



GANESHA ECOSPHERE LTD.

(FORMERLY KNOWN AS GANESH POLYTEX LTD.)
10.09.2016

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: Details of Voting Results of 27th Annual General Meeting of the Company held on 8th September, 2016

Dear Sirs,

In Compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the following information, in the prescribed format, regarding voting results of the business transacted as per Notice of the 27th Annual General Meeting of the Company held on 8th September, 2016 at 1:00 P.M. at Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.).


| | |
|--|---------------------------------|
| Date of the AGM | 8 th September, 2016 |
| Total Number of shareholders on record date | 12149 |
| No. of shareholders present in meeting either in person or through proxy: | 59 |
| Promoters & Promoter Group: | 10 |
| Public: | 49 |
| No. of shareholders attended the meeting through video conferencing | Not Arranged |
| Promoters & Promoter Group: | |
| Public: | |

The agenda wise details are provided in the annexure attached herewith.

Further, the Consolidated Scrutinizer's Report on remote e-voting & poll is also enclosed herewith.

Thanking you,

Yours faithfully,
For Ganesha Ecosphere Ltd.


(Bharat Kumar Sajjani)
Company Secretary

Encl: As above

Details of Voting of business transacted as per the Notice of 27th Annual General Meeting held on 8th September, 2016

| Resolution 1: To consider & adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon. | | | | | | | | | | |
|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--------------|--------------|--------------|
| Resolution Required: (Ordinary/ Special) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Category | | | | | | | | | | |
| Mode of Voting | | | | | | | | | | |
| No | | | | | | | | | | |
| | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)= [(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 | | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | 0.000 |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | 0.000 |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | 0.000 |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | 0.000 |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | 0.000 |
| | Total | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | 0.000 |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106831 | 0 | 100.000 | 0.000 | | 0.000 |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | 0.000 |
| | Total | 8979529 | 3743454 | 41.689 | 3743454 | 0 | 100.000 | 0.000 | | 0.000 |
| Total | 19176877 | 13930950 | 72.645 | 13930950 | 0 | 100.000 | 0.000 | | 0.000 | 0.000 |



Resolution 2: To declare Dividend on Equity Shares for financial year ended on 31st March, 2016.

| Resolution Required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Ordinary | | | | | | | | | |
|---|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|-------|--|--|
| | No | | | | | | | | | |
| Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)= [(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 | | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | |
| | Total | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106831 | 0 | 100.000 | 0.000 | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743454 | 0 | 100.000 | 0.000 | | |
| Total | 19176877 | 13930950 | 72.645 | 13930950 | 0 | 100.000 | 0.000 | | | |



Resolution 3: To appoint a Director in place of Shri Rajesh Sharma (DIN: 02228607), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

| Resolution Required: (Ordinary/ Special) | | Ordinary | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]*100 | % of Votes against on votes polled (7) = [(5)/(2)]*100 | | | |
| Promoter & Promoter Group | E-Voting | | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | | |
| | Poll | 8695936 | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | | |
| Public- Non Institutions | Total | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | | |
| | E-Voting | 8979529 | 3106831 | 34.599 | 3106831 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | | |
| Total | | 8979529 | 3743454 | 41.689 | 3743454 | 0 | 100.000 | 0.000 | | | |
| Total | | 19176877 | 13930950 | 72.645 | 12439390 | 1491560 | 89.293 | 10.707 | | | |



Resolution 4: To ratify the appointment of M/s. Mehrotra Rakesh Kumar & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

| Resolution Required: (Ordinary/ Special) | | Ordinary | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$ | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = $[(4)/(2)]*100$ | % of Votes against on votes polled (7) = $[(5)/(2)]*100$ | | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 0.000 | | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | | |
| | Total | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 0.000 | | | |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106831 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743454 | 0 | 100.000 | 0.000 | | | |
| Total | | 19176877 | 13930950 | 72.645 | 12439390 | 1491560 | 89.293 | 10.707 | | | |



Resolution 5: To appoint Mrs. Seema Sharma (DIN: 07466530) as a Director of the Company.

| Resolution Required: (Ordinary/ Special) | | Ordinary | | | | | | | | | |
|---|----------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)]*100}{}$ | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]*100}{}$ | % of Votes against on votes polled (7) = $\frac{[(5)/(2)]*100}{}$ | | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | | |
| | Total | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | | |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106731 | 100 | 99.997 | 0.003 | | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743354 | 100 | 99.997 | 0.003 | | | |
| Total | | 19176877 | 13930950 | 72.645 | 12439290 | 1491660 | 89.292 | 10.708 | | | |



Resolution 6: To ratify the remuneration of the Cost Auditors of the Company, in respect of Company's product 'Yarn', for the financial year ending 31st March, 2017.

| Resolution Required: (Ordinary/ Special) | | Ordinary | | | | | | | | | |
|---|----------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)]*100}{}$ | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = $\frac{[(4)/(2)]*100}{}$ | % of Votes against on votes polled (7) = $\frac{[(5)/(2)]*100}{}$ | | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | | |
| | Total | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | | |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106731 | 100 | 99.997 | 0.003 | | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743354 | 100 | 99.997 | 0.003 | | | |
| Total | | 19176877 | 13930950 | 72.645 | 13930850 | 100 | 99.999 | 0.001 | | | |



Resolution Z: To ratify the remuneration of the Cost Auditors of the Company in respect of Company's product 'Recycled Polyester Staple Fibre', for the financial year ending 31st March, 2017.

| Resolution Required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Ordinary | | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|---|--|--|--|
| | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)= [(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 | | | |
| Promoter & Promoter Group | E-Voting | | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | | |
| | Poll | 8695936 | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | | |
| | Total | 1501412 | 1491560 | 99.344 | 1491560 | 0 | 100.000 | 0.000 | | | |
| Public- Non Institutions | E-Voting | | 3106831 | 34.599 | 3106731 | 100 | 99.997 | 0.003 | | | |
| | Poll | 8979529 | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743354 | 100 | 99.997 | 0.003 | | | |
| Total | | 19176877 | 13930950 | 72.645 | 13930850 | 100 | 99.999 | 0.001 | | | |



| Resolution 8: To accord consent for payment of advance fee by members for delivery of documents through a particular mode of services. | | | | | | | | | | |
|--|----------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|---|--|--|
| Resolution Required: (Ordinary/ Special) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Special | | | | | | | | | | |
| No | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)= [(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 | | |
| Promoter & Promoter Group | E-Voting | 8695936 | 2163944 | 24.885 | 2163944 | 0 | 100.000 | 0.000 | | |
| | Poll | | 6531992 | 75.115 | 6531992 | 0 | 100.000 | 0.000 | | |
| | Total | 8695936 | 8695936 | 100.000 | 8695936 | 0 | 100.000 | 0.000 | | |
| Public- Institutions | E-Voting | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | |
| | Poll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | | |
| | Total | 1501412 | 1491560 | 99.344 | 0 | 1491560 | 0.000 | 100.000 | | |
| Public- Non Institutions | E-Voting | 8979529 | 3106831 | 34.599 | 3106831 | 0 | 100.000 | 0.000 | | |
| | Poll | | 636623 | 7.090 | 636623 | 0 | 100.000 | 0.000 | | |
| | Total | 8979529 | 3743454 | 41.689 | 3743454 | 0 | 100.000 | 0.000 | | |
| Total | | 19176877 | 13930950 | 72.645 | 12439390 | 1491560 | 89.293 | 10.707 | | |

For GANESHA ECOSPHERE LTD.



(BHARAT KUMAR SAJANI)
COMPANY SECRETARY

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
Phone: (O) 0512-2315123
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CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Twenty Seventh Annual General Meeting of the Shareholders of **Ganesha Ecosphere Limited** held on Thursday, the 8th September, 2016 at 1.00 P.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 **Ganesha 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 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Ruies) 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 Twenty Seventh Annual General Meeting of the Members of the Company held on Thursday, the 8th September, 2016 at 1.00 P.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 Twenty Seventh Annual

General Meeting of the Members of the Company. My responsibility as 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 Twenty Seventh 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 Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the public notice by way of advertisement was published on 17th August, 2016 in Business Standard (English) and Rashtriya Sahara (Hindi) and the remote e-voting facility remained opened from Monday, the 5th September, 2016 (10.00 A.M.) to Wednesday, the 7th September, 2016 (5.00 P.M.).

(ii) The Members of the Company as on the "cut off" date i.e. 1st September, 2016 were entitled to vote on the resolutions (Item Nos. 1 to 8) as set out in the Notice of the Twenty Seventh Annual General Meeting of the Company.

(iii) The remote e-voting process was blocked at 5.00 P.M. on Wednesday, the 7th September, 2016.

(iv) The votes cast through remote e-voting process were unblocked on 8th September, 2016 after the conclusion of the Twenty Seventh Annual General Meeting in the presence of two witnesses, Ms. Divya Saxena and Ms. Anshula

Choudhary, who were not in the employment of the Company and who witnessed the unblocking of votes.

(v) 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 Thursday, the 8th September, 2016, 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 8 as set out in the Notice of the Twenty Seventh 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 the presence of Ms. Divya Saxena and Ms. Anshula Choudhary, who were not employees of the Company.

(ii) The votes were counted and the result of the poll was prepared in the presence of the aforesaid persons.

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

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 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 | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 100.00 |
| Against | -- | -- | -- | -- | -- | -- | -- |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 100.00 |

Result: The Ordinary Resolution in respect of Item No. 1 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 2

Ordinary Resolution to declare Dividend on Equity Shares for Financial year ended on 31st March, 2016

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 100.00 |
| Against | -- | -- | -- | -- | -- | -- | -- |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 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 to appoint a Director in place of Shri Rajesh Sharma (DIN: 02228607), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 16 | 59 | 75 | 52,70,775 | 71,68,615 | 1,24,39,390 | 89.293 |

| | | | | | | | |
|---------|----|----|----|-----------|-----------|-------------|--------|
| Against | 8 | -- | 8 | 14,91,560 | -- | 14,91,560 | 10.707 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 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 to ratify the appointment of M/s. Mehrotra Rakesh Kumar & Co., Chartered Accountants, as Auditors of the Company and to fix their remuneration

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 16 | 59 | 75 | 52,70,775 | 71,68,615 | 1,24,39,390 | 89.293 |
| Against | 8 | -- | 8 | 14,91,560 | -- | 14,91,560 | 10.707 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 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 to appoint Mrs. Seema Sharma, (DIN: 07466530) as a Director of the Company

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 15 | 59 | 74 | 52,70,675 | 71,68,615 | 1,24,39,290 | 89.292 |
| Against | 9 | -- | 9 | 14,91,660 | -- | 14,91,660 | 10.708 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 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 to ratify the remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the financial year ending 31st March, 2017

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 23 | 59 | 82 | 67,62,235 | 71,68,615 | 1,39,30,850 | 99.999 |
| Against | 1 | -- | 1 | 100 | -- | 100 | 0.001 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 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.

ITEM NO. 7

Ordinary Resolution to ratify the remuneration of the Cost Auditors in respect of Company's product 'Recycled Polyester Staple Fibre', for the financial year ending 31st March, 2017

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 23 | 59 | 82 | 67,62,235 | 71,68,615 | 1,39,30,850 | 99.999 |
| Against | 1 | -- | 1 | 100 | -- | 100 | 0.001 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 100.00 |

Result: The Ordinary Resolution in respect of Item No. 7 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 8

Special Resolution to accord consent for payment of advance fee by Members for delivery of documents through a particular mode of service

| Particulars of Voting | Number of | | | Number of votes cast | | | Percentage |
|-----------------------|-----------|------|-------|----------------------|-----------|-------------|------------|
| | E-Votes | Poll | Total | E-Votes | Poll | Total | |
| In favour | 16 | 59 | 75 | 52,70,775 | 71,68,615 | 1,24,39,390 | 89.293 |

| | | | | | | | |
|---------|----|----|----|-----------|-----------|-------------|--------|
| Against | 8 | -- | 8 | 14,91,560 | -- | 14,91,560 | 10.707 |
| Total | 24 | 59 | 83 | 67,62,335 | 71,68,615 | 1,39,30,950 | 100.00 |

Result: The Special Resolution in respect of Item No. 8 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 Twenty Seventh Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping. .

Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Practising Company Secretary

F.C.S -2589
C.P – 1920

Counter signed by



(SHYAM SUNDER SHARMMA)
Chairman-cum- Managing Director

Place: Kanpur
Date: 9th September, 2016