



GANESHA ECOSPHERE LTD.

GESL/2018-19

September 17, 2018

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 29th Annual General Meeting of the Company held on 15th September, 2018

Dear Sir/ Ma'am,

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 29th Annual General Meeting of the Company held on 15th September, 2018 at 12:15 P.M. at Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.).

Date of the AGM	15 th September, 2018
Total Number of shareholders on record date	10567
No. of shareholders present in meeting either in person or through proxy:	49
Promoters & Promoter Group:	10
Public:	39
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.

Thanking you,

Yours faithfully,
For Ganesha Ecosphere Ltd.


(Bharat Kumar Sajnani)
Company Secretary

Encl: As above

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements for the year ended 31st March, 2018.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002020	41.1806	4002019	1	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043547	41.6080	4043546	1	100.0000
Total		21829397	16068258	73.6083	16068257	1	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend on Equity Shares for the year ended 31st March, 2018.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002070	41.1812	4002069	1	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043597	41.6085	4043596	1	100.0000
Total		21829397	16068308	73.6086	16068307	1	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Gopal Singh Shekhavat (DIN: 06591844) as Director who retires by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	0	3328775	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	0	3328775	0.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	12739482	3328775	79.2835	20.7165
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the appointment of M/s. Narendra Singhania & Co., Chartered Accountants, as Statutory Auditors and fixing their remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the financial year ending 31st March, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8695936	8695936	100.0000	8695936	0	100.0000	0.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	9718206	4043546	41.6079	4043546	0	100.0000	0.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Shri Vishnu Dutt Khandelwal (DIN: 00383507) as Whole Time Director, designated as Executive Vice Chairman.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Shri Rajesh Sharma (DIN: 02228607) as Whole Time Director, designated as Executive Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Gopal Singh Shekhavat (DIN: 06591844) as Whole Time Director, designated as Director (Administration).				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8695936	8695936	100.0000	8695936	0	100.0000	0.0000
Public- Institutions	E-Voting	3415255	3328775	97.4678	0	3328775	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	3415255	3328775	97.4678	0	3328775	0.0000	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	9718206	4043546	41.6079	4043546	0	100.0000	0.0000
Total		21829397	16068257	73.6083	12739482	3328775	79.2835	20.7165
Whether resolution is Pass or Not.							Yes	



Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Continuation of appointment of Shri Shyam Sunder Sharmma (DIN: 00530921) as Non-Executive Director of the Company w.e.f. 1st April, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of appointment of Shri Vishwa Nath Chandak (DIN: 00313035) as Non-Executive Director of the Company w.e.f. 1st April, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8695936	2163944	24.8845	2163944	0	100.0000	0.0000
	Poll		6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8695936	8695936	100.0000	8695936	0	100.0000
Public-Institutions	E-Voting	3415255	3328775	97.4678	3328775	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3415255	3328775	97.4678	3328775	0	100.0000
Public- Non Institutions	E-Voting	9718206	4002019	41.1806	4002019	0	100.0000	0.0000
	Poll		41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		9718206	4043546	41.6079	4043546	0	100.0000
Total		21829397	16068257	73.6083	16068257	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Ganesha Ecosphere Employees Stock Option Plan 2018.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2163944	24.8845	2163944	0	100.0000	0.0000
	Poll	8695936	6531992	75.1155	6531992	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	8695936	8695936	100.0000	8695936	0	100.0000	0.0000
Public-Institutions	E-Voting		3328775	97.4678	1326100	2002675	39.8375	60.1625
	Poll	3415255	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	3415255	3328775	97.4678	1326100	2002675	39.8375	60.1625
Public- Non Institutions	E-Voting		1026142	10.5590	1026142	0	100.0000	0.0000
	Poll	9718206	41527	0.4273	41527	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	9718206	1067669	10.9863	1067669	0	100.0000	0.0000
Total		21829397	13092380	59.9759	11089705	2002675	84.7035	15.2965
Whether resolution is Pass or Not.							Yes	



DIVYA SAXENA

M.Com, F.C.S, M.B.A, L.L.B

S.K. Gupta & Co.

Company Secretaries,

9, Roland Complex,

Upper Floor, 37/17,

Westcott Building,

The Mall,

Kanpur-208001

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9415134481

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CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

To,

The Chairman of the Twenty Ninth Annual General Meeting of the Shareholders of **Ganesha Ecosphere Limited** held on Saturday, the 15th September, 2018 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, Divya Saxena, 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 (Rules) 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 Ninth Annual General Meeting of the Members of the Company held on Saturday, the 15th September, 2018 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 relating to remote e-voting and poll on the resolutions contained in the Notice of the Twenty Ninth Annual General Meeting of the Members of the Company. My responsibility as a 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 Ninth 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 26th August, 2018 in Business Standard (English) and on 25th August, 2018 in Rashtriya Sahara (Hindi) and the remote e-voting



facility remained opened from Wednesday, the 12th September, 2018 (10.00 A.M.) to Friday, the 14th September, 2018 (5.00 P.M.).

(ii) The Members of the Company as on the "cut off" date i.e. 10th September, 2018 were entitled to vote on the resolutions (Item Nos. 1 to 12) as set out in the Notice of the Twenty Ninth Annual General Meeting of the Company.

(iii) The remote e-voting process was blocked at 5.00 P.M. on Friday, the 14th September, 2018.

(iv) The votes cast through remote e-voting process were unblocked on 17th September, 2018 due to late receipt of e-voting reports from NSDL e-voting system in the presence of two witnesses, Ms. Anshula Choudhary and Ms. Saubhagya Shree Dalmia, 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 Saturday, the 15th September, 2018, 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 12 as set out in the Notice of the Twenty Ninth 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.

(ii) The votes were counted and the result of the poll was prepared.

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 for consideration and adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2018 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	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	1	--	1	1	--	1	negligible
Total	30	49	79	94,94,739	65,73,519	1,60,68,258	100.000

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

ITEM NO. 2

Ordinary Resolution for declaration of Dividend on Equity Shares for Financial year ended 31st March, 2018

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	30	49	79	94,94,788	65,73,519	1,60,68,307	100.000
Against	1	--	1	1	--	1	negligible
Total	31	49	80	94,94,789	65,73,519	1,60,68,308	100.000

Result: The Ordinary Resolution in respect of Item No. 2 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 3

Ordinary Resolution for appointment of a Director in place of Shri Gopal Singh Shekhavat (DIN: 06591844), 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	18	49	67	61,65,963	65,73,519	1,27,39,482	79.28
Against	11	--	11	33,28,775	--	33,28,775	20.72
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	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 for ratification of appointment of M/s. Narendra Singhania & Co., Chartered Accountants, Statutory 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	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Ordinary Resolution in respect of Item No. 4 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 5

Ordinary Resolution for ratification of remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the Financial year ending 31st March, 2019

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Ordinary Resolution in respect of Item No. 5 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 6

Ordinary Resolution for ratification of remuneration of the Cost Auditors in respect of Company's product 'Recycled Polyester Staple Fibre', for the Financial year ending 31st March, 2019

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Ordinary Resolution in respect of Item No. 6 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 7

Special Resolution for approval of re-appointment of Shri Vishnu Dutt Khandelwal (DIN: 00383507) as Whole Time Director of the Company

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Special Resolution in respect of Item No. 7 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 8

Special Resolution for approval of re-appointment of Shri Rajesh Sharma (DIN: 02228607) as Whole Time Director of the Company

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Special Resolution in respect of Item No. 8 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 9

Special Resolution for approval of re-appointment Shri Gopal Singh Shekhavat (DIN: 06591844) as Whole Time Director of the Company

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	18	49	67	61,65,963	65,73,519	1,27,39,482	79.28
Against	11	--	11	33,28,775	--	33,28,775	20.72

Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
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Result: The Special Resolution in respect of Item No. 9 of the Notice of the Annual General Meeting has been passed with requisite majority.

ITEM NO. 10

Special Resolution for according consent to continuation of appointment of Shri Shyam Sunder Shamma (DIN:00530921) as Non-Executive Director of the Company w.e.f. 01.04.2019

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Special Resolution in respect of Item No. 10 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 11

Special Resolution for according consent to continuation of appointment of Shri Vishwa Nath Chandak (DIN:00313035) as Non-Executive Independent Director w.e.f. 01.04.2019

Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00
Against	--	--	--	--	--	--	--
Total	29	49	78	94,94,738	65,73,519	1,60,68,257	100.00

Result: The Special Resolution in respect of Item No. 11 of the Notice of the Annual General Meeting has been passed unanimously.

ITEM NO. 12

Special Resolution for approval of Ganesha Ecosphere Employees Stock Option Plan 2018

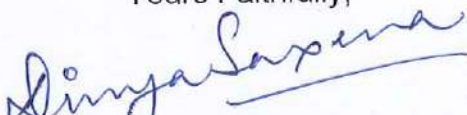
Particulars of Voting	Number of			Number of votes cast			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
In favour	19	49	68	45,16,186	65,73,519	1,10,89,705	84.70
Against	9	--	9	20,02,675	--	20,02,675	15.30
Total	28	49	77	65,18,861	65,73,519	1,30,92,380	100.00

Result: The Special Resolution in respect of Item No. 12 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 Ninth Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,


(DIVYA SAXENA)

Practising Company Secretary

F.C.S -5639

C.P - 5352

Counter signed by


(SHYAM-SUNDER SHARMMA)

Chairman-cum- Managing Director

Place: Kanpur

Date: 17th September, 2018