GANESHA ECOSPHERE LIMITED

GESL/2026-27

September 19, 2026

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 Ind ia Limited
Exchange Plaza,
Bandra- Kurla Complex,
Bandra (East),
Mumbai- 400051
Tel No.: 022-26598100-8114/ 6641 8100
Fax No.: 022-26598237/38
Scrip Symbol: GANECOS

Sub: Consolidated Scrutinizer's Report on Remote E-Voting & E-voting process at the Annual General Meeting

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 & e-voting process at the Annual General Meeting ('AGM') in respect of the resolutions contained in the Notice of the 37th AGM of the Company held on September 17, 2026.

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 REMOTE E-VOTING AND E-VOTING PROCESS AT THE THIRTY-SEVENTH ANNUAL GENERAL MEETING

To,

The Chairman of the Thirty-Seventh Annual General Meeting of the Members of **Ganesha Ecosphere Limited** held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on **Thursday, the 17th September, 2026 at 12:15 P.M.** at the deemed venue at the Registered office of the Company at Raipur (Raina), 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 vote through remote e-voting process as well as the e-voting by members at the Thirty-Seventh Annual General Meeting (hereinafter referred to as the "Annual General Meeting" or "AGM") of the Members of the Company held on 17th September, 2026 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules'), in respect of the resolutions contained in the Notice of AGM. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner

S. K.GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries,
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and submit a Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Annual General Meeting on the resolutions proposed at the Annual General Meeting of the Company, based on the reports generated from the electronic voting system.

2. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') relating to remote e-voting and e-voting process at the Annual General Meeting of the Company on the resolutions contained in the Notice of the Thirty-Seventh Annual General Meeting of the members of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting 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-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

S. K.GUPTA
F.C.S.

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provide remote e-voting facility and e-voting process at the Annual General Meeting], Skyline Financial Services Private Limited, The Registrar and Transfer Agent ('RTA') of the Company and the attendance papers / documents furnished to me electronically by the Company and / or RTA for my verification.

4. **Dispatch of notice convening the AGM**

(i) In accordance with the General Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard read with the latest General Circular No. 03 / 2025 dated 22nd September, 2025, issued by Ministry of Corporate Affairs ("MCA") [collectively referred to as "MCA Circulars"], the provisions of the Companies Act, 2013 ("the Act"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, the public notice by way of advertisement was published on 25th August, 2026 in 'Business Standard' (English & Hindi –All India Editions) and in 'Dainik Aaj' (Hindi-Kanpur Edition) giving intimation of date and time of Annual General Meeting to be convened through Video Conferencing (VC) / other Audio Visual Means (OAVM) and that the copy of the Notice of the AGM along with the Annual

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Report of the Company for the Financial year 2025-26 will be sent through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agents ("RTA") of the Company and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company.

(ii) 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 27th August, 2026 in 'Business Standard' (English & Hindi –All India Editions) and in 'Dainik Aaj' (Hindi-Kanpur Edition), inter-alia, specifying the period of book closure, record date, date and time of Thirty-Seventh Annual General Meeting and the manner of voting through remote e-voting which remained open from Monday, the 14th September, 2026 (10:00 A.M.) to Wednesday, the 16th September, 2026 (05:00 P.M.) and e-voting at the AGM through NSDL, 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'.

(iii) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Skyline Financial Services

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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 Notice of the AGM alongwith the Annual Report of the Company for the Financial Year 2025-26 have been sent only through electronic mode on 26th August, 2026 to 52,461 Members who have registered their email ids with the Depository Participants / Registrar and Transfer Agents ("RTA"). Additionally, a letter providing web link for accessing Notice and Annual Report has been sent through post to 2,333 Members on 25th August, 2026 who have not registered their email addresses.

(iv) The Company hosted the Notice of Thirty-Seventh Annual General Meeting along with the Annual Report 2025-26 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') on 26th August, 2026.

5. **Cut-off Date**

Voting rights were reckoned as on the "cut off" date i.e. 10th September, 2026 for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

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6. **Remote e-voting process**

(i) Agency for e-voting

The Company has appointed National Securities Depository Limited ('NSDL') as the agency for providing the platform for remote e-voting and e-voting during the AGM.

(ii) Remote e-voting period

Remote e-voting platform was open from Monday, the 14th September, 2026 (10:00 A.M.) to Wednesday, the 16th September, 2026 (05:00 P.M.) and members were required to cast their votes electronically conveying their 'Assent' and 'Dissent' in respect of the resolutions (items no. 1 to 9) as set out in the Notice of AGM of the Company, on the remote e-voting platform provided by 'NSDL'.

7. **Voting at the AGM** .

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to members who have cast their votes through remote e-voting, such

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as, their names, DP ID and Client ID I Folios, Number of Shares held but not the manner in which they have voted. Accordingly, 'NSDL', the remote e-voting agency provided us the details of names, DP ID and Client ID / Folios and shareholding of the Members who had cast their votes through remote e-voting.

8. **Counting Process**

On completion of e-voting at the AGM, the results of the remote e-voting and e-voting by Members at the AGM were unblocked 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 on the NSDL e-voting platform and the results of voting was downloaded for scrutiny.

9. I have recorded the details of all the votes casted by the shareholders through remote e-voting and e-voting process conducted at the AGM and have also checked and verified the same. I have also carried out full count of the votes.

10. **Results**

(i) We observed that:

S. K.GUPTA
F.C.S.

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(a)	149 Members in all had cast their votes through remote e-voting
(b)	7 Members in all had cast their votes through e-voting during the AGM

(ii) The consolidated results with respect to each item of business as set out in the Notice of the Thirty-Seventh Annual General Meeting dated 3rd August, 2026 and the votes cast by the shareholders through remote e-voting and e-voting at the Annual General Meeting of the Company are as under :-

ITEM NO. 1

Ordinary Resolution for adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

S. K.GUPTA
F.C.S.

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Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 1 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 2

Ordinary Resolution for adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Auditors thereon

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 2 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 3

Ordinary Resolution for declaration of dividend on Equity Shares for the financial year ended March 31, 2026

S.K. Gupta & Co.
Company Secretaries,
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Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 3 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 4

Ordinary Resolution for appointment of Shri Sharad Sharma (DIN:00383178), Director, who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 4 of the Notice of the AGM has been passed with requisite majority.

S.K. Gupta & Co.
Company Secretaries,
9, Roland Complex,
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ITEM NO. 5

Special Resolution for the appointment of Shri Rajiv Kumar Saxena (DIN: 08516656), as a Non-Executive Independent Director of the Company to hold office for a term of 2 (Two) consecutive years with effect from 3rd August, 2026

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the special resolution in respect of Item No. 5 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 6

Ordinary Resolution for ratification of the remuneration of the Cost Auditors in respect of Company's product 'Yarn', for the financial year ending March 31, 2027

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001

S. K.GUPTA
F.C.S.

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Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 6 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 7

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 March 31, 2027

Particulars	**Remote E-Voting**		**E-Voting at the AGM**		**Total**		**Percentage (%)**
	Number	**Votes**	**Number**	**Votes**	**Number**	**Votes**	
Assent	147	16922119	7	65	154	16922184	99.999
Dissent	2	101	Nil	Nil	2	101	0.001
Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 7 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 8

Ordinary Resolution to approve the undertaking of material related party transactions with GESL Spinners Limited

S. K.GUPTA
F.C.S.

S.K. Gupta & Co.
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Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	98	5041998	7	65	105	5042063	79.58
Dissent	19	1293554	Nil	Nil	19	1293554	20.42
Total	117	6335552	7	65	124	6335617	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 e-voting at the Annual General Meeting

Result: Based on the aforesaid result, we report that the ordinary resolution in respect of Item No. 8 of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 9

Special Resolution to approve the payment of remuneration to the Directors of the Company (other than Managing or Whole Time Director)

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	145	16880227	7	65	152	16880292	99.75
Dissent	4	41993	Nil	Nil	4	41993	0.25

S. K.GUPTA
F.C.S.

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Total	149	16922220	7	65	156	16922285	100

Result: Based on the aforesaid result, we report that the special resolution in respect of Item No. 9 of the Notice of the AGM has been passed with requisite majority.

(iii) The above results may accordingly, be declared by the Chairman of the Company / any other person 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 BSE and NSE, accordingly.

(iv) The electronic data and all other relevant records relating to remote e-voting and e-voting at the Annual General Meeting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and sign the Minutes of the Thirty-Seventh Annual General Meeting.

Thanking you,
Yours Faithfully,

(S.K.GUPTA)
Practising Company Secretary
F.C.S -2589
C.P - 1920
UDIN: F002589H001522041

Counter signed by

(SHYAM SUNDER SHARMMA)
Chairman

Place: Kanpur
Date: 17th September, 2026