports of the Directors and Auditors thereon.
- 2) Ratification of appointment of Auditor.
- 3) Appointment of Shri Anil Bhenwal as an Independent Director.

You are requested to take the above on records.

Thanking You.

Yours Faithfully,
For Ganesh Holdings Limited



N.K.Jain
(Director)
DIN :00456960

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Ref: RBIL.BSE.

Date: September 30, 2015

Market Operation-DCS-CRD
Bombay Stock Exchange Ltd.
Dalal Street, **MUMBAI - 400001**

Dear Sirs,

Ref: **Our Security Code No. 504397**

Sub: **Proceedings of AGM**

Pursuant to Clause 35A of the Listing Agreement, we are furnishing herewith the proceedings of the Annual General Meeting of the Company held on 30th September, 2015:

- 1) Total No. of shareholders on record date: 96
- 2) No. of shareholders present in the meeting in person or through proxy:
 - (i) Promoters & Promoters' Group : 01
 - (ii) Public : 05
- 3) No. of shareholders attended the meeting through video conference: N.A.
 - (i) Promoters & Promoters' Group : --
 - (ii) Public : --
- 4) Details of the Agenda:
 - i) To consider and adopt the Audited Profit and Loss Account of the Company for the year ending on 31st March, 2015 and the Balance Sheet as at 31st March, 2015 together with the report of Directors and Auditors thereon:
Resolution Required : Ordinary; Mode of voting : Poll & e-Voting
 - ii) To re-appoint M/s Chaturvedi Sohan & Co. as Statutory Auditor of the Company and fixed there remuneration:
Resolution Required : Ordinary; Mode of voting : Poll & e-Voting
 - iii) Appointment of Mr. Anil Bhenwal as an Independent Director of the Company:
Resolution Required : Ordinary; Mode of voting : Poll & e-Voting

Aforesaid all 3 Resolutions were passed under e- voting & Poll process with requisite majority as under:

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Promoter/ Public	No. of shares held	No. of shares polled	No. of votes polled on o/s shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	175295	175295	--	175295	--	100	--
Pub. Institutional Holders	--	--	--	--	--	--	--
Public- Others	64705	59100	--	59100	--	100	--
Total	240000	234395	--	234395	--		--

We are enclosing copies of the following Reports in respect of the evoting & poll conducted

1. Report of the Scrutinizer on e-voting conducted.
3. Report of the Scrutinizer on the poll conducted.

Thanking You,

Yours faithfully
For GANESH HOLDINGS LIMITED.,


Narendra Pratap Singh
Chief Financial Officer

PANKAJ & ASSOCIATES

Company Secretaries

Pankaj S Desai

B.Com (Hons), A.C.S., A.C.A.

PAN :- AADPD1728R

Office: - 505/ Panchsheel-4/B

Raheja Township,

Malad (East),

Mumbai-400 097,

Tel Off: - 65157109

Cell:- 9322298917

E-Mail: shirdipankaj@hotmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 18) of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement]

To,

Smt.Lalitha Ranka

Chairman

Ganesh Holdings Ltd

Regd. Office: 607, Center Plaza,

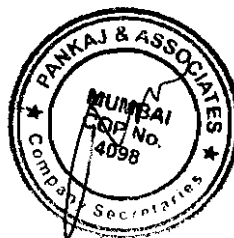
Daftary Road, Malad (East),

Mumbai-400097.

Dear Sir,

1. We, Pankaj & Associates, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Ganesh Holdings Ltd at its meeting held on 7th September, 2015 for the purpose of scrutinizing the e-voting and for conducting the ballot process at the Annual General Meeting and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015 and ballot process undertaken at the 33rd Annual General Meeting (AGM) on the resolutions contained in the notice of the 33rd Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 30th September, 2015, at 607, Center Plaza, Daftary Road, Malad (East), Mumbai 400097.

2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 33rd Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.



3. Further to above, I submit my report as under:

3.1. The Company has provided the e-voting facility through Central Depository Services (India) Limited (CDSL) on their website <https://www.evotingindia.com>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.

3.2. The Notice sent (both through email and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015.

3.3. The Company had completed the dispatch of Annual Report by 8th September, 2015 to its members.

3.4 The Company had arranged for ballot papers and ballot box for the members and proxies present at the Annual General Meeting (AGM) as on 30th September, 2015.

3.5 We have ensured that the ballot box was duly locked and sealed in the presence of the members and proxies.

3.6 The scrutiny was done in the presence of two person's viz. Mr.Dipen Shah and Mr. Neet Raval as witnesses after the voting process was over.

3.7. The E-Voting commenced from 24th September, 2015 (9.00 a.m.) and ended on 29th September, 2015 (5.00 p.m.).

3.8. The votes cast were unblocked in the presence of 2 witnesses, Mr.Dipen Shah and Mr. Neet Raval who are not in the employment of the Company. They have signed below in confirmation of the votes beings unblocked in their presence.

Dipen V. Shah

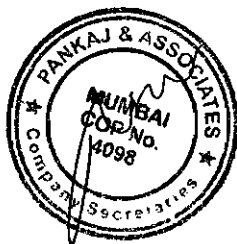
(Dipen V. Shah)

N. R. Raval

(Neet Raval)

3.9. The E-Voting data was scrutinized by me for verification of votes cast "in favour" and "against" the Resolutions.

3.10. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "in favour" or "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited on their website i.e <https://www.evotingindia.com> and the result of the e-voting and after conducting the ballot process at the Annual General Meeting is as under:



Item No. 1 – As an Ordinary Resolution:- To consider and adopt the Audited Profit and Loss Account of the Company for the year ending on 31st March, 2015 and the Balance Sheet as at 31st March, 2015 together with the report of Directors and Auditors thereon.

i. Voted in favour of the resolution:

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
6	234395	100%

ii. Voted against the resolution

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. Abstained votes:

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0

Item No. 2– As an Ordinary Resolution –To re-appoint M/s Chaturvedi Sohan & Co. as Statutory Auditor of the Company and fixed there remuneration:

i. Voted in favour of the resolution:

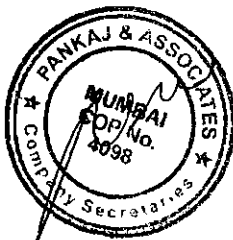
Number of Ballots	Number of Votes cast	% of total number of valid votes cast
6	234395	100%

ii. Voted against the resolution

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. Abstained votes:

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0



Item No. 3– As an Ordinary Resolution –: Appointment of Mr. Anil Bhenwal as an Independent Director of the Company :

i. Voted in favour of the resolution:

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
6	234395	100%

ii. Voted against the resolution

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0

iii. Abstained votes:

Number of Ballots	Number of Votes cast	% of total number of valid votes cast
0	0	0


4. A Register and all other papers and relevant records containing details of equity shareholders, who voted “IN FAVOUR” OR “AGAINST” under e-voting and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Mr. Narendra Kumar Jain, Compliance Officer for safe keeping.

5. You may accordingly declare the result of voting by e-voting and ballot.

6. The abovementioned resolutions are deemed to be passed as on the date of announcement of results.

Thanking you,

Yours faithfully,


M/s. Pankaj & Associates
Practicing Company Secretary (C.O.P. No. 4098)
Scrutinizer for Ballot form and E-voting

Place: Mumbai
Date: 1st October, 2015