



GANESHA ECOSPHERE LIMITED

GESL/2025-26

September 30, 2025

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 & Poll

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 & poll in respect of the resolutions contained in the Notice of the 36th Annual General Meeting of the Company held on 27th September, 2025.

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
Cell: 9415042137
9415504016
Website: www.skgco.net
E-mail :skgupta1903@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Thirty-Sixth Annual General Meeting of the Members of **Ganesh Ecosphere Limited** held on Saturday, the 27th September, 2025 at 12:15 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 **Ganesh Ecosphere Limited** (the 'Company') for the purpose of scrutinizing the votes cast on poll and through remote e-voting process under the provisions of Section 108 and 109 of the Companies Act, 2013 ('Act') read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 ('Rules'), in respect of the resolutions contained in the Notice of the Thirty-Sixth Annual General Meeting of the Members of the Company held on Saturday, the 27th September, 2025 at 12:15 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 made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') relating to remote e-voting and poll on the resolutions contained in the Notice of the Thirty-Sixth Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer

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for the remote e-voting process and for poll at the Annual General Meeting is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of the Thirty-Sixth 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 conducted at the Annual General Meeting.

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, a public notice by way of advertisement was published on 5th September, 2025 in 'Business Standard' (English & Hindi –All India Editions) and in 'Rashtriya Sahara' (Hindi-Kanpur Edition), having wide circulation in the district where the registered office of the Company is situated inter-alia, specifying the date and time of the Thirty-Sixth Annual General Meeting, Book Closure and manner of voting through remote e-voting and poll at the Thirty-Sixth Annual General Meeting and informing that the electronic copy of the Notice of the Thirty-Sixth Annual General Meeting of the Company along with the Annual Report of the Company for the Financial year 2024-2025 were sent to the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agent of the Company and for the members who have not registered their email address, the physical copies of the Notice of Thirty-Sixth Annual General Meeting along with the Attendance slip and Proxy Form have been

sent in the permitted mode, in compliance with the relaxations provided under the relevant MCA and SEBI Circulars.

- (ii) The remote e-voting facility remained opened from Wednesday, the 24th September, 2025 (10:00 A.M.) to Friday, the 26th September, 2024 (05:00 P.M.) and members were required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions on the remote e-voting platform provided by 'NSDL'. The remote e-voting process was blocked at 05:00 P.M. on Friday, the 26th September, 2025.
- (iii) The Company hosted the Notice of Thirty Sixth Annual General Meeting along with the Annual Report 2024-25 on its website, on the website of NSDL, the Agency providing the platform for remote e-voting for the Annual General Meeting and also intimated the same to BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') and is available on the website of the mentioned Stock Exchanges respectively.
- (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 Services (India) Limited ('CDSL'), the Company completed the dispatch of physical and electronic copies of Notice of Thirty Sixth Annual General Meeting along with Annual Report for the Financial year 2024-2025 on 3rd September, 2025.

- (v) The Members of the Company as on the "cut off" date i.e. 20th September, 2025 were entitled to vote on the resolutions (Item Nos. 1 to 7) as set out in the Notice of the Thirty-Sixth Annual General Meeting of the Company.
- (vi) The votes cast through remote e-voting process were unblocked on Saturday, the 27th September, 2025 after the conclusion of the Thirty-Sixth Annual General Meeting in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and who witnessed the unblocking of votes.
- (vii) 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 Thirty-Sixth Annual General Meeting held on Saturday, the 27th September, 2025, the Chairman of the Annual General Meeting 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 7) as set out in the Notice of the Thirty-Sixth Annual General Meeting of the Company, to cast their vote at the said Annual General Meeting.
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 Thirty-Sixth Annual General Meeting in my presence.

- (ii) The votes were counted and the result of the poll was prepared in my presence.
6. I have recorded the details of all the votes casted by the shareholders through remote e-voting and by poll conducted at the Thirty-Sixth Annual General Meeting 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 with respect to each item of business as set out in the Notice of the Thirty-Sixth Annual General Meeting dated 13th August, 2025 and the votes cast by the shareholders through remote e-voting and by poll 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 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 175 | 49 | 224 | 1,40,36,510 | 51,89,601 | 1,92,26,111 | 100 |
| Against | 03 | 0 | 03 | 104 | 0 | 104 | Negligible |
| Total | 178 | 49 | 227 | 1,40,36,614 | 51,89,601 | 1,92,26,215 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution,

the proposed ordinary resolution at Item No. 1(a) of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 1(b)

Ordinary Resolution for consideration and adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Auditors thereon.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 175 | 49 | 224 | 1,40,36,510 | 51,89,601 | 1,92,26,111 | 100 |
| Against | 03 | 0 | 03 | 104 | 0 | 104 | Negligible |
| Total | 178 | 49 | 227 | 1,40,36,614 | 51,89,601 | 1,92,26,215 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 1(b) of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 2

Ordinary Resolution to confirm the payment of interim dividend and declaration of final dividend on Equity Shares for the financial year ended 31st March, 2025.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 176 | 49 | 225 | 1,40,36,513 | 51,89,601 | 1,92,26,114 | 100 |
| Against | 03 | 0 | 03 | 104 | 0 | 104 | Negligible |
| Total | 179 | 49 | 228 | 1,40,36,617 | 51,89,601 | 1,92,26,218 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 2 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 3

Ordinary Resolution for the appointment of a Director in place of Shri Vishnu Dutt Khandelwal (DIN: 00383507), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 130 | 49 | 179 | 1,30,94,185 | 51,89,601 | 1,82,83,786 | 95.10 |
| Against | 52 | 0 | 52 | 9,42,429 | 0 | 9,42,429 | 4.90 |
| Total | 182 | 49 | 231 | 1,40,36,614 | 51,89,601 | 1,92,26,215 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 3 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 4

Ordinary Resolution for ratification of the remuneration of the Cost Auditors in respect of Company’s product ‘Yarn’, for the financial year ending 31st March, 2026.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 175 | 49 | 224 | 1,40,36,510 | 51,89,601 | 1,92,26,111 | 100 |
| Against | 03 | 0 | 03 | 104 | 0 | 104 | Negligible |
| Total | 178 | 49 | 227 | 1,40,36,614 | 51,89,601 | 1,92,26,215 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 4 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 5

Ordinary Resolution for ratification of the remuneration of the Cost Auditors in respect of Company’s product ‘Recycled Polyester Staple Fibre’, for the Financial year ending 31st March, 2026.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|------------------|--------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 175 | 49 | 224 | 1,40,36,510 | 51,89,601 | 1,92,26,111 | 100 |
| Against | 03 | 0 | 03 | 104 | 0 | 104 | Negligible |
| Total | 178 | 49 | 227 | 1,40,36,614 | 51,89,601 | 1,92,26,215 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 5 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 6

Ordinary Resolution to approve the undertaking of material related party transactions with GESL Spinners Private Limited, a related party of the Company.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|-----------|------------|----------------------|--------------|------------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 132 | 38 | 170 | 76,78,710 | 6,025 | 76,84,735 | 88.92 |
| Against | 27 | 0 | 27 | 9,57,537 | 0 | 9,57,537 | 11.08 |
| Total | 159 | 38 | 197 | 86,36,247 | 6,025 | 86,42,272 | 100 |

In terms of the provisions of the Companies Act, 2013 read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the related

parties being ineligible to vote, abstained from voting on the resolution through remote e-voting and on poll at the meeting

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 6 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

ITEM NO. 7

Ordinary Resolution to approve the appointment of M/s. S.K. Gupta & Co., Practicing Company Secretaries, Kanpur as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years commencing from financial year 2025-26 to financial year 2029-30.

| Particulars of Voting | Number of Shareholder | | | Number of votes cast | | | Percentage |
|-----------------------|-----------------------|------|-------|----------------------|-----------|-------------|------------|
| | E-Voting | Poll | Total | E-Votes | Poll | Total | |
| In favour | 167 | 49 | 216 | 1,38,77,965 | 51,89,601 | 1,90,67,566 | 99.18 |
| Against | 10 | 0 | 10 | 1,58,374 | 0 | 1,58,374 | 0.82 |
| Total | 177 | 49 | 226 | 1,40,36,339 | 51,89,601 | 1,92,25,940 | 100 |

Result: Based on the aforesaid result, we report that the votes cast by the members in favour of the ordinary resolution are more than the votes cast against the resolution, the proposed ordinary resolution at Item No. 7 of the Notice of the Annual General Meeting has been passed with requisite majority as an “**Ordinary Resolution**” within the meaning of Section 114(1) of the Companies Act, 2013.

S. K.GUPTA
F.C.S.

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Company Secretaries,
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Website: www.skgco.net
E-mail :skgupta1903@gmail.com

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 Thirty-Sixth 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)

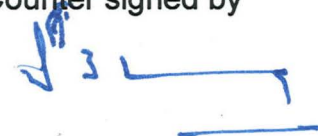
Practising Company Secretary

F.C.S -2589

C.P - 1920

UDIN: F002589G001390107

Counter signed by



(SHYAM SUNDER SHARMMA)

Chairman

Place: Kanpur

Date: 29th September, 2025