

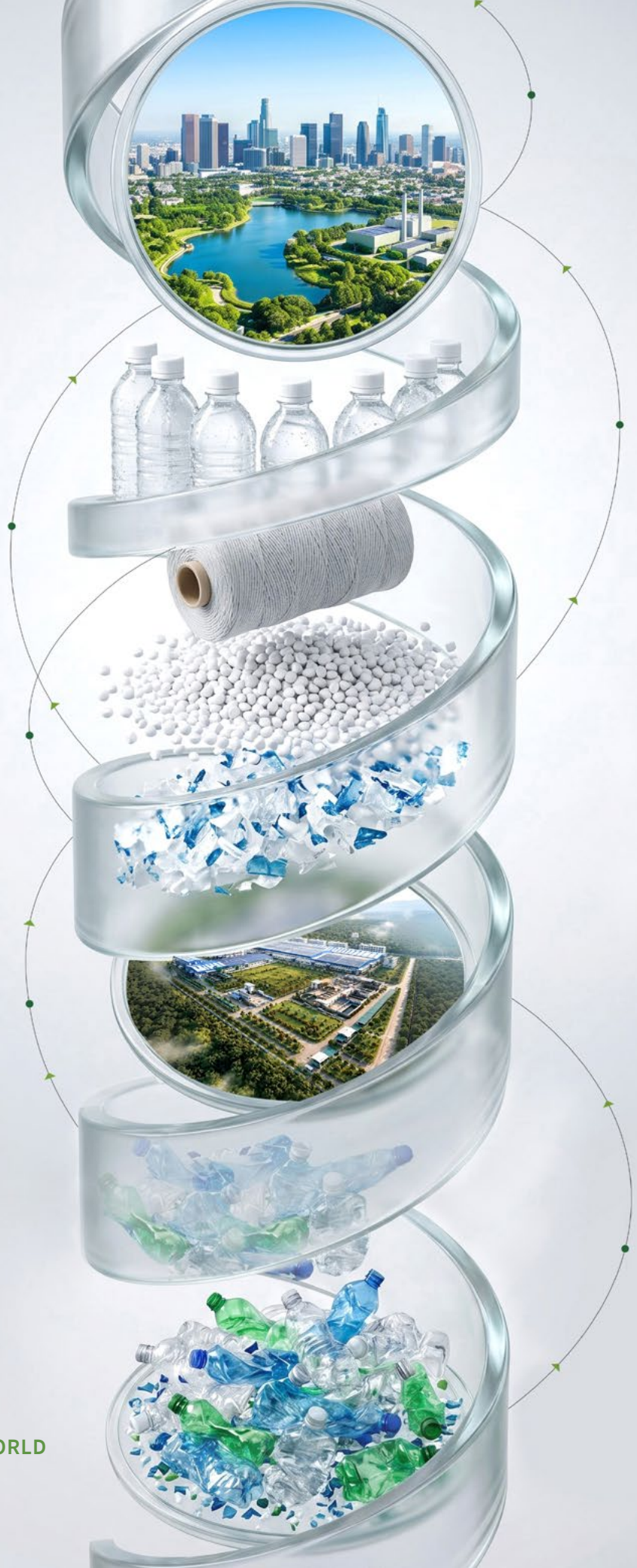


Ganesha Ecosphere Limited
37th Annual Report 2025-26

THE SHIFT AHEAD

Building on three decades
of leadership. Enabling the
next era of circular materials.

FROM WASTE | TO VALUE | TO A BETTER WORLD



Forward-looking statement

Certain statements in the Annual Report of Ganesha Ecosphere Limited for FY 2025-26 constitute 'forward-looking statements', which involve known and unknown risks and opportunities, other uncertainties, and important factors that could turn out to be materially different following the publication of actual results. These forward-looking statements speak only as of the date of this document. The Company undertakes no obligation to update publicly, or release any revisions, to these forward-looking statements, to reflect events or circumstances after the date of this document, or to reflect the occurrence of anticipated events. We have tried, wherever possible, to identify such statements by using words such as 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions.

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THE SHIFT AHEAD

Every industry experiences defining moments.

During these moments, long-term trends cease to remain possibilities and transform into realities.

The global circular materials industry has arrived at such a moment.



Regulation related to recycling is gathering momentum. Customer expectations are evolving.

The result: Recycled materials are moving from environmental alternatives to industrial essentials. The focus is two-fold: increasing the volume of materials recycled while enhancing the value of those already in circulation.

Ganesha Ecosphere has embraced this inflection point, prepared not merely for today's opportunities, but for structural changes that will define tomorrow's manufacturing landscape.



The shift ahead has commenced.



INTRODUCTION

Long before the world embraced circularity, Ganesha Ecosphere Limited was already building it.

Nearly four decades later, that contrarian conviction has grown into one of India's largest PET recycling platforms.

This is helping transform discarded PET bottles into usable materials that catalyse industries across the world.

This is helping make the world more responsible and sustainable.

Our Vision

To become a global corporate citizen, committed to recycling every PET bottle, which is thrown into waste, with world-class recycling facilities and to create wealth for our stakeholders through conducting business around social and environmental concerns.

Our Mission

To be a high-performance organisation by making the best use of resources and empowering people

To be the preferred choice of our customers by providing world-class customer services

To maintain high level of quality in our products through innovative research and technology development in our processes, products and applications

To build relationships with stakeholders based on trust, transparency and ethical business conduct

To contribute to the cause of making our planet a better place to live in for the present and future generations



Shared values

Excellence in
whatever we do

Delivering
innovative
products

Results
through
teamwork

Uncompromis-
ing integrity

Trust and
respect for
everyone

Legacy

Founded in 1987, Ganesha Ecosphere Limited has been a pioneer in India's PET recycling industry, helping shape it into a large, value-driven sector. Driven by visionary leadership and decades of technical expertise, the Company has been a market leader in the spaces of recycled polyester staple fibre (RPSF) and bottle-to-bottle recycling. By the virtue of introducing innovative processes to transform discarded PET bottles into rPET fibre and rPET yarn, it has played a significant role in advancing the circular economy and sustainable resource management.

GANESHA AT A GLANCE...



**BOTTLE GRADE
RPET CHIPS,
RPET FIBRES
AND YARNS
PRODUCT
PORTFOLIO**

**3+
decades**

Rich industry
experience

**A+
Stable**

CARE credit rating reaffirmed
as on March 31, 2026

206,940

MPA, recycling
capacity

500+

Product variants

400+

Customers

16+

Countries of presence

300+

Resource suppliers
pan-India

~450

Tons, daily collection of
PET bottle waste

8.5+

Billion, scrap bottles
recycled annually

150,000+

MPA, PET waste
recycled

2,600+

Employees

2,282.62

₹ Crore, market
capitalisation, as on
March 31, 2026

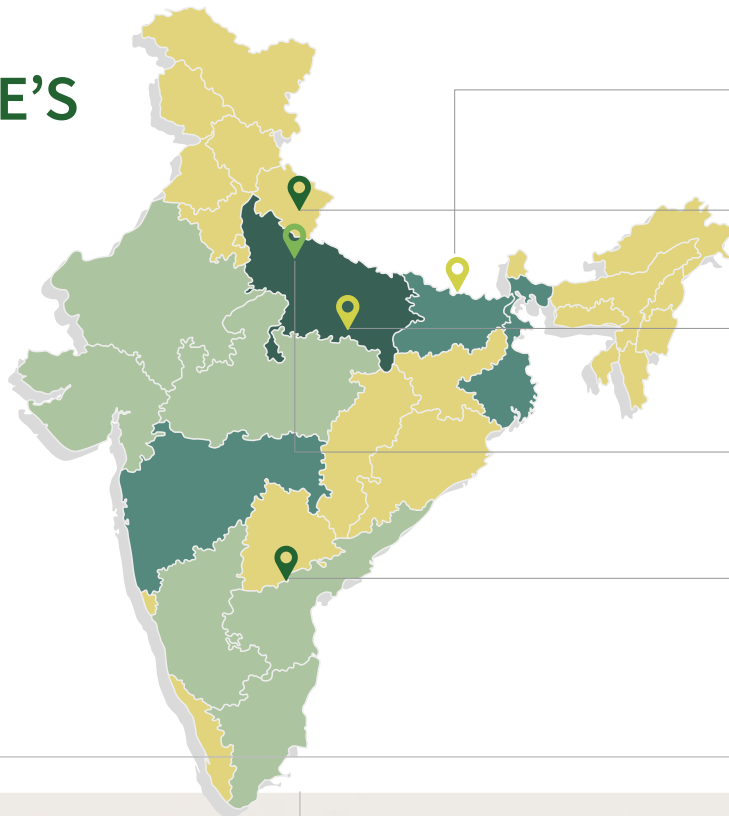
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Manufacturing
facilities



GANESHA ECOSPHERE'S INTEGRATED MANUFACTURING FOOTPRINT

At Ganesha Ecosphere, six facilities across three Indian States and Nepal represent more than just manufacturing scale. Built over three decades and positioned close to India's PET waste streams, this footprint is preparing Ganesha to help India transition to circular materials.



MILESTONES: MORE THAN THREE DECADES OF PREPARING FOR THE GLOBAL CIRCULAR ECONOMY

1980s

The journey begins

Commenced operations in polyester texturing in 1989, laying the foundation for a manufacturing enterprise shaped by environmental foresight.



NEPAL	Washed flakes 12,000	Total 12,000			
RUDRAPUR	rPET fibre 39,600	Total 39,600			
KANPUR	rPET fibre 7,200	Dyed textured yarn 3,000	Total 10,200		
RAMPUR	rPET fibre 49,800	rPET spun yarn 7,200	Total 57,000		
WARANGAL	rPET granules 64,500	rPET Filament yarn 12,240	rPET Fibre 12,600	PPSF 10,800	Total 100,140

Note: All capacity is measured in TPA

1990s

A visionary first move

Launched our first public issue of 2.10 Lakh shares; in 1994, commenced India's first PET recycling plant, making circularity the core of our business.



2010s

Building momentum

Received the Business Today-Yes Bank Star SME Award and crossed ₹500 Crore in revenue in 2014 and ₹1,000 Crore in 2019, demonstrating the scalability of our sustainability-led business model.



2027

Vision: Shaping India's circular future

Aspire to recycle 30% of India's PET bottle waste and advance India's transition towards a circular economy.



2000s

Building the foundation

Strengthened our manufacturing and recycling capabilities, building the foundation for the next phase of growth in circular materials.

2020s

Expanding the circular ecosystem

Established our first overseas recycling facility in Nepal with a capacity of 12,000 TPA and launched Go Rewise with 40,000 TPA capacity, expanding into high-value recycled material applications.

OUR PERFORMANCE IN THE LAST FIVE YEARS

Consistent investments in capabilities, capacity and partnerships have strengthened our foundation for the next phase of circular growth

Revenues

(₹ Crore)



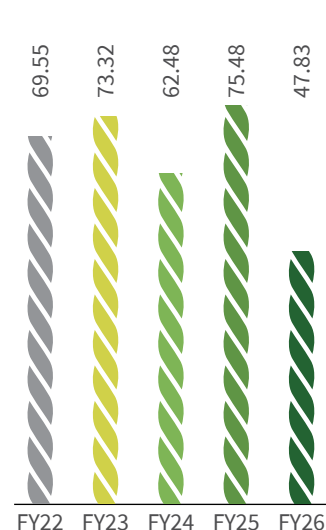
EBITDA

(₹ Crore)



PAT

(₹ Crore)



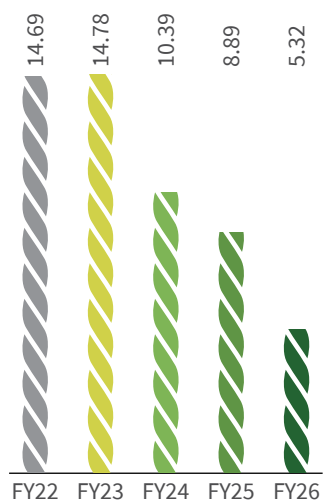
Debt-equity ratio

(x)



RoCE

(%)



Earnings per share

(₹)



A new industrial age

Every great industrial age has been defined by a change in the way societies perceive value.

The first age transformed natural resources into manufactured goods. The next created prosperity through scale, globalisation and efficient supply chains.

The age now unfolding is different. It is redefining not how much the world produces, but how intelligently it preserves, recovers and reuses what it already possesses. This is no longer merely an environmental conversation but is becoming an economic one.

Around the world, businesses are recognising that long-term competitiveness will depend not simply on an access to new resources, but on the ability to recover and redeploy existing ones. Governments are reshaping policy; investors are reassessing industrial opportunity; consumers are expecting responsibility without compromising quality; manufacturers are rethinking the very foundations of production.

The world is no longer asking how to produce more materials. It is asking how to create greater value from the materials already in circulation instead.

That is the defining shift of our time. The world is changing, and we, at Ganesha, have spent the last three decades preparing for this moment.

CHAIRMAN'S
MESSAGE

THE SHIFT AHEAD

Shyam Sunder Sharmma
Chairman

The great convergence

FY 2025–26 will be remembered not for a single disruptive event, but because several long-term transformations began reinforcing one another.

Geopolitical uncertainty exposed global supply-chain vulnerability. Volatility in oil prices and freight costs reminded industries that resource security is inseparable from economic resilience. Governments accelerated Extended Producer Responsibility frameworks and recycled-content mandates. Global consumer brands translated sustainability commitments into procurement requirements. Consumers increasingly chose products reflecting responsible manufacturing. Investors recognised circular manufacturing as a structural growth opportunity rather than a passing environmental trend.

Each development might have reshaped industries independently. Together, they are redefining manufacturing itself.

The conversation has shifted decisively - from extraction to recovery, ownership to stewardship, and linear production to circular material flows.

This is not a cyclical adjustment; it represents a fundamental transformation.

Why India matters

India enters this new era with a distinctive advantage.

Few nations have the opportunity to build a circular materials economy while experiencing rapid consumption growth. As demand for packaged foods, beverages, pharmaceuticals and modern

retail expands, so does the availability - and strategic importance - of recoverable materials.

Global PET demand is expected to continue expanding over the coming decade. India's trajectory is significantly stronger, reflecting one of the world's fastest-growing consumer markets. This presents a remarkable opportunity: not merely to consume more, but to ensure every stage of consumption strengthens a circular manufacturing ecosystem.

History rarely offers nations the opportunity to build tomorrow's industrial architecture while yesterday's models are still evolving.

India enjoys that opportunity today.

Redefining progress

Progress itself is acquiring a new meaning.

From linear to circular growth: For decades, industrial success was measured by materials extracted and products manufactured. Tomorrow, it will increasingly be measured by how much value can be recovered, regenerated and returned to productive use.

From cost to resilience: Circularity enables economies to decouple growth from resource intensity and changes the meaning of resilience. The lowest-cost supply chain is not always the strongest. Recent years demonstrate that dependable access to locally recovered materials can provide manufacturers stability in an uncertain world.

From waste to strategic resources: The concept of waste is transforming.

Yesterday's discarded PET bottle is becoming tomorrow's industrial feedstock. Collection systems are becoming as strategically important as manufacturing systems because future production increasingly depends upon present recovery efficiency.

From compliance to competitive advantage: EPR frameworks and recycled-content mandates were once treated as regulatory obligations. They are now sources of differentiation for companies equipped to meet them at scale.

From recycling to circular materials: Recycling has matured into a sophisticated industrial capability. Advanced technology, manufacturing precision, traceability, rigorous quality systems and globally recognised approvals from the US FDA, the European Food Safety Authority and India's FSSAI have reinforced confidence that recycled materials can match the performance and reliability expected from virgin materials.

The future will not belong to recycled materials simply because they are sustainable. It will belong to them because they are increasingly indistinguishable in quality. That confidence takes many forms: among brands that circular materials will meet quality standards; regulators that industry can deliver ambitious targets; consumers that recycled materials belong responsibly in everyday life rather than as a compromise; and investors that this is a lasting opportunity, not a passing one. Building that confidence, across FMCG and textiles alike, is the quiet work behind every industrial transformation.

Seeing tomorrow before others did

This is where the Ganesha Ecosphere story finds its meaning.

More than three decades ago, recycling was widely viewed as an environmental obligation.

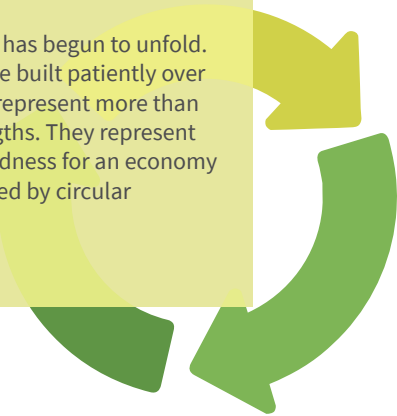
We perceived something more enduring. We believed that one day recovered materials would become indispensable industrial resources. Guided by that conviction, we invested

patiently in advanced technology, manufacturing capability, quality systems, collection ecosystems and long-term customer relationships.

Those investments were made long before circularity became mainstream; long before recycled-content mandates entered public policy; long before sustainability evolved into Boardroom strategy. They were investments in a

future we believed would eventually arrive.

Today, that future has begun to unfold. The capabilities we built patiently over the decades now represent more than operational strengths. They represent industrial preparedness for an economy increasingly defined by circular manufacturing.



Positioned for the shift

FY 2025–26 tested our preparedness, and our response reflected the transformation underway rather than a departure from it.

The year began under pressure. Volatility in virgin polymer and PET bottle scrap prices, amplified by the uncertainty over implementation of regulation for mandatory use of recycled material, weighed on margins. Standalone EBITDA margin declined to 5.6% in FY 2025–26 from 9.7% in FY 2024–25, while profit after tax fell to ₹47.8 Crore from ₹75.5 Crore. Revenue from operations, however, grew to ₹1,014.1 Crore from ₹983.9 Crore.

The final quarter signalled recovery. Standalone EBITDA margin improved to 8.0% in Q4 FY 2025–26 from 6.8% in Q3; profit after tax increased to ₹16.4 Crore from ₹15.9 Crore in Q3 and ₹14.7 Crore in Q4 FY 2024–25. Capacity utilisation reached 101% for the year, indicating buoyant offtake and confirming that the challenge was cost volatility, not market demand. Operating cash flow more than doubled to ₹62.8 Crore from ₹29.5 Crore in FY 2024–25, highlighting underlying business strength despite pressure on reported earnings.

We continued investing through the downturn. We expanded rPET granules capacity at Warangal by 22500 TPA in Q1F27 and another 22,500-tonne-per-annum brownfield expansion is underway which coupled with planned debottlenecking, will take the Group capacity to around one lakh tonnes per annum by the end of FY 2026–27.

Our rFilament yarn qualified with a leading global textile brand in 2026, with offtake having commenced from February 2026. This validated more than three decades of recycling expertise, an established pan-India feedstock network and our progressive shift up the textile value chain, creating a pathway for prospective demand. On the other hand, in the FMCG sector, the Ministry of Environment, Forests and Climate Change reaffirmed India's mandatory recycled-content targets for rigid plastics in March 2026, reinforcing long-term regulatory support for the FMCG sector we also operate in.

Taken together, these developments - discipline through margin pressure, improving liquidity, sustained capacity expansion and strengthening policy support - reinforce our conviction that short-term cost cycles will not alter the direction of this shift. Our focus remains on building for that future.

Preparing for the decade ahead

The significance of FY 2025–26 lies less in what we achieved than in what those achievements prepared us to accomplish. Despite continued volatility in raw material markets, we invested with financial discipline, deepened relationships with global customers whose circularity commitments accelerated, and advanced capabilities in higher-value applications across our portfolio.

That philosophy extends to how we see India's future. India possesses the ingredients to emerge as one of the world's leading circular manufacturing economies: a rapidly expanding consumer market, progressive regulation, entrepreneurial energy, manufacturing capability, technological innovation and growing recognition that sustainability and competitiveness are no longer opposing objectives, but increasingly mutually reinforcing ones.

The coming decade will therefore not be defined by who recycles the most, but by who produces circular materials combining scale, quality, consistency and trust. Over this horizon, recycled materials will move from the margins of industrial supply into the mainstream, and Ganesha's task is to help make that shift possible for industries that will increasingly depend on them.

The Company is positioned across all four dimensions. Decades of experience, strengthened capabilities and long-term partnerships with leading global and Indian brands have established our credibility as a reliable circular materials partner. As demand moves into the mainstream, these relationships and capabilities provide a strong foundation to scale alongside our customers and the industries we serve.

The shift ahead

Institutions are not ultimately defined by the products they manufacture, but by the ideas they choose to believe long before those ideas become widely accepted.

Ganesha Ecosphere's story has never simply been about recycling plastic. It has been about recognising enduring value where others saw only waste, and preparing for tomorrow while the world remained focused on today.

Today, the convergence of policy, technology, market demand and resource priorities has brought a probable future into the realm of reality. We look ahead with optimism and humility, committed to the highest standards of governance, continuous innovation, the well-being and safety of our people, strengthening the communities we serve and creating long-term value through responsible growth.

The shift ahead has begun.

Ganesha is positioned to help lead this transformation. Our investments in capacity provide the scale to serve a growing market; advanced technology, rigorous quality systems and global approvals underpin quality; established manufacturing capabilities enable consistency; and long-standing relationships with leading customers demonstrate the trust built over decades.

Our vertically integrated model, spanning collection, washing, recycling and downstream manufacturing, allows us to capture value at every stage while maintaining traceability from bottle to resin. This integration is increasingly directed towards value-added products such as rPET granules, rPET filament yarn and specialty fibres and yarns, with the Company targeting value-added products to contribute close to 65% of revenues, up from around 40% today.

Ganesha now possesses the foundation to be a key shaper of India's circular plastics economy.

Shyam Sunder Sharmma
Chairman



BIG PICTURE

THE FUTURE IS CIRCULAR

Overview

The world stands at a critical inflection point: the linear model of 'extract, make, use and discard' is proving environmentally unsustainable and economically inefficient.

Global circularity has fallen to a mere 6.9%, with the waste of a linear economy estimated at €25.4 trillion annually. Resource extraction and processing account for over 60% of global greenhouse gas emissions, underscoring that climate challenge is also a materials challenge.

Plastic exemplifies this crisis: production has grown nearly 260-fold since 1950, exceeding 400 million tonnes annually, while only 9% of all global plastic waste is recycled.

Without a decisive global systemic change, plastic waste could nearly triple by 2060. Circularity is therefore no longer simply a sustainability aspiration - it is an industrial imperative, with plastics offering a significant opportunity to reduce waste, lower emissions and keep valuable materials in productive use.

From sustainability to strategy

The circular economy is evolving from a sustainability ambition into a strategic business imperative, driven by regulation, investor priorities, resource pressures and net-zero commitments.

Technology and persistent circularity gaps - particularly in plastics - are creating new opportunities for innovation and investment.

Circular business models are strengthening resource efficiency, supply-chain resilience and regulatory readiness, while reducing costs and environmental impact.

As stakeholders demand measurable progress, circularity is becoming a core driver of long-term competitiveness and economic value.

Catalysts

Policy

EPR regulations, waste-reduction mandates and circular economy policies are accelerating adoption worldwide.

Resource economics

Rising raw material costs and supply chain risks are making recycled materials strategically important.

Advanced recycling

Chemical recycling technologies are scaling rapidly, with facilities planned, operating or under development globally.

Corporate investment

ESG commitments and net-zero targets are increasing the demand for recycled materials, circular packaging and closed-loop manufacturing.

Technology

AI-enabled sorting, automation and digital material tracking are improving recovery rates and creating higher-value recycling systems.

Where the opportunity lies

Collection & recovery

Low global recycling rates leave significant volumes of valuable materials unrecovered, creating major infrastructure opportunities.

Circularity gaps

While metals enjoy relatively mature recycling systems, plastics remain significantly under-circularised, so in to high value raw materials can enter circular systems multiple times, offering one of the largest growth opportunities.

Value creation

The circular economy is evolving beyond waste management towards product life extension that is leveraging high quality materials and converting them into high impact recycled end products - unlocking new revenue streams while reducing environmental impact.

The global
circular
economy
opportunity

~167

USD billion,
circular economy
market size in 2025

491

USD billion,
projected circular
economy market
size in 2035

616

Number of
circular economy
and sustainable
consumption
policies signed the
world over

76

Number of countries
that adopted
circular economy
and sustainable
consumption
policies

(Source: SDG Knowledge Hub, DATAM Intelligence)

BIG PICTURE

INDIA'S CIRCULAR ECONOMY OPPORTUNITY

*Why Ganesha Ecosphere is at the right
place at the right time*

Overview

Ganesha Ecosphere pioneered the future of circularity, building capabilities and scale ahead of a market that is now rapidly moving towards recycled materials.

That future has arrived - and this is Ganesha's moment.

As regulation tightens, global brands accelerate recycled content commitments and recycled materials become imperative across supply chains, the Company is entering a new orbit of business growth, with circularity at its core.

Its integrated recycling platform, manufacturing scale and extensive collection ecosystem position Ganesha to lead this next phase of growth, as recycled materials move from being an option to becoming a defining share of the supply chain.



Opportunity

India's recycling industry has entered a new phase of growth. Recent policy reforms are embedding recycled materials into the country's manufacturing ecosystem through mandatory recycled-content requirements, progressive compliance targets and a robust EPR framework. The result is a structural demand cycle with long-term visibility for organised recyclers.

From choice to compulsion:

The Plastic Waste Management (Amendment) Rules, 2026 transform recycled content from a sustainability initiative into a mandatory requirement for plastic packaging.

Demand takes centre stage: What was once driven by environmental preference is now backed by regulation, creating a sustained demand for recycled materials.

Growth built into policy:

Progressive recycled-content thresholds create a visible, long-term demand pipeline across packaging categories.

Confidence to invest: A phased implementation roadmap provides the certainty recyclers need to expand capacity ahead of rising market demand.

A robust regulatory backbone:

Mandatory BIS certification, stringent compliance mechanisms, FSSAI approvals and tradable EPR credits are strengthening India's circular economy framework.

Scale becomes an advantage: As compliance standards become more rigorous, organised recyclers with integrated operations and proven traceability are placed to lead the market.

India's EPR rules are fuelling the recycling demand

India's Extended Producer Responsibility (EPR) framework is reshaping the economics of recycling. By mandating higher recycling, recycled content usage and reuse targets, the regulations are creating sustained, policy-led demand for quality recycled materials. The result is a long-term growth runway for organised recyclers equipped with the scale, technology and compliance capabilities to meet the country's evolving circular economy ambitions.

EPR type category	Recycling target		Recycling content use target		Reuse target	
	FY 25	FY 28	FY 26	FY 29	FY 26	FY 29
Rigid plastics	50%	80%	30%	60%	10%	25%
Flexible packaging	30%	60%	10%	20%	0%	0%
Multi-layer packaging	30%	60%	5%	10%	0%	0%
Compostable plastic	50%	80%	0%	0%	0%	0%

Extended Producer Responsibility (EPR) momentum

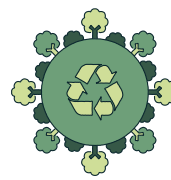
The momentum behind India's EPR ecosystem continues to accelerate. A rapidly expanding base of registered producers, importers and brand owners, coupled with rising recycling obligations, is driving unprecedented volumes of plastic waste into the formal recycling value chain.

As compliance becomes increasingly stringent, demand for reliable, certified recycling partners is expected to strengthen, reinforcing the role of integrated players such as Ganesha Ecosphere.



20.7+

Million tonnes, volume of plastic packaging waste recycled since EPR regulations were introduced in 2022



60,000+

Producers, importers, and brand owners (PIBOs) registered under India's EPR framework



80

%, Mandatory PIBO recycle/reuse target by FY 28



60

%, Target for recycled PET in food packaging by FY 29

(Source: DownToEarth, Press Information Bureau)

VALUE CREATION

GANESHA'S VALUE CREATION APPROACH

Three decades of infrastructure, positioned for the regulatory inflection point

CAPITAL INPUTS



Financial Capital

Equity capital: ₹26.80 Crore
Debt capital: ₹119.38 Crore
Liquidity: ₹106.88 Crore



Manufactured Capital

Number of manufacturing facilities: 6
Recycling capacity: 206,940 MTPA



Intellectual Capital

Strategic leadership by a diverse Board
30+ years of expertise



Human Capital

Total employees: 2,600+



Social and Relationship Capital

Customer and vendor engagement
Nine NGO partners supported across education, sports, environment and elder care
₹1.78 Crore CSR spend, FY 2025-26
300+ vendor network



Natural Capital

Manufacturing units equipped with solar panels
16.53 MWp installed rooftop solar capacity across our manufacturing facilities

VALUE CREATION PROCESS

PET bottle collection → Sorting →
Washing → Shredding & cleaning →
Conversion of flakes to resin → Storing →
Transporting to end-user industries



Used pet bottle collection
> Post Consumer PET Bottles sent to recycling facility

Recycling facility
> Recycling facilities crush these bottles to flakes

rPET flakes
> rPET flakes converted to pellets/resins which are supplied to end user industries

End user Industries
> Bottles > Fiber > Sheets and film
> Bags and containers

Overview

Ganesha's value creation model is built on a simple philosophy: convert waste into opportunity. By integrating collection, recycling, advanced manufacturing and responsible operations, the Company creates lasting value across the circular economy - strengthening financial performance while generating positive environmental, social and economic outcomes for all stakeholders.

OUTPUT

SDGs IMPACTED

Growth drivers

- Leading the PET recycling revolution with early-mover dominance in India's B2B rPET granules space
- Cultivating deep domain expertise – establishing distinctive and inimitable competencies
- Expanding product portfolio with technical and household textiles
- State-of-the-art manufacturing facilities strategically located across India; strategically realigning product portfolio towards high-margin, value-added products
- Experienced Management and Board of Directors driven towards a sustainable future

Key strategies

- 40+ brands engaged across various stages of approvals for rPET products, supporting their sustainability goals.
- ~65% target revenue contribution from value-added products, up from ~40% currently.
- Expand our overseas presence through a growing participation in international events and exhibitions.
- Capture a growing demand for bottle-grade rPET applications.
- Leverage regulatory tailwinds as one of the few companies with a large-scale B2B recycling facility.
- Increase rPET granule production capacity to meet rising customer demand.
- Strengthen market share in the technical textiles and household textiles segments.



Revenue: ₹1,014.1 Crore
PAT: ₹47.8 Crore
Earnings per share: ₹18.12
ROCE: 5.32%



Product variants: 500+
Scrap bottles recycled annually: 8.5 billion+
PET waste converted: 150,000+ MTPA



Regular supplier to the ICC (World Cup stadium flags from recycled material)
rPET filament yarn qualified with a leading global textile brand, offtake commenced February 2026
rPET Fibre already qualified with Target, Inditex and other brands



Employee benefit expense: ₹74.44 Crore



Supplier network: 300+
CSR beneficiaries: 13,000+
Number of customers: 400+
Number of countries of exports: 16
Export: 9% of revenue



Zero liquid discharge at the Warangal facility
~90% water recycled and reused in operations
~17% of electricity sourced from solar power



STAKEHOLDER ENGAGEMENT

GANESHA'S STAKEHOLDER ENGAGEMENT FRAMEWORK

Stakeholder group	Ganesha's priorities
Vendors, wastepickers & collection partners 	Transforming a fragmented, informal feedstock ecosystem into a resilient, organised pan-India supply network. Building a robust PET collection network across India, with a strong presence in North and South India. Integrating thousands of wastepickers into the value chain, creating sustainable livelihood opportunities. Training wastepickers to accurately identify and segregate PET from other plastics, improving waste segregation practices and increasing awareness of plastic types and their environmental impact.
Customers 	Converting certification into durable offtake - proof points like ICC's stadium-flag supply and a global textile brand's filament-yarn qualification (offtake commenced February 2026) anchor the shift from merely selling tonnage to marketing brand trust.
Employees 	Empowering our employees through expanded roles, greater responsibility, and career development. Promoting employee well-being through work-life balance, stable employment, and a supportive work environment.
Investors & lenders 	Embedding a culture of accountability, operational discipline, and transparent decision-making. Accelerating sustainable growth while maintaining a strong focus on profitability.
Government & regulatory authorities 	Positioning as a compliant, audit-ready partner in shaping India's EPR framework. Advancing national sustainability priorities through responsible business operations. Upholding strong regulatory compliance, fulfills tax obligations, and contributes to community development.
Communities & society 	Driving environmental sustainability and inclusive growth across India's waste value chain. Diverting plastic waste from landfills and reduces carbon emissions through circular economy solutions. Strengthening communities by investing in healthcare, skills development, livelihood enhancement, and children's education.



Overview

Stakeholder expectations in circular manufacturing are rising as fast as the regulation that drives them. A wastepicker's daily earnings, a global brand's traceability audit, and an investor's return are, in the end, judgments on the same question: *Can Ganesha be trusted to convert recovered PET into value, reliably, at scale?*

We engage continuously - with vendors and wastepickers, customers, employees, investors and lenders, regulators, and the communities that host our facilities - through structured field engagement, certification and joint-qualification programmes, capital markets disclosure, and policy consultation. These conversations do more than manage risk. They tell us where the collection

network needs to formalise faster, where certification opens a new customer segment, and where capital should go next. As circularity moves from a compliance obligation to an industrial certainty, staying connected to every link in that chain is what lets Ganesha keep compounding trust into growth.

	Stakeholder expectations	How we engage	Value created	Capitals strengthened
	Fair, timely payment; safe collection practices; a transition from informal to formal employment opportunities.	Daily field engagement and wastepicker training programmes; hub-and-spoke sourcing through joint venture partnership with Race Eco Chain (49:51); vendor assessments and operational coordination.	~450 tons, daily collection of PET bottle waste	Social & Relationship Capital and Natural Capital
	Consistent food-grade quality, EFSA/FDA/FSSAI/GRS-backed traceability, supply reliability as their own recycled-content commitments tighten.	Customer visits and joint qualification programmes, participation in National and International trade exhibitions.	500+ Product variants 400+ Customers 16 Number of countries	Manufactured Capital, Social & Relationship Capital
	Career growth, workplace safety, skill development in a technical field with few comparable employers in India.	Internal communication, leadership interactions and HR programmes	2,600+ Satisfied employee families	Human Capital and Intellectual Capital
	Growth visibility, margin recovery, governance transparency.	Earnings calls, investor presentations, AGMs, annual report disclosures, analyst interactions	2,282.62 ₹ Crore, market valuation, FY 2025-26	Financial Capital and Intellectual Capital
	Regulatory compliance, economic contribution, constructive policy input	Regulatory filings, industry-association consultations.	200+ ₹ Crore, tax contribution, FY 2025-26 Nil Instances of non-compliance, FY 2025-26	Manufactured Capital, Natural Capital and Social & Relationship Capital
	Environmental stewardship, community development and livelihood support	CSR programmes and environment-friendly factory operations	1.78 ₹ Crore, CSR spend, FY 2025-26 13,000+ Beneficiaries	Social & Relationship Capital, Natural Capital and Human Capital

MANUFACTURING EXCELLENCE

GANESHA ECOSPHERE. BUILDING FUTURE-READY INFRASTRUCTURE

Overview

Three decades ago, when recycling was still seen as an obligation rather than an opportunity, Ganesha Ecosphere began investing in the manufacturing infrastructure that its circular economy would eventually need. Every facility, every certification, every tonne of capacity was added ahead of demand, reflecting a conviction: that the future would belong to those who prepared for it early, not those who reacted to it late.

What follows is not simply a record of installed capacity. It is the physical evidence of a strategy that has been decades in the making, now positioned to meet a moment the world is only just arriving at.

This is a platform built to be trusted, not just certified



QUALITY WITHOUT COMPROMISE: CERTIFICATIONS THAT HAVE VALIDATED OUR COMMITMENT

ISO 45001:2018

Ensures a safe, responsible and reliable manufacturing environment through robust occupational health and safety practices.

ISO 9001:2015

Ensures consistent product quality through standardised processes, quality control and continuous improvement.

ISO 14001:2015

Demonstrates responsible environmental management and sustainable resource use across manufacturing operations.

Global Recycled Standard (GRS)

Verifies recycled content and supply-chain traceability, providing credible assurance of responsible sourcing.

Product Life Cycle Assessment (PLCA)

Measures environmental impacts across a product's life cycle, supporting transparent sustainability reporting and informed material choices.

Ocean Bound Plastic Certified

Verifies plastic recovered from areas at high risk of entering the ocean, supporting marine conservation and circularity.

OEKO-TEX® Standard 100

Confirms textile products are tested for harmful substances and meet stringent safety requirements for use.

Sedex SMETA 4-Pillar Certified Factory

Demonstrates responsible manufacturing through assessment of labour, health and safety, environmental and ethical business practices.

EFSA

Confirms recycled PET is suitable for food-contact applications in the European Union, supporting compliant food-grade packaging.

FDA

Confirms recycled PET meets U.S. food-contact requirements, enabling its use in compliant food-grade packaging applications.

FSSAI

Confirms recycled PET is permitted for food-contact applications in India, supporting compliant and sustainable food-grade packaging.

FSSC 22000

Confirms that an organisation's food safety management system meets internationally recognised requirements for ensuring food safety throughout the food supply chain.

Outlook

Ganesha continues to strengthen its rPET granules business through capacity expansion. The Company is ramping up its rPET granules capacity to approximately 1,00,000 TPA by the end of FY 2026-27.

HIGHLIGHTS, FY 2025-26

1,50,000+

MTPA of PET waste converted

8.5+

Billion, number of PET bottles recycled



B R A N D

BUILDING GANESHA'S PLATFORM THAT CIRCULARITY DEPENDS ON

*Over three decades of experience.
One integrated circular-materials ecosystem.*

Overview

Ganesha Ecosphere's brand is a promise: that waste, treated with scale and rigour, can perform as reliably as virgin material. Built over three decades, the Ganesha brand carries a recall as India's largest and most trusted PET recycler, a reputation earned through supply consistency, certification discipline, and long-standing customer relationships who depend on recycled inputs that meet the same specifications, batch after batch, as their earlier virgin-material sourcing. That recall represents the

foundation the Company's new, more premium-facing Go Rewise® brand builds on rather than create a separate identity competing for attention.

Launched in FY 2022-23, Go Rewise® brings a more premium-facing proposition to the Group, offering certified, premium-grade rPET across sustainable packaging, textiles and other value-added applications. Its portfolio spans food-grade rPET for packaging, textile-grade rPET chips, recycled fibres, specialty spun yarns and filament yarns, creating a broader platform for brands

seeking reliable recycled materials without compromising on performance.

Ganesha Ecosphere combines scale with responsibility and technology with experience, delivering circularity that customers can rely on commercially. The ambition is a closed-loop environment where waste is turned into quality, traceable materials that re-enter global supply chains. Go Rewise® reinforces this proposition through a commitment to innovation, sustainability and the evolving needs of eco-conscious global customers.

Purposeful

Driven by a clear belief in reducing plastic pollution and making better use of existing resources.

Progressive

Looking beyond conventional recycling to create higher-value materials and applications across packaging, textiles and beyond.

Credible

Built on Ganesha Ecosphere's established recycling expertise, manufacturing strength and long-standing customer relationships.

Performance-led

Focused on making recycled PET work in the real world - meeting the quality, consistency and application requirements brands depend on.

Connected

Bringing together materials, technology, customers and the wider circular ecosystem to make recycling more meaningful at scale.



BRAND ATTRIBUTES

Why Go Rewise? Why now?

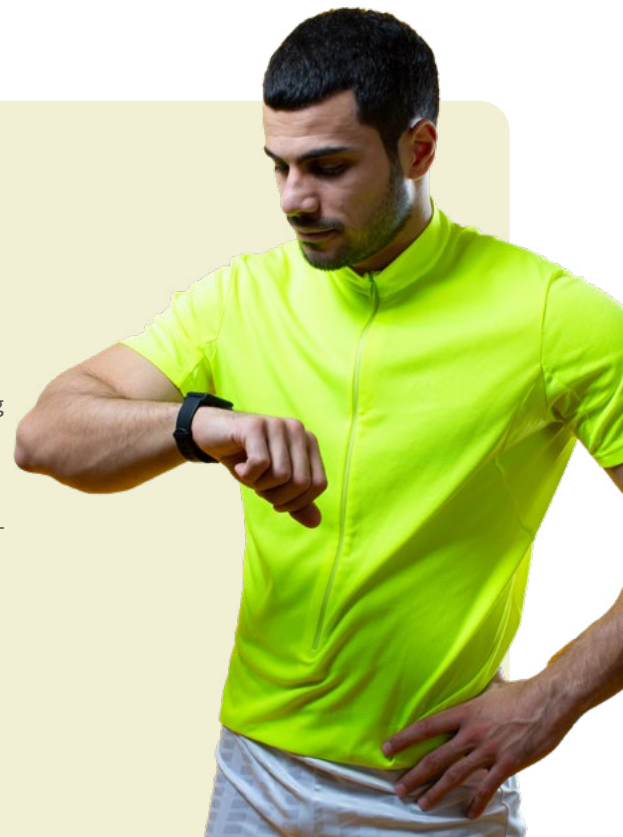
Go Rewise is built for a market that is only now emerging.

Policy: From April 1, 2026, the mandatory recycled content requirement for Category I rigid plastic packaging moved to 40%, shifting India's rPET market from one driven largely by voluntary commitments to one supported by regulatory demand.

Holistic: As recycled content requirements increase, customers need more than recycled material - they need the full stack of supply, quality and compliance assurance behind it.

Timely: Go Rewise brings sourcing, recycling infrastructure, certifications and application expertise together across packaging and textiles, right as that demand shift takes hold.

Differentiated: Moving beyond commodity products to application-specific recycled materials, the Company is investing in advanced recycling and processing capabilities to develop higher-performance filament yarns and specialised fibres. A growing share of value-added packaging and textile products is expected to strengthen product differentiation and customer stickiness.



Built for what customers need next

Go Rewrite portfolio	Who it serves	What it delivers
rPET Chips – Bottle Grade	F&B and packaging companies	Almost virgin-like properties for recycled-content packaging
rPET Chips – Textile Grade	Sustainability-focused apparel & textile brands	High customisation and performance
rPET Fibres & Yarns	Apparel, home textile, footwear & performance applications	High consistency, strength and specialty solutions across applications spanning garments, non-wovens, carpets, automobile upholstery and fibre fillings

The portfolio builds on the Company's established move from recycled PET into higher-value applications, including food-grade rPET, fibres, filament yarns, technical textiles and household textiles. Increasingly, this growth is being built jointly with customers - engaging brands and textile producers through the product creation, qualification and approval process itself, rather than supplying as a transactional source of material, and favouring long-term brand relationships over one-off volumes.

Building the market, not just the brand

Go Rewrite is investing in market education around rPET applications, recycling, EPR regulations and circular design.

4,400+

LinkedIn community followers

4.2M+

Social media views

48,000+

Content interactions

134,000+

LinkedIn impressions

32,000+

Members reached organically

12,500+

LinkedIn clicks



Outlook

FY 2026-27 will sharpen the distinct roles of GESL and Go Rewrite®. GESL will continue to build on its institutional strength, manufacturing credibility and more than three decades of PET recycling experience.

Go Rewrite® will advance the Group's future-facing proposition across food-grade rPET, textile-grade chips, recycled filament yarns and other value-added circular materials. On the textile side, the ambition is a portfolio that is less dependent on any single application - building toward specialised, higher-value fibres, yarns and filament materials tailored to specific end-use requirements rather than a one-size-fits-all approach.

The Group will extend beyond the conventional vendor model to become a circularity partner, supporting customers across recycled-content integration, technical development, traceability and long-term supply planning. This ambition is underpinned by continued investments in renewable energy, zero liquid discharge, water recovery, energy efficiency and lower-carbon manufacturing.

As digital engagement deepens, the Group will strengthen connections with brands, procurement and sustainability stakeholders. GESL brings proven scale and credibility; Go Rewrite builds the next generation of higher-value circular materials and partnerships.

Ready for the shift ahead

64,500 MT

Food-grade rPET platform capacity following FY 26 expansion

22,500 MT

Additional rPET granules capacity to be commissioned at Warangal by Q4 FY 27

40+

Brands at different stages of trials, qualification and approval

WHY AN INCREASING NUMBER OF BRANDS ARE SELECTING GO REWISE

Because it is helping downstream user brands meet India's evolving recycled-content and EPR requirements - while enabling the transition to high-quality recycled PET across packaging, textiles and other applications

Overview

India's evolving EPR regulations and the growing demand for recycled materials are changing the way brands source and use rPET. Success now depends on more than meeting recycled-content targets - it requires dependable supply, regulatory assurance, consistent quality and reliable manufacturing across applications.

Go Rewise brings these capabilities together through an integrated platform spanning recycling, certified material supply, EPR support and advanced rPET manufacturing - helping brands build resilient circular supply chains across FMCG, packaging, textiles and industrial applications.

An integrated rPET & EPR partner

Go Rewise simplifies the recycled PET journey by bringing sourcing, recycling, manufacturing, certification and regulatory support under one roof. With an integrated platform serving packaging and textile customers, it combines recycled material supply with addressing evolving EPR requirements.

75,000+

MT, EPR credits sold

60+

PIBOs supported with EPR credits

50+

FMCG brands served as a qualified recycled PET provider





Global class manufacturing

Advanced technology and world class recycling infrastructure enable Go Rewrite to produce consistent, high performance recycled PET for demanding packaging, textile and industrial applications. Continuous investment strengthens quality, productivity and process efficiency.

- India's only Sorema washing line
- Starlinger Super Clean recycling technology
- Cascading vacuum decontamination
- Double-stage 3D microfiltration
- Oerlikon Barmag technology for rPET filament Yarn
- Products for performance applications.

Resource efficient

Go Rewrite extends circularity beyond recycled products through resource-efficient manufacturing, renewable energy adoption and traceable sourcing across its packaging and textile value chains.

- Zero-discharge manufacturing facility at Warangal
- Solar-powered operations
- Secure and traceable circular supply chain
- Co-branding support for partner brands
- Sustainability hang tags providing certified proof of recycled origins

rPET chips for bottle, sheet, film & packaging applications

Go Rewrite produces high-purity rPET chips for bottles, food-grade sheets, films and packaging, combining consistent processing performance with stringent food-contact requirements.

- High consistency and high filtration index
- Independent laboratories and batch-level quality testing
- Migration, extraction and challenge testing for applicable food-contact applications
- USFDA, EFSA & FSSAI certifications for applicable bottle/sheet/film grades



rPET chips & 100% recycled FDY for textile applications

Go Rewise's textile portfolio spans rPET chips and 100% recycled Fully Drawn Yarn (FDY), delivering the consistency and performance required for fibre, filament and downstream textile applications.

- Fibre grade (rPSF) for solid and hollow conjugated polyester staple fibres
- Filament grade (rPOY/rFDY) for polyester filament yarn production
- 100% recycled FDY available across a wide range of denier and dtex
- BR, SD & TBR for high-lustre, apparel, home furnishing and specialised textile applications
- GRS and OEKO-TEX certified, with EPR traceability

Moving up the textile value chain

Go Rewise is expanding beyond commodity recycled materials into differentiated, application-specific textile solutions, with a focus on performance, consistency and sustainability credentials.

- Specialty spun yarns, technical textile fibres and recycled filament yarn
- Solutions for garments, non-wovens, carpets, automotive upholstery and fibre fillings
- Performance products like shortcut and channel fibres
- 300+ vendor procurement network pan-India, supporting reliable feedstock availability at scale
- Customer base spanning 16+ countries

S U S T A I N A B I L I T Y

ESG AT GANESHA ECOSPHERE

*Integrating environmental impact,
social progress and strong governance*

Overview

Ganesha Ecosphere pioneered the future of circularity, building capabilities and scale ahead of a market that is now rapidly moving towards recycled materials.

That future has arrived - and this is Ganesha's moment.

As regulation tightens, global brands accelerate recycled content commitments and recycled materials become imperative across supply chains, the Company is entering a new orbit of business growth, with circularity at its core.

Its integrated recycling platform, manufacturing scale and extensive collection ecosystem position Ganesha to lead this next phase of growth, as recycled materials move from being an option to becoming a defining share of the supply chain.



ESG AS BUSINESS MODEL

Ganesha's business is built on converting discarded plastic into productive materials. Business growth and ESG performance are structurally aligned, creating credibility that is difficult for peers to replicate.

CONVERTING REGULATION INTO REVENUE

As EPR and recycled-content mandates tighten, brands need certified, traceable and audit-ready rPET. Ganesha's GRS, OEKO-TEX and ISO 14001 credentials, supported by traceability, enable it to convert regulatory demand into revenue.

BUILDING GLOBAL BRAND TRUST

Global and Indian brands need reliable partners to substantiate their sustainability claims. Quality, certification and transparency strengthen customer retention and support the premium positioning of Go Rewise.

Why ESG matters for Ganesha Ecosphere

GOVERNANCE ENABLES SCALE

As the Company expands across facilities, subsidiaries and global markets, Board oversight, ESG-focused risk management, a Code of Conduct and whistle-blower mechanisms help preserve control, trust and accountability.

SOCIAL IMPACT PROTECTS THE LICENSE TO OPERATE

Localised CSR around operating facilities builds relationships with communities and supports access to land, labour, water and local cooperation - strengthening the long-term foundation for manufacturing growth.

ESG

CREDIBILITY

CUSTOMER TRUST

REGULATORY ADVANTAGE

REGULATORY ADVANTAGE



ENVIRONMENT

TURNING WASTE INTO TOMORROW'S RAW MATERIAL

Making every resource go further

Overview

Ganesha Ecosphere pioneered the future of circularity, building capabilities and scale ahead of a market that is now rapidly moving towards recycled materials.

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Its integrated recycling platform, manufacturing scale and extensive collection ecosystem position Ganesha to lead this next phase of growth, as recycled materials move from being an option to becoming a defining share of the supply chain.

Initiatives

Energy conservation

Power efficiency initiatives, including power-factor optimisation, efficient lighting, automation and preventive maintenance, continue to reduce energy consumption across facilities.

Clean energy

Rooftop solar capacity has reached 16.53 MWp, with an additional 17.43 MW secured through a captive renewable energy partnership.

Water stewardship

The Warangal facility recycles around 90% of its operational water, supported by a zero liquid discharge system, significantly reducing freshwater dependence.

Technology-led efficiency

Process upgrades, automation, VFDs, LED conversion and technology benchmarking helped lower power and steam consumption, improve yields and reduce the carbon footprint per unit of output.

HIGHLIGHTS, FY 2025-26

16.53

MWp, installed rooftop solar capacity across our manufacturing facilities

17.43

MW, Additional solar power secured through IPP partnerships for captive use

~90

%, Water recycled at the Warangal facility, coupled with zero liquid discharge



S O C I A L

TALENT AT GANESHA ECOSPHERE

Powering circularity through our people

Overview

Ganesha Ecosphere's leadership in PET plastic recycling rests on more than three decades of specialised human capital. Converting scrap PET bottles into high quality rPET granules, fibre, filament yarn and spun yarn at scale demands deep process knowledge, disciplined quality control, and a workforce that understands recycling chemistry as well as it understands the customers it serves across 16+ countries. This blend of technical expertise and operating discipline is the Company's primary engine for consistent, dependable outcomes.

Workforce behind the recycling platform

The Company's workforce spans manufacturing across its six facilities at Kanpur, Rudrapur, Bilaspur, Temra, Warangal and Nepal, together with procurement, supplier and collection network management, quality assurance, R&D, sales and distribution, and corporate functions. These teams operate across a value chain that runs from mobilising ~450 tons of PET bottle waste every day through a 300+ strong supplier network, to washing, shredding, and converting flakes into resins and yarns for 400+ customers worldwide.

2,600+

Total employees
(Group)

6

Manufacturing
facilities

Capability building

Ganesha recognises that its next phase of growth - from expanding rPET granule capacity to scaling GoRewise,

its premium recycling brand - depends on a skilled and adaptable workforce. The Company continues to invest in function-led capability building across production, quality, R&D, EHS

and compliance, reinforcing the deep domain expertise that the management considers a distinctive and inimitable competency built over three-plus decades.

Recycling process control and rPET conversion technology

Quality testing and customer/food-grade specifications (USFDA, EFSA, FSSAI-approved processes)

Scrap sourcing, sorting and supplier network management

R&D for high-margin, value-added products under GoRewise

EHS, compliance and zero liquid discharge operations

Safety and responsible workplaces

The Company's operations involve washing, shredding, extrusion and spinning processes across large-scale, multi-location facilities, making workplace safety and environmental responsibility a continuous priority.

Ganesha's Warangal facility is equipped to recycle ~90% of the water required in operations, needing only ~10% fresh water intake, and operated as a zero liquid discharge facility. The Company's manufacturing processes and management systems are certified to leading global standards, including ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018 for occupational health and safety, alongside Global Recycled Standard (GRS), Oeko-Tex Standard 100, Sedex/SMETA 4-Pillar, and Product Life Cycle Assessment (PLCA) certifications, supported by a strong emphasis on shopfloor safety awareness and continuous process improvement.

Compensation, ownership and employee wellbeing

Ganesha's approach to rewarding its workforce reflects the same discipline

applied elsewhere in the business, with remuneration reviewed annually and supplemented by equity participation and formal grievance channels.

- Median employee remuneration rose 8.67% in FY 2025-26, with average salary increases of 6.01% for the non-managerial staff
- Employee Stock Option Scheme 2021 remained active, with 23,532 options exercised and 13,531 outstanding as on March 31, 2026, extending ownership participation to eligible employees
- A zero-tolerance POSH policy remained in effect, with an Internal Complaints Committee; no complaints were filed, pending or disposed of during FY 2025-26
- A Whistle Blower Policy provided employees a confidential vigil mechanism, including direct access to the Audit Committee Chairman in exceptional cases

Diversity and inclusion

Ganesha believes an inclusive workplace, spanning its facilities across Uttar Pradesh, Uttarakhand, Telangana and Nepal, strengthens collaboration and supports better decision-making as

the Company scales its operations and enters new product categories. The Company remains focused on building equal opportunities and a culture where every employee, across its pan-India and international operations, is encouraged to contribute to its sustainability mission.

At the governance level, women's representation on the Board stood at 12.5% as on March 31, 2026, with one of the Company's eight Directors being a woman Independent Director.

Experienced leadership driving the culture

This workforce is anchored by a management team with a combined base of decades of industry experience - from Founder and Non-Executive Chairman Mr. Shyam Sunder Sharma's 60+ years steering the PET recycling revolution in India, to a Board that brings expertise across operations, business development, asset and risk management, and pollution abatement - reinforcing a culture of technical rigour and responsible growth across the organisation.





GOVERNANCE

DISCIPLINE THAT SCALES AS FAST AS THE BUSINESS DOES

Building trust through responsible leadership

Overview

For Ganesha Ecosphere, governance is not a formality layered on top of the business - it is the framework that makes the business trustworthy at scale. As the Company has grown from a single recycling unit into a multi-facility, multi-subsidary operation addressing 400+ customers across 16+ countries, its Board and committee structure has grown alongside it, built to ensure that every capital raise, related-party transaction and strategic decision is scrutinised before it is signed off.

The Company aims to earn the confidence of global brands, regulators and shareholders alike - not through disclosure alone, but through a Board structure, an independence culture and a transparency habit built to hold up under real scrutiny.

Governance components

Board committees and ethical oversight

Eight Board committees oversee key areas including audit, risk and strategy. During the year, the Risk Management & Strategic Planning Committee was reconstituted as a dedicated Risk Management Committee, strengthening oversight of financial, operational, sectoral, ESG and cyber-security risks.

Code of Conduct

Our Code of Conduct sets clear standards for ethical and responsible behaviour. All Board Members and Senior Management Personnel affirmed compliance with the Code during FY 2025-26.

Whistle-blower mechanism

Our whistle-blower mechanism provides confidential reporting channels, with appropriate investigation and resolution processes, including direct access to the Audit Committee Chairman in exceptional cases.

Prevention of sexual harassment

Our POSH policy supports a safe, respectful and inclusive workplace in line with applicable laws. No complaints were filed, disposed of or pending during the reporting period.

CORPORATE SOCIAL RESPONSIBILITY

CSR AT GANESHA ECOSPHERE

Building futures beyond the factory walls

Overview

Three decades ago, when Ganesha Ecosphere began turning discarded PET bottles into a business, it also began turning a belief into a practice: that a company's real Balance Sheet includes the communities it grows alongside. Long before CSR was a mandated line item, the conviction that has run through the Company since 1987 was already at work in classrooms, dispensaries and villages within reach of its factory gates - the same instinct for building ahead of need that shaped its manufacturing footprint.

What follows is not a compliance record. It is the on-ground evidence of a strategy that treats education, health and dignity as infrastructure - assets worth investing in early, in the places where Ganesha actually operates, among the people its operations actually touch.

This is responsibility built to be lived, not just reported.



CSR approach

At Ganesha Ecosphere, community impact is built the same way its manufacturing platform was - deliberately, locally and over the long haul. By combining direct delivery, trusted implementing partners and an intimate read of the communities around its own facilities, Ganesha has built a CSR model designed to compound, not just comply.

Local-first design

Every programme is anchored to a Ganesha facility - Kanpur, Kanpur Dehat, Rudrapur, Temra and Warangal, - so investment lands exactly where the Company already has roots and relationships.

Direct-plus-partner model

A blend of direct delivery and vetted implementing partners - Ganesh Memorial Trust, NGOs and ALIMCO - built to move money efficiently without losing sight of the last mile.

Multi-need coverage

Programs span Schedule VII end to end - education, healthcare, environment, sports, rural development, hunger and poverty - reflecting a view of community wellbeing as one connected system, not a checklist.

Built to continue

Ongoing commitments - like continued Assistance in the field of education and Healthcare. The ALIMCO assistive-devices program - carried forward year-on-year instead of resetting to zero every cycle.

Disciplined governance

Allocation, spend and unspent balances are tracked and disclosed line by line, keeping the same rigour applied to Ganesha's certified manufacturing operations extended to its social investments.

HIGHLIGHTS, FY 2025-26

1.78

₹ Crore Total CSR expenditure disbursed in FY 26

~1,200

Students reached through education initiatives

~9,000

OPDs delivered through Ganesha-run dispensaries

100+

Villages reached through healthcare outreach

9

NGO partners supported across education, sports, environment and elder care



CSR initiatives

Education & skill development: The Company supported education as a foundation for long-term opportunity through Capacity Building Centres, Computer Training Centres, financial assistance for meritorious students and infrastructure support for schools across its operating locations. In FY 2025-26, these initiatives reached approximately 1,200 students.

Healthcare & access: Through dispensaries located near its factory units, the Company provided

medical consultations and medicines to surrounding communities, complemented by free ambulance services, covering approximately 50 km around its facilities. During FY 2025-26, the programme delivered nearly 9,000 OPDs and reached communities across 100 villages.

Sports & community participation: The Company supported healthier, more engaged communities through sports and participation-led initiatives, including the development of a

badminton court at a school, creating accessible spaces for recreation and youth development.

Environmental stewardship: Cleanliness drives, garden maintenance and street beautification initiatives extended the Company's sustainability ethos into the communities around its operations, improving shared spaces while encouraging greater awareness of environmental responsibility.

Outlook

Ganesha entered FY 2026-27 with a CSR budget of ₹1.58 Crore and a sharper, targeted portfolio. Three new initiatives - Paryavaran Sathi, Aparajita - extended the Company's reach into livelihood security, menstrual health and everyday accessibility, while

continuing commitments in education and healthcare deepened rather than diluted. As Ganesha's manufacturing footprint scales toward its FY 2026-27 capacity targets, its community footprint is scaling with it - proof that growth and responsibility were never meant to be separate line items.

AWARDS AND RECOGNITIONS

Ganesha Ecosphere's circular-economy platform continues to gain external recognition across circular textiles, plastic-waste recycling, and industry thought leadership, strengthening its credibility and management's industry profile.



OUR BOARD OF DIRECTORS



Shri Shyam Sunder Sharmma

Chairman

Shri Shyam Sunder Sharmma, founder of the Company, is 83 years old and holds a postgraduate degree in commerce. Being a first-generation entrepreneur and textile technocrat, he brings over six decades of management experience, including more than 25 years in senior leadership positions across Birla Group companies. He has been associated with the Company since 1989 as Chairman and was appointed Managing Director in 1990. He currently serves as Non-Executive Chairman.



Shri Vishnu Dutt Khandelwal

Executive Vice-Chairman

Shri Vishnu Dutt Khandelwal, aged 77, is a postgraduate in commerce with expertise in marketing and financial management. With over five decades of experience in textile yarn trading, he has been serving the Company since its inception and was appointed Executive Vice-Chairman in 2008. He oversees marketing and business development.



Shri Sharad Sharma

Managing Director & CEO

Shri Sharad Sharma, aged 60, is a commerce graduate with more than 39 years of experience in marketing and distribution. Associated with the Company since inception, he joined the Board in 1992 and became Joint Managing Director in 2004. In 2018, he was elevated to the position of Managing Director & Chief Executive Officer. He leads the Company's overall management and operations.



Shri Rajesh Sharma

Joint Managing Director

Shri Rajesh Sharma, aged 57, is a commerce graduate with over 36 years of experience in plant administration and operations. A long-standing member since inception, he was appointed Executive Director in 2008 and assumed charge as Joint Managing Director in 2019. He manages operations at the Rudrapur and Bilaspur units.



Dr. Shobha Chaturvedi

Non-Executive Independent Director

Dr. Shobha Chaturvedi, aged 70, holds a Ph.D. in Pollution Abatement from H.B.T.I., Kanpur, along with a Master's degree in Chemistry. She retired as Regional Officer, UP Pollution Control Board, in 2016, after a career spanning more than 29 years. She has been on the Company's Board since September 5, 2019.



Shri Akshay Kumar Gupta

Non-Executive Independent Director

Shri Akshay Kumar Gupta, aged 68, is a commerce graduate and a seasoned Chartered Accountant. He is the founder partner of Mittal Gupta & Co., Chartered Accountants, Kanpur. With over 45 years of experience, he has held various key positions at ICAI, including Chairman of its Central India Regional Council and chaired several of its key committees. Shri Akshay Gupta has also held influential positions such as Member of the Fiscal Law Committee of the Merchants' Chamber of Uttar Pradesh and the Funds Management Committee of IIT Kanpur. He has authored various technical publications and has held directorships in several private and public sector companies, including Northern Coalfields Limited (PSU). He was appointed to the Board as a Non-Executive Independent Director with effect from September 5, 2024.



Shri Jagat Jit Singh

Non-Executive Independent Director

Shri Jagat Jit Singh, aged 62, is a commerce graduate and a management postgraduate from IIM Ahmedabad, with over 39 years of experience in sales and marketing across sectors such as consumer goods, telecom, durables, automobiles, fashion and financial services. His expertise includes strategy, management consulting, international business, customer experience (CX), product management and mentoring senior leaders. He has led multicultural teams in omni-channel businesses and is well connected across industries and regions. His client portfolio includes Bajaj Auto, Titan Ltd, Aditya Birla Capital, GlaxoSmithKline Consumer Healthcare, Arrow Shoes and BSNL. He was appointed to the Board as a Non-Executive Independent Director with effect from September 5, 2024.



Shri Rajiv Kumar Saxena

Non-Executive Independent Director

Shri Rajiv Kumar Saxena, aged 60, is a postgraduate in Mathematics. He is a Certified Associate of the Indian Institute of Bankers having a rich experience of 35 years at State Bank of India and has served as Chief General Manager at the SBI Corporate Centre, Mumbai. He has extensive expertise in the field of large corporate credit, MSME, and high-value portfolio management, with a strong background in credit appraisal, corporate governance, risk management, CRA (Risk) Validation, and regulatory compliance. He has spearheaded digital banking adoption and led business development with banks, NBFCs, MFIs, insurance companies, AMCs, and stockbrokers. He was appointed to the Board as a Non-Executive Independent Director with effect from August 3, 2026.

MANAGEMENT DISCUSSION AND ANALYSIS

Global economic overview

The global economic growth remained stagnant at 3.5% in 2024 and 2025, as the effects of the war in the Middle East were largely offset by accelerated demand-driven momentum in the global technology cycle, powered by advances in artificial intelligence (AI) and its adoption. The impact has varied widely across countries — energy exporters outside the conflict zone benefited from favourable terms of trade, while economies integrated into the technology value chain saw stronger activity even where they were energy importers, whereas energy importers with limited participation in the technology upturn, a group that includes many low-income countries, experienced weaker activity.

Advanced economies remained broadly stable at 1.9% in both 2024 and 2025, while emerging market and developing economies also held steady at 4.5% in 2025 compared to 4.5% in 2024.

Global inflation moderated sharply in 2025, declining to an estimated 4.1% from 5.8% in 2024, continuing the multi-year disinflation trend that had been in place since the beginning of 2024.

Given the challenge of forming stable, real-time assumptions for projections, the IMF World Economic Outlook Update assumes that the reopening of the Strait of Hormuz begins in mid-September 2026, with conditions broadly returning to the prewar state of affairs by March

2027, consistent with commodity price assumptions based on market pricing as of June 10, 2026.

Under this outlook, global growth is projected at 3.0% in 2026, before recovering to 3.4% in 2027. Global inflation is expected to rise to 4.7% in 2026, as the disinflation trend since 2024 stalls, before easing to 3.9% in 2027.

(Source: IMF World Economic Outlook Update — July 2026, World Economic Forum, Federal Reserve, Bank of England, European Central Bank, Bank of Japan)

Indian economic overview

The Indian economy's real GDP grew at 7.7% in FY 2025-26, compared to 7.1% in FY 2024-25. This growth was driven by strong consumption and increasing investments, reaffirming India's position as the fastest-growing major economy.

India's real GDP at Constant Prices was estimated at ₹323.12 Lakh crore in FY 2025-26, compared with ₹299.89 Lakh crore in FY 2024-25. Inflation remained benign through much of FY 2025-26, with full-year CPI estimated at an exceptionally low 2.1%. This created room for 125 basis points of cumulative rate cuts, supporting consumption and investment. However, macro stability was accompanied by currency volatility. The Indian rupee depreciated sharply by 9.88% during FY 2025-26 - its steepest fall since FY 2011-12 - touching ₹94.83 against the US dollar. This

reflected global capital flows, a strong dollar environment, and geopolitical uncertainties.

India's market capitalisation declined to 7.2% in FY 2025-26 to USD 4.5 trillion from USD 4.83 trillion in FY 2024-25, marking the sharpest drop since FY 2022-23. The BSE Sensex declined 7% or 5,467 points in FY 2025-26 and similarly, the Nifty 50 fell 5.05%, or 1,188 points, in FY 2025-26. The downturn was largely driven by the ongoing West Asia conflict and concerns around potential tariff measures under Donald Trump, which weighed on global investor sentiment. The downturn was largely driven by the ongoing West Asia conflict and concerns around potential tariff measures under Donald Trump, which weighed on global investor sentiment.

Amid global uncertainty, India remains resilient, supported by strong domestic demand, low inflation, policy support and structural reforms. The World Bank estimates FY 2026-27 growth at approximately 6.6%, with India expected to remain the fastest-growing major economy. Consumption, investment recovery, GST rationalisation, stable exports and favourable demographics will support growth. While risks from elevated energy prices, fiscal pressures and global demand uncertainty persist, India's strong macroeconomic fundamentals and expanding trade linkages should reinforce its position as a key driver of global growth.

(Source: Upstox, Economic Times, India Today, 5paisa, Livemint, The Logical Indian)

INDUSTRIAL OVERVIEW

Textile and apparel industry

Global

The global textile and apparel industry continues to expand, supported by rising consumption, evolving fashion trends, growing e-commerce penetration and increasing adoption of advanced textile technologies. The market was valued at USD 2,123.72 billion in 2025 and is projected to reach approximately USD 4,273.09 billion by 2035, growing at a CAGR of 7.24% between 2026 and 2035.

Growth is being driven by a combination of structural and cyclical factors. Rising consumer demand for natural fibres, increasing utilisation of synthetic and cellulose-based fibres across industrial applications, growing demand for protective clothing, and continuous innovation in fabric manufacturing are supporting industry expansion. The emergence of smart textiles and wearable technologies is creating additional opportunities across healthcare, sportswear, industrial applications and consumer electronics.

A notable shift within the global textile industry is the increasing emphasis on sustainability and responsible sourcing. Consumers, regulators and global brands are placing greater importance on environmentally responsible products, resulting in stricter environmental standards, greater supply-chain transparency requirements and increasing adoption of recycled materials. This transition is accelerating investment in recycled polyester capacity, traceability systems and circular manufacturing models across major textile-producing regions.

The industry is also witnessing a gradual reconfiguration of global supply chains. Geopolitical developments, changing trade dynamics and the diversification strategies of global brands are encouraging manufacturers to establish more resilient and geographically diversified sourcing networks. These developments are creating opportunities for countries with established manufacturing ecosystems and strong sustainability credentials.

Despite strong long-term fundamentals, the industry continues to face challenges arising from higher raw material costs, wage inflation, rising energy costs and capital expenditure requirements. Nevertheless, the increasing adoption of sustainable textiles and smart fabrics is expected to create significant growth opportunities over the medium to long term.

Regionally, Asia-Pacific accounted for approximately 54% of the global market in 2025, supported by strong manufacturing capabilities, abundant raw material availability and expanding consumer demand. North America is expected to emerge as the fastest-growing region, driven by rising disposable incomes and demand for durable apparel, while Europe continues to benefit from growing consumer preference for sustainable and organic textile products.

India

India's textile and apparel industry remains one of the country's most important manufacturing sectors, contributing approximately 2% of national GDP and around 11% of manufacturing gross value added (GVA). The sector accounts for 8.63% of India's total exports and provides direct employment to more than 45 million people, while supporting an additional 100 million livelihoods across allied activities.

India is currently the world's second-largest producer of textiles and garments and the third-largest exporter, with a 4.6% share of global textile trade. The industry has reached an estimated size of nearly USD 190 billion in FY 2025-26 and is expected to expand to approximately USD 350 billion by 2030. Textile exports are projected to contribute nearly USD 100 billion by the end of the decade, highlighting the sector's growing global competitiveness.

Non-woven textiles are a significant and growing end-use segment for recycled polyester staple fibre (RPSF), spanning

hygiene and medical disposables, geotextiles, automotive interiors and filtration. India's non-woven fabrics market, valued at around USD 1.5 billion in 2024, is projected to reach nearly USD 2.3 billion by 2030, growing at ~7.6% CAGR. Growth is supported by demand for healthcare disposables, infrastructure-led geotextiles, filtration media and automotive components.

Domestic demand remains a key growth driver, supported by rising disposable incomes, favourable demographics, urbanisation and deepening e-commerce penetration. The domestic market is expected to grow at a CAGR of 10-12%, while the sector's contribution to India's GDP is projected to increase to nearly 5% by 2030.

India's export performance remained resilient despite a challenging global trade environment. Textile and apparel exports, including handicrafts, increased from USD 35.87 billion in FY 2023-24 to USD 37.75 billion in FY 2024-25, reflecting the sector's diversified market presence and improving competitiveness.

Government initiatives are further supporting recycled and sustainable fibres. The Union Budget 2026-27 earmarks ₹405 crore under the PLI scheme for MMF apparel and technical textiles, while the National Technical Textiles Mission has approved 168 projects, including research in geotextiles and speciality fibres. Together, these measures reinforce the long-term demand and innovation ecosystem for recycled fibre-based applications.

India's raw material ecosystem has also strengthened during the year. Cotton production for the 2025-26 season is estimated at 292.15 Lakh bales, while the Cotton Corporation of India expanded its procurement network from 508 centres to 571 centres across 150 districts in 11 states, helping improve farmer support and supply chain stability.

At the same time, technical textiles are emerging as a major growth avenue. Under the National Technical Textiles

Mission, multiple research projects across composites, geo-textiles, smart textiles and textile machinery have been approved in collaboration with leading institutions including IITs, NITs and CSIR laboratories. These initiatives are expected to strengthen India's innovation capabilities and support

the development of higher-value textile products.

Collectively, these developments position India favourably within the evolving global textile landscape. The combination of strong domestic demand, supportive government policies,

expanding manufacturing capabilities and increasing adoption of sustainable materials is expected to strengthen the country's role as a preferred sourcing destination for global brands.

(Source: IBEF, Precedence Research)

Polyethylene Terephthalate (PET) market

Global

Polyethylene Terephthalate (PET) continues to be one of the world's most widely used polymers, owing to its versatility, durability, lightweight properties and recyclability. Demand remains closely linked to growth in food and beverage packaging, textiles, consumer goods and industrial applications, making PET an integral material within both consumer and manufacturing value chains.

The global PET market was valued at USD 35.68 billion in 2025 and is projected to reach approximately USD 56.40 billion by 2034, expanding at a CAGR of 4.96% between 2026 and 2034.

Historically, growth in PET consumption has been driven by the packaging industry, particularly bottled water, carbonated beverages and food packaging applications. PET's combination of strength, clarity, safety and lightweight characteristics continues to make it the preferred material for these applications. At the same time, increasing polyester consumption within the textile sector remains an important demand driver, particularly across emerging economies with expanding middle-class populations.

A defining trend within the global PET industry is the gradual transition from virgin resin consumption towards circular material systems. While virgin PET continues to account for approximately 76% of global shipments, recycled PET is expected to expand at a significantly faster CAGR of 8.02%. This divergence highlights a structural shift in demand patterns, with sustainability considerations increasingly influencing purchasing decisions across both packaging and textile industries.

The industry is also witnessing rapid technological advancements in recycling processes. Developments in mechanical and chemical recycling technologies are improving material quality, enabling the production of food-contact-grade recycled PET with properties increasingly comparable to virgin resin. These innovations are expected to accelerate the adoption of recycled materials while supporting regulatory and sustainability objectives globally.

While environmental concerns surrounding plastic waste continue to present challenges for the industry, they are simultaneously driving investments in collection infrastructure, recycling technologies and circular economy initiatives. Consequently, the future growth of the PET industry is expected to be increasingly linked to recycling efficiency and sustainable material adoption rather than purely incremental consumption growth.

India

The Indian PET industry continues to demonstrate strong growth, supported by expanding demand across packaging, textiles, automotive and consumer goods sectors. Rising urbanisation, changing consumption patterns and increasing packaged product penetration have strengthened demand for PET-based solutions across a wide range of end-use applications.

Beyond traditional demand drivers, the Indian market is undergoing a significant transformation driven by sustainability considerations and evolving regulatory requirements. Increasing environmental awareness among consumers and businesses is accelerating the adoption of recycled and recyclable packaging

materials, particularly within the FMCG, beverage and textile sectors.

India's PET demand growth remains anchored in packaging, with carbonated beverages, packaged water, dairy, liquor and pharmaceutical bottling as the largest consumption segments. The India PET market generated revenue of USD 1,856.1 million in 2024 and is projected to reach USD 2,598.6 million by 2030, growing at a CAGR of 5.7%, with packaging remaining the largest and fastest-growing application segment. Looking ahead, growth is expected to be increasingly shaped by India's recycled-content mandates effective from 2025, which have already spurred capacity investments by domestic players, alongside FMCG firms' sustainability commitments and rising rPET adoption in the textile sector. This points to a future where recycling infrastructure and food-grade rPET technology, rather than virgin resin volumes alone, determine competitiveness in India's PET industry over the coming decade.

Within engineering plastics, demand for Polybutylene Terephthalate (PBT) is also witnessing growth, particularly in automotive, electronics and electric vehicle applications. Supported by government initiatives such as FAME II and increasing domestic manufacturing activity, demand for lightweight and high-performance polymer solutions is expected to remain strong.

Taken together, rising consumption, supportive regulations and a well-developed recycling ecosystem position India as one of the most attractive PET and recycled PET markets globally over the coming decade.

(Source: IMARC Group; National Recycling Corporation, Mordor Intelligence, Grandview Research, Mordor Intelligence, 6Wresearch)

Recycled polyethylene terephthalate (rPET) market

Global

The recycled polyethylene terephthalate (rPET) industry has evolved from a niche sustainability segment into a strategically important component of the global plastics value chain. Regulatory mandates, corporate ESG commitments and increasing consumer awareness are collectively accelerating the shift towards recycled content across packaging and textile applications.

The global recycled polyethylene terephthalate (rPET) market was valued at USD 19.50 billion in 2025. The market is projected to reach USD 38.98 billion by 2034, representing a CAGR of 8.0% between 2026 and 2034.

The industry's growth trajectory is being driven by a fundamental change in how brands approach packaging and material sourcing. Sustainability is increasingly becoming a commercial requirement rather than a differentiating feature. Large multinational consumer goods companies have established ambitious recycled-content targets, creating sustained demand for high-quality food-grade and bottle-grade rPET across global markets.

Regulatory intervention is further reinforcing this demand. Measures such as the European Union's Single-Use Plastics Directive, which mandates minimum recycled content levels in plastic bottles, have transformed rPET into a compliance-driven material. As a result, recycled PET increasingly commands strategic importance within packaging supply chains and, in many instances, a premium over virgin alternatives.

Despite robust growth prospects, the industry continues to face challenges relating to collection infrastructure, feedstock availability and quality consistency in several regions. Nevertheless, increasing investments in advanced sorting, washing and recycling

technologies are expected to improve operational efficiency and support future capacity expansion.

India

India's recycled PET industry is entering a phase of structural growth, supported by the convergence of regulatory mandates, sustainability commitments and capacity expansion across the recycling ecosystem.

India's plastic governance framework, anchored in the Plastic Waste Management (PWM) Rules, 2016 and the Extended Producer Responsibility (EPR) regime, has emerged as a key structural driver for the recycling industry. EPR targets have progressively increased from 35% in FY 2021–22 to 100% by FY 2024–25. The 2026 amendments mark a strategic shift from collection-based obligations to market-driven compliance by mandating minimum recycled content in plastic packaging, beginning at 30% in FY 2025–26 and increasing to 60% by FY 2028–29. These requirements are expected to generate demand for approximately 4 Lakh MTPA of B2B-grade rPET by FY 2025–26, rising to over 10–12 Lakh MTPA by FY 2029–30.

The significance of these regulations extends beyond compliance. They are fundamentally reshaping procurement behaviour among brand owners and packaging companies, transforming recycled PET from a voluntary sustainability initiative into an operational necessity. As implementation progresses, demand visibility for food-grade and bottle-grade recycled materials is expected to strengthen significantly.

India possesses a unique advantage in this transition. The country already records one of the world's highest PET bottle recycling rates at approximately 92%, recycling around 1.75 million metric tonnes out of 1.9 million metric tonnes of PET bottles consumed annually. In

addition to reducing waste, recycled PET production consumes approximately 70% less energy than virgin PET manufacturing, further reinforcing its environmental and economic appeal.

India's current recycling ecosystem provides a strong foundation for future growth. The country benefits from an extensive collection and sorting network, supported by both organised and informal participants. The market is also witnessing increasing investment in state-of-the-art recycling facilities capable of producing food-grade recycled resin for packaging applications. Such investments are expected to strengthen domestic supply chains and reduce dependence on imported recycled materials while supporting the sustainability objectives of major FMCG and beverage companies.

Within product categories, clear rPET bottles continue to dominate demand due to their widespread use in beverage and personal care packaging. However, coloured rPET products are gradually gaining acceptance as manufacturers explore differentiated and environmentally responsible packaging solutions. Food-grade rPET remains the largest and most strategically important segment, driven by stringent quality requirements and rising demand from food and beverage brands seeking compliant recycled-content solutions.

Looking ahead, India's rPET industry is expected to benefit from a rare alignment of regulatory support, consumer awareness, brand commitments and investment activity. As recycled content transitions from a sustainability aspiration to a regulatory obligation, organised recyclers with scale, certifications and established collection networks are likely to emerge as the primary beneficiaries of the sector's long-term growth.

(Source: IMARC Group, Future Market Insights, Price Watch AI)

Company overview

Ganesha Ecosphere Limited (“GESL” or “the Company”) is one of India’s leading circular economy enterprises, engaged in converting post-consumer PET waste into high-quality recycled polyester and recycled PET products. Through its integrated recycling ecosystem, the Company transforms discarded plastic bottles into value-added materials that serve the textile, packaging, technical textile, home furnishing and industrial sectors. Today, the Company recycles over 150,000 tonnes of PET waste annually and processes more than 8.5 billion PET bottles each year through its expanding recycling network.

GESL’s business has evolved from recycled polyester fibre manufacturing into a diversified recycled PET platform. Its product portfolio now includes Recycled Polyester Staple Fibre (RPSF), Recycled Polyester Spun Yarn (RPSY), dyed texturised yarn, rPET bottle-grade chips, textile-grade rPET chips, rPET filament yarn, washed flakes and other value-added recycled products. These offerings support customers across apparel, technical textiles, packaging, home furnishings and other end-use industries.

The Company operates six manufacturing facilities across Uttar Pradesh, Uttarakhand, Telangana and

Nepal, with a total recycling capacity of 185,940 tonnes per annum. Supporting these operations is a robust sourcing ecosystem comprising over 300 suppliers and collection partners across India, enabling the mobilisation of nearly 450 tonnes of PET bottle waste every day.

Under its GoRewise platform, the Company has expanded into food-grade and bottle-grade rPET applications, addressing the growing demand for sustainable packaging solutions. The Company is also deepening its presence in sustainable textiles, with its rFilament yarn recently qualifying with a leading global textile brand, opening new avenues for growth.

Financial overview

Financial performance FY 2025-26

(₹ in Crore)

Particulars	March 2026	March 2025	Y-o-Y change
Operational Revenue	1014.10	983.88	3.07%
Other Income	39.80	33.14	20.09%
Operating Expenses	957.15	888.38	7.74%
EBITDA	56.95	95.50	(40.37)%
EBITDA Margin (%)	5.62	9.71	(42.15)%
Finance Costs	6.91	4.78	44.34%
Depreciation and Amortisation expenses	25.37	23.76	6.78%
Profit after Tax	47.83	75.48	(36.63)%
Net Worth	1297.21	1159.90	11.84%
Long-term Debt	0.90	0.83	7.66%
Gross fixed assets (including capital work-in-progress)	545.57	541.29	0.79%
Inventory	168.43	233.06	(27.73)%
Inventory Days	83	93	(10.75)%
Receivables	132.77	107.77	23.21%
Market Capitalisation	2282.62	3946.70	(42.16)%

Key financial ratios

Particulars	March 2026	March 2025	% Change	Reasons
Debtors’ turnover (x)	8.31	9.17	(9%)	-
Inventory turnover (x)	4.98	4.41	13%	-
Interest coverage ratio (x)	10.33	21.94	(53%)	Due to decrease in profits
Current ratio (x)	2.30	2.82	(18%)	-
Debt-equity ratio (x) (taking into account both short and long-term borrowings)	0.092	0.092	-	-
Operating Profit Margin (%) (EBIT)	5.62	9.71	(42%)	Due to higher raw material costs
Net Profit Margin (%)	4.72	7.67	(39%)	Due to higher raw material costs and expenses
Return on Net Worth (%)	3.89	6.71	(42%)	Due to lower profits

Key business strengths

Pioneer scale and market leadership:

Ganesha Ecosphere is among the largest PET bottle recyclers in India, commanding a significant share of the country's annual PET waste recycling throughput. This position - built over more than three decades - has translated into deeply entrenched sourcing relationships, customer trust, and operational expertise that newer entrants cannot replicate at speed or comparable scale.

Diversified and integrated product portfolio:

The Company operates across an extensive range of recycled polyester products - spanning recycled polyester staple fibre, spun yarn, filament yarn, and food-grade rPET granules - serving a broad domestic and international

customer base across multiple end-use segments including apparel, home furnishings, technical non-wovens, and rigid packaging. This breadth of product and customer mix provides structural revenue resilience across sectoral and demand cycles.

Research-driven quality products:

Under its GoRewise brand, the Company has adopted "super-clean" technology approved by global regulatory bodies to produce rPET resin with near-virgin-like properties, alongside continuous R&D investment aimed at improving process efficiency and product consistency.

Robust sourcing infrastructure: The Company's extensive collection network - built across hundreds of suppliers

and sourcing channels spanning post-consumer and industrial PET scrap - constitutes a critical and difficult-to-replicate competitive moat. The ability to consistently mobilise large volumes of quality PET waste at scale underpins production continuity and provides meaningful insulation against supply-side disruptions.

Certifications & Qualifications: The products and operations have various national and international certifications and approvals. These certifications position the Company favourably as global and domestic brand owners seek compliant, audited recycled material sources. Details are provided at page 19.

Growth drivers

EPR recycled content targets: India's Plastic Waste Management rules mandate a progressive and steep increase in mandatory recycled plastic content across packaging categories through the end of the decade. This legislated demand trajectory effectively converts a large and growing share of rPET offtake from discretionary to non-negotiable, providing multi-year volume visibility and structural pricing support for established, certified producers like the Company.

Structural supply-demand gap:

Domestic demand for food-grade rPET - driven by EPR mandates - is projected to significantly outpace available certified supply capacity for the foreseeable future. The Company, as one of a small number of FSSAI- and internationally certified rPET producers, is well-placed to capture the bulk of incremental mandated demand as compliance obligations are enforced with increasing rigour.

Premiumisation: The Company is progressively shifting its revenue mix towards higher-margin product

categories - including food-grade rPET granules, recycled filament yarn, and specialty fibres - which command meaningfully better margins than commodity RPSF. As the share of these segments in the revenue mix grows, the Company's overall profitability profile is expected to improve materially.

Global sustainability mandates: Large multinational consumer goods and retail brands have committed to significant recycled content targets in their packaging and textiles, often exceeding local regulatory minimums, in response to investor and consumer pressure. This creates a growing export opportunity for a supplier of the Company's scale and certification credentials, independent of domestic policy direction.

Circular economy as industrial policy:

The Indian government's broader push towards a circular economy - reflected across plastic waste, textile recycling, and sustainability-linked infrastructure investment - creates a favourable long-term policy environment for the Company's entire business model. This policy tailwind is expected to

manifest in continued regulatory support, government incentives, and preferential access to industrial parks and infrastructure.

Textile-to-textile opportunity: Textile-to-textile (T2T) recycling remains at an early stage, accounting for less than 1% of global fibre production, but is expected to emerge as a high-growth segment through 2030 as collection and sorting infrastructure improves, fibre-to-fibre technologies mature and regulation strengthens. India offers an additional structural opportunity, with the Ministry of Textiles estimating the domestic textile recycling industry could reach ~USD 3.5 billion by 2030, supported by ~7.1 million tonnes of annual textile waste. Recycled polyester is expected to remain the leading commercial opportunity, while T2T recycling provides a longer-term growth avenue as feedstock availability, technology economics and blended-fibre challenges improve.

(Source: Ministry of Textiles, Textile Magazine)

Risk and mitigation strategies

Area of Risk	Brief	Mitigation measures
Market	Virgin polymer price risk: A sustained decline in crude oil and virgin PET/polyester prices narrows the cost differential between virgin and recycled alternatives, weakening the price incentive for voluntary rPET procurement in segments and geographies.	The Company is progressively shifting its product mix toward higher-value applications — food-grade rPET granules, recycled filament yarn and specialty fibres — where demand is driven by regulatory mandates and brand ESG commitments rather than price arbitrage against virgin polymer.
Financial	Foreign exchange fluctuations: Exports account for approximately 9% of revenue, exposing the Company to currency movements, particularly against the US Dollar and Euro.	The Company actively monitors forex exposures and uses forward contracts and natural hedging arrangements to limit the impact of adverse currency movements.
Raw material	PET scrap availability and price volatility: Rising demand for PET waste from different segments viz. rPSF, rPET, straps, sheet/films and export market coupled with high degree of price volatility, compressing margins when finished-product realisations do not move commensurately.	A diversified supplier base of 300+ vendors across India, sourcing from post-consumer and industrial scrap channels, mobilises approximately 450 tonnes of PET waste per day at the Group level. This collection network, built over three decades, provides resilience against supply disruptions and constitutes a competitive moat.
Operational	Operational safety risk: Recycling, washing, shredding, extrusion and granulation processes involve safety-sensitive operations that necessitate strict process controls, training and continuous monitoring.	The Company maintains stringent safety policies, risk assessments, employee safety manuals and training processes across its manufacturing facilities, and has obtained ISO 45001:2018 certification for occupational health and safety.
Quality	Quality compliance: As the Company scales into food-grade and food-contact rPET applications, quality thresholds and certification requirements become significantly more demanding, raising the consequence of any non-conformance in terms of customer dissatisfaction, returns and reputational damage.	A multi-stage quality control mechanism spans the entire manufacturing process, backed by a dedicated quality control team driving continuous improvement. FSSAI & US FDA approvals and EFSA positive opinion for the Group's food-grade rPET operations reflect the rigour of its quality systems and reinforce credibility with global brand customers who conduct independent supplier audits.
Financial	Working capital risk: Timely procurement of PET scrap, inventory holding, receivables management and funding support are of critical importance amid a volatile input-cost environment.	The Company oversees inventory, receivables, payables, price exposures and funding requirements through internal controls, treasury processes and management review mechanisms to maintain working capital discipline.
Strategic	Intensifying competition: The growing commercial attractiveness of rPET, particularly, driven by EPR mandates and brand sustainability commitments, is drawing new entrants — including large integrated petrochemical and packaging players — while a rising number of FSSAI-approved processors is introducing incremental pricing pressure in the industry.	The Group continually strengthens its R&D capabilities to differentiate its offerings and introduce new products aligned with evolving customer preferences. As an industry leader in the RPSF segment and operator of one of India's largest B2B recycling facilities, it leverages three-plus decades of operational expertise, an established sourcing network and regulatory certifications to sustain its competitive position.
Export	Export market and geopolitical risk: The Company exports to 19+ countries; adverse developments including tariff and non-tariff barriers can curtail international sales and compress realisations on affected volumes.	The Company's sale is more focused towards domestic demand. The Company also actively monitors trade policy developments and recalibrates its geographic revenue mix in response. Customer presence across 19+ countries provides flexibility to reallocate supply as market conditions shift.
Regulatory	Regulatory and compliance execution risk: The Company operates in an evolving regulatory environment where changes in corporate, environmental, taxation and other regulations/laws could increase compliance costs, constraining operational flexibility and create uncertainty in demand planning.	The Company maintains a robust compliance framework with continuous monitoring of regulatory developments. Constant monitoring of regulatory changes enables it to remain compliant.

Human resources

Refer page 29 for Human Capital

Internal Control Systems and Their Adequacy

Ganesha Ecosphere maintains an internal control framework aligned with the scale, nature, and complexity of its operations.

The framework covers procurement, inventory management, traceability, production processes, quality checks, sales, receivables, treasury, hedging, foreign exchange exposure, and statutory compliance.

The Company places robust emphasis on segregation of duties, approval-based transactions, periodic reconciliations, material movement tracking, and independent reviews. Its ERP-enabled systems support the accuracy of financial reporting, operational monitoring, inventory traceability, and compliance documentation.

The Company also undertakes periodic audits and management reviews to assess the effectiveness of internal controls, with identified observations addressed through corrective actions. This systematic supervision supports financial integrity, regulatory compliance, operational discipline, and effective management of risks across the recycling value chain.

Cautionary Statement

The Management Discussion and Analysis may incorporate certain statements deemed forward-looking. These statements are inherently subject to various risks and uncertainties. Actual results could materially deviate from those expressed, as significant factors

such as government policies, local political and economic developments, industrial relations, and risks inherent to the Company's growth may influence operations.

Market data and product analysis presented herein are derived from

internal Company reports, alongside industry and research publications. However, their accuracy and completeness cannot be guaranteed, nor can their absolute reliability be assured.

Directors' Report

To
The Members of
Ganesha Ecosphere Limited

Your Directors have pleasure in presenting the Thirty-seventh Annual Report of the Company together with the Audited Financial Statements for the financial year ended March 31, 2026.

FINANCIAL RESULTS

The summarized financial results of the Company for the year ended March 31, 2026 as compared to the preceding year are as under:

(₹ in Crore)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Total income	1053.90	1017.02	1499.08	1483.64
Profit before Finance costs, Depreciation and amortization expense	96.75	128.63	159.12	228.51
Less: Finance costs	6.91	4.78	40.32	38.08
Less: Depreciation and amortization expense	25.37	23.76	64.81	54.97
Profit before Tax	64.47	100.09	53.99	135.46
Share of (loss) of an associate and tax	-	-	(0.04)	(0.04)
Tax expense	16.63	(24.61)	15.74	(32.30)
Profit for the year	47.83	75.48	38.21	103.12
Add: Other comprehensive income	(6.42)	(3.89)	(6.23)	(3.85)
Total comprehensive income for the year	41.42	71.59	31.98	99.27
Balance in retained earnings at the beginning of the year	600.97	540.78	593.75	505.87
Profit after Tax available for appropriation	642.38	612.37	625.74	605.14
Dividend paid	(8.04)	(7.60)	(8.03)	(7.59)
Interim Dividend paid	-	(3.80)	-	(3.80)
Balance in retained earnings at the end of the year	634.34	600.97	617.71	593.75

FINANCIAL AND OPERATIONAL PERFORMANCE

The standalone and consolidated financial statements for the financial year ended March 31, 2026, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs and as amended from time to time.

The first three quarters of FY 2025-26, were marked by disruptions and uncertainties, particularly around pending regulatory clarity on mandatory use of rPET Chips in plastic packaging, which created challenges in planning and execution. The FY25-26 still concluded on a high note, reflecting both the resilience of Company's business model and the agility of the teams in navigating a challenging

environment. Both – standalone and subsidiary businesses performed well during the last quarter of FY 25-26.

Full year performance is almost at par with FY24-25 numbers in terms of production, sale volume and revenue, however EBITDA and profitability were hit adversely due to weak performance of first nine months. On standalone basis, the total income of the Company was ₹1053.90 crore during financial year 2025-26 as against ₹1017.02 crore during financial year 2024-25. The EBITDA stood at ₹ 56.95 crore as compared to ₹95.50 crore in the previous financial year. During the year under review, the Company earned Net Profit of ₹47.83 crore as compared to ₹75.48 crore in the financial year 2024-25.

On consolidated basis, the Company recorded a total income of ₹1499.08 crore during financial year 2025-26 as against ₹1483.64 crore in the previous financial year. The EBITDA stood at ₹141.71 crore as against ₹210.58 crore of the previous financial year. The consolidated net profit for the year was ₹38.21 crore compared to ₹103.12 crore of the previous financial year.

On March 31, 2026, the Ministry of Environment, Forests & Climate Change issued the much-awaited notification, clearing the smoke over adoption of rPET granules and reaffirming mandatory recycled plastics usage targets. This clarity has removed lingering uncertainty and has enhanced industry confidence and provided us the strong visibility of demand.

In view of this, the Group has taken decisive steps to strengthen its capacity and product portfolio. A 22,500-ton brownfield expansion of rPET granules at Warangal has commissioned and another 22,500-ton expansion and debottlenecking initiatives are underway, to push installed capacity to nearly one lakh tons by FY 26-27 end.

The performance of the Company during the current financial year 2026-27 is expected to improve, as positive signals emerge in both the standalone and consolidated businesses. Barring unforeseen circumstances, your Directors expect the Company to achieve better results during the year. A more detailed analysis and current outlook is available in the Management Discussion and Analysis section of this report.

TRANSFER TO RESERVES

During the year under review, the Company transferred an amount of ₹1.30 Crore to the 'General Reserve' on account of Employee Stock Option Scheme. Details of the same are provided in Note no. 13 to the standalone financial statements of the Company.

Further, no profits are transferred to general reserve and entire amount of profit for the year forms part of the 'Retained Earnings'.

CREDIT RATING

As on March 31, 2026, the Company had following credit ratings from CARE:

- i. **A+; Stable:** for Long Term Bank Facilities (Fund Based) signifying adequate degree of safety regarding timely servicing of financial obligations. Such facilities carry low credit risk.
- ii. **A1+:** for Short Term Bank Facilities (Non-Fund based) signifying very strong degree of safety regarding timely payment of financial obligations. Such facilities carry lowest credit risk.

DIVIDEND

Based on the Company's performance, your directors are pleased to recommend dividend of ₹3.50 per share (i.e. @ 35%) on Equity Shares of ₹10/- each of the Company, involving cash outflow of ₹9.38 Crore of the Company's Standalone Net Profit for the financial

year 2025-26, as per the present paid up share capital of the Company. The actual cash outflow of dividend will be dependent on the equity share capital of the Company as on the relevant record date/ book closure date. The dividend is subject to approval of members at the ensuing Annual General Meeting (AGM) and shall be subject to deduction of income tax at source.

During the year under review, unpaid dividend for the financial year 2017-18 amounting to ₹0.06 crore being unpaid/unclaimed for more than 7 years from the date it was lying in the unpaid dividend account, had been transferred by the Company to the Investor Education and Protection Fund (IEPF) of the Central Government, in terms of Section 124(5) of the Companies Act, 2013.

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the Company has adopted a Dividend Distribution Policy which endeavors for fairness, consistency and sustainability while distributing profits to the shareholders and the same is available on the Company's website at <https://www.ganeshaecosphere.com/corporate-governance-policies>.

SHARE CAPITAL

On July 17, 2025, the Company had made a Preferential allotment of 13,39,000 fully paid-up equity shares having face value of ₹10/- each, at an issue price of ₹1,035/- per share (including a premium of ₹1,025/- per share), to an entity belonging to Promoter Group, pursuant to the exercise of the right of conversion of warrants into equity shares, under Chapter V of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, upon receipt of balance amount of ₹103.93 Crore due thereon (being ~75% of the issue price).

The amount raised against the allotment has been fully utilized by the Company in accordance with the objects stated in the offer document.

Consequent to the above allotment, the total Paid-up Equity Share Capital of the Company stands increased to ₹26.80 Crore comprising of 2,67,95,984 Equity Shares having face value of ₹10/- each.

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

As on March 31, 2026; the Company had following subsidiaries and associate/ joint venture company:

Indian wholly owned subsidiaries:

- Ganesha Ecopet Private Limited; and
- Ganesha Ecotech Private Limited

Overseas wholly owned subsidiary:

- Ganesha Overseas Private Limited, in Nepal

Associate/ Joint Venture Company:

- Ganesha Recycling Chain Private Limited

A statement containing salient features of the Financial Statements of the subsidiaries & associate/ joint venture company in the prescribed format in **Form AOC-1** as required under first proviso to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 is included in this Report as **"Annexure A"** and forms an integral part of this Report. The said form also highlights performance of the subsidiaries & associate/ joint venture company and their contribution to the overall performance of the Company during the period under review.

Ganesha Ecotech Private Limited and Ganesha Ecopet Private Limited are Material Subsidiaries of the Company, as per the thresholds laid down under the Listing Regulations and the Company's policy for determining Material Subsidiaries. The said Policy is available on the Company's website at <https://www.ganeshaecosphere.com/corporate-governance-policies>.

During the year under review, in terms of provisions of Regulation 24(1) of the SEBI (LODR) Regulations, 2015, Ganesha Ecopet Private Limited had appointed Shri Akshay Kumar Gupta (DIN: 00004908), Independent Director of the Company as an Independent Director on its Board.

In terms of the provisions of Section 136 of the Companies Act, 2013 read with the SEBI Listing Regulations, the Audited Financial Statements of the subsidiaries are placed on website of the Company and can be accessed at <https://www.ganeshaecosphere.com/subsidiary>. These financial statements are also available for inspection by any member at the Registered Office of the Company. Any member desirous of obtaining a copy of the same may write to the Company.

GANESHA ECOSPHERE EMPLOYEES' STOCK OPTION SCHEME 2021

The Company had adopted and implemented Ganesha Ecosphere Employees' Stock Option Scheme 2021 ("ESOP Scheme") for granting Employee Stock Options ("options") to the eligible employees of the Company and its Subsidiaries. There is no change in the ESOP Scheme during the year under review and the provisions of the Scheme are in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. The ESOP Scheme enables the Ganesha Employees' Welfare Trust to acquire the Equity Shares by way of fresh allotment from the Company as well as by way of secondary acquisition from the market to grant options to the eligible employees of the Company and its subsidiaries.

During the year under review, the Company has obtained in-principle approval from BSE & NSE for issue and allotment of a maximum of 9,52,275 equity shares, which are likely to arise upon exercise of options under the ESOP Scheme of the Company.

The details of stock options granted/vested/ exercised or lapsed during the year are provided in Note no. 43 of the Notes to the Standalone Financial Statements for the year ended March 31, 2026.

The disclosure in compliance with Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is available on the Company's website at <https://www.ganeshaecosphere.com/latest-information>.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) of the SEBI Listing Regulations is provided in a separate section forming part of the Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, there were no changes in the Directors and Key Managerial Personnel of the Company. However, during the current financial year, Shri Narayanan Subramaniam (DIN: 00166621), resigned as an Independent Director with effect from June 30, 2026, due to his pre-occupations/ pre-commitments and international travel for extended periods of time.

Shri Narayanan Subramaniam confirmed that there were no other material reasons for his resignation. The Board places on record its deep appreciation and gratitude for his valuable contribution, strategic guidance and exemplary role during his tenure.

With a view to fill the vacancy caused due to the resignation of Shri Narayanan Subramaniam, the Board of Directors of the Company, on the recommendation of Nomination & Remuneration Committee, have appointed Shri Rajiv Kumar Saxena (DIN: 08516656) as an Additional (Non- Executive Independent) Director of the Company with effect from August 3, 2026, for a term of 2 (two) consecutive years subject to the approval of the members of the Company at the ensuing Annual General Meeting of the Company.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Shri Sharad Sharma (DIN: 00383178), Managing Director of the Company, retires from the Board by rotation, at the ensuing AGM of the Company and being eligible has offered himself for re-appointment.

The Board recommends the proposal for appointment of Shri Rajiv Kumar Saxena and re-appointment of Shri Sharad Sharma for consideration of the Members at the ensuing AGM of the Company.

Appropriate resolutions seeking Members' approval for appointment/re-appointment of the Directors along-with their brief profile are placed in the Notice of ensuing AGM.

DECLARATION FROM INDEPENDENT DIRECTORS

The Company had received the declarations u/s 149(7) of the Companies Act, 2013 from all Independent Directors that they meet the criteria of independence as laid down under Section 149(6) of

the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations and they have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, all the Independent Directors on the Board of the Company possess requisite qualifications, proficiency, expertise, experience and integrity.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee of the Company consisted of 4 (four) Directors, out of which 3 (three) Directors are independent. The composition and other details are provided in the Corporate Governance Report of the Company. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, in respect of the financial year ended March 31, 2026, confirm that:

- a) in preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any;
- b) they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;
- c) they have taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared Annual Accounts on a 'Going Concern' basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls commensurate with the size of the Company and the nature of its business, with reference to financial statements. Internal Auditors of the Company periodically audit the adequacy and effectiveness of the internal controls laid down by the management. The Audit Committee of the Board of Directors also regularly reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same.

NUMBER OF MEETINGS OF THE BOARD

During the financial year 2025-26, the Board of Directors of the Company had met 5 (five) times. The details of the Board meetings held during the year are given under the Corporate Governance Report.

COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, the Company has duly complied with the applicable provisions of the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2), issued by the Institute of Company Secretaries of India.

ANNUAL RETURN

The copy of Annual Return as required under Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, is placed on the Company's website and can be accessed at

<https://ganeshaecosphere.com/admin/UploadedFiles/ContentImages/AnnualReturn/Annualreturn2024-2025.pdf>

LISTING

The Equity Shares of the Company are presently listed at BSE Limited and National Stock Exchange of India Limited and the listing fee, for the financial year 2026-27, for both the Stock Exchanges is paid.

AUDITORS AND AUDITORS' REPORT

a. Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and Rules made thereunder, M/s. Narendra Singhania & Co., Chartered Accountants, New Delhi (ICAI Firm Registration No. 009781N) were re-appointed as Statutory Auditors of the Company for a second term of 5 (five) consecutive years at 33rd AGM of the Company held on September 30, 2022, to hold office till the conclusion of 38th AGM of the Company. The Auditors have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

As regards Auditors' observation at point no.(vi) of the para 'Report on Other Legal and Regulatory Requirements', in their

report relating to the audit trail feature in the accounting software, the Board clarifies that the Company has migrated to an upgraded version of accounting software effective from April 01, 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in these software, except that audit trail feature was enabled at the database level from July 21, 2025 due to the technical issues faced during migration to new software. Further, no instance of audit trail feature being tampered with was noted in respect of accounting software. Additionally, the audit trail has been preserved by the Company as per the statutory requirement for record retention, to the extent it was enabled.

As regards Auditors' observation at para (i)(c) of the Annexure –A to their report stating that one of the Company's office building is not held in the name of the Company while the possession and original agreement to sale of the property is in the name of the Company, it is clarified that the title deed registration of such office building located at Faridabad is held up due to some local regulations and the Company is taking necessary action to get the same registered.

The Statutory Auditors' Report for the financial year 2025-26 does not contain any other observation, qualification, reservation, adverse remark or disclaimer.

b. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members of the Company at the 36th AGM held on September 27, 2025, had appointed M/s. S.K. Gupta & Co., a Peer Reviewed firm of Company Secretaries in practice, as Secretarial Auditors of the Company for a term of 5 (five) consecutive years, to conduct the secretarial audit of the Company for the financial years 2025-26 to 2029-30.

The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed herewith as **"Annexure B"**. As regards Secretarial Auditors' observation in their report stating delay of 67 days in making disclosure to the Stock Exchange(s) of the Demand Notice / Order dated 28th November, 2025, issued by the Office of the Joint Commissioner, Corporate Circle, SGST, Moradabad, Uttar Pradesh, it is clarified that the inadvertent delay in submission of above disclosure to stock exchanges occurred due to oversight and the Company will ensure that such unintended failure to disclose the information within the prescribed timelines does not arise in future.

The Secretarial Audit Report does not contain any other observation, qualification, reservation, adverse remark or disclaimer.

Secretarial Audit of Material Unlisted Subsidiaries of the Company

In accordance with the requirements of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Audit Reports of M/s Ganesha Ecotech Private Limited and M/s Ganesha Ecopet Private Limited, the material unlisted subsidiaries of the Company, for the financial year ended March 31, 2026, from a Peer Reviewed Company Secretary, are annexed herewith as **"Annexure C"** and **"Annexure D"** respectively. The Reports do not contain any qualification, reservation, adverse remark or disclaimer.

c. Cost Auditors

Pursuant to the Rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148 (1) of the Companies Act, 2013 in respect of its products and accordingly such accounts and records are made and maintained.

M/s. R. M. Bansal & Co., Cost Accountants (Firm Regn. No.:000022) and M/s. Rakesh Misra & Co., Cost Accountants (Firm Regn. No.: 000249), have been appointed as Cost Auditors of the Company to conduct the audit of the Cost Accounts of the Company in respect of its products 'Yarn' and 'Recycled Polyester Staple Fibre' respectively, for the financial year 2026-27.

As required under the Companies Act, 2013, the resolutions seeking Members' ratification for the remuneration payable to Cost Auditors form part of the Notice convening the AGM.

d. Internal Auditors

Pursuant to the provisions of Section 138 read with Rule 13 of the Companies (Accounts) Rules, 2014, your Company engaged the services of M/s. Ashok & Ajai, Chartered Accountants, Kanpur, to conduct the Internal Audit of the functions and activities of the Company for the Financial Year 2025-26. Quarterly Internal Audit Reports are placed before the Audit Committee of the Company for its review.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or the Board under Section 143(12) of Companies Act, 2013 and Rules framed thereunder.

RELATED PARTY TRANSACTIONS

During the year under review, all transactions entered into with Related Parties were approved/ ratified by the Audit Committee and wherever required, were also approved by the Board of Directors of the Company. Omnibus approval from the Audit Committee was obtained for transactions of repetitive nature. During the financial

year 2025-26, the Company had not entered into any contract/ arrangement / transaction with related parties which could be considered material in accordance with the Company's Related Party Transactions Policy. However, the Company had obtained approval of the Members in its 36th Annual General Meeting for entering into material related party contracts/ arrangements/ transactions, relating to sale or purchase of goods and rendering and/ or availing of the services, at arm's length and in ordinary course of business, with GESL Spinners Limited, a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations.

Further, all related party transactions undertaken during the year were at arms' length basis. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable.

The related party transactions entered into by the Company during the year under review, are disclosed under Note No. 36 of the Notes to the Standalone Financial Statements for the year ended March 31, 2026.

During the year under review, the Company's Policy on Related Party Transactions was reviewed by the Board and the same is disclosed on the website of the Company at <https://www.ganeshaecosphere.com/corporate-governance-policies>.

PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS BY THE COMPANY

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the SEBI Listing Regulations, disclosure on particulars of loans given, investments made, guarantees and/ or securities provided along with the purpose for which the loan or guarantee or security were proposed to be utilized by the recipient are provided in the notes to the Standalone Financial Statements.

WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act, 2013 and the SEBI Listing Regulations, the Company has adopted Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The details of the policy are explained in the Corporate Governance Report.

The Policy has been posted on the website of the Company and may be accessed at <https://www.ganeshaecosphere.com/corporate-governance-policies>.

NOMINATION AND REMUNERATION POLICY

The Board of Directors of the Company have approved and adopted Nomination, Remuneration and Board Diversity policy in

compliance with Section 178 of the Companies Act, 2013 and SEBI Listing Regulations.

Our current Nomination and Remuneration Policy is to have an appropriate mix of Executive and Non-Executive Directors including the independent directors to maintain the diversity and independence of the Board.

The broad parameters covered under the Policy are –Attributes, Qualifications and Remuneration of Executive Directors, Non-Executive Directors including Independent Directors, KMP and Senior Management Personnel. It also covers performance evaluation criteria of the Board, its Committees and individual directors.

During the year under review, the Nomination, Remuneration and Board Diversity Policy of the Company was reviewed and modified to align the same with the amended provisions of the SEBI Listing Regulations and the same is available on the website of the Company at the link <https://www.ganeshaecosphere.com/corporate-governance-policies>. We affirm that the remuneration paid to the Directors is as per the terms laid out in the Policy.

BOARD EVALUATION

The Board of Directors at its meeting held on February 7, 2026, has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act & SEBI Listing Regulations. Performance Evaluation of Independent Directors was done by the entire board, excluding the director being evaluated. The Evaluation Process was conducted through a structured questionnaire prepared after taking into consideration the various aspects laid down under the "Nomination, Remuneration and Board Diversity Policy" of the Company. The Board of Directors expressed satisfaction with the evaluation process.

In a separate meeting of Independent Directors held on March 23, 2026, the Independent Directors of the Company had evaluated the performance of non-independent directors and Board as whole and performance of Chairman of the Company after taking into account the views of Executive Directors and other Non-Executive Directors of the Company. Independent Directors have also assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board and recorded their satisfaction with the flow of information.

RISK MANAGEMENT

Risk management is an ongoing process and embedded in the operating framework of the Company. Risk Management Committee has been entrusted for timely identification, evaluation and mitigation of all types of internal and external risks including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks etc. The Committee is responsible for formulating and reviewing the risk management

plan/ policy and ensuring its effectiveness across the organization. The Audit Committee of the Board has an additional oversight in the risk management systems prevailing in the Company.

There are no risks which in the opinion of the Board are of the nature that can threaten the existence of the Company. However, the risks inter-se those are generally dealt in regular course of business and have to be taken care of, are fluctuations in foreign exchange rates and prices of raw material as well as finished products.

During the year under review, the Risk Management Policy of the Company, was reviewed by the Board in view of the changing industry dynamics and evolving complexities and the same can be accessed at the link <https://www.ganeshaecosphere.com/corporate-governance-policies>.

CORPORATE SOCIAL RESPONSIBILITY

Your Company is committed to focus on inclusive growth and improving lives by contributing towards communities around which it operates. In compliance with Section 135 of the Companies Act, 2013, the Company has undertaken CSR activities, projects and programs as provided in the CSR policy of the Company and as identified under Schedule VII to the Companies Act, 2013.

The Composition of CSR Committee along with details of CSR activities undertaken by the Company have been disclosed in the 'Report on CSR activities', set out as "Annexure E" and forming an integral part of this Report.

The CSR policy of the Company may be accessed at <https://www.ganeshaecosphere.com/corporate-governance-policies>.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In terms of Regulation 34(2) of SEBI Listing Regulations, a Business Responsibility and Sustainability Report describing the initiatives taken by the Company from an environmental, social and governance perspective is provided in a separate section forming part of the Annual Report.

DEPOSITS

During the year under review, the Company has neither accepted nor renewed any deposit from public in terms of the provisions of Sections 73 and 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

During the year under review, the Company has not accepted any amount as unsecured loan from the Directors and no amount of unsecured loan from Directors was outstanding as on March 31, 2026.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year 2025-26 and the date of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which would impact the going concern status of the Company and its future operations.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure F".

PARTICULARS OF EMPLOYEES

The Disclosure required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as "Annexure G" and forms an integral part of this Report. The information showing names and other particulars of employees as per Rule 5(2) and 5(3) of the aforesaid Rules is provided in a separate exhibit forming part of this report. However, as per second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company and others entitled thereto. The said information is available for inspection by members at the registered office of the Company during business hours on all working days upto the date of ensuing AGM. Any member interested in obtaining a copy thereof, may also write to the Company Secretary.

CORPORATE GOVERNANCE

As required under Schedule V to the SEBI Listing Regulations, a separate section on Corporate Governance together with a Certificate from M/s. S. K. Gupta & Co., Practicing Company Secretaries, confirming compliance of the conditions of Corporate Governance, forms an integral part of this Report.

POLICY ON SEXUAL HARASSMENT

Prevention and control of sexual harassment at workplace constitutes an important part of corporate culture while aligning with best practices and improving management processes. The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace with a mechanism of lodging complaints and has constituted an Internal Complaints Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. The disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are as follows:-

1. Number of complaints of sexual harassment received during the year: NIL
2. Number of Complaints disposed of during the year: NIL
3. Number of cases pending for more than 90 days: NIL

COMPLIANCE OF THE MATERNITY BENEFIT ACT, 1961

Your Company has complied with the applicable provisions of The Maternity Benefit Act, 1961, for female employees.

GENERAL

During the year under review:-

- The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.
- The Company has not issued any shares (including sweat equity shares) to employees of the Company or its subsidiaries under any scheme.
- There was no revision in the financial statements.

- Neither the Managing Director nor the Whole-time Directors of the Company had received any remuneration or commission from any of the Company's subsidiaries.
- There has been no change in the nature of business of the Company.
- There is no proceeding initiated/ pending against the Company under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of one-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to place on record appreciation for the co-operation and support extended by various departments of the Central and the State Government(s), Bankers and Business associates.

Your Directors also wish to express their deepest appreciation to the employees at all levels, whose dedicated efforts, co-operation and unending support helped the Company in delivering results despite the challenges. We are also grateful to all the shareholders, customers, dealers, agents, suppliers and bankers of the Company for reposing continued trust, support and confidence in the management of the Company.

For and on behalf of the Board

(Shyam Sunder Sharma)

Chairman

DIN: 00530921

Place: Kanpur

Date: August 3, 2026

Annexure 'A' to the Directors' Report

Form AOC-1

(Pursuant to first proviso to sub section (3) of Section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

(₹ in Lakh)

1 S. No.	1	2	3
2 Name of the subsidiary	Ganesha Ecopet Private Limited	Ganesha Ecotech Private Limited	Ganesha Overseas Private Limited
3 The date since when subsidiary was acquired	Incorporated on 19/11/2019	Incorporated on 17/11/2020	Acquired on 15/07/2021
4 Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2025 to 31/03/2026	01/04/2025 to 31/03/2026	01/04/2025 to 31/03/2026
5 Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Rupees (INR)	Indian Rupees (INR)	Reporting Currency - Nepalese Rupee Exchange Rate 1 INR = 1.60 Nepalese Rupees
6 Share Capital	17,900.00#	13,300.00	1,500.00
7 Reserves and Surplus (Other equity)	26315.43	6,048.11	(497.76)
8 Total Assets	81,985.80	39,522.84	4,218.95
9 Total Liabilities	81,985.80	39,522.84	4,218.95
10 Investments	-	-	-
11 Turnover	41691.92	26673.4	2222.85
12 Profit (loss) before taxation	(601.98)	(581.36)	(59.71)
13 Provision for taxation	6.00	(69.09)	(26.73)
14 Profit (loss) after taxation	(607.98)	(512.27)	(32.98)
15 Proposed dividend	-	-	-
16 Extent of Holding %	100%	100%	100%

#excluding 65,00,000, 1% Non-convertible Cumulative Redeemable Preference Shares of ₹100/- each, as they are treated as financial liability under IND AS 32.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate companies and Joint Ventures.

(₹ in Lakh)

Name of Associate/ Joint Ventures	Ganesha Recycling Chain Private Limited
1. Latest Audited Balance sheet Date	31/03/2026
2. Date on which the Associate or Joint Venture was associated or acquired	Incorporated on 10/09/2024
3. Shares of Associate/ Joint Ventures held by the company on year end.	
i. No.	34,79,000 Equity Shares
ii. Amount of investments in Associates/ Joint Venture	347.90
iii. Extent of Holding %	49%
4. Description of how there is significant influence	Company is holding 49% of total share capital
5. Reason why the associate/ joint venture is not consolidated	not applicable
6. Networth attributable to Shareholding as per latest audited Balance Sheet	831.94
7. Profit/Loss for the year	6.94
i. Considered in consolidation	3.40
ii. Not considered in consolidation	3.54

For and on behalf of the Board of Directors

Sharad Sharma
Managing Director
(DIN: 00383178)

Shyam Sunder Sharmma
Chairman
(DIN: 00530921)

Bharat Kumar Sajnani
Company Secretary
FCS: 7344

Gopal Agarwal
Chief Financial Officer
FCA: 075080

Annexure 'B' to the Directors' Report

Secretarial Audit Report**For the Financial Year ended on 31st March, 2026**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Ganesha Ecosphere Limited,
Raipur (Rania), Kalpi Road,
Distt. Kanpur Dehat (U.P.)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ganesha Ecosphere Limited [CIN: L51109UP1987PLC009090]** (hereinafter called the '**Company**') for the Financial Year ended 31st March, 2026. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, we hereby report that in our opinion, the Company has during the Financial year ended on 31st March, 2026 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books and papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026, according to the provisions of:

- (i) The Companies Act, 2013 (the 'Act') and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder in respect of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not applicable for Foreign Direct Investment and External Commercial Borrowings as there was no reportable event during the financial year under review**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not applicable as the Company has not issued and listed any debt securities during the Audit Period**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (**Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the Audit period**);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not applicable as the Company has not delisted / proposed to delist its Equity Shares during the year under review**);

- (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the year under review);** and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis and representation made by the Company and its officers and as identified by the Management, the Company has complied with the provisions of Plastic Waste Management Rules, 2016 specifically applicable to the Company.

We have also examined compliance with the applicable Clauses of the following:

- (i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and the General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ('Listing Regulations')

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

However, there has been a delay of 67 days in making disclosure to the Stock Exchange(s) under Regulation 30(4) read with sub-para 8 of Para B of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14 (7) 2025 –CFD – POD 2 / I/ 3762/2026 dated 30th January, 2026 of the Demand Notice / Order dated 28th November, 2025, issued by the Office of the Joint Commissioner, Corporate Circle, SGST, Moradabad, Uttar Pradesh under Section 74(9) of the Central Goods and Service Tax Act, 2017.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including Woman Independent Director. There has been no change in the composition of the Board of Directors during the period under review. Adequate notice is given to all Directors to schedule Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance except in case of shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the Meeting and for meaningful participation at the Meeting. All the decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the Minutes of the Meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that based on the information provided by the Company, its officers and authorised representatives during the conduct of Audit and review of Internal Auditor's Report, periodical Compliance Reports submitted by respective Departmental heads and taken on record by the Audit Committee / Board of Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines and as informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the Audit Period there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc.:

- (a) During the year under review, the Capital Raising Committee of Board of Directors at its meeting held on 17th July, 2025 has considered and approved the allotment of 13,39,000 fully paid up Equity Shares of the Company having face value of ₹10/- each at an issue price of ₹1035/- per share (including premium of ₹1025/- per share), to GPL Finance Limited, a member of Promoter Group ("the Allottee"), upon receipt of balance amount due thereon (being ~ 75% of the issue price) aggregating to ₹1,03,93,27,500/- (Rupees One Hundred Three Crore Ninety Three Lakh Twenty Seven Thousand and Five Hundred only) from the allottee, pursuant to the exercise of the right of conversion attached to 13,39,000 warrants into Equity Shares in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Post the allotment of Equity shares, the Paid-up Equity Share Capital of the Company stands increased from ₹2545.70 Lakh comprising of 2,54,56,984 Equity Shares of ₹10/- each to ₹2679.60 Lakh comprising of 2,67,95,984 Equity Shares of ₹10/- each of the Company.

- (b) During the Audit Period, the Company has made following investments in its Wholly Owned Subsidiaries ('WOS') and / or other Bodies Corporate:

Sl. No.	Name of Company	Particulars																									
1.	Ganesha Ecopet Private Limited, Material WOS	The Company has made further investment by way of subscription of 64,00,000 ,6% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the face value of ₹100 /- each at the issue price of ₹500/- per share (including premium of ₹400/- per share) in tranches in Ganesha Ecopet Private Limited, a Wholly Owned Subsidiary of the Company, on rights basis as detailed hereunder:- <table><thead><tr><th>Sl. No.</th><th>Details of Preference Shares (Series)</th><th>Date of Allotment</th><th>No. of Preference shares allotted</th><th>Total Amount (₹)</th></tr></thead><tbody><tr><td>1.</td><td>6% Compulsorily Convertible Cumulative Preference Shares – Series I</td><td>17.03.2026</td><td>20,00,000</td><td>1,00,00,00,000</td></tr><tr><td>2.</td><td>6% Compulsorily Convertible Cumulative Preference Shares – Series II</td><td>21.03.2026</td><td>20,00,000</td><td>1,00,00,00,000</td></tr><tr><td>3.</td><td>6% Compulsorily Convertible Cumulative Preference Shares – Series III</td><td>25.03.2026</td><td>24,00,000</td><td>1,20,00,00,000</td></tr><tr><td colspan="3">TOTAL</td><td>64,00,000</td><td>3,20,00,00,000</td></tr></tbody></table> Further following changes / developments have taken place during the financial year:- Ganesha Ecopet Private Limited attained the status of a Material Subsidiary in terms of the provisions of Regulation 16(1)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from 1st April, 2025.	Sl. No.	Details of Preference Shares (Series)	Date of Allotment	No. of Preference shares allotted	Total Amount (₹)	1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	17.03.2026	20,00,000	1,00,00,00,000	2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	21.03.2026	20,00,000	1,00,00,00,000	3.	6% Compulsorily Convertible Cumulative Preference Shares – Series III	25.03.2026	24,00,000	1,20,00,00,000	TOTAL			64,00,000	3,20,00,00,000
Sl. No.	Details of Preference Shares (Series)	Date of Allotment	No. of Preference shares allotted	Total Amount (₹)																							
1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	17.03.2026	20,00,000	1,00,00,00,000																							
2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	21.03.2026	20,00,000	1,00,00,00,000																							
3.	6% Compulsorily Convertible Cumulative Preference Shares – Series III	25.03.2026	24,00,000	1,20,00,00,000																							
TOTAL			64,00,000	3,20,00,00,000																							
2.	Ganesha Ecotech Private Limited, Material WOS	The Company has made further investment by way of subscription of 18,00,000, 6% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the face value of ₹100 /- each at the issue price of ₹500/- per share (including premium of ₹400/- per share) in tranches in Ganesha Ecotech Private Limited, a Wholly Owned Subsidiary of the Company, on rights issue basis as detailed hereunder:- <table><thead><tr><th>Sl. No.</th><th>Details of Preference Shares (Series)</th><th>Date of Allotment</th><th>No. of Preference shares allotted</th><th>Total Amount (₹)</th></tr></thead><tbody><tr><td>1.</td><td>6% Compulsorily Convertible Cumulative Preference Shares – Series I</td><td>18.03.2026</td><td>15,00,000</td><td>75,00,00,000</td></tr><tr><td>2.</td><td>6% Compulsorily Convertible Cumulative Preference Shares – Series II</td><td>23.03.2026</td><td>3,00,000</td><td>15,00,00,000</td></tr><tr><td colspan="3">TOTAL</td><td>18,00,000</td><td>90,00,00,000</td></tr></tbody></table>	Sl. No.	Details of Preference Shares (Series)	Date of Allotment	No. of Preference shares allotted	Total Amount (₹)	1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	18.03.2026	15,00,000	75,00,00,000	2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	23.03.2026	3,00,000	15,00,00,000	TOTAL			18,00,000	90,00,00,000					
Sl. No.	Details of Preference Shares (Series)	Date of Allotment	No. of Preference shares allotted	Total Amount (₹)																							
1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	18.03.2026	15,00,000	75,00,00,000																							
2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	23.03.2026	3,00,000	15,00,00,000																							
TOTAL			18,00,000	90,00,00,000																							

Sl. No.	Name of Company	Particulars																				
3.	Ganesha Recycling Chain Private Limited, Associate Company	The Company has made further investment by way of subscription to 5,39,000 Equity Shares of the face value of ₹10 /- each at the issue price of ₹100/- per share (including premium of ₹90/- per share) in tranches in Ganesha Recycling Chain Private Limited, an Associate Company, on rights basis as detailed hereunder:- <table><tr><th>Sl. No.</th><th>Date of Allotment</th><th>No. of Equity shares allotted</th><th>Total Amount (₹)</th></tr><tr><td>1.</td><td>15.04.2025</td><td>2,45,000</td><td>2,45,00,000</td></tr><tr><td>2.</td><td>11.06.2025</td><td>2,45,000</td><td>2,45,00,000</td></tr><tr><td>3.</td><td>19.01.2026</td><td>49,000</td><td>49,00,000</td></tr><tr><td colspan="2">TOTAL</td><td>5,39,000</td><td>5,39,00,000</td></tr></table>	Sl. No.	Date of Allotment	No. of Equity shares allotted	Total Amount (₹)	1.	15.04.2025	2,45,000	2,45,00,000	2.	11.06.2025	2,45,000	2,45,00,000	3.	19.01.2026	49,000	49,00,000	TOTAL		5,39,000	5,39,00,000
Sl. No.	Date of Allotment	No. of Equity shares allotted	Total Amount (₹)																			
1.	15.04.2025	2,45,000	2,45,00,000																			
2.	11.06.2025	2,45,000	2,45,00,000																			
3.	19.01.2026	49,000	49,00,000																			
TOTAL		5,39,000	5,39,00,000																			

- (c) During the financial year under review, the Nomination and Remuneration Committee of the Board at its meeting held on 24th May, 2025 decided to grant 200 options convertible into equal number of Equity Shares of the Company of face value of ₹10/- each at an exercise price of ₹543/- per option to one of the eligible employees of the Company, in accordance with the provisions of Ganesha Ecosphere Employees' Stock Option Scheme, 2021. Further, 23,532 Options were exercised during the year and 13,531 Options were yet to be exercised as at 31st March, 2026.

A Supplementary Trust Deed for amendment of 'Ganesha Employees' Welfare Trust' was entered on 16th day of June, 2025 to update the name of Shri Nand Kishore Sharma (PAN: APTPS0003B) as the Trustee of 'Ganesha Employees' Welfare Trust' and to align the language and incorporate specific provisions in conformity with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI [SBEB & SE] Regulations, 2021")

- (d) In terms of the resolution passed by the Board of Directors at its meeting held on 4th September, 2024 and the Special Resolution passed by the members of the Company through Postal Ballot dated 4th December, 2024, approving variation and amendments to the scheme, inter-alia, providing for change in mode of acquisition of shares of the Company by the Ganesha Employees' Welfare Trust ("Trust"), and enabling the trust to acquire the Equity Shares of the Company by way of fresh allotment from the Company alongwith the existing mode of acquisition from Secondary market which can be transferred to eligible employees upon exercise of options, in one or more tranches. The Company has filed requisite application with National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') vide its letter dated 1st November, 2025 and 27th October, 2025 respectively seeking "in-principle" approval for issue and allotment of maximum of 9,52,275 Equity Shares of ₹10/- each which are likely to arise out of exercise of options as and when exercised under 'Ganesha Ecosphere Employees' Stock Option Scheme 2021' in compliance with the SEBI (Share Based Employees Benefits and Sweat Equity) Regulations, 2021. In this regard, in-principal approval was granted by the Stock Exchanges viz; NSE vide its letter no. NSE/LIST/51719 dated 29th December, 2025 and BSE vide its letter no. DCS/ESOP/IP/RG/3980/2025-26 dated 30th December, 2025 for listing upto maximum of 9,52,275 Equity Shares of ₹10/- each to be issued under Ganesha Ecosphere Employees Stock Option Scheme 2021 in compliance with the SEBI (Share Based Employees Benefits and Sweat Equity) Regulations, 2021.

For S.K. Gupta & Co.

Company Secretaries
ICSI Unique Code: P1992UP012800
Peer Review Certificate No. 7648 / 2026

(S.K.GUPTA)

Managing Partner
F.C.S 2589, C.P 1920
UDIN: F002589H001001611

Place: Kanpur
Date: 3rd August, 2026

Note: This Report to be read with our letter of even date which is marked as **Annexure** and forms an integral part of this Report.

Annexure to the Secretarial Audit Report

To,
The Members,
Ganesha Ecosphere Limited
Raipur (Rania), Kalpi Road,
Distt. Kanpur Dehat (U.P.)

Auditor's Responsibility

Based on Audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the Auditing Standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. Our report of even date is to be read along with this letter.

1. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company along with explanations where so required.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records and other legal records, legal compliance mechanism and corporate conduct. Further, part of the verification was done on the basis of electronic data provided to us by the Company on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices, we followed provide a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company and for which we relied on the report of Statutory Auditor.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For S.K. Gupta & Co.

Company Secretaries
ICSI Unique Code: P1992UP012800
Peer Review Certificate No. 7648 / 2026

(S.K.GUPTA)

Managing Partner
F.C.S 2589, C.P 1920
UDIN: F002589H001001611

Place: Kanpur
Date: 3rd August, 2026

Annexure 'C' to the Directors' Report

Form No. MR-3

Secretarial Audit Report

For the Financial Year Ended On March 31, 2026

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Ganesha Ecotech Private Limited
(CIN: U37100UP2020PTC138065)
Regd. Office:113/216-A, Ground Floor
Swaroop Nagar, Kanpur-208002 UP IN

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GANESHA ECOTECH PRIVATE LIMITED** (hereinafter referred to as the “Company”). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

OPINION

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2026 and made available to us, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder, as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;**(Not applicable to the company)**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing. **(Not applicable to the company)**.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**(Not applicable to the company)**
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**(Not applicable to the company)**
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;**(Not applicable to the company)**
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;**(Not Applicable to the Company)**
 - e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;**(Not Applicable to the Company)**

We have also examined compliance with the applicable clauses of the following:

- i. The Secretarial Standards issued by the Institute of Company Secretaries of India.

- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(to the extent applicable for being the unlisted subsidiary of Ganesha Ecosphere Limited).**

- iii. Plastic Waste Management Rules, 2016.

We report that, during the period under audit and review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above;

We further report that, there were no events / actions in pursuance of:

- a) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ; **(Not applicable to the company)**
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company)** and
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not applicable to the company)**

We further report that;

1. The compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
3. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in compliance of the provisions of the Companies Act, 2013 & secretarial standards and a system exists for seeking and obtaining further information and clarifications on the agenda

items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, based on the information provided and the representation made by the Company, in our opinion, there are adequate systems and processes in the Company which commensurate with the size and operations of the company to monitor and ensure compliance with the provisions of applicable laws, rules, regulations and guidelines.

We further report that during the Audit Period there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc.

1. During the year under review, Mrs. Seema Sharma (DIN: 07466530) was appointed as a Woman Director on the Board of Directors of the Company with effect from 27 January, 2026, in compliance with the applicable provisions of the Act and the rules made thereunder.
2. Pursuant to the resolution passed by the Members of the Company at their meeting held on 13 March, 2026, the authorized share capital of the Company was increased from ₹120,00,00,000/- (One Hundred Twenty Crores only) divided into 12,00,00,000/- (Twelve Crores) Equity shares of ₹10 (Rupees Ten only) each to ₹140,00,00,000/- (One Hundred and Forty Crores Only) consisting of 12,00,00,000/- (Twelve Crores) Equity shares of ₹10 (Rupees Ten only) and 20,00,000 (Twenty Lakh) Preference Shares of ₹100/- (Rupees Hundred only), by creation of additional 20,00,000 (Twenty Lakh) Preference Shares of ₹ 100/- (Rupees One Hundred only) each.
3. During the year, the Company allotted 18,00,000, 6% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the face value of ₹100 /- each at an issue price of ₹500/- per share (including premium of ₹400/- per share) to Ganesha Ecosphere Limited, Holding Company, on rights basis as detailed hereunder –

Sl. no.	Details of Preference Shares (Series)	Date of Allotment	No. of CCCPS allotted	Total Amount raised (₹)
1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	18.03.2026	15,00,000	75,00,00,000
2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	23.03.2026	3,00,000	15,00,00,000
		TOTAL	18,00,000	90,00,00,000

For HKS & ASSOCIATES LLP

(HEMANT KUMAR SAJNANI)

Designated Partner

FCS-7348

CP. No. 14214

PR Code- 6731/2025

UDIN: F007348H000393096

Date:18/05/2026

Place: Kanpur

Note - This report is to be read with our letter of even date which is annexed as **Annexure** and forms an integral part of this report.

Annexure

To,
The Members
Ganesha Ecotech Private Limited
(CIN: U37100UP2020PTC138065)
Regd. Office:113/216-A, Ground Floor
Swaroop Nagar, Kanpur-208002 UP IN

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

For HKS & ASSOCIATES LLP

(HEMANT KUMAR SAJNANI)

Designated Partner

FCS-7348

CP. No. 14214

PR Code- 6731/2025

UDIN: F007348H000393096

Date:18/05/2026

Place: Kanpur

Annexure 'D' to the Directors' Report**Form No. MR-3****Secretarial Audit Report****For the Financial Year Ended On March 31, 2026**

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Ganesha Ecopet Private Limited
(CIN: U37100UP2019PTC123520)
Regd. Office:113/216-A, Ground Floor
Swaroop Nagar, Kanpur-208002 UP IN

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GANESHA ECOPET PRIVATE LIMITED** (hereinafter referred to as the "Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

OPINION

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2026 and made available to us, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder, as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;**(Not applicable to the company)**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing. **(Not applicable to the company)**.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**(Not applicable to the company)**
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**(Not applicable to the company)**
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;**(Not applicable to the company)**
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;**(Not Applicable to the Company)**
 - e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;**(Not Applicable to the Company)**

We have also examined compliance with the applicable clauses of the following:

- i. The Secretarial Standards issued by the Institute of Company Secretaries of India.

- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. **(to the extent applicable for being the unlisted subsidiary of Ganesha Ecosphere Limited).**

- iii. Plastic Waste Management Rules, 2016.

We report that, during the period under audit and review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above;

We further report that, there were no events / actions in pursuance of:

- a) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company)**
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company)** and
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not applicable to the company)**

We further report that;

1. The compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
3. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in compliance of the provisions of the Companies Act, 2013 & secretarial standards and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, based on the information provided and the representation made by the Company, in our opinion, there are adequate systems and processes in the Company which

commensurate with the size and operations of the company to monitor and ensure compliance with the provisions of applicable laws, rules, regulations and guidelines.

We further report that during the Audit Period there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc.:

1. The Company has attained the status of a material subsidiary of Ganesha Ecosphere Limited (the parent company) in terms of the provisions of Regulation 16(1)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. During the year under review, Mrs. Seema Sharma (DIN: 07466530) was appointed as a Woman Director on the Board of Directors of the Company with effect from 27 January 2026, in compliance with the applicable provisions of the Act and the rules made thereunder.
3. During the year under review, Mr. Akshay Kumar Gupta (DIN: 00004908), Independent Director of Parent Company, was appointed as an Additional (Non- Executive Independent) Director of the Company, for a term of 5(Five) consecutive years, with effect from 8th November, 2025, subject to the approval of shareholders in the next Annual General Meeting of the Company.
4. Pursuant to the resolution passed by the Members of the Company at their meeting held on 13th March 2026, the authorized share capital of the Company was increased from ₹180,00,00,000/- (One Hundred Eighty Crores only) consisting of 11,50,00,000/-(Eleven Crore and Fifty Lakh) Equity shares of ₹10 (Rupees Ten only) each and 65,00,000 (Sixty-Five Lakh) Preference Shares of 100 /- (Rupees One Hundred only) each to ₹250,00,00,000/- (Rupees Two Hundred and Fifty Crore only) consisting of 11,50,00,000 (Eleven Crore and Fifty Lakh) Equity Shares of 10/-(Rupees Ten only) each and 1,35,00,000 (One Crore and Thirty-Five Lakh) Preference Shares of ₹100/-(Rupees One Hundred only) each, by creation of additional 70,00,000 (Seventy Lakh) Preference Shares of 100/- (Rupees One Hundred only) each.
5. During the year, the Company allotted 64,00,000 ,6% Compulsorily Convertible Cumulative Preference Shares ('CCCPS') of the face value of ₹100 /- each at an issue price of ₹500/- per share (including premium of ₹400/- per share) to Ganesha Ecosphere Limited, Holding Company, on rights basis as detailed hereunder –

Sl. no.	Details of Preference Shares (Series)	Date of Allotment	No. of CCCPS allotted	Total Amount raised (₹)
1.	6% Compulsorily Convertible Cumulative Preference Shares – Series I	17.03.2026	20,00,000	100,00,00,000
2.	6% Compulsorily Convertible Cumulative Preference Shares – Series II	21.03.2026	20,00,000	100,00,00,000
3.	6% Compulsorily Convertible Cumulative Preference Shares – Series III	25.03.2026	24,00,000	1,20,00,00,000
		TOTAL	64,00,000	3,20,00,00,000

For HKS & ASSOCIATES LLP

(HEMANT KUMAR SAJNANI)

Designated Partner

FCS-7348

CP. No. 14214

PR Code- 6731/2025

UDIN: F007348H000393294

Date:18/05/2026

Place: Kanpur

Note - This report is to be read with our letter of even date which is annexed as **Annexure** and forms an integral part of this report.

Annexure

To,
The Members
Ganesha Ecopet Private Limited
(CIN: U37100UP2019PTC123520)
Regd. Office:113/216-A, Ground Floor
Swaroop Nagar, Kanpur-208002 UP IN

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

For HKS & ASSOCIATES LLP

(HEMANT KUMAR SAJNANI)

Designated Partner

FCS-7348

CP. No. 14214

PR Code- 6731/2025

UDIN: F007348H000393294

Place: Kanpur
Date:18/05/2026

Annexure 'E' to the Directors' Report

Annual Report on CSR Activities for the Financial Year Ended March 31, 2026

1. Brief outline on CSR Policy of the Company:

In terms of the CSR Policy of the Company, the following areas have been identified:

1. Promoting education at pre-school and school level.
2. Ensuring environmentally sustainable social infrastructure.
3. Promoting health care and sanitation.
4. Eradicating hunger, poverty and malnutrition.
5. Training to promote nationally recognized sports.
6. Rural development.

2. Composition of CSR Committee:

The Corporate Social Responsibility Committee of the Company comprises of 4 (four) directors, out of which 2 (two) directors are Independent. The Composition of CSR committee is as under:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Akshay Kumar Gupta (Chairman)	Non- Executive Independent Director	2	2
2	Mrs. Shobha Chaturvedi	Non- Executive Independent Director	2	2
3	Mr. Vishnu Dutt Khandelwal	Promoter Executive Director	2	0
4	Mr. Sharad Sharma	Promoter Executive Director	2	2

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

Composition of CSR committee: <https://www.ganeshaecosphere.com/board-committee>

CSR Policy : <https://www.ganeshaecosphere.com/corporate-governance-policies>

CSR projects: <https://www.ganeshaecosphere.com/corporate-social-responsibility>

4. The executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not Applicable

5. (a) Average net profit of the Company as per Section 135(5): ₹8899.07 Lakh

(b) Two percent of average net profit of the Company as per Section 135(5): ₹177.98 Lakh

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(d) Amount required to be set off for the financial year, if any: NIL

(e) Total CSR obligation for the financial year [(b)+(c)-(d)].: ₹177.98 Lakh (Budget allocated: ₹178.00 Lakh)

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹1,69,50,363/-
 (b) Amount spent in Administrative Overheads: ₹8,50,000/-
 (c) Amount spent on Impact Assessment, if applicable: Not Applicable
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹1,78,00,363/-
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
1,78,00,363/-	42,75,000/-	30.04.2026	Not Applicable		

- (f) Excess amount for set-off, if any:

S. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per of Section 135(5)	--
(ii)	Total amount spent for the Financial Year	--
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	--
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	--
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	--

7. Details of Unspent CSR amount for the preceding three financial years:

(Amount in ₹)

S. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Section 135 (6)	Balance Amount in Unspent CSR Account under Section 135(6)	Amount spent in the Financial Year	Amount transferred to a fund as specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years	Deficiency, if any
					Amount	Date of Transfer		

NIL

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). Not Applicable

(Shyam Sunder Sharma)

Chairman

(DIN:00530921)

(Akshay Kumar Gupta)

Chairman CSR Committee

(DIN: 00004908)

Annexure 'F' to the Directors' Report

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information As Per Section 134(3)(M) Of The Companies Act, 2013 Read With Rule 8(3) Of The Companies (Accounts) Rules, 2014 For The Year Ended 31st March, 2026:

I. CONSERVATION OF ENERGY

(a) *the steps taken or impact on conservation of energy:*

The Company continues to take important strides in improving its operational performance in all areas while giving due importance to conservation of energy. Apart from making constant efforts in continuing all previous conservation measures and increasing awareness of energy management amongst its employees, the following specific measures have been taken by the Company, during the year under review:

- i) Installation of panel cooling fans to reduce power loss and breakdowns due to electrical panel heating.
- ii) Replaced pneumatic fittings and faulty ejector valves of machines resulting into improved compressor efficiency and power saving.
- iii) Maintaining Power Factor in main grid to reduce loss of electric energy.
- iv) Monitoring of heat patch at the terminals of Control and Power electrical panels to reduce power loss and decrease breakdown time.
- v) Periodical monitoring of capacitor panel to maintain power factor and reduce reactive power demand.
- vi) Monitoring of heating of motors above 50 KW capacity on daily basis to reduce power loss due to heating and increase the life of motors.
- vii) Water consumption reduced by optimizing water flow for process machines. Re-use of water in washing facility process and machines to reduce overall water consumption.
- viii) Use of automatic water level controller in water tanks.
- ix) Installed transparent ventilation system for minimizing use of electricity during day shift.
- x) Regular checking of auto timer installed for street and boundary lights to save power.
- xi) Scheduled maintenance of plant machines and solar power plants resulting into improved efficiency, reducing downtime and optimized energy consumption.

- xii) Creating Awareness amongst Employees for energy conservation and power saving through scheduled training programs.

(b) *Steps taken by company for using alternate sources of energy:*

The Company is heading towards the use of clean renewable energy across the production facilities by using solar power from roof-top solar power plants with an installed capacity of 16.53 MWp (including at subsidiaries' plants) and by partnering with a leading IPP for supply of solar power for captive consumption. Efforts are continuing to identify other viable opportunities of using alternate sources of energy.

(c) *Capital investment on energy conservation equipments:*

Not significant

II. TECHNOLOGY ABSORPTION

1. *Efforts in brief, made towards technology absorption, adaptation and innovation:*

The Company remains committed to the journey of continuous technological innovation and advancement to meet the evolving needs of the customers and contribute to a sustainable future. In our philosophy to continuously upgrade ourselves from a technological standpoint, the following efforts have been made:

- a) Upgradation of process for cycle time reduction.
- b) Focus on automation to enhance process safety, robustness and operational efficiency
- c) Energy saving through initiatives like Variable Frequency Drive (VFD) installation, LED lights and optimization.
- d) Technology absorption from Technical Journals and attending of National and International Exhibitions/ Seminars.
- e) Product upgradation and customization to meet specific customer's requirement.

- f) Process enhancement to reduce power consumption and waste generation.

2. Benefit derived as a result of the above efforts:

- a) Reduction in power consumption.
- b) Reduction in steam consumption.
- c) Better yield & productivity.
- d) Reduced carbon footprints and environmental protection.
- e) Quality consistency with improved customer satisfaction.
- f) Cycle time reduction and quality improvement.
- g) Improved market share with premium-class products.

3. In case of Imported Technology (imported during the last three years reckoned from the beginning of Financial Year):

The Company has not imported any technology during the preceding three years.

4. Expenses incurred on Research and Development:

The expenses involved in in-house research and development carried out in a routine manner are insignificant; therefore, the same have not been accounted for separately.

III. FOREIGN EXCHANGE EARNINGS AND OUTGO

The details with regard to Foreign Exchange earnings and outgo are as under:

(₹ in lakh)

	Financial Year (2025-26)	Financial Year (2024-25)
A) Foreign Exchange earnings (F.O.B. Value)	8,837.90	9,072.47
B) Foreign Exchange outgo	10,534.53	7,579.11

For and on behalf of the Board

(Shyam Sunder Sharmma)

Chairman

DIN: 00530921

Place : Kanpur

Date : August 3, 2026

Annexure 'G' to the Directors' Report

The information as required under Section 197(12) of the Companies Act, 2013 read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during the financial year 2025-26 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 are as under:

S. No.	Name	Designation	Percentage increase/ (decrease) in remuneration in the financial year 2025-26	Ratio of remuneration of each Director to the median remuneration of employees
			%	Times
1.	Mr. Shyam Sunder Sharmma	Non- Executive Chairman*	(49.38)	8.54
2.	Mr. Sharad Sharma	Managing Director & CEO	89.37	43.31
3.	Mr. Vishnu Dutt Khandelwal	Executive Vice-Chairman	89.55	43.27
4.	Mr. Rajesh Sharma	Joint Managing Director	89.37	43.31
5.	Mrs. Shobha Chaturvedi	Non- Executive/ Independent Director*	23.10	7.15
6.	Mr. Narayanan Subramaniam	Non- Executive/ Independent Director*	132.28	7.28
7.	Mr. Akshay Kumar Gupta	Non- Executive/ Independent Director*	144.40	7.36
8.	Mr. Jagat Jit Singh	Non- Executive/ Independent Director*	144.40	7.36
9.	Mr. Gopal Agarwal	Chief Financial Officer	(3.22) @	N.A.
10.	Mr. Bharat Kumar Sajani	Company Secretary	47.80@	N.A.

Note:

* Remuneration to the Non-Executive Directors includes sitting fees paid for attending the meetings and commission payable upto 1% of the net profits of the Company, as approved by the shareholders.

@Shares granted under ESOP Scheme of the Company have not been included in above calculation.

- ii. During the financial year 2025-26, there was an increase of 11.04% in median remuneration of employees.
- iii. There were 2205 permanent employees on the roll of the Company as on March 31, 2026.
- iv. Average percentage increase made in the salaries of employees other than the managerial personnel in the Financial Year 2025-26 was 9.60%, whereas the managerial remuneration for the same financial year was increased by 58.15%. The increase in remuneration of directors (which includes performance linked remuneration to the Executive Directors and commission to the Non-Executive Directors) is as per the terms of their appointment and within the limits approved by the members.
- v. It is hereby affirmed that the remuneration paid during the Financial Year ended March 31, 2026 is as per the remuneration policy of the Company.

For and on behalf of the Board

(Shyam Sunder Sharmma)

Chairman

DIN: 00530921

Place : Kanpur
Date : August 3, 2026

Corporate Governance Report

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

At GESL, we believe that as we move towards achieving our growth targets, our Corporate Governance processes must adhere to the globally benchmarked standards. Corporate Governance is an integral element of the Company's value system, management ethos and business practices. Our Corporate Governance practices are driven by timely disclosures, transparent accounting policies and high levels of integrity in decision-making. The Company believes that the governance process should ensure that the resources employed must be utilized optimally so as to meet the stakeholders' aspirations and expectations. This is demonstrated in improving shareholder returns and performance focused work environment. Our customers have benefited from the high quality products made available to them at reasonable prices. Our employee satisfaction is reflected in the stability of our senior management and substantially high productivity. The Company is committed to contribute to the "Triple Bottom Line" i.e. ensuring the conduct of business around social, environmental and economic

concerns and this is apparently reflected in the Company's area of business. GESL's governance philosophy revolves around trusteeship, transparency, control, accountability and ethical business conduct. The practice of each of these enables the management to direct and control the affairs of the Company in an efficient manner and in creating the right corporate culture towards emerging as a socially responsible corporate citizen.

2. BOARD OF DIRECTORS

A. Composition and category of Board of Directors, attendance at Board Meetings, at last Annual General Meeting and details of Membership of other Boards / Committees:

The Board has an optimum combination of Executive and Non-Executive Directors as per the Corporate Governance requirements. As on March 31, 2026, the Company's Board had 8 (eight) Directors comprising of 3 (three) Executive Directors, 4 (four) Non-Executive Independent Directors (including one women independent director) and 1 (one) Non-Executive Non-Independent Director.

The composition of the Board of Directors and other relevant details as on March 31, 2026 are as under:

S. No.	Name of Director along with DIN	Category	No. of Board Meetings during the year		Whether present at the last Annual General Meeting held on September 27, 2025	No. of Boards / Committees of Indian Public Limited Companies (including Ganesha Ecosphere Limited)			Directorship in Other Listed Entities and Category of Directorship
			Held	Attended		Directorship	Committee Position (only Audit Committee & Stakeholders Relationship Committee)		
							Member@	Chairperson	
1.	Mr. Shyam Sunder Sharmma DIN: 00530921	Promoter Non-Executive Director	5	4	Yes	1	-	-	-
2.	Mr. Vishnu Dutt Khandelwal DIN: 00383507	Promoter Executive Director	5	4	Yes	5	4	1	Ganesha Ecoverse Limited (Promoter Non- Executive Director)
3.	Mr. Sharad Sharma DIN: 00383178	Promoter Executive Director	5	4	Yes	3	1	-	-
4.	Mr. Rajesh Sharma DIN: 02228607	Promoter Executive Director	5	5	No	4	-	-	-
5.	Mrs. Shobha Chaturvedi DIN: 08553800	Non- Executive/ Independent Director	5	5	Yes	1	1	1	-

S. No.	Name of Director along with DIN	Category	No. of Board Meetings during the year		Whether present at the last Annual General Meeting held on September 27, 2025	No. of Boards / Committees of Indian Public Limited Companies (including Ganesha Ecosphere Limited)			Directorship in Other Listed Entities and Category of Directorship
			Held	Attended		Directorship	Committee Position (only Audit Committee & Stakeholders Relationship Committee)		
							Member@	Chairperson	
6.	Mr. Narayanan Subramaniam DIN:00166621	Non- Executive/ Independent Director	5	3	No	6	7	2	- Jyothy Labs Limited (Non- Executive- Independent Director) - Expleo Solutions Limited (Non- Executive- Independent Director)
7.	Mr. Akshay Kumar Gupta DIN: 00004908	Non- Executive/ Independent Director	5	5	Yes	3	2	2	Kanpur Plastipack Limited (Non- Executive- Independent Director till 31st March, 2026)
8	Mr. Jagat Jit Singh DIN: 10765423	Non- Executive/ Independent Director	5	5	Yes	1	1	--	--

@ Membership count includes the count in which a director is chairperson in a committee.

The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 (hereinafter referred to as 'Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations').

B. Relationship between Directors inter-se:

Mr. Sharad Sharma and Mr. Rajesh Sharma are sons of Mr. Shyam Sunder Sharmma and Mr. Vishnu Dutt Khandelwal is brother of Mr. Shyam Sunder Sharmma.

C. Shareholding of Non-Executive Directors:

As on March 31, 2026, the shareholding of Non-Executive Director(s) in the Company is as follows:

Name of the Director	Shareholding as on March 31, 2026
Mr. Shyam Sunder Sharmma	17,91,966 Equity Shares (representing 6.69% of total equity share capital of the Company)

None of the other Non-Executive Directors hold any shares in the Company as on March 31, 2026.

D. Details of Board Meetings held during the year:

The Board met 5 (five) times during the year and the gap between two consecutive meetings did not exceed 120 days. The necessary quorum was present for all the Board Meetings. The details of the Board Meetings are as under:

S. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	May 24, 2025	8	8
2.	August 13, 2025	8	7
3.	November 10, 2025	8	7
4.	February 7, 2026	8	7
5.	March 19, 2026	8	6

For convenience of all the Board members, the option for participating in the meeting through video conferencing was provided for the above Board meetings.

E. Information placed before the Board:

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II to Listing Regulations to the Board and the Board Committees to the extent it is applicable and relevant.

F. Key Skills/Expertise/Competencies of the Board:

The list of core skills/ expertise/ competencies identified by the Board of Directors as required in the context of Company's business operations for it to function effectively and those actually available with the Board are as follows:

- Leadership / Operational Experience;
- Industry Specific Knowledge and Experience;
- Risk Management & Strategic Planning;
- Legal and Regulatory Matters;
- Finance and related aspects;
- Corporate Governance; &
- Personal Attributes such as Integrity, Accountability etc.



G. Terms and conditions of appointment of Independent Directors:

The terms and conditions of appointment of Independent Directors have been disclosed on the website of the Company at the following weblink: <https://ganeshaecosphere.com/admin/UploadedFiles/ContentImages/BoardOfDirector/Terms-and-Condition-of-appointment-of-Independent-Directors.pdf>

H. Familiarization Programme for Independent Directors:

The Independent Directors are provided with necessary documents and reports to enable them to familiarise with the Company's procedures and practices. They are also apprised about the business operations, strategies, risks involved and performance of the Company, from time to time. Updates on relevant statutory changes encompassing important laws are regularly informed to the Directors at the Board and Board Committee meetings.

The details of Familiarization Programme for Independent Directors are available on the Company's website at the following web link: <https://ganeshaecosphere.com/familiarization-programmes>

I. Separate Meeting of the Independent Directors:

During the year ended March 31, 2026, 1 (one) meeting of Independent Directors of the Company was held on March 23, 2026. At the meeting, the Independent Directors:

1. Evaluated the performance of Non-Independent Directors and the Board of Directors as a whole;
2. Evaluated performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
3. Evaluated the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All Independent Directors attended the meeting through video conferencing.

J. Confirmation by the Board:

In the opinion of the Board, the Independent Directors fulfill the conditions specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and are independent of the Company's management.

K. Directors and Officers Insurance:

In compliance with the provisions of Regulation 25(10) of the Listing Regulations, the Company has undertaken the Directors and Officers Insurance (D and O Insurance) for

all its Directors (including Independent Directors) and Key Managerial Personnel.

L. Code of Conduct:

In compliance with Regulation 17(5) of the Listing Regulations, the Company's Board has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. All Board members and senior management personnel have affirmed compliance with this Code of Conduct in terms of Regulation 26(3) of the Listing Regulations. A declaration to this effect, signed by Mr. Sharad Sharma, Managing Director & Chief Executive Officer of the Company, forms part of this report. Code of Conduct of the Company is available on the website of the Company at <https://www.ganeshaecosphere.com/code-of-conduct>

3. COMMITTEES OF THE BOARD:

As on March 31, 2026, the Company has 8 (eight) Board level Committees:

- A. Audit Committee,
- B. Nomination and Remuneration Committee,
- C. Stakeholders Relationship Committee,
- D. Risk Management Committee,
- E. Corporate Social Responsibility Committee,
- F. Management Committee
- G. Capital Raising Committee and
- H. Strategic Planning Committee

The composition of the Committees of the Board of Directors is available on the website of the Company at <https://www.ganeshaecosphere.com/board-committee>

A. AUDIT COMMITTEE

Composition:

The Company has a duly constituted Audit Committee and its composition is in conformity with requirements of the Act and Listing Regulations.

As on March 31, 2026, the Committee consisted of 4 (four) Directors namely, Mr. Akshay Kumar Gupta (Chairman), Mr. Vishnu Dutt Khandelwal, Mr. Narayanan Subramaniam and Mr. Jagat Jit Singh.

All the members of the Audit Committee possess requisite qualifications and expertise. Shri Akshay Kumar Gupta, is a commerce graduate and Practicing Chartered Accountant. He is a founder partner of Mittal Gupta & Co., Chartered Accountants, Kanpur and brings a rich professional experience of over 44 years in the field of accounts and audit. Mr. Vishnu Dutt Khandelwal is Post Graduate in Commerce and has rich experience in the field of Accounting and Financial Management.

Mr. Narayanan Subramaniam is a post graduate from IIMA, FCA, Grad CMA & FCS and possess extensive experience in accounting and finance related aspects. Mr. Jagat Jit Singh, is a commerce graduate and a postgraduate in management from Indian Institute of Management (IIM), Ahmedabad.

Mr. Bharat Kumar Sajnani, Company Secretary of the Company also acts as Secretary to the Committee.

Terms of Reference:

The terms of reference of the Audit Committee are in conformity with the requirements specified in Regulation 18(3) read with Part C of Schedule II to the Listing Regulations and also comply with the requirements of Section 177 of the Companies Act, 2013.

Brief description of terms of reference:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of statutory auditors including cost auditors of the Company.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the Annual Financial Statements and Auditor's Report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgement by the management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of related party transactions.
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement and making appropriate recommendations to the Board to take up steps in this matter.
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process.
8. Approval or any subsequent modification of transactions of the Company with related parties.
9. Scrutiny of inter- corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
14. Discussion with Internal Auditors of any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
16. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the Whistle Blower Mechanism.
19. Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate.
20. Reviewing the reports of the Company's Cost Auditors.

21. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.
22. Reviewing the following information:
 - Management Discussion and Analysis of financial condition and results of operations;
 - Management letter(s) of internal control weaknesses, if any, issued by statutory auditors;
 - Internal Audit Reports relating to internal control weaknesses;
 - Appointment, removal and terms of remuneration of internal auditor;
 - Utilization of loans and/ or advances from/ investment by the Company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments and
 - Statement of deviations:
- (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s).
- (b) annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of the SEBI (LODR), 2015;
23. To carry out such other functions as mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

Meetings:

During the financial year ended March 31, 2026, 4 (four) Audit Committee Meetings were held on May 24, 2025, August 13, 2025, November 10, 2025 and February 7, 2026. Chief Financial Officer, Internal Auditors, Cost Auditors, Statutory Auditors and other Senior Management Personnel were invited to be present at the Audit Committee Meetings.

Attendance of members in the Audit Committee Meetings are as follows:

S. No.	Name of Director	Category	No. of Committee meetings during the year	
			Held	Attended
1.	Mr. Akshay Kumar Gupta, Chairman	Non- Executive/ Independent Director	4	4
2.	Mr. Vishnu Dutt Khandelwal	Promoter Executive Director	4	4
3.	Mr. Narayanan Subramaniam	Non- Executive/ Independent Director	4	4
4.	Mr. Jagat Jit Singh	Non- Executive/ Independent Director	4	4

Mr. Akshay Kumar Gupta, Chairman of the Audit Committee was present at the last Annual General Meeting held on September 27, 2025.

B. NOMINATION AND REMUNERATION COMMITTEE

Composition:

The Company has a duly constituted Nomination and Remuneration Committee and its composition is in conformity with requirements of the Act and Listing Regulations.

The Nomination and Remuneration Committee of the Board consists of 3 (three) Directors as on March 31, 2026, namely, Mr. Narayanan Subramaniam (Chairman), Mr. Shyam Sunder Sharmma and Mr. Akshay Kumar Gupta.

Terms of Reference:

The terms of reference of the Nomination and Remuneration Committee are in conformity with the requirements specified in Regulation 19(4) read with Part D of Schedule II to the Listing Regulations and also comply with the requirements of Section 178 of the Companies Act, 2013.

Brief description of terms of reference:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees.

2. Formulation of criteria for evaluation of performance of Independent Directors and the Board.
3. Describing the roles and capabilities required for appointment of Independent Director on the basis of balance of skills, knowledge and experience.
4. Devising policy on Board diversity.
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
6. Recommend to the Board, all remuneration, in whatever form, payable to senior management.
7. Recommend to the Board on the extension or continuation of the term of Independent Director based on the performance evaluation of the Independent director.

Meetings:

During the financial year ended March 31, 2026, 4 (four) Nomination and Remuneration Committee Meetings were held on May 24, 2025, August 13, 2025, November 10, 2025 and February 7, 2026.

Attendance of members in the Nomination and Remuneration Committee Meetings are as follows:

S. No.	Name of Director	Category	No. of Committee meetings during the year	
			Held	Attended
1.	Mr. Naryanan Subramaniam, Chairman	Non- Executive/ Independent Director	4	4
2.	Mr. Shyam Sunder Sharmma	Promoter Non- Executive/ Non- Independent Director	4	1
3.	Mr. Akshay Kumar Gupta	Non- Executive/ Independent Director	4	4

As per the authorization of the Chairman of Nomination and Remuneration Committee, Shri Akshay Kumar Gupta, member of the Committee was present at the last Annual General Meeting held on September 27, 2025.

Remuneration Policy:

The Company has adopted Policy on Nomination, Remuneration and Board Diversity which is available on the website of the Company at the following link <https://ganeshhaecosphere.com/admin/UploadedFiles/ContentImages/PoliciesAttachment/PolicyOnNomination,remunerationAndBoardDiversity.pdf>

Details of Remuneration of Directors for the financial year 2025-26:

i. Executive Directors:

The Company pays remuneration to the Executive Directors by way of salary, perquisites and allowances (fixed component) and performance linked remuneration (variable component). The amount of performance linked remuneration payable to such Directors is determined by the Board.

The Details of Remuneration are as follows:

Name of Director	Designation	Salary & Allowances (₹)	Perquisites (₹)	Performance Linked Remuneration (₹)	Tenure
Mr. Vishnu Dutt Khandelwal	Executive Vice Chairman	48,00,000/-	32,400/-	30,00,000/-	5 years (with effect from June 19, 2023)
Mr. Sharad Sharma	Managing Director	48,00,000/-	39,600/-	30,00,000/-	5 years (with effect from February 1, 2024)
Mr. Rajesh Sharma	Joint Managing Director	48,00,000/-	39,600/-	30,00,000/-	5 years (with effect from June 19, 2023)

ii. Non-Executive Directors:

Non-Executive Directors (NEDs) of the Company play a crucial role to the independent functioning of the Board. They bring in external and wider perspective to the decision-making by the Board. They provide leadership and strategic guidance, while maintaining objective judgement.

The Non-Executive Directors (NEDs) are paid remuneration by way of Sitting Fees and Commission. During financial year 2025-26, NEDs were paid sitting fees at the rate of ₹7,500/- per meeting for attending every Board Meeting, Audit Committee Meeting, Risk Management Committee Meeting, Capital Raising Committee Meeting and Independent Directors' Meeting.

In the light of the services rendered by the NEDs to the Company, the Members, at the 33rd Annual General Meeting of the Company approved payment of remuneration to NEDs of the Company, by way of commission upto 1% of the net profit of the Company. During the year, the Board has decided the criteria of equal distribution of commission among the NEDs, subject to the maximum limit of ₹12,50,000/- for each NED, except Chairman of the Company.

In view of valuable contribution and entrepreneurial leadership and based on recommendation of Nomination and Remuneration Committee and approval granted by Audit Committee as well as the amount of profit available for distribution, the Board at its meeting held on May 21, 2026 has decided a remuneration of ₹15,00,000/- as commission payable to Shri Shyam Sunder Sharmma, Chairman of the Company for Financial Year 2025-26.

The Details of Sitting Fees Paid and Commission payable to such directors for the year 2025-26 are as follows:

Name of Director	Sitting Fees (₹)	Commission (₹)	Tenure
Mrs. Shobha Chaturvedi	45,000/-	12,50,000/-	5 years (from September 5, 2024)
Mr. Narayanan Subramaniam	67,500/-	12,50,000/-	5 years (from August 24, 2023)
Mr. Akshay Kumar Gupta	82,500/-	12,50,000/-	5 years (from September 5, 2024)
Mr. Jagat Jit Singh	82,500/-	12,50,000/-	5 years (from September 5, 2024)
Mr. Shyam Sunder Sharmma	45,000/-	15,00,000/-	N.A.

Apart from the sitting fees and commission as mentioned above, the non-executive directors had no other pecuniary relationship or transaction with the Company.

The Company has not granted stock options to any Director of the Company. Further, there is no provision for notice period and payment of severance fees for the Directors.

Performance evaluation criteria for Independent Directors:

The performance of Independent Directors was evaluated by the entire Board on the basis of the criteria laid down under the "Nomination, Remuneration and Board Diversity Policy" of the Company.

Particulars of senior management including the changes therein since the close of the previous financial year:

S. No.	Name of the Personnel*	Designation
1.	Shri B.P. Sultania	Joint President
2.	Shri Gopal Agarwal	Chief Financial Officer
3.	Shri Bharat Kumar Sajani	Company Secretary
4.	Shri R.K. Khandelwal	Sr. Vice-President
5.	Shri Sandeep Khandelwal	Sr. Vice-President
6.	Shri Prashant Khandelwal	Sr. Vice-President
7.	Shri N.K. Sharma	Vice-President (Commercial)
8.	Shri Rajesh Gupta	Vice-President (Marketing)
9.	Shri K.K. Jain	Vice-President (Administration & Legal)
10.	Shri Sanjiv Kumar Dua	Vice-President
11.	Shri Harsh Sharma	Vice-President

**There is no change in senior management since the close of previous financial year.*

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

Composition:

The Company has a duly constituted Stakeholders Relationship Committee and its composition is in conformity with requirements of the Listing Regulations.

The Stakeholders Relationship Committee of the Board comprises of 3 (three) Directors as on March 31, 2026, namely, Mrs. Shobha Chaturvedi (Chairperson), Mr. Vishnu Dutt Khandelwal and Mr. Sharad Sharma, as members of the Committee.

Terms of Reference:

The terms of reference of Stakeholders Relationship Committee inter-alia include the following:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Company's Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
5. Issuance of certificates of securities upon split/ consolidation/ renewal/ re-materialization thereof and issuance of duplicate certificates of securities.

The Committee also oversees the working of Registrar and Share Transfer Agent of the Company.

Meetings:

During the financial year ended March 31, 2026, 13 (Thirteen) Stakeholders Relationship Committee Meetings were held on April 25, 2025, May 21, 2025, June 10, 2025, June 30, 2025, July 29, 2025, August 26, 2025, September 30, 2025, November 6, 2025, December 4, 2025, December 31, 2025, February 12, 2026, March 10, 2026 and March 30, 2026.

Attendance of members in the Stakeholders Relationship Committee Meetings are as follows:

S. No.	Name of Director	Category	No. of Committee meetings during the year	
			Held	Attended
1.	Mrs. Shobha Chaturvedi, Chairperson	Non-Executive/ Independent Director	13	11
2.	Mr. Vishnu Dutt Khandelwal	Promoter Executive Director	13	9
3.	Mr. Sharad Sharma	Promoter Executive Director	13	11

Mrs. Shobha Chaturvedi, Chairperson of Stakeholder Relationship Committee was present at the last Annual General Meeting held on September 27, 2025.

Investor Grievance Redressal:

As on March 31, 2026, no investor complaints were pending with Company or its Registrar and Share Transfer Agent (RTA).

The details relating to Number of complaints received and resolved to the satisfaction of investors during the financial year ended March 31, 2026, are as under:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
-	19	19	-

Compliance Officer:

Compliance Officer of the Company: Mr. Bharat Kumar Sajnani, Company Secretary.

D. RISK MANAGEMENT COMMITTEE

Composition:

The nomenclature of the Risk Management & Strategic Planning Committee was changed to Risk Management Committee (RMC) w.e.f. 24th May, 2025.

The RMC of the Board comprises of 5 (five) Directors as on March 31, 2026 namely, Mr. Narayanan Subramaniam (Chairman), Mr. Shyam Sunder Sharmma, Mr. Vishnu Dutt Khandelwal, Mr. Sharad Sharma and Mr. Jagat Jit Singh, as members of the Committee.

Terms of Reference:

The terms of reference of the Risk Management Committee inter-alia include the following:

- (1) To formulate a detailed risk management policy which shall include:
 - (a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - (c) Business continuity plan.
- (2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

- (3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- (4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- (5) To coordinate its activities with the Audit Committee in instances where there is any overlap with audit activities;
- (6) To assist the Board in fulfilling its oversight responsibilities relating to the medium and long-term strategic direction and development.
- (7) To assist the Board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational and external environment risks;
- (8) To keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;
- (9) To review the appointment, removal and terms of remuneration of the Chief Risk Officer (if any);
- (10) To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable.

Meetings:

During the financial year ended March 31, 2026, 2 (two) meetings of the Risk Management Committee were held on September 27, 2025 & March 31, 2026.

Attendance of members in the Nomination and Remuneration Committee Meetings are as follows:

S. No.	Name of Director	Category	No. of Committee meetings during the year	
			Held	Attended
1.	Mr. Narayanan Subramaniam, Chairman	Non-Executive/ Independent Director	2	0
2.	Mr. Shyam Sunder Sharmma	Promoter Non-Executive/ Non-Independent Director	2	2
3.	Mr. Vishnu Dutt Khandelwal	Promoter Executive Director	2	2
4.	Mr. Sharad Sharma	Promoter Executive Director	2	2
5.	Mr. Jagat Jit Singh	Non-Executive/ Independent Director	2	1

E. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Composition:

The Company has a duly constituted Corporate Social Responsibility (CSR) Committee in line with provisions of the Section 135 of the Act. The Corporate Social Responsibility (CSR) Committee of the Board comprises of 4 (four) Directors as on March 31, 2026 namely, Mr. Akshay Kumar Gupta (Chairman), Mr. Vishnu Dutt Khandelwal, Mr. Sharad Sharma and Mrs. Shobha Chaturvedi as members of the Committee.

Terms of Reference:

Terms of Reference of the Committee inter alia include the following:

- (1) To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII;
- (2) To formulate and recommend the CSR annual action plan and any modification(s)/ alteration(s) thereto during the financial year, for approval of the Board from time to time, in accordance with the Company's CSR policy and provisions of applicable laws;
- (3) To review and recommend the amount of expenditure to be incurred on the CSR activities;
- (4) To monitor the CSR policy of the Company from time to time;
- (5) To institute a transparent monitoring mechanism for implementation of the CSR projects/programs/ activities undertaken by the Company;
- (6) To carry out any other function as mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable.

Meetings:

During the financial year ended March 31, 2026, 2 (two) Corporate Social Responsibility Committee Meetings were held on May 23, 2025 and March 19, 2026.

F. MANAGEMENT COMMITTEE

Composition:

The Management Committee of the Board comprises of 3 (three) directors as on March 31, 2026 namely, Mr. Shyam Sunder Sharmma (Chairman), Mr. Vishnu Dutt Khandelwal and Mr. Sharad Sharma as members of the Committee.

Terms of Reference:

Terms of Reference of the Committee inter alia include the following:

- a) To review banking arrangements and cash management,
- b) To exercise all powers to borrow money (otherwise than by issue of debentures) and take necessary actions connected therewith, including refinancing for optimization of borrowing costs,
- c) To approve opening/ closing and operation of Bank Accounts,
- d) To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable,
- e) To delegate authorities & operational powers from time to time to the executives/ authorised persons.
- f) To review regularly and make recommendations about changes to the charter of the Committee.

Meetings:

During the financial year ended March 31, 2026, 3 (three) Management Committee Meetings were held on May 31, 2025, September 20, 2025 and February 28, 2026.

G. CAPITAL RAISING COMMITTEE

Composition:

The Capital Raising Committee of the Board comprises of 4 (four) Directors as on March 31, 2026 namely, Mr. Vishnu Dutt Khandelwal (Chairman), Mr. Sharad Sharma, Mr. Narayanan Subramaniam and Mr. Akshay Kumar Gupta as members of the Committee.

Terms of Reference:

Terms of Reference of the Committee inter alia include the following:

1. To analyze various options for infusion of capital;
2. To decide on the actual size, mode(s), no. of tranches, timing, pricing including discount/ premium, if any, reservation to employees, customers, existing shareholders and / or any other persons as decided by the Board and as provided under SEBI Regulations subject to applicable Rules and Regulations and GOI and RBI approval;
3. To decide all other terms and conditions of the Issue and to accept any amendment(s), modification(s), variation(s) or alteration(s) thereto;
4. To appoint and enter into arrangement with the Book Running Lead Managers ("BRLMs"), escrow agent, legal counsel and any other agencies or persons or intermediaries to the Issue and to negotiate and finalize

the terms of their appointment, including but not limited to execution of the placement agreement with the BRLMs;

5. To open and operate bank account(s) of the Company in terms of the escrow agreement and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;
6. To authorize any concerned persons on behalf of the Company to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time in relation to the Issue;
7. To seek, if required, the consent of the third parties such as the Company's lenders, parties with whom the Company has entered into various commercial and other agreements, and any other consents that may be required in connection with the issue, if any;
8. To determine and finalize the Issue opening and Issue closing date, the Issue Price, in consultation with the BRLMs, and to do all such acts and thing as may be necessary and expedient for, and incidental and ancillary to, the Issue;
9. To allot the equity shares/other securities pursuant to the Issue and to do all such acts and things as may be necessary to give effect to such allotment;
10. To make applications to the Stock Exchange(s) for listing of the equity shares/ other securities of the Company and to execute and to deliver or arrange the delivery of necessary documentation to the Stock Exchange(s) and to take all such other actions as may be necessary in connection with obtaining such listing;
11. To do all such acts, deeds, matters and things and execute all such other documents, etc. as it may, in its absolute discretion, deem necessary or desirable for the Issue, in consultation with the BRLMs;
12. To settle all questions, difficulties, or doubts that may arise in regard to such issues or allotment as it may, in its absolute discretion deem fit;
13. To take such action, give such directions, as may be necessary or desirable as regards to the Issue and to do all such acts, matters, deeds and things, including but not limited to the allotment of shares against the valid applications received in the Issue, as are in the best interest of the Company;
14. To execute and deliver any and all other documents or instruments and doing or causing to be done any and

all act or things as the Committee may deem necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing or in connection with the Issue and any documents or instruments so executed and delivered or acts and things done or caused to be done by the Committee shall be conclusive evidence of the authority of the Committee in so doing.

15. To delegate any of the powers mentioned hereinabove at point no. 1 to 13, to any of the Director(s) of the Company.

Meetings:

During the financial year ended March 31, 2026, 1 (one) meeting of the Capital Raising Committee was held on July 17, 2025.

H. STRATEGIC PLANNING COMMITTEE

Composition:

The Strategic Planning Committee of the Board was constituted on 24th May, 2025 which comprises of 8 Members as on March 31, 2026 namely, Shri Shyam Sunder Sharmma, (Chairman), Shri Vishnu Dutt Khandelwal, Shri Sharad Sharma, Shri Narayanan Subramaniam, Shri Jagat Jit Singh, Shri Gopal Agarwal, Shri Prashant Khandelwal and Shri Yash Sharma.

Terms of Reference:

Terms of Reference of the Committee inter alia include the following:

1. To recommend business development strategies / plans, related to key business divisions, products, market segments, key customers as well as to the business models.
2. To assist the Board in fulfilling its oversight responsibilities relating to the medium and long-term strategic direction and development.
3. To guide goal setting and resource allocation in line with strategic business objectives.
4. To review key strategic projects and alliances of the Company, including those related to expansion, divestment, mergers and industry association activities.
5. To carry out any other function as mandated by the Board from time to time.

Meetings:

During the financial year ended March 31, 2026, 1 (one) meeting of the Strategic Planning Committee was held on August 28, 2025.

4. GENERAL BODY MEETINGS

Details of last three Annual General Meetings and the summary of Special Resolutions passed therein are as under:

Year	Date of Meeting	Time	Place	Particulars of Special Resolutions passed at the Meeting
2025	September 27, 2025	12:15 P.M.	Venue: Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.)-209304.	No Special Resolution was passed in the 36 th Annual General Meeting held on September 27, 2025.
2024	September 10, 2024	10:00 A.M.	Venue: Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.)-209304.	1) Re-appointment of Dr. Shobha Chaturvedi (DIN: 08553800), as an Independent Director of the Company.
2023	September 21, 2023	12:00 Noon	Venue: Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.)-209304.	1) Appointment of a Director in place of Mr. Shyam Sunder Sharmma (DIN: 00530921), aged 80 years, who retires by rotation and being eligible, offers himself for re-appointment. 2) Appointment of Mr. Narayanan Subramaniam (DIN: 00166621), as an Independent Director of the Company. 3) Re-appointment of Mr. Sharad Sharma (DIN: 00383178) as Managing Director of the Company.

No Extraordinary General Meeting of the members was held during FY 2025-26.

Postal Ballot:

During the year under review, the Company did not pass any special resolution through postal ballot and there is no proposal to pass any special resolution through postal ballot as on the date of this report as well as at the ensuing Annual General Meeting of the Company.

5. MEANS OF COMMUNICATION

The quarterly, half yearly and annual financial results ("Financial Results") of the Company are submitted to the Stock Exchanges and published in 'Business Standard'(All Editions) in English and Hindi newspapers.

The Financial Results and Annual Report of the Company, official news releases and presentations made to Institutional Investors and Analysts are submitted to the stock exchanges, within the prescribed timelines. These documents can be accessed at the official website of the BSE Limited (**i.e. www.bseindia.com**) and National Stock Exchange of India Limited (**i.e. www.nseindia.com**), respectively, and are also available on the Company's official website i.e. (**www.ganeshhaecosphere.com**).

The 'Management Discussion and Analysis Report' is given separately forming part of the Annual Report.

6. GENERAL SHAREHOLDERS' INFORMATION

A. Corporate Identification Number (CIN):	L51109UP1987PLC009090	
B. Annual General Meeting:	Date: September 17, 2026 Time: 12:15 P.M. Deemed Venue: Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat.	
C. Calendar for financial year ended March 31, 2027:	Particulars of Quarter First Quarter Results Second Quarter Results Third Quarter Results Fourth Quarter & Annual Results	On or before* August 14, 2026 November 14, 2026 February 14, 2027 May 30, 2027 <i>*or such other date as may be extended by SEBI.</i>
D. Date of Book Closure:	From Friday, September 11, 2026 to Thursday, September 17, 2026 (both days inclusive).	
E. Dividend Payment Date:	On and after September 22, 2026	
F. Listing on Stock Exchanges:	The Company's Equity Shares are listed at following Stock Exchanges: ■ BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400 001 ■ National Stock Exchange of India Limited, Exchange Plaza, C-1, Block-G, Bandra-Kurla Complex, Bandra (E), Mumbai-400051 The Annual Listing Fee to these stock exchanges has been paid up-to-date.	
G. Stock Codes – Equity Shares:	BSE Limited: 514167 National Stock Exchange of India Limited : GANECOS	
H. Registrar and Share Transfer Agent (RTA):	Skyline Financial Services Pvt. Ltd. D-153/A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Tel: 011- 40450193-97 E-mail: admin@skylinerta.com compliances@skylinerta.com Website: www.skylinerta.com	

I. Share Transfer System:

The Board of Directors of the Company have delegated the power of approval of transfer, transmission, transposition, dematerialization and other related matters to M/s. Skyline Financial Services Private Limited, the Registrar and Share Transfer Agent of the Company, subject to review by Stakeholders Relationship Committee on quarterly basis.

The shareholders may note that the SEBI has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, Members are advised to dematerialize the physical shares held by them.

In order to facilitate the investors to get the rightful access to their securities, SEBI vide its Circular dated January 30, 2026 has opened another special window for a period of One Year from February 05, 2026 till February 04, 2027, allowing shareholders to lodge/ re-lodge transfer deeds of physical securities, which were sold/purchased prior to April 01, 2019 but were not lodged with Company/RTA or which were lodged earlier but were rejected/returned/not attended due to deficiency in the documents/process/or otherwise. Investors are encouraged to utilize this special window and submit the requisite documents to the Company/ RTA i.e. Skyline Financial Services Private Limited. Request(s) which are accompanied by original share certificate(s) along with transfer deed(s) and other supporting documents will only be considered under this Special Window. During this period, the securities that are lodged for transfer shall be issued only in demat mode.

J. Distribution of Share Holding as on March 31, 2026:

No. of Shares	Shareholders		Shareholding	
	Number	% of total	Number	% of total
1- 500	56647	96.99	28,79,770	10.75
501 - 1000	909	1.56	6,61,462	2.47
1001 - 2000	417	0.71	6,05,881	2.26
2001 - 3000	148	0.25	3,74,553	1.40
3001 - 4000	60	0.10	2,09,983	0.78
4001 - 5000	48	0.08	2,20,907	0.82
5001 - 10000	70	0.12	5,13,655	1.92
10001 and Above	106	0.18	2,13,29,773	79.60
Total	58,405	100.00	2,67,95,984	100.00

Shareholding Pattern as on March 31, 2026:

S. No.	Category of Shareholder	Number of Shareholders	Number of Shares	As a Percentage of (A+B+C)
(A)	Shareholding of Promoter and Promoter Group			
(1)	Indian	21	1,05,39,052	39.33
(2)	Foreign	-	-	-
	Total Shareholding of Promoter and Promoter Group	21	1,05,39,052	39.33
(B)	Public Shareholding			
(1)	Institutions	57	75,84,184	28.30
(2)	Non-Institutions	58,326	86,17,358	32.16
	Total Public Shareholding	58,383	1,62,01,542	60.46
(C)	Non-Promoter- Non Public Shareholding			
(1)	Shares underlying DRs	-	-	-
(2)	Shares held by Employee Trusts	1	55,390	0.21
	Total Non-Promoter- Non Public Shareholding	1	55,390	0.21
	Total (A+B+C)	58,405	2,67,95,984	100.00

K. Dematerialisation of shares and liquidity:**ISIN Code- Equity Shares: INE 845 D01014**

As on March 31, 2026, 99.20 % of the total Equity Shares of the Company have been dematerialised. Trading in Equity Shares of the Company is permitted only in dematerialised form w.e.f. January 1, 2002 as per the notification issued by Securities and Exchange Board of India (SEBI).

Further, SEBI has also made it mandatory for listed companies to issue shares/ securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/ sub-division/ splitting/ consolidation of securities, transmission/ transposition of securities etc. Accordingly, shareholders are advised to open their demat account with any Depository Participant (DP) having registration with SEBI or seek guidance on demat procedure from Company's RTA to avoid any inconvenience at later stage.

L. Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:

13,39,000 Equity warrants which were outstanding for conversion as on March 31, 2025, were exercised and converted into 13,39,000 Equity Shares of face value of ₹10/- each of the Company, on July 17, 2025.

Consequently, the paid-up Equity Share Capital of the Company stands increased from ₹2545.70 Lakh comprising of 2,54,56,984 Equity Shares of ₹10/- each to ₹2679.60 Lakh comprising of 2,67,95,984 Equity Shares of ₹10/- each of the Company, as on March 31, 2026.

There were no GDRs/ ADRs/ Warrants or any convertible instruments outstanding for conversion as on March 31, 2026.

M. Commodity price risk or foreign exchange risk and hedging activities:

The Company is exposed to the risk of price fluctuation of raw material as well as finished goods. In the absence of alternate use of raw material, its price fluctuations are directly linked to the price fluctuations of finished products. Accordingly, Company passes on any adverse movement in prices of finished goods to raw material suppliers. The Company's

reputation for quality, product differentiation and service coupled with robust marketing network mitigates the impact of price risk on finished goods.

The Company is also exposed to foreign exchange risk due to borrowings in foreign currency, import of raw materials, colour/ chemicals, stores and spares etc. and export of its finished products to various countries. The Company evaluates exchange rate exposure arising from these transactions and takes required hedging from time to time, which minimizes the impact of fluctuations in exchange rate movement.

N. Plant Location:

- 1. Kanpur Unit :** Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat, Uttar Pradesh- 209304.
- 2. Rudrapur Unit :** Plot No. 6, Sector-2, Integrated Industrial Estate, Pantnagar, Rudrapur, Distt. U.S. Nagar, Uttarakhand- 263153.
- 3. Bilaspur Units :**
 - a) Gata No. 96 and 97, Arazi Village Kotha, Ali Nagar, Pargana and Tehsil Bilaspur, Distt. Rampur, Uttar Pradesh-244923.
 - b) Gata No. 112, Village Temra, Tehsil Bilaspur, Distt. Rampur Uttar Pradesh- 244923.

O. Address for Correspondence:

With the Registrar and Share Transfer Agent:

Skyline Financial Services Pvt. Ltd.
D-153/A, First Floor,
Okhla Industrial Area, Phase-I,
New Delhi-110020
Tel: 011- 40450193-97
E-mail: admin@skylinerta.com
compliances@skylinerta.com

With the Company:

The Company Secretary,
Ganesha Ecosphere Limited
113/216-B, First Floor,
Swaroop Nagar, Kanpur- 208002.
Tel: 0512-2555505-06
E-mail: secretarial@ganeshaecosphere.com
bharat@ganeshaecosphere.com

P. E-mail for Investors:

The Company has designated complaints@ganeshaecosphere.com as email address especially for investor grievance(s).

Q. Nomination Facility:

As per the provisions of Section 72 of the Act and circular(s) issued by SEBI, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form and who have not yet registered their nomination are required to register the same by submitting Form No. SH-13 with Company or its RTA. If a member desires to opt out or cancel the earlier nomination & record the fresh nomination, he/ she may submit the same in Form ISR-3/ SH-14 as the case may be.

The said formats can be downloaded from Company's website at <http://www.ganeshaecosphere.com/formats-for-shareholders-correspondence>

The Members holding shares in demat mode are requested to submit their nomination mandate with their Depository participant.

R. Date for Transfer of Unclaimed Dividend to Investor Education and Protection Fund (IEPF):

During the financial year 2025-26, pursuant to Section 124 of the Companies Act, 2013, dividend for the financial year 2017-18 amounting to ₹ 6.28 Lakh which remained unpaid / unclaimed for a period of seven years from the date it was lying in the unpaid dividend account, has been transferred by the Company to the Investor Education and Protection Fund (IEPF) of the Central Government.

The dividend for following years, which remains unclaimed for seven years from the date it is lying in the unpaid dividend account, will be transferred to the IEPF in accordance with the schedule given below. Shareholders who have not claimed their dividend are requested to immediately lodge their claim with the Company or its Registrar and Share Transfer Agent, M/s. Skyline Financial Services Private Limited. The details of dividends specified below are available on the website of the Company at link www.ganeshaecosphere.com/unclaimed-dividends/.

Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company. However, shareholders may claim their unclaimed amount as per the procedures/ guidelines issued by the Ministry of Corporate Affairs (MCA). For details, investors can visit the website of IEPF Authority viz. www.iepf.gov.in.

The due date for transfer of unclaimed dividend(s) to IEPF for subsequent years are given below:

Financial Year	Dividend Per Share (₹)	Date of Declaration	Due Date for transfer to IEPF
2018-19	2.00	September 5, 2019	October 7, 2026
2019-20	2.00	September 22, 2020	October 26, 2027
2020-21	2.00	September 4, 2021	October 6, 2028
2021-22	2.00	September 30, 2022	November 1, 2029
2022-23	2.00	September 21, 2023	October 23, 2030
2023-24	3.00	September 10, 2024	October 11, 2031
2024-25 (Interim Dividend)	1.50	November 12, 2024	December 17, 2031
2024-25 (final Dividend)	3.00	September 27, 2025	October 30, 2032

Mandatory Transfer of Shares to Demat Account of Investor Education and Protection Fund Authority (IEPFA):

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) all shares in respect of which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of IEPFA. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules.

During the financial year 2025-26, 25,704 Equity Shares of the Company were transferred to the IEPFA. Relevant details of such shares are available on the website of the Company <https://www.ganeshaecosphere.com/unclaimed-dividends>

7. DISCLOSURES

A. Related Party Transactions:

During the financial year, all transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of Listing Regulations, were placed before the Audit Committee and also before the Board for approval, wherever required. All related party transactions undertaken during the year were at arms' length basis. Omnibus approval from the Audit Committee was obtained on annual basis for transactions which are of repetitive nature. None of the transactions with any of the related parties were in conflict with the interests of the Company. During the year, the Company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the Company's Related Party Transactions Policy. However, the Company has obtained approval of the Members in its 36th Annual General Meeting for entering into material related party contracts/ arrangements/ transactions, relating to sale or purchase of goods and rendering and/ or availing of the services, at arm's length and in ordinary course of business, with GESL Spinners Limited, a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations.

The Company's Policy on Related Party Transactions is disclosed on the website of the Company at the link <https://ganeshaecosphere.com/admin/UploadedFiles/ContentImages/PoliciesAttachment/related-party-transaction.pdf>

B. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authorities on matters relating to Capital Markets during the last three years:

None

C. Vigil Mechanism /Whistle Blower Policy:

Pursuant to Section 177 of the Companies Act, 2013 and Regulation 22 of Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behavior, actual or suspected fraud, violation of Code of Conduct or legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports etc. The vigil mechanism provides for adequate safeguards against victimization of employees and Directors who use

such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee.

The Policy has been posted on the website of the Company and may be accessed at the link <https://ganeshaecosphere.com/admin/UploadedFiles/ContentImages/PoliciesAttachment/whistle-blower-policy.pdf>

D. Adoption of Mandatory and Non-Mandatory Requirements:

The Company has complied with all mandatory requirements of Listing Regulations. However, the Company has not adopted the non-mandatory requirements.

E. Policy for determining 'material' subsidiaries:

The Board of Directors of the Company has approved a Policy for determining Material Subsidiaries which is in line with the Listing Regulations. As on March 31, 2026, the Company had two material subsidiaries namely, Ganesha Ecopet Private Limited and Ganesha Ecotech Private Limited, as per the thresholds laid down under the Listing Regulations.

The Company's Policy for determining Material Subsidiaries is disclosed on the website of the Company at the link <https://ganeshaecosphere.com/admin/UploadedFiles/ContentImages/PoliciesAttachment/Policy-for-determining-Material-Subsidiaries.pdf>

F. Details of utilization of funds raised through Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32 (7A).

During the financial year, the Company has made a preferential allotment of 13,39,000 fully paid-up equity shares having face value of ₹10/- each, at an issue price of ₹1,035/- per share (including a premium of ₹1,025/- per share), to an entity belonging to Promoter Group, pursuant to the exercise of the right of conversion of warrants into equity shares, under Chapter V of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, upon receipt of balance amount due thereon (being ~75% of the issue price) ₹103,93,27,500/- (Rupees One Hundred and Three Crore Ninety-Three Lakh Twenty- Seven Thousand and Five Hundred only). The amount raised against the allotment has been fully utilized by the Company for the purpose stated under objects of the issue in the offer document pertaining to Preferential issue.

There is no deviation(s) or variation(s) in the utilization of net proceeds of the Preferential Issue.

G. Certificate from a Company Secretary in Practice:

A Certificate from M/s. S. K. Gupta & Co., Practicing Company Secretaries, Kanpur, that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI/Ministry of Corporate Affairs or such other statutory authority, is annexed herewith as a part of this report.

H. Where the Board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the financial year:

During the financial year, there have been no instances when the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required.

I. Total fees for all services paid by the Company to the statutory auditor:

Details relating to fees paid to the Statutory Auditors are given in Note 25 to the Standalone Financial Statements of the Company

J. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a)	Number of Complaints filed during the financial year	NIL
b)	Number of Complaints disposed of during the financial year	NIL
c)	Number of Complaints pending at the end of the financial year	NIL

K. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

The details of the material subsidiaries of the Company namely, Ganesha Ecopet Private Limited and Ganesha Ecotech Private Limited are as follows:

S No.	Name of Material Subsidiary	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditors	Date of appointment of the Statutory Auditors
1.	Ganesha Ecopet Private Limited	November 19, 2019	Kanpur, Uttar Pradesh	M/s. D Seth And Co	September 29, 2025
2.	Ganesha Ecotech Private Limited	November 17, 2020	Kanpur, Uttar Pradesh	M/s. D Seth And Co	September 22, 2025

L. Disclosure by the Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount':

During the year under review, the Company and its subsidiaries have not given any Loans and advances in the nature of loans to any firms/companies in which directors are interested.

M. Disclosure on compliance with Corporate Governance Requirements specified in Listing Regulations:

The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

N. Disclosure of certain types of agreements binding listed entities - Information disclosed under clause 5A of Para A of Part A of Schedule III of SEBI (LODR), 2015:

There is no such agreement.

8. CEO AND CFO CERTIFICATION:

The Chief Executive Officer and the Chief Financial Officer of the Company provide annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. They also provide quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2)(a) of the Listing Regulations.

DECLARATION

Pursuant to Regulation 26(3) of Listing Regulations, I, Sharad Sharma, Managing Director & Chief Executive Officer of Ganesha Ecosphere Limited, declare that all Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct for the financial year 2025-26.

For and on behalf of the Board

(Sharad Sharma)

Managing Director & Chief Executive Officer

DIN: 00383178

Place : Kanpur

Date : August 3, 2026

Certificate of Non- Disqualification of Directors

[Pursuant to Regulation 34(3) and Schedule V Para C, Clause (10) (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
Ganesha Ecosphere Limited,
Village Raipur Rania Kalpi Road,
Kanpur Dehat – 209304 (U.P.)

We have examined the following documents:

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents'),

as submitted by the Directors of Ganesha Ecosphere Limited ('the Company') bearing CIN: L51109UP1987PLC009090 and having its Registered Office at Village Raipur Rania Kalpi Road, Kanpur Dehat-209304 (U.P.) to the Board of Directors of the Company ('the Board') for the Financial years 2025-26 and 2026-27 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory / Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Director Identification Number (DIN) status at the MCA Portal (www.mca.gov.in), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial year ended 31st March, 2026, has been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

Sl. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
1.	Shri Shyam Sunder Sharmma	00530921	19.06.1989	--
2.	Shri Rajesh Sharma	02228607	19.06.2008	--
3.	Shri Vishnu Dutt Khandelwal	00383507	30.10.1987	--
4.	Shri Sharad Sharma	00383178	30.10.1987	--
5.	Smt. Shobha Chaturvedi	08553800	05.09.2019	--
6.	Shri Narayanan Subramaniam	00166621	24.08.2023	--
7.	Shri Akshay Kumar Gupta	00004908	05.09.2024	--
8.	Shri Jagatjit Singh	10765423	05.09.2024	--

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report for the financial year ended 31st March, 2026.

For S.K. Gupta & Co.

Company Secretaries

ICSI Unique Code: P1992UP012800

Peer Review Certificate No. 7648 / 2026

(S.K.GUPTA)

Managing Partner

F.C.S 2589,

C.P.1920

UDIN: F002589H001001686

Place : Kanpur

Date : August 3, 2026

Certificate Regarding Compliance of Conditions of Corporate Governance

To,
The Members,
Ganesha Ecosphere Limited,
Village Raipur Rania Kalpi Road,
Kanpur Dehat – 209304 (U.P.)

We have examined the compliance of the conditions of the Corporate Governance by Ganesha Ecosphere Limited ("the Company") for the Financial Year ended 31st March, 2026, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as "SEBI Listing Regulations"].

The compliance of the conditions of the Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of the opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management and considering the relaxation granted by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') from time to time, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned "SEBI Listing Regulations" as applicable during the Financial year ended 31st March, 2026.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S.K. Gupta & Co.

Company Secretaries

ICSI Unique Code: P1992UP012800

Peer Review Certificate No. 7648 / 2026

(S.K.GUPTA)

Managing Partner

F.C.S 2589,

C.P.1920

UDIN: F002589H001001686

Place : Kanpur

Date : August 3, 2026

Business Responsibility and Sustainability Report

[Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Section A : General Disclosures



I. DETAILS OF THE LISTED ENTITY

Serial no.	Particulars	Response
1.	Corporate identity Number (CIN) of the Listed Entity	L51109UP1987PLC009090
2.	Name of the Listed Entity	Ganesha Ecosphere Limited
3.	Year of incorporation	1987
4.	Registered office address	Village Raipur Rania, Kalpi Road, Kanpur Dehat, Uttar Pradesh- 209304
5.	Corporate address	113/216 B, First Floor, Swaroop Nagar, Kanpur, Uttar Pradesh- 208002
6.	E-mail	secretarial@ganeshaecosphere.com
7.	Telephone	0512- 2555505-06
8.	Website	www.ganeshaecosphere.com
9.	Financial year for which reporting is being done	2025-2026
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited; and National Stock Exchange of India Limited
11.	Paid-up Capital	INR 26,79,59,840 (Divided into 2,67,95,984 equity shares of Rs 10 each)
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Kamal Kumar Jain Designation: Vice-President (Admin & Legal) Email: legal@ganeshaecosphere.com Telephone: 0512-2555505-06
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosure under this report is on standalone basis, unless otherwise specified.
14.	Name of assurance provider	J. Sundharesan & Associates
15.	Type of assurance obtained	Limited Assurance on certain parameters*

*Please refer Limited assurance report on BRSR

II. Product & Services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Manufacturing of Recycled Polyester Staple Fibre, Spun Yarn and Dyed Texturized Yarn	98.87

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Polyester Staple Fibre	20302	84.75
2.	Spun Yarn	13114	11.91
3.	Dyed Texturized Yarn	20303	2.21

III. OPERATIONS**18. Number of locations where plants and/or operations/offices of the entity are situated:**

Location	Number of Plants	Number of offices	Total
National	4	3	7
International	0	0	0

19. Markets served by the entity:**a) Number of locations**

Locations	Number
National (No. of States)	21
International (No. of Countries)	16

b) Contribution of exports:

What is the contribution of exports as a percentage of the total turnover of the entity?	9.16
--	------

a) Number of locations

A brief on types of customers	The Company follows a Business-to-Business (B2B) operating model and serves a diversified customer base across multiple industry segments. Its key customers include: - Automotive sector; - Spinning mills; - Manufacturers of geo-textiles and technical textiles; - Packaging material manufacturers; - Conventional textile manufacturers; - Manufacturers of non-woven products; and - Other industrial customers across diverse end-use sectors. The Company's products are used as raw materials and intermediate inputs in a wide range of applications, including: - Apparel and lifestyle products, such as T-shirts, body warmers, and other garments; - Technical and functional textiles, including non-woven air filtration media, geo-textiles, automotive upholstery, carpets, insulation materials, and other industrial textile applications; and - Filling materials for home furnishing and consumer products, including pillows, duvets, quilts, cushions, mattresses, and soft toys. Backed by a diversified product portfolio and a customer-centric approach, the Company is well-positioned to meet the evolving requirements of customers by delivering products that conform to high standards of quality, performance, and application-specific requirements. The Company's broad industry presence and long-standing customer relationships support a resilient business model and sustainable growth.
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IV. EMPLOYEES

20. Details at the end of the year of Financial year:

a) Employees and workers (including differently abled):

SL No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees						
1.	Permanent (D)	544	530	97.43	14	2.57
2.	Other than Permanent (E)	0	0	-	0	-
3.	Total employees (D + E)	544	530	97.43	14	2.57
Workers						
1.	Permanent (F)	1661	1225	73.75	436	26.25
2.	Other than Permanent (G)	170	170	100.00	0	-
3.	Total workers (F + G)	1831	1395	76.19	436	23.81

b) Differently abled Employees and workers:

SL No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Differently Abled Employees						
1.	Permanent (D)	Nil	Nil	-	Nil	-
2.	Other than Permanent (E)	Nil	Nil	-	Nil	-
3.	Total employees (D + E)	Nil	Nil	-	Nil	-
Differently Abled Workers						
1.	Permanent (F)	Nil	Nil	-	Nil	-
2.	Other than Permanent (G)	Nil	Nil	-	Nil	-
3.	Total workers (F + G)	Nil	Nil	-	Nil	-

21. Participation/Inclusion/Representation of women:

Category	Total (A)	No. and percentage of Females	
		No.(B)	% (B/A)
Board of Directors	8	1	12.50
Key Management Personnel	2*	0	-

* excluding the members of the Board

22. Turnover rate for permanent employees and workers:

	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	12.95	7.41	12.81	13.55	10.00	13.49	13.72	14.29	13.73
Permanent Workers	32.84	47.34	36.60	29.26	53.08	34.94	19.60	35.86	22.19

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. Names of holding / subsidiary / associate companies / joint ventures:

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Ganesha Ecopet Private Limited	Subsidiary	100 %	No
2.	Ganesha Ecotech Private Limited	Subsidiary	100 %	No
3.	Ganesha Overseas Private Limited	Subsidiary	100 %	No
4.	Ganesha Recycling Chain Private Limited	Associate/ Joint Venture	49%	No

VI. CORPORATE SOCIAL RESPONSIBILITY (CSR) DETAILS

24.	S. No.	Requirement	Response
i)		Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
ii)		Turnover (₹ in Lakh)	99,967.02
iii)		Net worth (₹ in Lakh)	1,29,720.72

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	Yes	Nil	Nil	-	Nil	Nil	-
Shareholders	Yes	19	Nil	Resolved during the year	12	Nil	Resolved during the year
Employees and workers	Yes	Nil	Nil	-	Nil	Nil	-
Customers	Yes	8	Nil	Resolved during the year	Nil	Nil	-
Value Chain Partners	Yes	Nil	Nil	-	Nil	Nil	-
Other (please specify)	-	-	-	-	-	-	-

The policy can be accessed at <https://ganeshaecosphere.com/corporate-governance-policies>

26. Overview of the entity's material responsible business conduct issues:

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy Consumption	Risk and Opportunity	Risk: The Company's operations require significant thermal and electrical energy, making it susceptible to fluctuations in energy costs. To mitigate this risk, the Company focuses on improving energy efficiency, optimizing resource utilization, and increasing the adoption of renewable energy to enhance operational resilience. Opportunity: The Company's continuous manufacturing operations provide opportunities to enhance energy efficiency and increase the use of renewable energy. Greater adoption of solar power, renewable energy procurement, and electric vehicles can help reduce energy costs, lower carbon emissions, and strengthen the sustainability profile of its products.	The Company has adopted a comprehensive energy optimization strategy focused on enhancing energy efficiency and increasing the use of clean energy. Key initiatives include the installation of solar photovoltaic (PV) systems to reduce grid dependency, deployment of energy-efficient machinery and heat recovery systems to minimize energy consumption, utilization of biomass in boilers and Thermopack applications as a cleaner fuel alternative, exploration of renewable energy procurement through Power Purchase Agreements (PPAs), and gradual adoption of electric vehicles (EVs) to promote sustainable mobility and reduce greenhouse gas emissions. These initiatives support the Company's commitment to improving operational efficiency and advancing its long-term sustainability objectives.	Negative: Energy cost inflation directly impacts per-unit production costs, with increases in energy prices potentially reducing gross margins moderately given energy's significant share of total production costs. Positive: The increasing use of solar energy helps reduce dependence on conventional grid electricity, resulting in lower long-term energy costs, improved energy efficiency, and reduced greenhouse gas emissions.
2	Waste Management	Opportunity	The Company operates within a circular economy framework where post-consumer PET waste represents both primary raw material and environmental solution. India's Extended Producer Responsibility (EPR) regulations and corporate sustainability commitments create expanding demand for verified PET waste processing capabilities. The Company's "Go Rewrite" initiative positions it to capture value from the entire plastic waste ecosystem, from collection through end-product manufacturing, addressing the critical gap between substantial waste generation and limited recycling capacity in India.	-	Positive: The increasing demand for sustainable waste management and recycled materials presents growth opportunities for the Company. Enhanced recycling efficiencies, economies of scale, and value creation through EPR compliance and waste recovery initiatives can support long-term profitability and strengthen the Company's circular economy business model.
3	Materials Sourcing & Efficiency	Risk	The Company's dependence on post-consumer PET waste as primary feedstock creates supply chain vulnerabilities inherent to the informal waste economy. Variations in waste availability, quality, competitive sourcing, and changes in regulatory requirements may impact the stability of its raw material supply chain.	The Company mitigates sourcing risks through an extensive PET waste collection network, strategic supplier relationships, and appropriate inventory management practices to ensure the consistent availability of raw materials and minimize supply chain disruptions.	Negative: Supply disruptions or substantial price increases in PET waste could moderately reduce gross margins. Raw material costs represent a significant majority of total production costs, making the Company highly sensitive to input price volatility.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4	Business Model Resilience	Opportunity	The Company's integrated recycling and manufacturing model enables it to effectively respond to evolving regulatory requirements, circular economy initiatives, and increasing demand for sustainable products. Growing adoption of recycled materials by global brands, coupled with the Company's diversified portfolio of recycled fibres and yarns, provides opportunities to strengthen market position, meet changing customer requirements, and support long-term business growth.	-	Positive: Diversified product portfolio and market presence can generate consistent revenue growth annually while significantly reducing earnings volatility. Premium positioning in sustainable textiles can command meaningful price premiums over conventional recycled fibres, potentially increasing EBITDA margins.
5	Growing Demand for Sustainable Products	Opportunity	Growing demand for recycled materials from global textile brands, supported by sustainability commitments and regulatory requirements, presents significant growth opportunities for the Company. Its expertise in manufacturing high-quality recycled polyester products, supported by certifications and traceability systems, strengthens its competitive position and enables access to premium markets.	-	Positive: Increasing demand for sustainable textile products and long-term customer partnerships provide opportunities for improved realizations, stable revenue streams, and sustained growth in the Company's recycled products portfolio.
6.	Water management	Risk	The Company's manufacturing operations require water for various production processes and utility applications. Increasing water scarcity, changing climatic conditions, and evolving regulatory requirements related to water use and wastewater management may impact operational continuity, resource availability, and compliance obligations, making effective water management a key business priority.	The Company mitigates water-related risks by implementing water conservation and efficiency measures across its operations. It has installed Sewage Treatment Plants (STPs) and Effluent Treatment Plants (ETPs) to ensure effective treatment, recycling, and responsible disposal of wastewater in compliance with applicable regulations. The Company also focuses on optimizing water consumption, promoting water reuse wherever feasible, monitoring water usage, and strengthening sustainable water management practices to enhance operational resilience.	Negative: Increased water procurement costs, stricter regulatory requirements, or disruptions in water availability may result in higher operating and compliance costs, adversely affecting production efficiency and profitability.

Section B: Management and Process Disclosures



This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	Particulars of the Policies	Anti-corruption or anti-bribery policy, Ethical Policy	Supplier Code of conduct and Policy on Producer Responsibility	Social policy, Complaint Policy	Stakeholder Management Policy	Human Rights Policy and Social Policy	Environmental Policy	Policy on Responsible Advocacy	Corporate Social Responsibility Policy	Cyber Security and Data Privacy Policy
	b) Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
		Yes. All relevant policies have been duly approved by the Risk Management Committee of the Board.								
	c) Web Link of the Policies, if available	https://ganeshaecosphere.com/corporate-governance-policies								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Yes								
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	No								
4.	Name of the national and international codes /certifications/ labels / standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	• ISO 9001:2015 (Quality Management System) • ISO 14001:2015 (Environmental Management System) • ISO 45001:2018 (Occupational Health & Safety Management System) • OEKO-TEX Standard 100 • Global recycled standard • Ocean Bound Plastic (OBP) • Sedex 4 Pillar								

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.									
	Specific Goals and Commitments					Base Year		Target Year		
	ENVIRONMENT									
	Water Management:									
	I. Improve water use efficiency by 15% through water conservation, recycling, reuse, and rainwater harvesting initiatives across manufacturing facilities.					2025-26		2029-30		
	II. “Net Positive Water Balance” for one of the manufacturing facility					2025-26		2029-30		
	Climate & Net-zero Targets:									
	To submit SBTi targets for validation by FY 2027-28. We will disclose the near-term and net-zero targets— once approved by SBTi— in subsequent disclosures					2025-26		2027-28		
	SOCIAL									
	Employee Learning & Development:									
	I. Provide sustainability, technical, compliance, and behavioural training to 100% of employees annually to strengthen employee capability and organizational performance.					2025-26		2027-28		
	II. Minimum threshold of safety and emergency preparedness training per year— at least 20 hours per factory worker annually)					2025-26		2028-29		
	Supplier Assessment:									
	Conduct detailed ESG assessment of suppliers that constitute 20% of the procurement spent					2025-26		2029-30		
	Company’s CSR beneficiaries:									
	Reach cumulative 125,000 direct and indirect beneficiaries of company’s CSR projects					2025-26		2029-30		
	GOVERNANCE									
	ESG Certification:									
	Achieve GreenCo Certificate by CII for one of the manufacturing facilities					2025-26		2027-28		
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met	The Company has formulated the targets in the current year. Performance will be disclosed by the Company in subsequent years.								

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Governance, leadership and oversight										
7.	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	As the Director responsible for business responsibility, I am delighted to share our organization’s strides in tackling significant environmental, social, and governance (ESG) challenges. Being a plastic waste recycler, we recognise our accountability towards the environment, society and the communities we serve. At Ganesha Ecosphere (Company as well as Group level), our commitment to circularity is inseparable from our commitment to strong ESG performance. Over the past year, we have embedded resource efficiency, product stewardship, and responsible governance deeper into our operating model, treating ESG not as a compliance checkbox, but as the engine that powers reliable quality, resilient growth and long-term value creation. These strides are visible across how we source, process and deliver recycled PET, and how we engage our people and communities. Ganesha Ecosphere advanced its circular-packaging mission with meaningful onground execution. We are expanding rPET granules capacity at Warangal through brownfield expansion and a debottlenecking is under way, taking the Group capacity to around one lakh tonnes per annum by the end of FY26-27, improving the availability of food-grade rPET for brands in India and abroad. This strengthens supply reliability, reduces dependence on virgin plastics, and deepens our product stewardship—translating sustainability intent into everyday manufacturing discipline. Our progress earned external validation. Credit rating upgrade from CARE Ratings (A+; Stable: for Long Term Bank Facilities, and A1+: for Short Term Bank Facilities) reflects stronger governance, risk management, and financial resilience—critical for funding circular growth responsibly. Recognition for “Go Rewise by Ganesha Ecosphere” at a leading plastics-recycling awards platform further underscores our innovation in bottle-to-bottle systems and our focus on verifiable quality for food-grade applications. Taken together, these milestones position Ganesha as an ESG visionary: we are not only expanding low-carbon, circular capacity, but also professionalizing the supply chain that feeds it, aligning commercial execution with policy signals and customer commitments. Our approach—capacity plus ecosystem plus credibility—creates investor-grade traceability, dependable quality for converters and brand owners, and shared value for collection partners and communities. This is how we intend to lead: by making circularity reliable, scalable, and beneficial for every stakeholder connected to us. - Sharad Sharma, (Managing Director) DIN:00383178								

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9																		
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Risk Management Committee is responsible for implementation and oversight of the Business Responsibility policy(ies) with overall supervision of the Board.																										
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Risk Management Committee has been tasked with decision-making authority on all aspects related to sustainability issues. Composition of Risk Management Committee: <table><thead><tr><th>Name</th><th>Designation</th><th>Role</th></tr></thead><tbody><tr><td>Mr. Narayanan Subramaniam DIN: 00166621</td><td>Non- Executive Independent Director</td><td>Chairman</td></tr><tr><td>Mr. Shyam Sunder Sharmma DIN: 00530921</td><td>Non-Executive Chairman</td><td>Member</td></tr><tr><td>Mr. Vishnu Dutt Khandelwal DIN: 00383507</td><td>Executive Vice Chairman</td><td>Member</td></tr><tr><td>Mr. Sharad Sharma DIN: 00383178</td><td>Managing Director & CEO</td><td>Member</td></tr><tr><td>Mr. Jagat Jit Singh DIN: 10765423</td><td>Non- Executive Independent Director</td><td>Member</td></tr></tbody></table>									Name	Designation	Role	Mr. Narayanan Subramaniam DIN: 00166621	Non- Executive Independent Director	Chairman	Mr. Shyam Sunder Sharmma DIN: 00530921	Non-Executive Chairman	Member	Mr. Vishnu Dutt Khandelwal DIN: 00383507	Executive Vice Chairman	Member	Mr. Sharad Sharma DIN: 00383178	Managing Director & CEO	Member	Mr. Jagat Jit Singh DIN: 10765423	Non- Executive Independent Director	Member
Name	Designation	Role																										
Mr. Narayanan Subramaniam DIN: 00166621	Non- Executive Independent Director	Chairman																										
Mr. Shyam Sunder Sharmma DIN: 00530921	Non-Executive Chairman	Member																										
Mr. Vishnu Dutt Khandelwal DIN: 00383507	Executive Vice Chairman	Member																										
Mr. Sharad Sharma DIN: 00383178	Managing Director & CEO	Member																										
Mr. Jagat Jit Singh DIN: 10765423	Non- Executive Independent Director	Member																										

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee	Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)																	
		P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Risk Management Committee	Annually																	
	BR Head	Quarterly																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company is committed to conducting its business in alignment with the applicable principles of the National Guidelines on Responsible Business Conduct (NGRBC). The implementation and effectiveness of these principles are periodically reviewed and monitored by the Risk Management Committee of the Board to ensure continued compliance and responsible business practices	Annually																	

11.	Independent assessment/ evaluation of the working of its policies by an external agency:	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Yes, Tirkha Consultants & Advisors LLP.								
12.	If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated:	Not Applicable								

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE



This section is aimed at helping entities demonstrate their performance in integrating the principles and core element with key processes and decisions. The Company has disclosed all mandatory disclosures under the BRSR framework. The Company is in the process of disclosing leadership indicators from upcoming financial years.

PRINCIPLE

1

BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE



Essential Indicators:

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	4 (as part of Board Meetings)	The Company regularly apprises the Board of Directors and Key Managerial Personnel (KMP) of significant regulatory developments and governance matters to ensure effective oversight and continued compliance. The updates, inter alia, include:	100%
Key Managerial Personnel	5	▪ Corporate Governance; ▪ Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; ▪ Business Process Improvements; ▪ Code of Conduct; ▪ Criteria for Directors' Independence; ▪ SEBI (Prohibition of Insider Trading) Regulations, 2015 and Other applicable regulatory and statutory developments, as relevant.	100%
Employees other than BOD and KMPs	96	• Awareness programmes on the Company Policies and Grievance Handling mechanism; • ICC Training • Health & Safety Training • Fire Drill Training • Awareness training on quality management	83.39%

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Workers	131	• Training on the Company's Policies, Grievance Handling, Anti Sexual Harassment, Discrimination, Discipline & Employment Rules; • Refresher Training on Pay Roll System, Workers Right & Benefits • Health and safety, GRS, environmental management systems, Industrial pollution & protection; • Good housekeeping system; • Hazardous & non- hazardous waste, chemical waste handling. • Fire Drill Training (external and internal) • Chemical Safety Training • Machine Handling Training • Safety Refresher Training	68.93%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:

MONETARY					
Particulars	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine					
Settlement			NIL		
Compounding fee					

NON-MONETARY				
Particulars	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment				
Punishment			NIL	

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed: Not applicable.
4. Anti-corruption or Anti-bribery policy:

Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.	Yes, The Company has established a comprehensive Anti-Corruption and Anti-Bribery Policy that reinforces its commitment to maintaining the highest standards of integrity, ethics, and transparency across all business operations and stakeholder interactions. The Policy can be accessed at the given link: https://ganeshaecosphere.com/corporate-governance-policies
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5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Corrective Actions:

Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest	Not applicable
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8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured):

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of accounts payables	35	33

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties:

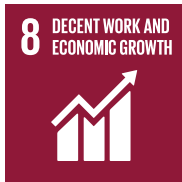
Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	--	--
	b. Number of trading houses where purchases are made from	--	--
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	--	--
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	--	--
	b. Number of dealers / distributors to whom sales are made	--	--
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers / distributors	--	--

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	10.69	8.25
	b. Sales (Sales to related parties / Total Sales)	10.08	5.19
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	24.93	92.96
	d. Investments (Investments in related parties / Total Investments made)	97.74	90.52

PRINCIPLE

2

BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE



Essential Indicators:

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:

Category	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	100.00	100.00	The Company's allocation of 100% R&D expenditure towards environmental and social improvement is justified by its exclusive focus on PET waste recycling. During the year, the Company continued to invest in technological innovations to improve recycling efficiency, enhance product quality, maximize material recovery, and minimize waste generation.
Capex	6.27	19.61	The Company has undertaken several initiatives to reduce its environmental footprint and enhance resource efficiency. Key initiatives include deployment of energy-efficient equipment to optimize energy consumption; gradual adoption of electric vehicles (EVs) to promote sustainable mobility and reduce greenhouse gas emissions. The Company remains committed to minimizing its environmental impact and advancing its sustainability objectives.

2. Sustainable sourcing:

a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)	Yes, the Sustainability considerations are embedded within the Company's procurement framework, with an emphasis on responsible sourcing and ethical supply chain practices. The Company works closely with suppliers who demonstrate compliance with applicable environmental, health, safety, and labour standards. We undergo SEDEX 4 Pillar Audits (third-party audits) every year, where sustainable and ethical sourcing is an area that is covered under the audit. Raw materials are primarily sourced domestically via road transport, with a strong emphasis on engaging vendors and service providers who follow generally accepted Environment, Health, and Safety (EHS) standards. Preference is given to domestic sourcing wherever feasible, while ongoing initiatives to optimize transportation, strengthen supply chain resilience, and improve logistics efficiency contribute to reducing the overall environmental footprint of procurement operations.
b. If yes, what percentage of inputs were sourced sustainably?	The Company is in the process of cataloguing its procurement into different sourcing categories, including sustainable sourcing. Quantitative metrics relating to sustainable sourcing will be disclosed in subsequent reporting periods.

3. Processes in place to reclaim products for reuse, recycle and safe disposal of products at the end of life:

Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.	The Company creates value for businesses, the environment, and communities by recycling plastic waste into useful products. Plastics (including packaging): The Company follows a Business-to-Business (B2B) model and supplies its finished products to large textile manufacturing companies. The Company engages with its customers to encourage the sustainable use of its products (their raw materials). These products ultimately reach their end-of-life after consumption by retail customers, primarily in the form of apparel. The composition of these end-of-life apparel products supports upcycling. E-waste: The Company's products are not classified as e-waste at the end of their useful life. Hazardous Waste: The Company's products are not classified as hazardous waste at the end of their useful life. Other Waste: Not Applicable.
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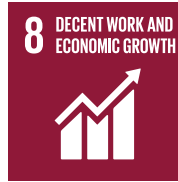
4. Extended Producer Responsibility (EPR) plan:

Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.	The Company is registered as a Plastic Waste Processor (PWP) under the Extended Producer Responsibility (EPR) framework and complies with the applicable requirements of the Plastic Waste Management Rules while supporting circular economy initiatives.
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PRINCIPLE

3

BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS



Essential Indicators:

1. A. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total A	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Employees											
Male	530	530	100.00	530	100.00	0	-	0	-	0	-
Female	14	14	100.00	14	100.00	14	100.00	0	-	14	100.00
Total	544	544	100.00	544	100.00	14	2.57	0	-	14	2.57
Other than permanent employees											
Male	Nil	-	-	-	-	-	-	-	-	-	-
Female	Nil	-	-	-	-	-	-	-	-	-	-
Total	Nil	-	-	-	-	-	-	-	-	-	-

B. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total A	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	1225	1225	100.00	1225	100.00	0	-	0	-	0	-
Female	436	436	100.00	436	100.00	436	100.00	0	-	436	100.00
Total	1661	1661	100.00	1661	100.00	436	26.25	0	-	436	26.25
Other than Permanent workers											
Male	170	170	100.00	170	100.00	0	-	0	-	0	-
Female	0	0	-	0	-	0	-	0	-	0	-
Total	170	170	100.00	170	100.00	0	-	0	-	0	-

Note: All workers are covered under ESI.

C. Spending on measures towards well-being of employees and workers (including permanent and other than permanent):

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	0.24	0.27

2. Details of retirement benefits, for Current FY and Previous Financial Year:

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	63.60	70.56	Yes	59.47	80.55	Yes
Gratuity	100.00	100.00	-	100.00	100.00	-
ESI	25.37	76.41	Yes	25.89	89.71	Yes
Others, please specify	-	-	-	-	-	-

3. Accessibility of workplaces:

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.	Yes. The Company is committed to providing an accessible and inclusive workplace for all employees, including persons with disabilities, in accordance with the Rights of Persons with Disabilities Act, 2016. The accessibility of its offices and premises, including entrances, work areas, and restrooms, is reviewed periodically, and necessary improvements are undertaken based on employee feedback.
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4. Equal Opportunity Policy:

Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.	Yes. The Company's Social Policy is designed to foster an inclusive workplace and ensure equal opportunity for all employees in compliance with the Rights of Persons with Disabilities Act, 2016. The Policy sets out the Company's commitment to non-discrimination, diversity, and accessibility and is available on the Company's website at: https://ganeshaecosphere.com/corporate-governance-policies
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5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NIL	NIL	NIL	NIL
Female	NIL	NIL	NIL	NIL
Total	NIL	NIL	NIL	NIL

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:

Yes/No (If Yes, then give details of the mechanism in brief)	
Permanent Workers	Yes. The Company has established structured mechanisms for addressing employee grievances and promoting ethical conduct across the organization. Employees may raise concerns through their reporting managers or the Human Resources department, and all grievances are documented and monitored to facilitate timely resolution and appropriate closure. In addition, the Company has adopted a Whistle Blower Policy that provides directors and employees with a confidential channel to report unethical practices, fraud, or any violations of the Company's Code of Conduct. The Policy incorporates appropriate safeguards to protect whistle blowers against any form of retaliation or victimization.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the entity:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	544	Nil	Nil	533	Nil	Nil
Male	530	Nil	Nil	520	Nil	Nil
Female	14	Nil	Nil	13	Nil	Nil
Total Permanent Workers	1661	Nil	Nil	1743	Nil	Nil
Male	1225	Nil	Nil	1296	Nil	Nil
Female	436	Nil	Nil	447	Nil	Nil

8. Details of training given to employees and workers:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On health and safety Measures		On skill upgradation		Total (D)	On health and safety Measures		On skill upgradation	
		NO. B	% (B/A)	No.C	% (C/A)		No. (E)	% (E/D)	No.(F)	%(F/D)
Employees										
Male	530	462	87.17	367	69.25	520	520	100.00	444	85.38
Female	14	13	92.86	13	92.86	13	12	92.31	10	76.92
Total	544	475	87.32	380	69.85	533	532	99.81	454	85.18
Workers										
Male	1225	1088	88.82	831	67.84	1296	1296	100.00	1161	89.58
Female	436	390	89.45	306	70.18	447	447	100.00	364	81.43
Total	1661	1478	88.98	1137	68.45	1743	1743	100.00	1525	87.49

9. Details of performance and career development reviews of employees and worker:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	530	530	100.00	520	520	100.00
Female	14	14	100.00	13	13	100.00
Total	544	544	100.00	533	533	100.00
Workers						
Male	1225	1225	100.00	1296	1296	100.00
Female	436	436	100.00	447	447	100.00
Total	1661	1661	100.00	1743	1743	100.00

10. Health and safety management system:

S. no	Particulars	Response
a)	Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?	Yes, an Occupational Health and Safety Management System has been implemented which includes ISO 45001:2018 (OHSAS) and ISO 14001:2015 (EMS) certifications. The same extends to the entire organization.

S. no	Particulars	Response
b)	What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	The Company recognizes that the identification of work-related hazards and the assessment of associated risks are fundamental to maintaining a safe and healthy workplace. Work-related hazards are identified and assessed for both routine and non-routine activities through periodic Hazard Identification and Risk Assessment (HIRA) workshops conducted at the site and departmental levels. These assessments include reviews of Standard Operating Procedures (SOPs), supported by electrical safety audits, random load inspections, and sampling audits to evaluate the effectiveness of existing controls and identify emerging risks. For non-routine activities, the Company follows a structured Permit-to-Work system with pre-job risk assessments for activities such as hot work, confined space entry, and work at height. Work-in-Progress boards are used to display active permits, key hazards, and prescribed control measures to facilitate effective monitoring and supervision. In addition, the Company conducts unit-wise safety training programmes and periodically reviews its processes to identify, prevent, and mitigate work-related hazards, thereby promoting a safe workplace.
c)	Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)	Yes. The Company has established processes that enable workers to report work-related hazards and remove themselves from situations that may pose a risk to their health and safety. These processes provide defined reporting channels for reporting hazards, near-misses, and incidents, supported by appropriate procedures, training, and awareness initiatives to enable workers to identify and report potential workplace hazards.
d)	Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)	To promote employee well-being, the Company provides a range of non-occupational medical and healthcare facilities. These include 24/7 ambulance services, dispensaries at various operational locations, and regular health check-ups.

11. Details of safety related incidents:

Safety Incident/Number	Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	1.97	0.64
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	08	03
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

12. Measures to ensure a safe and healthy workplace

Describe the measures taken by the entity to ensure a safe and healthy workplace.	The Company is committed to maintaining a safe and healthy environment for its employees, clients, and visitors. Appropriate policies and procedures have been established in compliance with applicable regulatory requirements and recognized standards to manage health and safety across its operations. These measures include periodic risk assessments, safety training programmes, provision of personal protective equipment (PPE), implementation of protocols for the safe handling of hazardous materials, regular cleaning and sanitization, and established mechanisms for reporting health and safety concerns. The Company periodically reviews and strengthens its health and safety practices to ensure continuous improvement and uphold high standards of workplace safety.
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13. Number of Complaints on the following made by employees and workers:

	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	2	--	Resolved during the year	--	--	--
Health & Safety	4	--	Resolved during the year	--	--	--

14. Assessments for the year:

	% of plants and offices that were assessed by entity or statutory authorities or third parties
Health and safety practices	100.00
Working Conditions	100.00

15. Corrective Actions:

Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.	The assessment indicated that no significant risks or concerns were observed.
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PRINCIPLE

4

BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS



Essential Indicators:

1. Identification of stakeholders group:

Describe the processes for identifying key stakeholder groups of the entity

The Company follows a structured approach to identify its key stakeholder groups based on the following attributes:

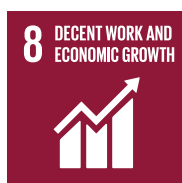
- **Dependency** – Individuals or groups who are directly or indirectly dependent on the Company's activities, products, or services, or those on whom the Company depends for its operations.
- **Responsibility** – Individuals or groups towards whom the Company has, or may have, legal, commercial, operational, or ethical responsibilities.
- **Attention** – Individuals or groups requiring the Company's immediate attention on financial, wider economic, social, or environmental matters.
- **Influence** – Individuals or groups who have the ability to influence the Company's strategic or operational decisions.

The application of these attributes, together with structured engagement with internal representatives, enables the Company to identify and determine its key stakeholder groups.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders/ Investors	No	- Annual General Meeting & Shareholder meetings - E-mails, Stock Exchange (SE) intimations, - Annual report & media releases etc.	Quarterly	Dividends, profitability and financial stability, growth prospects
Customers	No	- Customer feedback, - Grievance redressal mechanism, - Brochures and catalogues	Daily	Product – related information, Grievance Redressal, Customer Feedback

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees and workers	No	- Regular performance review and feedback. - Programmes catered around overall wellbeing. - Emails, Notice- Board & Meetings	Daily	Employee concerns, communication, and feedback mechanisms
Government/ Regulatory Authorities	No	- E-mails and letters. - Regulatory filings.	Periodically	Regulatory compliance, workforce development, employment policies, and skill-building initiatives
Community	No	- Collaboration with non-governmental organisations (NGOs). - CSR and sustainability initiatives.	Periodically	Water and natural resource management, community development, education/skill development, and livelihood support.
Professionals/ Consultants	No	- Emails. - Need based meetings. - Periodical Reports.	Quarterly and requirement basis	Compliance to legal requirements, advice on business, legal, tax and other issues

PRINCIPLE
5
BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators:
1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	544	474	87.13	533	503	94.37
Other than Permanent	0	0	0	0	0	-
Total Employees	544	474	87.13	533	503	94.37

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Workers						
Permanent	1661	1507	90.73	1743	1716	98.45
Other than permanent	170	160	94.12	190	190	100.00
Total Workers	1831	1667	91.04	1933	1906	98.60

2. Details of minimum wages paid to employees and workers, in the following format

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	%(B/A)	No. (C)	%(C/A)		No. (E)	%(E/D)	No.(F)	%(F/D)
Employees										
Permanent										
Male	530	0	-	530	100	520	0	-	520	100.00
Female	14	0	-	14	100	13	0	-	13	100.00
Other than permanent										
Male	0	0	-	0	-	0	0	-	0	-
Female	0	0	-	0	-	0	0	-	0	-
Workers										
Permanent										
Male	1225	216	17.63	1009	82.37	1296	285	21.99	1011	78.01
Female	436	158	36.24	278	63.76	447	175	39.15	272	60.85
Other than permanent										
Male	170	0	-	170	100.00	190	148	77.89	42	22.11
Female	0	0	-	0	-	0	0	-	0	-

3. Details of remuneration/salary/wages:

a. Median remuneration/wages:

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (₹ in lakh)	Number	Median remuneration/ salary/ wages of respective category (₹ in lakh)
Board of Directors (BoD)	7	15.45	1	12.95
Key Managerial Personnel*	2	42.16	-	--
Employees other than BoD and KMP	530	3.94	14	3.20
Workers	1225	1.60	436	1.44

* excluding the members of the board

b. Gross wages paid to females as % of total wages paid by the entity:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	10.98	11.55

4. Focal point for addressing human rights:

Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)	Mr. Kamal Kumar Jain currently serving as the Vice- President (Admin & Legal) has been designated as the person responsible for addressing all aspects and practices related to Human Rights.
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5. Internal mechanisms in place to redress grievances related to human rights issues:

Describe the internal mechanisms in place to redress grievances related to human rights issues.	The Company has implemented a structured mechanism for reporting and addressing human rights grievances. Individuals are provided with a confidential and accessible channel to raise concerns relating to human rights violations. All complaints are examined through an appropriate review process, and necessary remedial measures, where applicable, are taken to address the grievances.
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6. Number of Complaints on the following made by employees and workers:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	-	Nil	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

7. Complaints filed under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act ,2013:

Safety Incident/Number	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act,2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/ workers	Not applicable	Not applicable
Complaints on POSH upheld	Not applicable	Not applicable

8. Prevention of discrimination and harassment cases:

Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases	The Company has established safeguards to protect complainants from retaliation or any adverse consequences arising from the reporting of concerns. Complaints are handled through a confidential process, with information disclosed only on a need-to-know basis throughout the reporting, investigation, and resolution stages. Appropriate protection is also extended to witnesses and individuals assisting in the investigation. All investigations are conducted in a fair, impartial, and time-bound manner by trained personnel, with documented findings and decision-making. Complainants are also permitted to be accompanied by an advisor or representative during the proceedings, thereby fostering a safe and secure reporting environment.
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9. Human rights requirements forming part of your business agreements and contracts:

Do human rights requirements form part of your business agreements and contracts? (Yes/No)	Yes. Human rights-related requirements are incorporated into contracts and agreements, wherever applicable, based on the nature and requirements of the business arrangement.
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10. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	NA

11. Corrective Actions to address significant risks / concerns arising from the assessments:

Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.	No significant risks have been identified during the assessment.
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PRINCIPLE
6
BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators:
1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	114,528.64 GJ	122,604.82 GJ
Total fuel consumption (B)	254,248.28 GJ	253,256.90 GJ
Energy consumption through other sources (C)	--	--
Total energy consumed from renewable sources (A+B+C)	368,776.92 GJ	375,861.72 GJ
From non-renewable sources		
Total electricity consumption (D)	152,785.00 GJ	187,290.74 GJ
Total fuel consumption (E)	410,682.99 GJ	348,535.80 GJ
Energy consumption through other sources (F)	49,833.79 GJ	8,326.75 GJ
Total energy consumed from non-renewable sources (D+E+F)	613,301.78 GJ	544,153.29 GJ
Total energy consumed (A+B+C+D+E+F)	982,078.70 GJ	920,015.01 GJ
Energy intensity per rupee of turnover [Total energy consumed/ Revenue from operations in INR Lakh]	9.68	9.35
Energy intensity# per rupee of turnover adjusted for Purchasing Power Parity (PPP) [Total energy consumed/ Revenue from operations in INR Lakh adjusted for PPP] #using PPP index 20.34 & 20.66 - (IMF website)	196.98	193.19
Energy intensity in terms of physical output (Total Energy consumed / Production - GJ/MT)	9.06	8.21
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment and J. Sundharesan and Associates has given limited assurance on the said parameter.

2. Designated Consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India:

This particular section is not applicable, as the Company has not been identified as designated consumer under Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	201,829.00	207,274.58
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	201,829.00	207,274.58
Total volume of water consumption (in kilolitres)	201,829.00	207,274.58
Water intensity per rupee of turnover (Total water consumption / Revenue from operations in INR Lakh)	1.99	2.11
Water intensity* per rupee of turnover adjusted for purchasing Power Parity (PPP) [Total water consumption / Revenue from operations in INR Lakh adjusted for PPP] *using PPP index 20.34 & 20.66 - (IMF website)	40.48	43.52
Water intensity in terms of physical output [Total water consumption / Production -(KL / MT)]	1.86	1.85
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment and J. Sundharesan and Associates has given limited assurance on the said parameter.

4. Provide the following details related to water discharged:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	-	-
- With treatment – through ETP/STP (Primary, Secondary & Tertiary)	122,450	130,619
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	122,450	130,619

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment and J. Sundharesan and Associates has given limited assurance on the said parameter.

5. Mechanism for Zero Liquid Discharge:

Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.	The Company is endeavouring towards the implementation of a Zero Liquid Discharge (ZLD) framework within its water management systems. In alignment with its commitment to water stewardship and resource efficiency, proactive measures have been adopted to prevent potential contamination of water bodies and ensure sustainable water use across operations. Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) are installed at each facility, employing multi-stage treatment processes to manage both process effluents and domestic wastewater. Treated water is subsequently recirculated for industrial applications, leading to a significant reduction in freshwater withdrawal. Each unit is equipped with advanced treatment infrastructure and integrated pollution control systems. Through these initiatives, the Company continues to demonstrate leadership in industrial water conservation and strengthen resilience towards long-term water risks in the regions where it operates.
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6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
NOx	Tonnes	26.34	41.59
SOx	Tonnes	51.41	56.34
Particulate matter (PM)	Tonnes	59.06	80.67
Persistent organic pollutants (POP)	NA	-	-
Volatile organic compounds (VOC)	NA	-	-
Hazardous air pollutants (HAP)	NA	-	-
Others – please specify	NA	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Scope 1 emissions* (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	38,478.67	33,310.00
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	40,605.57	39,503.86
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in INR Lakh)		0.78	0.74
Total Scope 1 and Scope 2 emission intensity# per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in INR Lakh adjusted for PPP) #using PPP index 20.34 & 20.66 - (IMF website)		15.86	15.29
Total Scope 1 and Scope 2 emission intensity in terms of physical output		0.73	0.65
Total Scope 1 and Scope 2 emission intensity (optional)- the relevant metric may be selected by the entity		--	--

*During FY 2025–26, the Company emitted 25,424.83 MT (FY 2024-25 19785.38 MT) of biogenic CO₂ which is being reported separately and excluded from Scope 1 totals. These arise from sustainably sourced biofuels (i.e. Biomass, firewood, charcoal).

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment and J. Sundharesan and Associates has given limited assurance on the said parameter.

8. Project related to reducing Green House Gas emission:

Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.	The Company is committed to reducing its greenhouse gas (GHG) emissions by adopting cleaner and more sustainable operational practices. Key initiatives include the installation of solar photovoltaic (PV) systems to increase the use of renewable energy, deployment of energy-efficient equipment and technologies to optimize energy consumption, and gradual adoption of electric vehicles (EVs) to promote sustainable mobility. These measures support the Company's efforts to lower its carbon footprint, improve resource efficiency, and advance its long-term climate and sustainability objectives.
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9. Provide details related to waste management by the entity:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0	0
E-waste (B)	0.18	0.09
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	7.40	5.79
Radioactive waste (F)	NA	NA
Other Hazardous waste- (Sludge, contaminated cloth, filter, empty barrel & burned/ skimmed oil) (G)	33.17	32.48
Other Non-hazardous waste generated (H) (Canteen and Municipal waste) (Break-up by composition i.e. by materials relevant to the sector)	115.32	170.29
Total (A+ B + C + D + E + F + G + H)	156.07	208.65
Waste intensity per rupee of turnover [Total waste generated/ Revenue from operations in INR Lakh]	0.0015	0.0021
Waste intensity# per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations in INR Lakh adjusted for PPP) #using PPP index 20.34 & 20.66 - (IMF website)	0.0313	0.0438
Waste intensity in terms of physical output (Total Waste in MT / Total Production in MT)	0.00014	0.0019
Waste intensity (optional) – the relevant metric may be selected by the entity	--	--
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0	0
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	115.32	170.29
(iii) Other disposal operations	40.75	38.36
Total	156.07	208.65

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tirkha Consultants & Advisors LLP have undertaken the independent assessment and J. Sundharesan and Associates has given limited assurance on the said parameter.

10. Waste management practices adopted in the establishment:

Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company follows a circular economy approach by recycling post-consumer PET waste into value-added polyester products, thereby promoting resource efficiency and reducing plastic waste. Recycling processes are designed to maximize material recovery, while by-products generated during operations are reused or responsibly managed to minimize waste generation.

The Company is committed to environmentally responsible manufacturing practices and does not use hazardous or toxic chemicals in its PET recycling processes. This approach supports operational safety, regulatory compliance, and sustainable production.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details:

S. No	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
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The Company does not have any offices or operational sites in the vicinity of any ecologically sensitive area.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Considering the nature of the Business, this particular section is not applicable to the Company.

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances:

Yes

PRINCIPLE**7**

BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

**Essential Indicators:****1. A) Affiliations with trade and industry chambers/ associations:**

Number of affiliations with trade and industry chambers/ associations.

The Company is affiliated with nine trade and industry chambers/ associations.

B) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to:

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Confederation of Indian Industry (CII)	National
2.	Indian Industries Association (IIA)	National
3.	All India Plastics Manufactures' Association (AIPMA)	National
4.	The Synthetic & Rayon Textiles Export Promotion Council (SRTEPC)	National
5.	Pet Packaging Association for Clean Environment (PACE)	National
6.	Federation of Indian Export Organisations	National
7.	All India Recycle Fibre And Yarn Manufacturers	National
8.	Polyester Textile Apparel Industry Association	National
9.	Kumaun Garhwal Chamber of Commerce and Industry	State

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities:

Not applicable

PRINCIPLE

8

BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT



Essential Indicators:

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
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Not applicable as there were no projects for the reporting year that required undertaking an SIA under the applicable laws.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:

SL No	Name of project for which R&R is ongoing	State	District	No. of project-affected families	% of PAFs covered by R&R	Amount paid to PAFs in FY
Not applicable as there were no projects that required Rehabilitation and Resettlement (R&R)						

3. Community redressal mechanism:

Describe the mechanisms to receive and redress grievances of the community.	The Company maintains location-specific grievance redressal mechanisms to effectively address community concerns. As part of its engagement in education, sustainable infrastructure, healthcare, and skill development, the Company undertakes regular beneficiary consultations and provides multiple feedback channels managed by the CSR team. All grievances received are recorded, reviewed, and resolved through appropriate corrective measures, wherever necessary. No significant grievances were reported during the year.
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4. Percentage of input material (inputs to total inputs by value) sourced from suppliers: :

Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	0.59	0.37
Directly from within India	85.92	89.35

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent /on contract basis) in the following locations, as % of total wage cost:

Location	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Rural	39.28	37.99
Semi-Urban	-	-
Urban	31.49	32.29
Metropolitan	29.23	29.72

Note: Locations have been categorized as per RBI Classification System – rural/semi-urban/urban/metropolitan

PRINCIPLE
9
BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER
12 RESPONSIBLE
CONSUMPTION
AND PRODUCTION

15 LIFE
ON LAND

Essential Indicators:
1. Consumer Complaints and feedback:

Describe the mechanisms in place to receive and respond to consumer complaints and feedback

The Company has well-defined mechanisms for receiving, reviewing, and resolving customer complaints and feedback. The Marketing and Sales Department is responsible for managing the grievance redressal process through email and other communication channels. All complaints are evaluated based on their nature and validity, and appropriate corrective actions are initiated, wherever required. Product quality and supply-related concerns, including issues relating to recycled material specifications, are addressed on a priority basis to ensure timely and effective resolution.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Category	As a % of total turnover
Environmental and social parameters relevant to the product	Considering the Company's primary Business-to-Business (B2B) operating model through dealers and wholesalers, its products are not presently labelled with information on environmental and social parameters, including safe and responsible usage, recycling, and safe disposal. Accordingly, the turnover percentage for such products is 0%. The Company is taking steps to address this aspect of product labelling and will report on the same in subsequent disclosure cycles.
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Other	Nil	Nil	-	Nil	Nil	-

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	Nil	-
Forced recalls	Nil	-

5. Cyber security policy:

Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.	The Company has adopted a Cyber Security Policy that provides a structured framework for managing cyber security risks and protecting data privacy. The Policy sets out the requirements for safeguarding information systems, networks, and data, while clearly defining the roles and responsibilities of employees, contractors, and interns. It also establishes guidelines for the protection of confidential information, secure use of devices, safe email practices, password management, secure data transfer, and timely reporting of suspected cyber security incidents. The Information Technology team is responsible for implementing the Policy, conducting awareness and training programmes, and managing the investigation of cyber security incidents. The same can be accessed at: https://ganeshaecosphere.com/corporate-governance-policies
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6. Corrective Actions:

Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services	Not Applicable
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7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches:** Nil
- b. Percentage of data breaches involving personally identifiable information of customers:** Not applicable.
- c. Impact, if any, of the data breaches:** Not applicable

Limited Assurance Report

To,
Board of Directors,
Ganesha Ecosphere Limited
Village: Raipur Rania Kalpi Road, Kanpur Dehat,
Uttar Pradesh, India, 209304

Date: August 03, 2026

Limited Assurance Report regarding Business Responsibility and Sustainability Report prepared for the financial year April 01, 2025 to March 31, 2026.

In compliance with the Regulation 34(2)(f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Ganesha Ecosphere Limited ("The Company") has prepared its Business Responsibility & Sustainability Report (BRSR) which shall form part of the Annual Report of the Company for the financial year 2025-26.

J Sundharesan & Associates ("JSA") was engaged by the Company to provide assistance in reporting and independent assurance on certain identified sustainability indicators (summarised in Annexure A) in the BRSR format.

RESPECTIVE RESPONSIBILITIES

The Report content and its presentation are the sole responsibilities of the management of the Company. The Company's management is also responsible for the design, implementation, and maintenance of internal controls relevant to the preparation of the Report, so that it is free from material misstatement.

JSA's responsibility, as agreed with the management of the Company, is to provide assistance and assurance on the Report content as described in the 'Scope of assurance and methodology' section below. We do not accept or assume any responsibility for any other purpose or to any other person or organisation. Any reliance a third party may place on the Report is entirely at its own risk.

ASSURANCE STANDARD

JSA conducted this engagement in accordance with ISAE 3000 (Revised) and ISAE 3410 using a risk-based approach. Our engagement comprised a combination of desktop review, interaction with key personnel, document verification, and analytical procedures. Specifically, the engagement team undertook the following activities:

- Assessment of the suitability, comprehensiveness, reliability, and accuracy of the applicable reporting criteria and disclosure framework adopted by the Company.
- Review and examination of the data management systems, data flow processes, and reporting systems adopted by the Company for sustainability data.
- Application of analytical procedures and verification of source documents, supporting calculations, and underlying records on a sample basis for the compilation and reporting of the KPIs.
- Assessing the aggregation process of data at the corporate office and Registered office level.
- Reconciliation of reported figures with audited financial statements and internal management information systems wherever applicable.
- Critical review of the Report regarding the plausibility and consistency of qualitative and quantitative information related to the KPIs.
- Evaluation of the design and implementation of internal controls for collecting, managing, and reporting BRSR Core Indicators.

The assurance engagement considers an inherent uncertainty of $\pm 5\%$ based on the materiality threshold for estimation errors and omissions. Our opinion on financial indicators is based on the third-party audited financial reports of the Company. JSA verified data on a sample basis; the responsibility for the authenticity of the data entirely lies with the Company.

SCOPE AND BOUNDARY OF ASSURANCE

The scope of our assurance engagement includes an independent limited level of assurance of the BRSR Core Attributes and Key Performance Indicators (KPIs) as listed in Annexure I to this Statement, for the financial year 2025-26.

Reporting Boundary:

The reporting and assurance boundary covers the operations and facilities of Ganesha Ecosphere Limited on a standalone basis. The reporting boundary encompasses the following:

Entity / Boundary	Details
Legal Name	GANESHA ECOSPHERE LIMITED
CIN	L51109UP1987PLC009090
Registered Office	Village Raipur Rania, Kalpi Road, Kanpur Dehat, Uttar Pradesh- 209304
Reporting Period	01.04.2025 to 31.03.2026
Facilities / Units Covered	Registered office, Corporate Office and all Manufacturing units
Reporting Basis	Standalone
Stock Exchange Listing	NSE and BSE

The assurance scope excludes:

- Disclosures other than those mentioned in the assurance scope above.
- Data review outside the operational sites mentioned in the reporting boundary.
- Validation of any data and information other than those presented in the Findings and Conclusion section of this Statement.
- Forward-looking statements, product- or service-related information, and external information sources or expert opinions.
- The Company's statements that describe the expression of opinion, belief, aspiration, expectation, aim to future intention, and assertions related to intellectual property rights and other competitive issues.
- Strategy and other related linkages expressed in the Report.
- Mapping of the Report with reporting frameworks other than those mentioned in the Reporting Criteria above.
- Assessment of legal compliance; compliance with legal requirements is the responsibility of the Company.

LIMITATION TO OUR ENGAGEMENT

JSA did not perform any assurance procedures on the prospective information, such as targets, expectations and ambitions, disclosed in the Report. Consequently, JSA draws no conclusion on the prospective information. JSA expressly disclaims any liability or co-responsibility for any decision a person or entity would make based on this Assurance Statement.

OUR ASSURANCE TEAM AND INDEPENDENCE

JSA is a professional services firm providing corporate law advisory services for various fortune 500 Companies across India. Our assurance practitioners for this engagement are drawn from a dedicated Sustainability and ESG Team in the firm. This team mostly comprises of multidisciplinary professionals, with expertise across the domains of sustainability, global sustainability reporting standards and principles, and related assurance standards. As part of limited assurance engagement in accordance with the Standards, we exercise professional judgment and maintain professional scepticism throughout the engagement.

MANAGEMENT'S RESPONSIBILITY

The preparation and presentation of the Report, including the identification of stakeholders, the determination of material aspects, and the design and implementation of internal controls over sustainability reporting, is the sole responsibility of the management and Board of Directors of Ganesha Ecosphere Limited. JSA has not been involved in the preparation of any of the material included in the Report. The Company's management is responsible for:

- Maintaining processes and procedures for collecting, analyzing, and reporting the information in the Report;
- Ensuring the quality and consistency of information presented in the Report;

- Ensuring adherence to the applicable reporting criteria and standards referenced above;
- The authenticity of the underlying data provided to JSA for the purpose of this assurance engagement.

EXCLUSIONS

Our limited assurance scope excludes the following and therefore we do not express a conclusion on the same:

- Testing the operating effectiveness of management systems and controls;
- Performing any procedures over other information / operations of the Company / aspects of the report and data (qualitative or quantitative) included in the BRSR not agreed under this letter / scope of Assurance.
- The statements that describe expression of opinion, belief, aspiration, expectation, aim or future intentions provided by the Company and testing or assessing any forward-looking assertions and/or data.

FINDINGS AND CONCLUSION

In our opinion, based on the scope of this assurance engagement, the disclosures on BRSR Core KPI described in the BRSR report along with the referenced information provides a fair representation of the 9 attributes, and meets the general content and quality requirements of the BRSR.

In our view, the information presented by Ganesha Ecosphere Limited in its BRSR Report for the financial year 2025-26, in respect of the BRSR Core Indicators included within the scope of this assurance engagement, is complete, accurate, and reliable, and has been prepared in accordance with the reporting requirements specified in the BRSR Core framework and SEBI regulations.

USE AND DISTRIBUTION OF THIS STATEMENT

This Independent Limited Assurance Statement has been prepared solely for the management and Board of Directors of Ganesha Ecosphere Limited and for inclusion in the Company's BRSR Report for the financial year 2025-26. It should not be relied upon by any other party or for any other purpose. JSA does not accept or assume responsibility to anyone other than the Company for JSA's work, for this Statement, or for the conclusions expressed herein.

For J Sundharesan & Associates

J Sundharesan

Founder & Chief Advisor

FCS No.: 5229; CP No.: 5164

UDIN: F005229H001007439

Identified Sustainability Indicators under the BRSR reporting framework:

Annexure I

Principle / Indicator Reference	Parameter
BRSR, Section C, Principle 1, E.8	Number of days of account payable
BRSR, Section C, Principle 1, E.9	Openness of Business
BRSR, Section C, Principle 3, E.1	Measures towards well-being of employees
BRSR, Section C, Principle 3, E.11	Safety related incidents
BRSR, Section C, Principle 5, E.3	Gross wages paid to Female as % of total wages paid by the entity
BRSR, Section C, Principle 5, E.7	Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
BRSR, Section C, Principle 6, E.1	Energy consumption
BRSR, Section C, Principle 6, E.3 & E.4	Water consumption and water discharge
BRSR, Section C, Principle 6, E.7	GHG Emissions (Scope 1 & 2)
BRSR, Section C, Principle 6, E.9	Waste generation and disposal
BRSR, Section C, Principle 8, E.4	Purchases of input material from MSME and from India
BRSR, Section C, Principle 8, E.5	Job creation in smaller towns
BRSR, Section C, Principle 9, E.7	Data Breaches

Financial Statements

Independent Auditor's Report

To
The Members of
Ganesha Ecosphere Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Ganesha Ecosphere Limited** ("the Company"), which comprise the balance sheet as at March 31, 2026, and the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at March 31, 2026, and its profit (financial performance including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Statements" section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key Audit Matter	How our audit addressed the key audit matter
Revenue Recognition (as described in note 2.d of the standalone financial statements)	
Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion insofar as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.	Our audit procedures with regard to revenue recognition included testing controls, automated and manual, around dispatches/deliveries, inventory reconciliations and circularization of receivable balances, testing of cut-offs and performing analytical review procedures.
Evaluation of pending litigations (as described in note 32.2 of the standalone financial statements)	
The Company has pending litigations for demand in dispute under various statutes which involves significant judgment to determine the possible outcome of these disputes.	We have obtained the details of litigations under various statutes for the year ended March 31, 2026 from the management. We have reviewed the management's underlying assumptions in estimating the provisions in respect to the disputed matters and the possible outcome of the disputes. We have also reviewed the legal precedence, where available, and other documents provided for review by the management in evaluating its position in these matters.

Key Audit Matter	How our audit addressed the key audit matter
	We have also reviewed the assumptions made by the management as at March 31, 2026 and evaluated whether any change was required on account of information and updates made available during the year.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs (financial position), profit (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the standalone financial statements by the Directors of the Company, as aforesaid.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. Further to our comments in Annexure A, as required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters

stated in paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- (c) The balance sheet, the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity dealt with by this report are in agreement with the books of accounts.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3) (b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (h) With respect to the other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its director's during the year is in accordance with the provisions of Section 197 of the Act read with Schedule V to the Act.

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - refer note 32.2;
 - ii. the Company has made provision, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

- iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026;
- iv. (a) the management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - refer note 49.0;
- (b) the management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - refer note 49.0;
- (c) based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) above contain any material misstatement;
- v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. With effect from April 1, 2025, the Company has migrated to an upgraded version of accounting software, "MICROSOFT DYNAMICS BUSINESS CENTRAL" from "MICROSOFT DYNAMICS NAV" which was hitherto, being used i.e. till March 31, 2025. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was enabled at database level from July 21, 2025, as described in note 44 to the standalone financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting software to the extent it was enabled. Additionally, the audit trail in respect of the relevant prior years have been preserved by the company as per the statutory requirement for record retention to the extent it was enabled and recorded in those respective year, as stated in note 44 to the standalone financial statements.

For Narendra Singhanian & Co.
Chartered Accountants
Firm Reg No. 009781N

Narendra Singhanian
Partner

Membership No.: 087931
UDIN- 26087931RGOGVX2976

Place: New Delhi
 Date: May 21, 2026

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 1 under the heading of 'Report on Other Legal and Regulatory Requirements' of our report of even date to the Members of Ganesha Ecosphere Limited ("the Company") on the standalone financial statements as of and for the year ended March 31, 2026)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) A) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment and right of use assets on the basis of available information.
- B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) As explained to us, the property, plant and equipment are physically verified by the management, according to a phased programme designed to cover all the items over a

period of three years, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. Pursuant to the programme, a portion of property, plant and equipment has been physically verified by the management during the year and as informed to us, no material discrepancies were noticed on such physical verification.

- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) as disclosed in the standalone financial statements and included in the property, plant and equipment are held in the name of the Company except the following:

Description of item of property	Gross carrying value (₹ in Lakh)	Held in the name of	Whether promoter, director or their relative or employee	Property held since which date	Reason for not being held in the name of the Company
Office Building	277.84	Vatika IT Parks Private Limited	No	March 18, 2023	The possession and original agreement to sale of the property is in the name of the Company. Title deed registration is held up due to some local regulations.

- (d) The Company has not revalued its property, plant and equipment (including right of use assets) and intangible assets during the year.
- (e) According to the information and explanations given to us, no proceedings have been initiated during the year, or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) As explained to us, the physical verification of inventory, except goods in transit, has been conducted at reasonable intervals by the management during the year and, in our opinion, the coverage and procedure of such verification by management is appropriate having regard to the size of the Company & nature of its operations.
- (b) The Company has been sanctioned working capital limits in excess of ₹5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks in which there are no differences when compared with the unaudited books of accounts of the respective quarters.
- (iii) The Company has made investments and granted unsecured loans, and guarantees to its wholly owned subsidiaries, associates and other parties. However, the Company has not provided any advances in the nature of loans or security to any other party during the year.

- (a) The aggregate amount during the year and balance outstanding at the balance sheet date with respect to such loans, guarantees and securities to subsidiaries and other party are as per the table given below:

(₹ in Lakh)

Particulars	Loans	Guarantees
Aggregate amount granted/provided during the year:		
- Subsidiaries	22,968.71	37,273.71
- Associates	324.00	-
- Others	1,261.50	-
Balance outstanding as at the balance sheet date:		
- Subsidiaries	-	37,273.71
- Associates	250.00	-
- Others	2,758.75	-

- (b) In our opinion, and according to the information and explanations given to us, the investments made, guarantees provided and the terms and conditions of the grant of all loans and guarantees provided (including in earlier years) are, prima facie, not prejudicial to the interest of the Company.
- (c) The schedule of repayment of principal and payment of interest on the above loans has been stipulated and the repayments or receipts are regular.
- (d) There were no overdue amounts remaining outstanding as at the balance sheet date in respect of the above loans.
- (e) There were no loans granted which has fallen due during the year and which have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The Company has not granted any loans which are repayable on demand or without specifying any terms or period of repayment.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect to the loans given, investments made and guarantee provided by it during the year.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- (vi) Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148 (1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us, and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, duty of customs, cess and any other statutory dues to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the records of the Company, and as per the information and explanations given to us, there are no dues of provident fund, employees' state insurance, income-tax, goods and services tax, duty of customs, cess and any other statutory dues as at March 31, 2026, which have not been deposited on account of any dispute, except the following:

Name of the Statute	Nature of the Dues	Amount of demand (₹ in Lakh)	Amount paid (₹ in Lakh)	Period to which the amount relates	Forum where dispute is pending
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	188.96	18.90	Financial Year 2020-21	Appeal to be filed before GST tribunal
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	40.69	3.03	Financial Year 2019-20	Appeal to be filed before GST tribunal
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	9.86	0.89	Financial Year 2020-21	Joint Commissioner (Appeal), Dehradun, Uttarakhand
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	2.37	0.13	Financial Year 2021-22	The Appellate Authority, GST Commissionerate, Coimbatore
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	5.75	0.30	Financial Year 2021-22	Additional Commissioner (Appeals), Kanpur
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	1,794.61	65.62	Financial Year 2021-22	Additional Commissioner Appeals, Moradabad
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	13.61	0.42	Financial Year 2018-19	Additional Commissioner (Appeals), Kanpur
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	281.85	8.79	Financial Year 2018-19	Additional Commissioner (Appeals), Kanpur
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	4.77	-	Financial Year 2019-20	Appeal to be filed before Additional Commissioner
Integrated Goods and Services Tax Act, 2017	Goods and Service Tax	42.20	-	Financial Year 2019-20	Appeal to be filed before Additional Commissioner
Customs Act, 1962	Custom Duty	397.92	193.96	Financial Year 2017-18 and 2018-19	Customs, Excise & Service Tax Appellate Tribunal, Prayagraj

- (viii) According to the information and explanations given to us, and based on our examination of the records of the Company, there are no transactions which have not been recorded in the books of account and which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) Based on our audit procedures, and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) Based on our audit procedures, and according to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion, and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- (d) Based on our audit procedures, and according to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company during the year.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.
- (f) Based on our audit procedures, and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associates. Accordingly, the reporting under Clause 3(ix)(f) of the said Order is not applicable to the Company during the year.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the said Order is not applicable to the Company during the year.

- (b) The Company has made a preferential allotment of 13,39,000 fully Paid-up Equity Shares to an entity belonging to promoter and promoter group of the Company pursuant to the exercise of the right of conversion of 13,39,000 warrants into Equity Shares and according to the information and explanation given to us and based on our examination of records, the Company has complied with the requirement of section 42 and section 62 of the Companies Act, 2013. (refer note 45.0). In our opinion and according to the information and explanations given to us, the company has utilized funds raised by way of preferential allotment of shares for the purposes for which they were raised.
- Further, the Company has not made any preferential allotment or private placement of convertible debentures during the year.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given to us, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- (b) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given to us, we report that no report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given to us, there are no whistle-blower complaints received by the Company during the year.
- (xii) In our opinion, and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of Clause 3(xii) (a), (b) and (c) of the said Order are not applicable to the Company.
- (xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Ind AS 24, Related Party Disclosures specified under Section 133 of the Act.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the internal auditor for the period under audit have been considered by us.
- (xv) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with any of its Directors or persons connected with them covered under Section 192 of the Act. Accordingly, the reporting under Clause 3(xv) of the said Order is not applicable to the Company during the year.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi)(a) of the said Order are not applicable to the Company.
- (b) The Company has not conducted any non-banking financial/housing finance activities during the year.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the provisions of Clause 3(xvi)(c) of the said Order are not applicable to the Company.
- (d) According to the information and explanations given to us, there is one Core Investment Company as a part of the Group.
- (xvii) The Company has not incurred any cash losses in the current financial year or in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the said Order is not applicable to the Company during the year.

- (xix) According to the information and explanations given to us and on the basis of financial ratios (refer note 42.0), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans, and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub-section 5 of section 135 of the Act. This matter has been disclosed in note 34 to the standalone financial statements.
- (b) All amounts that are unspent under sub-section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with provisions of sub-section (6) of section 135 of the said Act. This matter has been disclosed in note 34 to the standalone financial statements.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of the audit of standalone financial statements.

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg No. 009781N

Narendra Singhania
Partner
Membership No.: 087931
UDIN- 26087931RGOGVX2976

Place: New Delhi
 Date: May 21, 2026

Annexure ‘B’ to the Independent Auditor’s Report

(Referred to in paragraph 2(g) under the heading of ‘Report on Other Legal and Regulatory Requirements’ of our report of even date to the Members of Ganesha Ecosphere Limited on the standalone financial statements as of and for the year ended March 31, 2026)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Ganesha Ecosphere Limited** (“the Company”) as of and for the year ended March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information, and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal

control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg No. 009781N

Narendra Singhania
Partner

Membership No.: 087931
UDIN- 26087931RGOGVX2976

Place: New Delhi
Date: May 21, 2026

Standalone Balance Sheet as at March 31, 2026

(₹ in Lakh)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3.1	23,713.76	23,566.88
(b) Capital work-in-progress	3.2	-	1,277.60
(c) Right of use assets (ROU)	3.3	115.30	116.91
(d) Intangible assets	4.1	105.38	36.37
(e) Intangible assets under development	4.2	-	30.00
(f) Financial assets:			
(i) Investment in subsidiaries	5.1	76,916.63	35,494.97
(ii) Investment in others	5.2	1,817.14	2,038.00
(iii) Loans	5.3	542.75	19,932.14
(iv) Others	5.4	687.64	610.53
(g) Other non-current assets	6.0	15.55	120.26
Sub-total		1,03,914.15	83,223.66
(2) Current assets			
(a) Inventories	7.0	16,843.37	23,306.05
(b) Financial assets:			
(i) Investments	8.1	812.24	2,004.41
(ii) Trade receivables	8.2	13,277.45	10,776.58
(iii) Cash and cash equivalents	8.3	10,687.87	10,866.76
(iv) Bank balances other than (iii) above	8.4	147.26	222.03
(v) Loans	8.5	2,512.58	4,509.13
(vi) Others	8.6	75.53	637.08
(c) Current tax assets (net)	10.0	104.69	-
(d) Other current assets	9.0	6,516.18	3,346.91
(3) Assets held for sale/ disposal	11.0	23.97	-
Sub-total		51,001.14	55,668.95
TOTAL ASSETS		1,54,915.29	1,38,892.61
EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	12.0	2,679.60	2,545.70
(b) Other equity	13.0	1,27,041.12	1,13,444.02
Sub-total		1,29,720.72	1,15,989.72
(2) Liabilities			
(2A) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14.0	89.54	83.17
(b) Deferred tax liabilities (net)	20.0	1,487.56	1,726.50
(c) Government grants	15.2	410.31	408.41
(d) Provisions	18.1	1,071.92	849.02
Sub-total		3,059.33	3,067.10
(2B) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	14.0	11,848.99	10,642.97
(ii) Trade payables:			
Total outstanding dues of micro enterprises and small enterprises	16.1	72.49	29.53
Total outstanding dues of creditors other than micro enterprises and small enterprises	16.1	6,038.17	5,492.71
(iii) Other financial liabilities	16.2	2,916.56	2,577.13
(b) Government grants	15.1	54.31	50.53
(c) Other current liabilities	17.0	640.08	462.85
(d) Provisions	18.2	564.64	438.53
(e) Current tax liabilities (net)	19.0	-	141.54
Sub-total		22,135.24	19,835.79
TOTAL EQUITY AND LIABILITIES		1,54,915.29	1,38,892.61
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.

Chartered Accountants

Firm Reg. No. 009781N

Narendra Singhania

Partner

Membership No.: 087931

For and on behalf of the Board of Directors

Sharad Sharma

Managing Director

DIN: 00383178

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Place: Kanpur

Date: May 21, 2026

Shyam Sunder Sharmma

Chairman

DIN: 00530921

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Standalone Statement of Profit and Loss for the year ended March 31, 2026

(₹ in Lakh)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I INCOME			
Revenue from operations	21.0	1,01,410.25	98,387.91
Other income	22.0	3,980.02	3,314.13
Total income		1,05,390.27	1,01,702.04
II EXPENSES			
Cost of materials consumed		65,979.69	64,656.71
Purchases of stock-in-trade		958.36	686.33
Changes in inventories of finished goods, stock-in-trade and work-in-progress	23.0	4,094.54	(751.37)
Employee benefits expenses	24.0	7,444.48	6,798.62
Finance costs	27.0	690.64	478.48
Depreciation and amortization expense	26.0	2,537.49	2,376.40
Other expenses	25.0	17,238.40	17,447.34
Total expenses		98,943.60	91,692.51
III Profit before tax (I-II)		6,446.67	10,009.53
IV Tax expense:	28.1		
Current tax		1,790.32	2,527.48
Deferred tax credit		(126.89)	(66.02)
Total tax expense		1,663.43	2,461.46
V Profit for the year (III-IV)		4,783.24	7,548.07
VI Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement gain/ (loss) on defined benefit obligations		6.13	(7.99)
Re-measurement loss on financial instrument (Equity)		(759.82)	(450.23)
Less: Income-tax relating to above items	28.1	112.05	69.32
		(641.64)	(388.90)
VII Total comprehensive income for the year (V+VI)		4,141.60	7,159.17
VIII Earnings per share			
Basic (face value of ₹10 per equity share)	30.0	18.12	29.78
Diluted (face value of ₹10 per equity share)		18.08	29.15
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.**Chartered Accountants****Firm Reg. No. 009781N****Narendra Singhania****Partner****Membership No.: 087931****For and on behalf of the Board of Directors****Sharad Sharma**

Managing Director

DIN: 00383178

Shyam Sunder Sharmma

Chairman

DIN: 00530921

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Place: Kanpur

Date: May 21, 2026

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Standalone Cash Flow Statement for the year ended March 31, 2026

(₹ in Lakh)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash flow from operating activities:			
Profit before tax as per statement of profit and loss		6,446.67	10,009.53
Adjustments for:			
Depreciation and amortization expense		2,537.49	2,376.40
Share based payment expenses		-	202.07
Loss/ (profit) on sale/discard of property, plant and equipment (net)		269.92	(13.66)
Allowance for expected loss on trade and other receivables (net)		108.65	8.37
Liabilities no longer required written back		(10.51)	(1.02)
(Gain)/ loss on foreign currency fluctuations and translations (net)		(12.87)	0.24
Interest expense		643.66	416.08
Interest income		(3,293.64)	(2,739.22)
Loss on sale of investments		13.81	32.07
Fair value gain on financial assets		(3.67)	-
Fair value gain on preference shares		(421.66)	(399.76)
Dividend on preference shares		(65.00)	(65.00)
Amortization of Government grants		(54.43)	(54.68)
Operating profit before working capital changes		6,158.42	9,771.42
Movements in working capital:			
Increase in trade receivables		(2,544.40)	(454.58)
Increase in other receivables and prepayments		(3,145.56)	(1,625.34)
Decrease/(increase) in inventories		6,462.68	(2,705.37)
Increase in trade payables		578.20	397.97
Increase/(decrease) in other payables		449.43	(96.01)
Increase in provisions		355.15	124.97
Cash generated from operations		8,313.92	5,413.06
Direct taxes paid (net of refunds)		(2,036.55)	(2,466.31)
Net cash flow generated from operating activities (A)		6,277.37	2,946.75
B. Cash flow from investing activities			
Purchase of property, plant and equipment		(1,530.53)	(2,356.71)
Purchase of intangible assets		(57.05)	(61.26)
Proceeds from sale of property, plant and equipment		83.49	66.70
Investment in subsidiaries		(41,000.00)	(20,000.00)
Investment in others		(1,026.95)	(1,895.60)
Proceeds from sale of investments		1,670.03	720.00
Loan repaid by subsidiaries (net)		22,310.91	6,837.98
Loan (given to)/ repaid by other related parties (net)		(305.72)	11.07
Loan given to body corporate		(426.75)	(1,820.35)
Loan given to associate company		(250.00)	-
Fixed deposits made		(10.50)	(6,044.63)
Fixed deposits matured		74.95	16,364.54
Interest received		3,847.16	2,495.61
Net cash flow used in investing activities (B)		(16,620.96)	(5,682.65)

Standalone Cash Flow Statement for the year ended March 31, 2026 (contd.)

(₹ in Lakh)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
C. Cash flow from financing activities			
Proceeds from issue of share capital (including share premium thereon)		10,393.28	853.87
Repayment of non-current borrowings (other than related parties)		(194.90)	(30.18)
Proceeds from current borrowings (net) (other than related parties)		1,831.52	10,017.47
(Repayment of)/ proceeds from borrowings to related parties (net)		(442.80)	414.30
Dividend paid to equity shareholders		(803.88)	(1,140.61)
Interest paid		(618.52)	(389.53)
Net cash flow generated from financing activities (C)		10,164.70	9,725.32
Net (decrease)/increase in cash and cash equivalents (A+B+C)		(178.89)	6,989.42
Cash and cash equivalents at the beginning of the year		10,866.76	3,877.34
Cash and cash equivalents at the end of the year	8.3	10,687.87	10,866.76
Notes:			
The above cash flow statement has been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.			
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N

Narendra Singhania
Partner
Membership No.: 087931

Place: New Delhi
Date: May 21, 2026

For and on behalf of the Board of Directors

Sharad Sharma
Managing Director
DIN: 00383178

Shyam Sunder Sharmma
Chairman
DIN: 00530921

Bharat Kumar Sajnani
Company Secretary
FCS: 7344

Gopal Agarwal
Chief Financial Officer
FCA: 075080

Place: Kanpur
Date: May 21, 2026

Standalone Statement of Changes in Equity for the year ended March 31, 2026

A. Equity share capital

(₹ in Lakh)

As at April 1, 2024	2,534.70
Changes in equity share capital during the year	11.00
As at March 31, 2025	2,545.70
Changes in equity share capital during the year (refer note 45.0)	133.90
As at March 31, 2026	2,679.60

B. Other equity

(₹ in Lakh)

Particulars	Reserves and surplus							Total
	Capital redemption reserve	Capital reserve	Share based payment reserve	Securities premium	Convertible share warrants	General reserve	Retained earnings	
Balance as at April 1, 2024	450.00	225.28	14.86	47,598.03	3,750.00	264.13	54,078.22	1,06,380.52
Allotment of equity shares	-	-	-	1,127.50	-	-	-	1,127.50
Share based payment expense	-	-	202.07	-	-	-	-	202.07
Share options exercised during the year	-	-	(11.79)	-	-	11.79	-	-
Issue of shares upon conversion of warrants	-	-	-	-	(284.63)	-	-	(284.63)
Profit for the year	-	-	-	-	-	-	7,548.07	7,548.07
Other comprehensive loss for the year	-	-	-	-	-	-	(388.90)	(388.90)
Total comprehensive income for the year	-	-	-	-	-	-	7,159.17	7,159.17
Dividend paid	-	-	-	-	-	-	(760.41)	(760.41)
Interim dividend paid	-	-	-	-	-	-	(380.20)	(380.20)
Balance as at March 31, 2025	450.00	225.28	205.14	48,725.53	3,465.37	275.92	60,096.78	1,13,444.02
Allotment of equity shares (refer Note 45.0)	-	-	-	13,724.75	-	-	-	13,724.75
Share options exercised during the year (refer note 43.0)	-	-	(130.24)	-	-	130.24	-	-
Issue of shares upon conversion of warrants	-	-	-	-	(3,465.37)	-	-	(3,465.37)
Profit for the year	-	-	-	-	-	-	4,783.24	4,783.24
Other comprehensive loss for the year	-	-	-	-	-	-	(641.64)	(641.64)
Total comprehensive income for the year	-	-	-	-	-	-	4,141.60	4,141.60
Dividend paid	-	-	-	-	-	-	(803.88)	(803.88)
Balance as at March 31, 2026	450.00	225.28	74.90	62,450.28	-	406.16	63,434.50	1,27,041.12

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Narendra Singhania & Co.

Chartered Accountants

Firm Reg. No. 009781N

Narendra Singhania

Partner

Membership No.: 087931

For and on behalf of the Board of Directors

Sharad Sharma

Managing Director

DIN: 00383178

Shyam Sunder Sharmma

Chairman

DIN: 00530921

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Place: Kanpur

Date: May 21, 2026

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

1.0 Corporate information

Ganesha Ecosphere Limited ("the Company") is a public limited company, incorporated and domiciled in India, listed on the National Stock Exchange of India Limited and the Bombay Stock Exchange Limited. The address of the registered office is Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.). The Company is a leading PET Waste recycling company in India and is mainly engaged in the manufacturing of Recycled Polyester Staple Fibre (RPSF), Spun Yarn and Dyed Texturised Yarn.

2.0 Summary of Material Accounting Policies

a) Basis of preparation

(i) Compliance with Indian Accounting Standards

These Standalone financial statements have been prepared in accordance with the Indian Accounting Standards ('IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

The accounting policies have been applied consistently to all the periods presented in the financial statements.

(ii) Historical cost convention

The financial statements have been prepared on an accrual basis under historical cost convention with the exception of certain financial assets and liabilities that are required to be carried at fair values at the end of each reporting period by Ind AS.

(iii) Current versus non-current classification

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criterion set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be of 12 months for the purpose of current and non-current classification of assets and liabilities.

(iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakh as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

b) Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions, based upon the best knowledge of current events and actions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of incomes and expenses during the reported period. Actual results may differ from those estimates. Any difference between the actual results and the estimates are recognized in the period in which the results are known/ materialized.

c) Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Indian rupee ('₹'), which is Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognized in the statement of profit and loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the statement of profit and loss. Exchange differences, in respect of foreign currency borrowings taken for acquiring qualifying assets included in property, plant and equipment, to the extent it is an adjustment to interest cost, has been capitalized. Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2017 which are related to the acquisition of qualifying assets are adjusted in the carrying cost of such assets.

d) Revenue recognition

The Company derives revenues primarily from sale of manufactured goods, traded goods and related services.

The specific criterion for each of the Company's activities has been stated below:

(i) Sale of goods

Revenue is recognized upon transfer of control of promised goods to customers (i.e. when performance obligation is satisfied) for an amount that reflects the consideration which the Company expects to receive in exchange for those products. The Company does not expect to have

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

any contracts where the period between the transfer of promised goods to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the value of money.

Revenue is measured based on transaction price, which is the consideration, adjusted for trade discounts such as cash discounts, volume discounts or any other price concession as may be agreed with the customers. Revenues also excludes Goods and Services Tax (GST) or any other tax collected from customers.

(ii) Job work receipts

Revenue from job work is recognized at the time of dispatch of material.

(iii) Export incentives

Export incentives under various schemes are accounted for in the year of export.

(iv) Recycling credits income

Income is recognized in the year in which the certificate is issued or when there is virtual certainty to realize the credits in subsequent period.

(v) Interest income

Interest income is recognized on time proportion accrual basis using the applicable/ effective interest rate.

(vi) Insurance claims

Insurance claims are accounted only when there is reasonable certainty of its ultimate collection. Insurance claim receivable is recognized as a separate asset, but only when the ultimate recovery is reasonably certain.

(vii) Dividend income on preference shares

Dividend income on investment in preference shares of subsidiary company is recognized on a time proportion accrual basis using the applicable coupon rate.

e) Government grants

Government grant/subsidies are measured at amounts receivable from the government and are recognized as income when there is a reasonable assurance that the subsidy will be received, amount is fairly ascertainable and all attached conditions will be complied with. When the subsidy relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, which are intended to be compensated, are expensed and it is classified under other operating income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to the statement of profit and loss on a straight line basis over the expected lives of related assets and are presented within other income.

Export Promotion Capital Goods ("EPCG") scheme allows import of certain capital goods at zero/ concessional duty subject to an export obligation for the duty saved. The duty saved on capital goods under EPCG scheme is treated as a Government grant and is recognised as income spread equally over the expected useful life of the related asset.

In case of interest free/ concessional loan provided by Government, the loan or assistance is initially recognised and measured at fair value and the Government grant is measured as the difference between the initial fair value of the loan and the proceeds received. The loan or assistance is subsequently measured as per the accounting policy applicable to financial liabilities.

f) Taxes

(i) Current income-tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

(ii) Deferred income-tax

Deferred income-tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income-tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income-tax assets are realised or the deferred income-tax liabilities are settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to off set current tax assets and liabilities. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

Current and deferred tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

g) Non-current assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and a sale is considered as highly probable. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Asset classified as held for sale are presented separately in the Balance Sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

h) Property, plant and equipment (including Capital work-in-progress)

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

Property, plant and equipment which are not ready for their intended use are disclosed under capital work-in-progress. Expenditure during construction period (including borrowing cost relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects/ assets, including trial run expenses (net of revenue) are treated as pre-operative expenses, pending allocation to the assets, and

are included under capital work-in-progress. These expenses are apportioned to related property, plant and equipment on commencement of commercial production. Capital work-in-progress is stated at the amount expended up to the date of the balance sheet.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided on Written Down Value Method ('WDV') except in respect of buildings and plant & equipment of Kanpur Unit and Temra (Bilaspur) Unit, where depreciation is provided on Straight Line Method ('SLM').

The Company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believes that the useful life of assets are same as those prescribed in Schedule II to the Act, except for certain plant & equipment, wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II to the Act.

Useful life considered for calculation of depreciation for various assets class are as follows:

Assets	Useful life
Buildings	30 – 60 years
Roads (capitalised under buildings)	10 years
Continuous process plant (plant & equipment)	18 years
Rooftop solar panels (part of plant & equipment)	10 years
Other plant & equipment	5-15 years
Furniture and fixtures	5-10 years
Office equipment (including computers, computers equipment and servers)	3-10 years
Vehicles	6-10 years

Residual value of tangible assets is considered to be not more than 5% of the cost of the asset.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

i) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairments, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use. Intangible assets which are not ready for their intended use are disclosed as intangible assets under development and are stated at the amount expended up to the date of the balance sheet.

The Company amortizes computer software and technical know-how using the straight line method over the period of 5 years.

The amortization period and the amortization method for an intangible asset are reviewed at each financial year end and adjusted prospectively, if appropriate.

j) Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in the statement of profit and loss over the period of the borrowings using the effective interest method.

k) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets, which takes substantial period of time to get ready for its intended use, are capitalized. All other interest and borrowing costs are charged to the statement of profit and loss. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

l) Lease

The Company assesses at contract inception whether a contract is, or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases (that do not contain purchase option) and leases of low value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use Assets (ROU Assets)

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date on which the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation/ amortization and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated/ amortized on a straight-line basis over the shorter of the lease term and estimated useful lives of the assets, as estimated by the management. Leasehold land has been amortized over the lease term of 90 years.

(ii) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payment less any lease incentives receivable, variable lease payments that depend on an index or a rate and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognized as expense (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate is implicit in the lease not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The lease payments on short-term leases and lease of low-value assets are recognized as expense on a straight-line basis over the lease term.

m) Inventories

(i) Measurement of Inventory

Inventories of raw material, stores & spares, work-in-progress, finished goods and stock-in-trade (including

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

goods-in-transit) are stated at cost or net realizable value, whichever is lower. Waste & scrap is valued at net realizable value.

(ii) Cost of Inventories

Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of purchase of inventories comprise the purchase price, import duties and other non-recoverable taxes, and transport, handling and other costs directly attributable to the acquisition of inventory items. Trade discounts, rebates and other similar items are deducted in determining the costs of purchase.

The cost of conversion of inventories include costs directly related to the units of production and a systematic allocation of fixed and variable production overheads that are incurred in converting material into finished goods.

Cost of inventories is ascertained on the 'weighted average' basis except stock-in-trade, where cost is ascertained on first-in-first-out (FIFO) basis.

(iii) Net realizable value

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Net realizable value is ascertained for each item of inventories with reference to the selling prices of related finished products. Estimate of net realizable value of finished goods and stock-in-trade are based on the most reliable evidence, available at the time the estimates are made, of the amount the inventories are expected to realize. These estimates take into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period. Materials and other supplies held for use in the production of the inventories are not written down below cost if the finished products in which they will be used are expected to be sold at or above cost.

Amount of write down of the inventories below cost is recognized as an expense as and when the event occurs.

n) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses, if any, are recognized in the statement of profit and loss. Non-financial assets that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

o) Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resource is remote.

Provisions and contingent liabilities are reviewed at each balance sheet date.

p) Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service, are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

(ii) Other long-term employee benefit

The liabilities for earned leave, that are not expected to be settled wholly within 12 months, are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund, family pension fund and employee's state insurance

(a) Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefits expenses in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

(b) Defined contribution plans

Defined contribution plans such as contributions to provident fund, family pension fund and employee's state insurance are made to the funds administered by the Government of India, and are recognized as an expense when employees have rendered service entitling them to the contributions.

(iv) Employee share based payments

The Company operates equity settled share-based plan for the employees (referred to as employee stock option scheme (ESOS). ESOS granted to the employees are measured at fair value of the stock options at the grant date. Such fair value of the equity settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity shares that will eventually vest, with a corresponding increase in other equity (share based payment reserve). At the end of each reporting period, Company revises its estimate of number of equity shares expected to vest. The impact of the revision of the original estimates, if any, is recognized in the Statement of profit and loss such that cumulative expense reflects the revision estimate, with a corresponding adjustment to the share based payment reserve.

The fair value of employee stock options is measured using the Black-Scholes model. Measurement inputs include share price on grant date, exercise price of the option, expected volatility (based on weighted average historical volatility), expected life of the options, expected dividends and the risk free interest rate (based on government bonds).

q) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash at banks and on hand, bank overdrafts and short-term deposits with an original maturities of three months or less, which are subject to an insignificant risk of changes in value.

r) Investment in subsidiaries

A subsidiary is an entity controlled by the Company.

Non-current investment in equity shares of subsidiaries is recognized at cost, unless there are indications of a permanent diminution in the value of investment, as per Ind AS 27. The cost comprises price paid to acquire investment and directly attributable cost. Non-current investments in preference

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

shares and compulsory convertible debentures of subsidiaries is recognized at fair value through profit and loss.

s) Investment in joint ventures and associates

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. An associate is an entity over which the Company has significant influence.

The investment in joint ventures and associates are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

t) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed to statement of profit and loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date on which the Company commits to purchase or sell the asset.

Subsequent measurement

Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. For the purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss

Financial assets at amortized cost (debt instruments)

A 'financial asset' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss.

Financial assets at FVTOCI (debt instrument)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial assets designated at fair value through OCI (equity instruments)

In the case of equity instruments which are not held for trading and where the Company has taken irrevocable election to present the subsequent changes in fair value in other comprehensive income, these elected investments are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Equity instruments through other comprehensive income' under the head 'Other Equity'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. The Company makes such election on an instrument -by-instrument basis.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Dividends are recognized as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Financial assets at FVTPL (equity instruments)

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognized in the statement of profit and loss.

In case of equity instruments which are held for trading are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognized in the statement of profit and loss when the right of payment has been established.

Investment in Subsidiaries

Investment in subsidiaries is carried at cost in the separate financial statements.

Investment in joint ventures and associates

Investment in joint ventures and associates is carried at cost.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, trade receivables and other contractual rights to receive cash or other financial asset.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the lifetime expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

For trade receivables, the Company follows “simplified approach for recognition of impairment loss. The application of simplified approach does not require the Company to track changes in credit risk.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities at amortized cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another financial liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

u) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

(ii) Diluted earnings per share

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders of the Company and weighted average number of equity shares outstanding during the year are adjusted for the effect of all potentially dilutive equity shares.

v) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2026, MCA has notified following Amendment to Ind AS, applicable to the Company w.e.f. 1st April, 2025.

- Ind AS – 21 The Effects of Changes in Foreign Exchange Rates Lack of Exchangeability
- Ind AS 12 - Income Taxes relating to International Tax Reform – Pillar Two Model Rules – Exception to recognition and disclosure of deferred tax.
- Amendments to Ind AS 7 – Cash flow statement and Ind AS 107 – Financial Instrument Disclosures relating to supplier finance arrangements
- Ind AS 1-Presentation of Financial Statements Classification of Liabilities as current or non- current and non- current liabilities with covenants.

The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its Standalone financial statements.

Notes to the Standalone Financial Statements

as at March 31, 2026

3.1 Property, plant and equipment

(₹ in Lakh)

Particulars	Freehold land	Buildings	Plant & equipment	Furniture & fixtures	Office equipment	Vehicles	Total
Gross block							
As at April 1, 2024	1,256.61	10,586.84	38,410.50	137.10	429.36	482.69	51,303.10
Additions	-	13.17	1,002.52	0.87	93.32	92.94	1,202.82
Disposals	-	-	(73.30)	-	-	(74.10)	(147.40)
As at March 31, 2025	1,256.61	10,600.01	39,339.72	137.97	522.68	501.53	52,358.52
Additions	-	711.91	2,058.47	0.29	132.93	114.53	3,018.13
Disposals	-	(188.12)	(862.53)	(10.75)	(215.04)	(53.63)	(1,330.07)
As at March 31, 2026	1,256.61	11,123.80	40,535.66	127.51	440.57	562.43	54,046.58
Accumulated depreciation							
As at April 1, 2024	-	3,909.50	21,839.75	113.45	333.70	327.18	26,523.58
Charge for the year	-	312.71	1,920.59	5.67	63.95	59.50	2,362.42
Disposals	-	-	(26.53)	-	-	(67.83)	(94.36)
As at March 31, 2025	-	4,222.21	23,733.81	119.12	397.65	318.85	28,791.64
Charge for the year	-	296.70	2,047.24	4.14	93.54	76.22	2,517.84
Disposals	-	(89.22)	(622.24)	(10.21)	(204.13)	(50.86)	(976.66)
As at March 31, 2026	-	4,429.69	25,158.81	113.05	287.06	344.21	30,332.82
Net block							
As at March 31, 2025	1,256.61	6,377.80	15,605.91	18.85	125.03	182.68	23,566.88
As at March 31, 2026	1,256.61	6,694.11	15,376.85	14.46	153.51	218.22	23,713.76

3.2 Capital work-in-progress (CWIP)

(₹ in Lakh)

CIWP ageing schedule	Amount of CWIP for the period				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2025					
Projects in progress	1,277.60	-	-	-	1,277.60
As at March 31, 2026					
Projects in progress	-	-	-	-	-

3.3 Right of use assets (ROU)

(₹ in Lakh)

Particulars	Total
Leasehold land	
Gross block	
As at April 1, 2024	126.59
Additions	-
Disposals	-
As at March 31, 2025	126.59
Additions	-
Disposals	-
As at March 31, 2026	126.59

Notes to the Standalone Financial Statements

as at March 31, 2026

3.3 Right of use assets (ROU) (Contd.)

(₹ in Lakh)

Particulars	Total
Accumulated amortization	
As at April 1, 2024	8.07
Charge for the year	1.61
Disposals	-
As at March 31, 2025	9.68
Charge for the year	1.61
Disposals	-
As at March 31, 2026	11.29
Net block as at March 31, 2025	116.91
Net block as at March 31, 2026	115.30

3.4 Refer note 32.1(a) for contractual commitment for the acquisition of property, plant and equipment.

3.5 There is no impairment loss during the year ending March 31, 2026 and March 31, 2025.

3.6 All the title deeds for the immovable properties are in the name of the Company except the following:

(₹ in Lakh)

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value (₹ in Lakh)	Held in the name of	Whether promoter, director or their relative or employee	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Office building	277.84	Vatika IT Parks Private Limited	No	March 18, 2023	The possession and original agreement to sale of the property is in the name of the Company. Title deed registration is held up due to some local regulations.

3.7 There is no capital work in progress as at March 31, 2026 and hence, related disclosure is not applicable.

4.1 Intangible assets

Particulars	Technical Knowhow	Software	Total
Gross block			
As at April 1, 2024	14.63	320.83	335.46
Additions	-	31.26	31.26
Disposals	-	-	-
As at March 31, 2025	14.63	352.09	366.72
Additions	-	87.05	87.05
Disposals	-	(70.08)	(70.08)
As at March 31, 2026	14.63	369.06	383.69

Notes to the Standalone Financial Statements

as at March 31, 2026

4.1 Intangible assets (Contd.)

Particulars	Technical Knowhow	Software	Total
Accumulated amortization			
As at April 1, 2024	14.63	303.35	317.98
Amortization for the year	-	12.37	12.37
Disposals	-	-	-
As at March 31, 2025	14.63	315.72	330.35
Amortization for the year	-	18.04	18.04
Disposals	-	(70.08)	(70.08)
As at March 31, 2026	14.63	263.68	278.31
Net block			
As at March 31, 2025	-	36.37	36.37
As at March 31, 2026	-	105.38	105.38

4.2 Intangible assets under development

(₹ in Lakh)

Ageing schedule for intangible assets under development	Amount of CWIP for the period				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2025					
Projects in progress	30.00	-	-	-	30.00
As at March 31, 2026					
Projects in progress	-	-	-	-	-

4.3 There is no impairment loss during the year ending March 31, 2026 and March 31, 2025.

4.4 Refer note 32.1(a) for contractual commitment for the acquisition of intangible assets.

4.5 There is no Intangible assets under development as at March 31, 2026 and hence, related disclosure is not applicable.

5.0 Non-current financial assets

5.1 Investment in subsidiaries*

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Numbers	Amount	Numbers	Amount
Investment in equity instrument of subsidiary companies (unquoted, valued at cost)				
In equity shares of ₹10 each fully paid up of Ganesha Ecopet Private Limited	11,50,00,000	11,500.00	11,50,00,000	11,500.00
In equity shares of ₹10 each fully paid up of Ganesha Ecotech Private Limited	11,50,00,000	11,500.00	11,50,00,000	11,500.00
In equity shares of Nepali rupee 100 each fully paid up of Ganesha Overseas Private Limited	24,00,000	1,495.74	24,00,000	1,495.74

Notes to the Standalone Financial Statements

as at March 31, 2026

5.0 Non-current financial assets (Contd.)

5.1 Investment in subsidiaries*

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Numbers	Amount	Numbers	Amount
Investment in compulsorily convertible cumulative preference shares of subsidiary companies (unquoted, valued at cost)				
In 6% preference shares of ₹100 each fully paid up of Ganesha Ecopet Private Limited	64,00,000	32,000.00	-	-
In 6% preference shares of ₹100 each fully paid up of Ganesha Ecotech Private Limited	18,00,000	9,000.00	-	-
Investment in cumulative redeemable preference shares of subsidiary company (unquoted, valued at fair value through profit and loss)				
In 1% preference shares of ₹100 each fully paid up of Ganesha Ecopet Private Limited	65,00,000	8,120.89	65,00,000	7,699.23
Investment in compulsorily convertible debentures of subsidiary company (unquoted, valued at cost)				
In zero coupon compulsorily convertible debentures of ₹100 each fully paid of Ganesha Ecotech Private Limited	33,00,000	3,300.00	33,00,000	3,300.00
Total		76,916.63		35,494.97

* Aggregate amount of unquoted investments in subsidiaries ₹76,916.63 Lakh (March 31, 2025: ₹35,494.97 Lakh). There is no impairment loss in the value of investment.

5.2 Investment in Others*

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Numbers	Amount	Numbers	Amount
5.2(a) Investment in equity instrument of associate company* (unquoted, valued at cost)				
In equity shares of ₹10 each fully paid up of Ganesha Recycling Chain Private Limited	34,79,000	833.00	29,40,000	294.00
Sub-total		833.00		294.00
5.2(b) Investment in equity instruments of others companies (valued at fair value through other comprehensive income)				
(i) Investment in equity instrument of others (quoted)				
In equity shares of ₹10 each fully paid up of Race Eco Chain Limited	4,54,989	391.52	4,55,000	1,151.38
(ii) Investment in equity instrument of others (unquoted)				
In equity shares of ₹10 each fully paid up of Amplus R.J. Solar Private Limited (under solar power purchase arrangement for captive consumption)	59,26,200	592.62	59,26,200	592.62
Sub-total		984.14		1,744.00
Total		1,817.14		2,038.00

Notes to the Standalone Financial Statements

as at March 31, 2026

5.0 Non-current financial assets (Contd.)

5.2 Investment in Others*

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Numbers	Amount	Numbers	Amount
Aggregate market value of quoted investments		391.52		1,151.38
Aggregate carrying value of unquoted investments		1,425.62		886.62

*There is no impairment loss in the value of investment.

5.3 Loans

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
5.3(a) Loans to related parties				
(i) Loan to subsidiaries				
- Ganesha Ecopet Private Limited (Maximum amount outstanding during the year ₹31,119.59 Lakh (March 31, 2025: ₹22,540.46 Lakh))	-		15,645.46	
- Ganesha Ecotech Private Limited (Maximum amount outstanding during the year ₹9,771.73 Lakh (March 31, 2025: ₹3,070.45 Lakh))	-	-	2,180.45	17,825.91
(ii) Loan to Ganesha Employees Welfare Trust ^ (Maximum amount outstanding during the year ₹511.65 Lakh (March 31, 2025: 467.00 Lakh))		511.65		205.93
5.3(b) Loans to others				
(i) Loan to a body corporate (given for meeting business requirement) (Maximum amount outstanding during the year ₹2,441.94 Lakh (March 31, 2025: ₹1,820.35 Lakh))		-		1,820.35
(ii) Loans to employees		31.10		79.95
Total		542.75		19,932.14
Break-up:				
Loans considered good - secured		-		-
Loans considered good - unsecured		542.75		19,932.14
Loans which have significant increase in credit risk		-		-
Loans - credit impaired		-		-
Total		542.75		19,932.14
Less: Allowance for expected credit loss		-		-
Total		542.75		19,932.14

^ Loan has been given for buying equity shares of the Company under Employees Stock Option Scheme.

Refer note 38.0 for information about credit risk and market risk of loans.

Notes to the Standalone Financial Statements

as at March 31, 2026

5.0 Non-current financial assets (Contd.)

5.4 Others

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with remaining maturity of more than twelve months*	21.96	10.90
Security deposits	397.00	395.95
Accrued dividend on preference shares	268.68	203.68
Total	687.64	610.53

*held under lien with banks against letter of credits & bank guarantees and with power distribution boards in lieu of security deposits amounting to ₹21.96 Lakh (March 31, 2025: ₹7.94 Lakh).

6.0 Other non-current assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	-	90.82
Prepaid expenses	15.55	29.44
Total	15.55	120.26

7.0 Inventories

(at lower of cost and net realisable value)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	6,566.02	9,044.68
Raw materials (in-transit)	-	8.42
Work-in-progress	1,081.77	1,433.20
Finished goods	5,974.54	9,948.33
Finished goods (in-transit)	1,015.78	771.76
Stock-in-trade	273.00	292.55
Stock-in-trade (in-transit)	6.43	0.22
Stores and spares	1,925.83	1,806.89
Total	16,843.37	23,306.05

Cost of inventories amounting to ₹194.95 Lakh (March 31, 2025: ₹497.15 Lakh) in respect of write-downs of inventory to net realisable value has been expensed out in the statement of profit and loss.

8.0 Current financial assets

8.1 Investments

(carried at fair value through profit and loss)

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of unit	Amount	No. of unit	Amount
(a) Investment in Mutual fund (quoted):				
SBI Liquid Fund direct growth	11,696.660	503.67	-	-
Sub-total		503.67		-

Notes to the Standalone Financial Statements

as at March 31, 2026

8.0 Current financial assets (Contd.)

8.1 Investments

(carried at fair value through profit and loss)

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of unit	Amount	No. of unit	Amount
(b) Investment in bonds & debentures (unquoted):				
7.74% SBI Series I Perpetual Bond	-	-	40.000	401.71
(units of ₹10,00,000 each)				
9.50% UBI Series XX Perpetual Bond	30.000	308.57	30.000	308.57
(units of ₹10,00,000 each)				
8.50% Canara Bank Series III Perpetual Bond	-	-	50.000	510.35
(units of ₹10,00,000 each)				
9.04% Bank of India Series VI Perpetual Bond	-	-	50.000	509.56
(units of ₹10,00,000 each)				
8.30% Canara Bank Series II Perpetual Bond	-	-	27.000	274.22
(units of ₹10,00,000 each)				
Sub-total		308.57		2,004.41
Total		812.24		2,004.41

Refer note 37.0 and 38.0 for information about fair value measurement, credit risk and market risk of investments.

8.2 Trade receivables

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	13,438.21	10,873.31
Less: Allowance for expected credit loss	(160.76)	(96.73)
Total	13,277.45	10,776.58
Break-up:		
Receivables considered good - secured	1,384.97	826.44
Receivables considered good - unsecured	11,926.03	9,950.14
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	127.21	96.73
	13,438.21	10,873.31
Less: Allowance for expected credit loss	(160.76)	(96.73)
Total	13,277.45	10,776.58

Notes:

- Trade receivable represents the amount of consideration, in exchange for goods or services transferred to the customers, that is unconditional. There are no contract assets and contract liabilities.
- No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person. Trade receivable of ₹3,851.40 Lakh (March 31, 2025: 240.94 Lakh) is due from a private company in which some directors of the Company are interested as director/member.
- Trade receivables include ₹Nil (March 31, 2025: ₹13.33 Lakh) due from a subsidiary company.
- Refer note 37.0 & 38.0 for information about fair value measurement, credit risk and market risk of trade receivables.
- Refer note 40.0 for ageing schedule of trade receivables.

Notes to the Standalone Financial Statements

as at March 31, 2026

8.0 Current financial assets (Contd.)

8.3 Cash and cash equivalents

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
- On current accounts	1,926.58	1,156.64
- Deposits with original maturity of less than three months	8,750.00	9,700.00
Cash on hand	11.29	10.12
Total	10,687.87	10,866.76

8.4 Bank balances other than cash and cash equivalents

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unclaimed dividend (Earmarked)	54.42	53.67
Deposits with remaining maturity of less than twelve months*	92.84	168.36
Total	147.26	222.03

*held under lien with banks against letter of credits and with power distribution boards in lieu of security deposits amounting to ₹80.37 Lakh (March 31, 2025: ₹141.62 Lakh)

8.5 Loans

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
8.5(a) Loans to related parties				
Loans to subsidiaries				
- Ganesha Ecopet Private Limited^	-		3,595.00	
- Ganesha Ecotech Private Limited^	-	-	890.00	4,485.00
Loan to associate company (given for meeting business requirement) (Maximum amount outstanding during the year ₹250.00 Lakh (March 31, 2025: NIL))		250.00		
8.5(b) Loans to others				
Loan to body corporates (given for meeting business requirement) (Maximum amount outstanding during the year ₹2,441.94 Lakh (March 31, 2025: ₹1,820.35 Lakh))		2,247.10		-
Loans to employees		15.48		24.13
Total		2,512.58		4,509.13
Break-up:				
Loans considered good - secured		-		-
Loans considered good - unsecured		2,512.58		4,509.13

Notes to the Standalone Financial Statements

as at March 31, 2026

8.0 Current financial assets (Contd.)

8.5 Loans

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
Total	2,512.58	4,509.13
Less: Allowance for expected credit loss	-	-
Total	2,512.58	4,509.13

[^] For maximum amount outstanding during the year, please refer Note 5.3 above.

Refer note 38.0 for information about credit risk and market risk of loans.

8.6 Other financial assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Interest receivable on fixed deposits and others	51.16	604.68
Security deposits	24.37	23.98
Mark to market of derivative financial instruments	-	8.42
Total	75.53	637.08

9.0 Other current assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advances to suppliers	2,115.49	1,390.14
Advances to employees and others	36.69	40.72
Prepaid expenses	331.84	295.76
Balances with Government authorities	2,992.97	915.07
Export incentives receivable	96.08	133.43
Pet recycling credits in hand	943.11	571.79
Sub-total	6,516.18	3,346.91
Unsecured, considered doubtful		
Advances to suppliers	43.04	26.34
Less: Allowance for expected credit loss	(43.04)	(26.34)
Sub-total	-	-
Total	6,516.18	3,346.91

10.0 Current tax assets (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax	104.69	-
Total	104.69	-

Notes to the Standalone Financial Statements

as at March 31, 2026

11.0 Assets held for sale/ disposal

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Discarded fixed assets held for sale/ disposal	23.97	-
Total	23.97	-

12.0 Share capital

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised		
3,40,00,000 (March 31, 2025: 3,40,00,000) equity shares of ₹10 each	3,400.00	3,400.00
21,50,000 (March 31, 2025: 21,50,000) preference shares of ₹100 each	2,150.00	2,150.00
Total	5,550.00	5,550.00
Issued, subscribed and fully paid up		
2,67,95,984 (March 31, 2025: 2,54,56,984) equity shares of ₹10 each	2,679.60	2,545.70
Total	2,679.60	2,545.70

Notes:-

i) Reconciliation of number of shares outstanding at the beginning and at the end of the year:

(₹ in Lakh)

Particulars	As at March 31, 2026 (Nos.)	As at March 31, 2025 (Nos.)
Equity shares		
As at the beginning of the year	2,54,56,984	2,53,46,984
Add: Shares issued during the year (refer note 45.0)	13,39,000	1,10,000
As at the end of the year	2,67,95,984	2,54,56,984

ii) The rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The Company has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

iii) Shares in the Company held by each shareholder holding more than five per cent:

(₹ in Lakh)

Name of the shareholders	As at March 31, 2026		As at March 31, 2025	
	Nos.	% holding	Nos.	% holding
Equity shares of ₹10/- each fully paid up				
GPL Finance Limited	36,62,809	13.67	23,23,809	9.13
SBI Mutual Fund	23,54,891	8.79	23,88,917	9.38
Shyam Sunder Sharmma	17,91,966	6.69	17,91,966	7.04
DSP Mutual Fund	7,48,301	2.79	14,27,129	5.61

Notes to the Standalone Financial Statements

as at March 31, 2026

12.0 Share capital (Contd.)

iv) Shares held by the promoters at the end of the year:

(₹ in Lakh)

Name of the Promoter	As at March 31, 2026			As at March 31, 2025		
	No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
Shyam Sunder Sharmma	17,91,966	6.69	-	17,91,966	7.04	(7.58)
Rajesh Sharma	10,95,529	4.09	-	10,95,529	4.30	-
Sharad Sharma	8,75,583	3.27	-	8,75,583	3.44	-
Vishnu Dutt Khandelwal	7,20,200	2.69	-	7,20,200	2.83	-
Vimal Sharma	4,91,738	1.84	-	4,91,738	1.93	-
Seema Sharma	3,03,560	1.13	-	3,03,560	1.19	-
Ratna Sharma	2,67,871	1.00	-	2,67,871	1.05	-
Shyam Sunder Sharmma HUF	1,07,000	0.40	-	1,07,000	0.42	-
Sandeep Khandelwal	2,04,501	0.76	-	2,04,501	0.80	-
Yash Sharma	1,32,445	0.49	-	1,32,445	0.52	-
Sharad Sharma HUF	94,731	0.35	-	94,731	0.37	-
Nirmal Khandelwal	46,875	0.17	-	46,875	0.18	-
Vishnu Dutt Khandelwal HUF	41,940	0.16	-	41,940	0.16	-
Rajesh Sharma HUF	23,250	0.09	-	23,250	0.09	-
Harsh Sharma	1,17,498	0.44	-	1,17,498	0.46	-
Hemant Sharma	77,568	0.29	-	77,568	0.30	-
Charu Khandelwal	21,449	0.08	-	21,449	0.08	-
Naveen Sharma	10,002	0.04	-	10,002	0.04	-
Kunjika Kaushal	6,237	0.02	-	6,237	0.02	-
GPL Finance Ltd.	36,62,809	13.67	57.62	23,23,809	9.13	4.97
Sandeep Yarns Pvt. Ltd.	4,46,300	1.67	-	4,46,300	1.75	-
Total	1,05,39,052	39.34		92,00,052	36.10	

- v) The Company has neither issued shares for a consideration other than cash/ bonus shares nor bought back any shares during the period of five years immediately preceding the reporting date.

13.0 Other equity

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital redemption reserve	450.00	450.00
Capital reserve	225.28	225.28
Share based payment reserve	74.90	205.14
Securities premium	62,450.28	48,725.53
Application money against convertible share warrants	-	3,465.37
General reserve	406.16	275.92
Retained earnings	63,434.50	60,096.78
Total	1,27,041.12	1,13,444.02

Notes to the Standalone Financial Statements

as at March 31, 2026

13.0 Other equity (Contd.)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Capital redemption reserve		
Opening balance	450.00	450.00
Adjustment during the year	-	-
Closing balance	450.00	450.00
(b) Capital reserve		
Opening balance	225.28	225.28
Adjustment during the year	-	-
Closing balance	225.28	225.28
(c) Share based payment reserve		
Opening balance	205.14	14.86
Share based payment expenses	-	202.07
Share options exercised during the year (refer note 43.0)	(130.24)	(11.79)
Closing balance	74.90	205.14
(d) Securities premium		
Opening balance	48,725.53	47,598.03
Received during the year	13,724.75	1,127.50
Closing balance	62,450.28	48,725.53
(e) Application money against convertible share warrants		
Opening balance	3,465.37	3,750.00
Issue of shares upon conversion of warrants (refer note 45.0)	(3,465.37)	(284.63)
Closing balance	-	3,465.37
(f) General reserve		
Opening balance	275.92	264.13
Addition for share options exercised during the year (refer note 43.0)	130.24	11.79
Closing balance	406.16	275.92
(g) Retained earnings		
Opening balance	60,096.78	54,078.22
Adjustment during the year:		
Net profit for the year	4,783.24	7,548.07
Other comprehensive loss (net) for the year	(641.64)	(388.90)
Dividend paid	(803.88)	(760.41)
Interim dividend paid	-	(380.20)
Closing balance	63,434.50	60,096.78
Total (a to g)	1,27,041.12	1,13,444.02

Nature and purpose of reserves

Capital redemption reserve

Capital redemption reserve was created for redemption of preference share capital and it is a non-distributable reserve.

Capital reserve

Capital reserve represent capital subsidy received and amount received on forfeiture of shares of the Company. Capital reserve is utilized in accordance with the provisions of the Companies Act, 2013.

Notes to the Standalone Financial Statements

as at March 31, 2026

13.0 Other equity (Contd.)

Share based payment reserve

Share based payment reserve represents the fair value of the stock options granted by the Company under the Employees Stock Option Plan accumulated over the vesting period. 23,532 (March 31, 2025 : 2,131) options have been exercised during the year. The remaining reserve will be utilised on exercise of the remaining options already granted by the Company.

Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

Application money against convertible share warrants

The Company had allotted 14,49,000 convertible share warrants during the financial year 2023-24 to a promoter group company upon receipt of upfront payment being 25% of total consideration receivable. 13,39,000 warrants were outstanding as on March 31, 2025 for conversion. During the year, Company has converted entire 13,39,000 warrants into equity upon receipt of balance allotment money.

General reserve

General reserve is used to transfer profits from retained earnings for general purposes. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

14.0 Borrowings

(₹ in Lakh)

Particulars	Non-current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Non-current borrowings				
Term loans (secured):				
- from State Government (refer footnote (iv) below)	89.54	83.17	-	182.70
Total	89.54	83.17	-	182.70
Current borrowings				
Secured loans				
Working capital loans from banks			7,900.00	10,017.47
Factoring facility from bank			3,948.99	-
Current maturities of long-term borrowings			-	182.70
Loans repayable on demand (unsecured):				
- from directors			-	367.00
- from related parties & others			-	75.80
Total			11,848.99	10,642.97

Notes:

- Refer note 14.1 for the details of effective interest rate, repayment terms and security details for the borrowings.
- The carrying amount of financial and non financial assets as security for secured borrowings is disclosed in note 29.0.
- Refer note 38.0 for liquidity risk.
- Loans discounted to their present value using the average interest rate on borrowings and the differential loan amount has been disclosed as government grant.
- The Company has filed quarterly statements of current assets with the banks that are in agreement with the books of accounts.

Notes to the Standalone Financial Statements

as at March 31, 2026

14.0 Borrowings (Contd.)

vi) Net debt reconciliation:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current and non-current borrowings (including current maturities)	11,938.53	10,726.14
Less: Cash and cash equivalents	(10,687.87)	(10,866.76)
Interest payable	18.34	11.77
Net debt	1,269.00	(128.85)

(₹ in Lakh)

Particulars	Current and non-current borrowings (including current maturities)	Cash and cash equivalents	Interest payable	Total
Net debt as at April 1, 2024	299.99	(3,877.34)	9.77	(3,567.58)
Cash flows	10,401.59	(6,989.42)	-	3,412.17
Other non-cash movements:				
- fair value adjustments	24.56	-	(24.56)	-
Interest expense	-	-	416.08	416.08
Interest paid	-	-	(389.52)	(389.52)
Net debt as at March 31, 2025	10,726.14	(10,866.76)	11.77	(128.85)
Cash flows	1,193.82	178.89	-	1,372.71
Other non-cash movements:				
- fair value adjustments	18.57	-	(18.57)	-
Interest expense	-	-	643.66	643.66
Interest paid	-	-	(618.52)	(618.52)
Net debt as at March 31, 2026	11,938.53	(10,687.87)	18.34	1,269.00

14.1 a) Nature of security and terms of repayment for non-current borrowings (including their current maturities):

Nature of security	Terms of repayment
1. Loan from U.P. Government, balance outstanding amounting to ₹111.72 Lakh (March 31, 2025: ₹111.72 Lakh), is secured by way of bank guarantee of equivalent amount.	Repayable in March, 2029. The loan is interest free.
2. Loan from U.P. Government, balance outstanding amounting to ₹Nil (March 31, 2025: ₹194.90 Lakh), is secured by way of bank guarantee of equivalent amount.	Fully repaid during the year

14.1 b) Nature of security and terms of repayment for current borrowings:

Nature of security	Terms of repayment
1. Working capital loans from banks, balance outstanding amounting to ₹7,900.00 Lakh (March 31, 2025: ₹10,017.47) are secured by hypothecation of current assets of the Company (both present and future), ranking pari passu inter-se.	Repayable on demand. Rate of interest is ranging from 7.05% to 9.00% p.a. over the tenure of the loans. (March 31, 2025: Rate of interest ranging from 8.00% to 9.55% p.a.)

Notes to the Standalone Financial Statements

as at March 31, 2026

14.0 Borrowings (Contd.)

14.1 b) Nature of security and terms of repayment for current borrowings:

Nature of security	Terms of repayment
2. Factoring facility from bank (with recourse), balance outstanding amounting to ₹3,948.99 Lakh (March 31, 2025: Nil) is secured by assignment of receivables factored by bank and is further secured by hypothecation of current assets of the Company (both present and future), ranking pari passu inter-se.	Repayable only if Bank is not able to realize the receivables assigned to it. Discount rate is 7.20% p.a. (March 31, 2025: N.A.)
3. Unsecured loans from directors and other related parties amounting to ₹ Nil (March 31, 2025: ₹442.80 Lakh).	Fully repaid during the year

14.2 The Company has not defaulted on any loans payable during the year and has satisfied all debt covenants prescribed in terms of the loans.

15.0 Government grants

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	458.94	428.15
Received during the year*	60.11	85.47
Released to the statement of profit and loss	(54.43)	(54.68)
At the end of the year	464.62	458.94
15.1 Current	54.31	50.53
15.2 Non-current	410.31	408.41

*There is no unfulfilled export commitments as at the balance sheet date (March 31, 2025: ₹1,019.13 Lakh) related to government grant received under the EPCG Scheme.

16.1 Trade payables

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	72.49	29.53
- Total outstanding dues of creditors other than micro enterprises and small enterprises	6,038.17	5,492.71
Total	6,110.66	5,522.24

Note:

a) Refer note 38.0 for information about liquidity risk and market risk of trade payables.

b) Refer note 41.0 for ageing schedule of trade payables.

c) Trade payable includes ₹283.71 Lakh (March 31, 2025 ₹ Nil) outstanding due to subsidiary company.

d) Dues to micro and small enterprises*:

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows:

Notes to the Standalone Financial Statements

as at March 31, 2026

16.1 Trade payables (Contd.)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
a) The principal amount remaining unpaid to any supplier at the end of the year.	72.49	29.53
b) Interest due remaining unpaid to any supplier at the end of the year.	-	-
c) The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

*Disclosure is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on request made by the Company.

16.2 Other current financial liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Creditors for capital expenditure	107.08	48.01
Interest accrued	18.34	11.77
Unclaimed dividends*	54.42	53.67
Mark to market of derivative financial instruments	9.79	-
Other payables	2,726.93	2,463.68
Total	2,916.56	2,577.13

*During the year, the Company has transferred ₹6.28 Lakh (March 31, 2025: ₹9.66 Lakh) to Investor Education and Protection Fund towards unclaimed dividend and there are no overdue amounts as at the balance sheet date.

17.0 Other current liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances from customers	492.04	217.37
Statutory dues payables	148.04	245.48
Total	640.08	462.85

18.0 Provisions

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
18.1 Non-current		
Employee benefits		
Leave obligations	94.27	113.68
Gratuity (refer note 31.1)	977.65	735.34
Total	1,071.92	849.02

Notes to the Standalone Financial Statements

as at March 31, 2026

18.0 Provisions (Contd.)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
18.2 Current		
Leave obligations	90.66	70.31
Gratuity (refer note 31.1)	383.98	304.05
Other provisions	90.00	64.17
Total	564.64	438.53

19.0 Current tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax	-	141.54
Total	-	141.54

20.0 Deferred tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets	(488.10)	(386.08)
Deferred tax liabilities	1,975.66	2,112.58
Total	1,487.56	1,726.50

20.1 Movement of deferred tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities (net)		
As at the beginning of the year	1,726.50	1,861.84
Credit to statement of profit and loss*	(238.94)	(135.34)
Total	1,487.56	1,726.50

*Deferred tax credit on remeasurement of defined benefit obligation and financial instrument (Equity) of ₹112.05 Lakh has been adjusted to other comprehensive income (March 31, 2025: Charge of ₹69.32 Lakh).

20.2 Components of deferred tax (assets)/liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liability		
Property, plant and equipment	1,960.22	2,060.85
Others	15.44	51.73
sub-total	1,975.66	2,112.58
Deferred tax asset		
Expenses allowed in the year of payment	(436.81)	(355.10)
Provision for doubtful trade receivables and advances	(51.29)	(30.98)
Sub-total	(488.10)	(386.08)
Deferred tax liabilities (net)	Total	Total
	1,487.56	1,726.50

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

21.0 Revenue from operations

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products		
Finished goods (including process waste)	98,838.34	95,639.55
Stock-in-trade	1,128.68	1,234.53
Sub-total	99,967.02	96,874.08
Other operating revenues		
Sale of waste and scrap	274.55	297.13
Job work receipts	15.41	20.18
Insurance claims received	7.58	15.24
Export incentives	282.39	320.20
Recovery of bad & doubtful debts already provided for	27.32	4.58
Income from pet recycling credits	793.20	836.49
Liabilities no longer required written back	10.51	1.02
Others	32.27	18.99
Sub-total	1,443.23	1,513.83
Total	1,01,410.25	98,387.91

The Company offers, performance based discounts and other discounts as per the prevailing trade practices at the time of sale. A sale invoice is the de facto contract agreement with the Customers. Any credit notes for discounts issued thereafter are reduced from gross sales and net sales is shown in the statement of profit and loss. Details of the revenue from contracts with customers as it appears in the invoices raised on them and credit notes issued thereafter are as under:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Revenue from contracts with Customers	1,00,008.32	96,939.49
Less:		
b. Performance and price discounts	(19.32)	(30.26)
c. Other discounts	(21.98)	(35.15)
Revenue from sale of products	99,967.02	96,874.08

22.0 Other income

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income	3,293.64	2,739.22
Government grants	54.43	54.68
Gain on foreign currency fluctuations and translations (net)	135.69	34.21
Fair value gain on financial assets	3.67	-
Fair value gain on preference shares	421.66	399.76
Dividend on preference shares (accrued)	65.00	65.00
Profit on sale/discard of property, plant and equipment (net)	-	13.66
Miscellaneous income	5.93	7.60
Total	3,980.02	3,314.13

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

23.0 Changes in inventories of finished goods, stock-in-trade and work-in-progress

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year*		
Finished goods	6,990.32	10,720.09
Stock-in-trade	279.43	292.77
Work-in-progress	1,081.77	1,433.20
Sub-total	8,351.52	12,446.06
Inventories at the beginning of the year*		
Finished goods	10,720.09	9,810.48
Stock-in-trade	292.77	752.35
Work-in-progress	1,433.20	1,131.86
Sub-total	12,446.06	11,694.69
Total	4,094.54	(751.37)

*including goods-in-transit.

24.0 Employee benefits expenses

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages (refer note 46.0)	6,633.51	6,010.54
Contribution to provident and other funds (refer note 31.2)	310.87	295.69
Gratuity expense (refer note 31.1 & 46.0)	378.35	165.90
Staff welfare expenses	121.75	124.42
Share based payment expenses	-	202.07
Total	7,444.48	6,798.62

25.0 Other expenses

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Manufacturing expenses		
Consumption of stores and spares	2,579.73	2,574.79
Power and fuel	8,396.67	8,257.12
Repairs and maintenance		
- Plant and machinery	601.95	559.04
- Buildings	105.18	149.37
Sub-total	11,683.53	11,540.32
Administrative expenses		
Rent (refer note 33.0)	154.06	137.13
Rates and taxes	13.33	33.13
Insurance	213.62	228.92
Repairs and maintenance - others	158.63	127.47
CSR expenditure (refer note 34.0)	178.00	172.24

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

25.0 Other expenses (Contd.)

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Travelling and conveyance	174.21	220.41
Communication costs	41.94	46.06
Printing and stationery	50.63	50.29
Legal and professional fee	85.77	104.88
Cost auditors' remuneration	1.40	1.40
Directors' sitting fee	3.23	3.53
Payment to auditor (refer the break-up provided below)	32.32	29.65
Allowances for expected credit loss on trade and other receivables	135.97	12.95
Loss on sale/ discard of property, plant and equipment (net)	269.92	-
Loss on sale of investments	13.81	32.07
Miscellaneous expenses	177.97	162.21
Vehicle running and maintenance	107.73	102.96
Commission to non-executive directors	65.00	64.17
Security service charges	203.36	189.25
Sub-total	2,080.90	1,718.72
Selling expenses		
Freight and forwarding charges	2,962.52	3,597.55
Other selling and distribution expenses	511.45	590.75
Sub-total	3,473.97	4,188.30
Total	17,238.40	17,447.34
Break up of payment to auditor:		
As auditor:		
- Audit fee	21.25	19.30
- Tax audit fee	3.25	3.00
- Limited review fee	6.65	6.30
In other capacity		
- Other services (certification fee)	1.17	1.05
Total	32.32	29.65

26.0 Depreciation and amortization expense

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant and equipment	2,517.84	2,362.42
Amortization of intangible assets	18.04	12.37
Amortization of ROU assets	1.61	1.61
Total	2,537.49	2,376.40

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

27.0 Finance costs

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest	643.66	416.08
Other borrowing costs (including bank charges)	46.98	62.40
Total	690.64	478.48

28.0 Tax expense

28.1 The major components of income-tax expense are as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A) Profit and loss section		
Current tax		
In respect of current year	1,763.94	2,502.96
In respect of earlier years	26.38	24.52
Sub-total	1,790.32	2,527.48
Deferred tax		
Relating to origination and reversal of temporary differences	(126.89)	(66.02)
Sub-total	(126.89)	(66.02)
Income tax expense reported in the statement of profit and loss	1,663.43	2,461.46
B) Other comprehensive income ('OCI') section		
Deferred tax related to items recognized in OCI during the year:		
Re-measurement (gain)/ loss on defined benefit obligations	(1.54)	2.01
Re-measurement loss on financial instrument (Equity)	113.59	67.31
Income-tax credit to OCI	112.05	69.32

28.2 Reconciliation of tax expense and the accounting profit multiplied by applying the statutory income-tax rate to the profit before tax is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before income-tax	6,446.67	10,009.53
Enacted income-tax rate applicable to the Company	25.168%	25.168%
Current tax expense on profit before tax at the enacted income-tax rate	1,622.50	2,519.20
Adjustments in respect of current income-tax of earlier years	26.38	24.52
Permanent disallowances	51.22	45.31
Difference in rate of tax	(40.94)	(73.26)
Others	4.28	(54.32)
Total income-tax expense	1,663.43	2,461.46
Effective tax rate consequent to reconciliation items shown above	25.803%	24.591%

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

29.0 Assets pledged as security

The carrying amount of assets pledged as security for current and non-current borrowings are:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
First charge*		
Current assets		
Financial assets		
Trade receivables	13,277.45	10,776.58
Cash and cash equivalents	10,687.87	10,866.76
Bank balances	92.84	168.36
Others	3,400.35	7,370.97
Non financial assets		
Inventories	16,843.37	23,306.05
Others	6,540.15	3,346.91
Total current assets pledged as security	50,842.03	55,835.63
Total assets pledged as security	50,842.03	55,835.63

*There is no charge on non-current assets of the Company.

30.0 Earnings per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Earning per share has been computed as under:		
Profit for the year (₹ in Lakh)	4,783.24	7,548.07
Weighted average number of equity shares outstanding (Numbers)	2,64,03,455	2,53,47,285
Potential diluted shares (Numbers)	49,687	5,42,167
Earnings per share (₹) - Basic (face value of ₹10 per share)	18.12	29.78
Earnings per share (₹) - Diluted (face value of ₹10 per share)	18.08	29.15

31.0 Gratuity and other post-employment benefit plans

31.1 Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972 (upto November 20, 2025) and Code on Social Security, 2020 (effective November 21, 2025). Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the numbers of years of services. The gratuity plan is an unfunded plan.

Movement in the present value of the defined benefit obligation for gratuity are as follows:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening defined benefit obligation	1,039.39	911.97
Current service cost	120.29	101.15
Interest expense	67.56	64.75

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

31.0 Gratuity and other post-employment benefit plans (Contd.)

Movement in the present value of the defined benefit obligation for gratuity are as follows:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Benefits paid	(49.98)	(46.47)
Actuarial losses arising from changes in demographic assumptions	-	18.53
Actuarial (gains)/ losses arising from changes in financial assumptions	(7.37)	16.75
Actuarial losses/ (gains) arising from experience adjustments	1.24	(27.29)
Past service cost, including losses on curtailments	190.50	-
Closing defined benefit obligation	1,361.63	1,039.39

Net liability recognized in balance sheet:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of defined benefit obligation	1,361.63	1,039.39
Fair value of plan assets	-	-
Funded status (deficit)	(1,361.63)	(1,039.39)
Net liability recognized in balance sheet	1,361.63	1,039.39
Break-up of defined benefit obligation		
Current liability	383.98	304.05
Non-current liability	977.65	735.34
Total	1,361.63	1,039.39

Net defined benefit expense recognized in employee benefit expenses in the statement of profit and loss:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	120.29	101.15
Net interest cost	67.56	64.75
Past service cost, including losses on curtailments	190.50	-
Total	378.35	165.90

Remeasurement (gain) / loss recognized in other comprehensive income:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Actuarial losses arising from changes in demographic assumptions	-	18.53
Actuarial (gains)/ losses arising from changes in financial assumptions	(7.37)	16.75
Actuarial losses/ (gains) arising from experience adjustments	1.24	(27.29)
Total	(6.13)	7.99

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

31.0 Gratuity and other post-employment benefit plans (Contd.)

The principal assumptions used in determining gratuity as shown below:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	6.70%	6.50%
Salary escalation rate	7.00%	7.00%
Withdrawal rate (upto 58 years)	30.00%	30.00%
Withdrawal rate (above 58 years)	10.00%	10.00%
Mortality	Published rates under the Indian Assured Lives Mortality (2012-14) Ultimate table	Published rates under the Indian Assured Lives Mortality (2012-14) Ultimate table

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the key assumptions is as under:

(₹ in Lakh)

Particulars	Year	Change in assumption	Change due to increase in assumption	Change due to decrease in assumption
Discount rate	March 31, 2026	1.00%	(35.96)	38.11
	March 31, 2025	1.00%	(27.60)	29.26
Salary escalation rate	March 31, 2026	1.00%	33.86	(32.90)
	March 31, 2025	1.00%	26.86	(25.86)
Mortality rate	March 31, 2026	1.00%	negligible	negligible
	March 31, 2025	1.00%		

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period. There is no change in the method of valuation for the prior periods.

Maturity profile of demand of defined benefit obligation is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Within 1 year	383.98	300.39
1 - 2 Year	280.37	204.11
2 - 3 Year	206.05	155.81
3 - 4 Year	146.73	115.15
4 - 5 Year	110.28	83.33
Above 5 years	234.22	180.60
Total	1,361.63	1,039.39

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

31.0 Gratuity and other post-employment benefit plans (Contd.)

Fair value and changes in fair value of plan assets during the year ended March 31, 2026:

- Gratuity obligations are not funded.
- As per the policy of the Company, no gratuity is payable to the executive directors of the Company.
- The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

31.2 Defined contribution plans

The Company also has certain defined contribution plans, such as provident fund, family pension fund and employee's state insurance for benefit of employees. Contributions are made to funds administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the year towards contribution to defined contribution plans is ₹310.87 Lakh (March 31, 2025: ₹295.69 Lakh).

31.3 Leave obligation

The Company provides for leave obligations based on actuarial valuation carried at the year end using the projected unit credit method.

32.0 Commitments and contingencies (to the extent not provided for)

32.1 Commitments

		(₹ in Lakh)
Particulars	As at March 31, 2026	As at March 31, 2025
a) Estimated amount of contracts remaining to be executed on capital account (net of advances)	-	493.95
b) Corporate guarantees given to banks for securing the amounts lent by them to the subsidiary companies	37,273.71	39,770.34
c) Undertaking given by the Company to fulfil quantified exports in respect of capital goods imported under the Export Promotion Capital Goods Scheme of the Government of India.	-	1,019.13
Total	37,273.71	41,283.42

32.2 Contingent liabilities

		(₹ in Lakh)
Particulars	As at March 31, 2026	As at March 31, 2025
a) Matters with tax authorities		
- GST & Customs matters	2,588.62	501.72
b) Demand as environmental compensation has been raised by Uttarakhand Pollution Control Board ('UPCB') on its Rudrapur Unit in pursuance of a general order of Hon'ble National Green Tribunal ('NGT') dated November 14, 2019 ('Order'). On appeal, Hon'ble Supreme Court vide its order dated February 25, 2022 remanded back the matter to NGT with certain directions. NGT has given directions and basis for levying the penalties, vide its order dated August 29, 2022, to concerned pollution control boards. We have neither received any revocation order nor received any fresh demand from Uttarakhand Pollution Control Board after the aforesaid Order of NGT.	100.00	100.00
c) Bills discounted under letters of credit and outstanding	153.66	141.27
d) Claims against the Company not acknowledged as debt (interest thereon not ascertainable at present)	408.09	41.44
Total	3250.37	784.43

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

33.0 Leases - short term leases

The Company has certain operating leases primarily consisting of leases for office premises, guest houses and warehouses having different lease terms. Such leases are generally with the option of renewal against increased rent and premature termination clause. Rental expense recorded for short-term leases and low value asset leases is ₹154.06 Lakh for the year ended March 31, 2026 (March 31, 2025: ₹137.13 Lakh).

The Company has taken certain land on long term lease for factory purposes (disclosed under "Right of use assets"). Since entire lease payments have been prepaid, the Company does not have any future lease liability towards the same.

For details pertaining to the carrying value of right of use asset and amortization charged thereon during the year, refer note 3.3 of the financial statements.

The Company does not have any lease liability and thus there are no liquidity risks.

34.0 Details of corporate social responsibility (CSR) expenditure

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Gross amount required to be spent by the Company during the year	178.00	172.24
ii) Amount spent during the year on:		
a. Promoting education	105.76	56.58
b. Promoting healthcare including preventive healthcare	52.41	76.70
c. Rural development	3.12	5.61
d. Ensuring environmental sustainability	2.66	10.88
e. Training to promote nationally recognized sports	1.80	1.94
f. Setting up of old age home	0.30	5.53
g. Contribution to Prime Minister's National Relief Fund	3.45	6.50
h. Administrative overheads	8.50	8.50
Total	178.00*	172.24
iii) Shortfall at the end of the year	-	-
iv) Total of previous years shortfall	-	-
v) Reason for shortfall	Not Applicable	Not Applicable
vi) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard (refer note 36.4)	47.30	62.20

*Includes an amount of ₹42.75 Lakh of CSR expense pertaining to the ongoing projects as at March 31, 2026 (March 31, 2025: Nil), which was transferred to the Unspent Corporate Social Responsibility Account of the Company within 30 days from the end of financial year.

Note: The Company has not incurred any expenditure on construction/acquisition of any asset.

35.0 Segment information

35.1 Primary segment (by business segment):

Ind AS 108 establishes standards for the way that the Company report information about operating segments and related disclosures about products and services, geographic areas and major customers. The Company's operations comprises of only one segment i.e. sale of polyester staple fibre and polyester yarn which are mainly having similar risks and returns. Based on the "management approach" as defined in Ind AS 108, the management also reviews and measure the operating results taking the whole business as one segment (synthetic textile). In view of the same, separate primary segment information is not required to be given as per the requirements of Ind AS 108 on "Operating Segments".

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

35.0 Segment information (Contd.)

35.2 Secondary segment (by geographical demarcation):

Considering the nature of the business in which the Company operates, the Company deals with various customers in multiple geographies. The details of segment revenue based on geographical demarcation is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from sale of products		
- India	90,811.04	87,088.30
- Outside India	9,155.98	9,785.78
Total	99,967.02	96,874.08

36.0 Related party disclosures

Name of related parties and nature of relationship:

36.1 Subsidiaries

Ganesha Ecopet Private Limited	Wholly owned subsidiary, incorporated in India
Ganesha Ecotech Private Limited	Wholly owned subsidiary, incorporated in India
Ganesha Overseas Private Limited	Wholly owned subsidiary, incorporated in Nepal

36.2 Associate

Ganesha Recycling Chain Private Limited	49% ownership, incorporated in India (w.e.f. September 10, 2024)
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36.3 A. Key management personnel

Shri Shyam Sunder Sharmma	Non-Executive Chairman
Shri Vishnu Dutt Khandelwal	Executive Vice Chairman
Shri Sharad Sharma	Managing Director
Shri Rajesh Sharma	Joint Managing Director
Shri Pradeep Kumar Goenka	Independent Director (till September 04, 2024)
Shri Abhilash Lal	Independent Director (till September 04, 2024)
Smt. Shobha Chaturvedi	Independent Director
Shri Narayanan Subramaniam	Independent Director
Shri Akshay Gupta	Independent Director (w.e.f. September 5, 2024)
Shri Jagat Jit Singh	Independent Director (w.e.f. September 5, 2024)
Shri Gopal Agarwal	Chief Financial Officer
Shri Bharat Kumar Sajani	Company Secretary & Compliance Officer

36.3 B. Relatives of key management personnel

Shri Sandeep Khandelwal	Son of Shri Vishnu Dutt Khandelwal
Shri Harsh Sharma	Son of Shri Rajesh Sharma
Smt. Kunjika Kaushal	Daughter-in-law of Shri Sharad Sharma

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

36.0 Related party disclosures (Contd.)

C. Entities controlled by key management personnel or their relatives

Sandeep Yarns Private Limited

GPL Finance Limited

GESL Spinners Limited

Ganesha Ecoverse Limited

D. Entities over which key management personnel are able to exercise significant influence

Ganesha Employees' Welfare Trust

Ganesh Memorial Trust

36.4 Summary of transactions during the year

(₹ in Lakh)

Particulars	Year ended	Subsidiaries	Associates	Key management personnel	Relatives of key management personnel	Entities controlled by key management personnel or their relatives	Entities over which key management personnel are able to exercise significant influence
Investment in share capital	March 31, 2026	41,000.00	539.00	-	-	-	-
	March 31, 2025	20,000.00	294.00	-	-	-	-
Unsecured loan given	March 31, 2026	22,968.71	324.00	-	-	-	514.75
	March 31, 2025	16,462.02	-	-	-	-	256.97
Repayment of unsecured loans given	March 31, 2026	45,279.62	74.00	-	-	-	209.03
	March 31, 2025	23,300.00	-	-	-	-	268.04
Interest income	March 31, 2026	2,691.61	2.00	-	-	-	-
	March 31, 2025	1,802.11	-	-	-	-	-
Accrued dividend and fair value gain on preference shares	March 31, 2026	486.66	-	-	-	-	-
	March 31, 2025	464.76	-	-	-	-	-
Expenses incurred on reimbursable basis	March 31, 2026	0.02	-	-	-	-	-
	March 31, 2025	3.09	-	-	-	-	-
Sale of capital goods, products, general stores, raw materials and management services (including rent received)	March 31, 2026	2,161.31	-	-	-	7,942.30	-
	March 31, 2025	1,349.16	-	-	-	3,766.75	-
Purchase of goods (including rent & job work charges paid)	March 31, 2026	7,030.78	-	-	-	187.38	-
	March 31, 2025	5,148.18	-	-	-	575.35	-
Transfer of employees superannuation benefits on transfer of employees to subsidiaries	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	0.07	-	-	-	-	-
Managerial remuneration	March 31, 2026	-	-	235.12	-	-	-
	March 31, 2025	-	-	124.12	-	-	-
Commission and sitting fee	March 31, 2026	-	-	68.23	-	-	-
	March 31, 2025	-	-	67.69	-	-	-
Salary and allowances	March 31, 2026	-	-	84.32	49.91	-	-
	March 31, 2025	-	-	57.16	39.04	-	-

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

36.0 Related party disclosures (Contd.)

36.4 Summary of transactions during the year

(₹ in Lakh)

Particulars	Year ended	Subsidiaries	Associates	Key management personnel	Relatives of key management personnel	Entities controlled by key management personnel or their relatives	Entities over which key management personnel are able to exercise significant influence
Interest paid	March 31, 2026	-	-	8.37	-	0.23	-
	March 31, 2025	-	-	34.14	-	0.46	-
Contribution to trust for CSR	March 31, 2026	-	-	-	-	-	47.30
Expenditure	March 31, 2025	-	-	-	-	-	62.20
Unsecured loan accepted	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	-	-	2,925.00	-	10.80	-
Unsecured loan repaid	March 31, 2026	-	-	367.00	-	10.80	-
	March 31, 2025	-	-	2,558.00	-	28.50	-
Subscription money received towards equity share capital/ equity share warrants	March 31, 2026	-	-	-	-	10,393.28	-
	March 31, 2025	-	-	-	-	853.88	-
IGST charged on corporate guarantee	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	12.20	-	-	-	-	-
Amount outstanding at balance sheet date							
Unsecured loan payable	March 31, 2026	-	-	-	-	-	-
	March 31, 2025	-	-	367.00	-	10.80	-
Unsecured loan receivable	March 31, 2026	-	250.00	-	-	-	511.65
	March 31, 2025	22,310.91	-	-	-	-	205.93
Amounts payable	March 31, 2026	283.71	-	43.74	3.05	-	-
	March 31, 2025	2.34	-	29.15	3.48	0.19	-
Amounts receivable	March 31, 2026	860.59	1.58	-	-	3,851.40	-
	March 31, 2025	1,073.86	-	-	-	240.94	-
Outstanding corporate guarantees to banks (refer note 47.0(ii))	March 31, 2026	37,273.71	-	-	-	-	-
	March 31, 2025	39,770.34	-	-	-	-	-

36.5 No amount has been written off or written back during the year in respect of debts due from or to related parties.

37.0 Financial instruments

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values

- The fair values of derivatives such as forward/ derivative contracts are on mark to market basis as per bank.
- The Company has adopted effective interest rate for calculating interest expense. Processing fees and transaction costs relating to each loan has been considered for calculating effective interest rate. The fair values of non-current borrowings are classified as level 3 in the fair value hierarchy due to the use of unobservable inputs including own credit risk.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

37.0 Financial instruments (Contd.)

- C. Loans, investments (other than quoted investments in market) and other non-current financial assets are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken into account for expected losses of these receivables. The fair value of loans, investments and other non-current financial assets has been considered as equal to their carrying amount. These fair values are classified as level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.
- D. The fair value of investments, which are quoted in market, are on mark to market basis.
- E. Fair values of cash and cash equivalents, trade receivables, bank balances, current investments, current loans, other current financial assets, trade payables, current borrowings and other financial liabilities are considered to be the same as their carrying amount due to short-term maturities of these instruments.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Financial assets

(₹ in Lakh)

Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2026		As at March 31, 2025	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial assets designated at fair value through profit and loss (FVTPL)						
Current investments	E	Level 2	812.24	812.24	2,004.41	2,004.41
Investment in subsidiaries (non-current)	C	Level 3	8,120.89	8,120.89	7,699.23	7,699.23
2. Financial assets designated at fair value through other comprehensive income (FVTOCI)						
Other investments (unquoted)	C	Level 3	592.62	592.62	592.62	592.62
Other investments (quoted)	D	Level 1	391.52	391.52	1,151.38	1,151.38
3. Financial assets designated at amortized cost						
a) Trade receivables	E	Level 3	13,277.45	13,277.45	10,776.58	10,776.58
b) Cash and cash equivalents	E	Level 3	10,687.87	10,687.87	10,866.76	10,866.76
c) Other bank balances (other than (b) above)	E	Level 3	147.26	147.26	222.03	222.03
d) Loans	C, E	Level 3	3,055.33	3,055.33	24,441.27	24,441.27
e) Investment in subsidiaries	C	Level 3	68,795.74	68,795.74	27,795.74	27,795.74
f) Investment in associate	C	Level 3	833.00	833.00	294.00	294.00
g) Other financial assets	C, D, E	Level 3	763.17	763.17	1,247.61	1,247.61
Total			1,07,477.09	1,07,477.09	87,091.63	87,091.63

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

37.0 Financial instruments (Contd.)

Financial liabilities

(₹ in Lakh)

Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2026		As at March 31, 2025	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial liabilities designated at fair value through profit and loss						
Mark to market of derivative financial instruments	A	Level 2	9.79	9.79	-	-
2. Financial liabilities designated at fair value through other comprehensive income			-	-	-	-
3. Financial liabilities designated at amortized cost						
a) Borrowings	B, E	Level 3	11,938.53	11,938.53	10,726.14	10,726.14
b) Trade payables	E	Level 3	6,110.66	6,110.66	5,522.24	5,522.24
c) Other financial liabilities	E	Level 3	2,906.77	2,906.77	2,577.13	2,577.13
Total			20,965.75	20,965.75	18,825.51	18,825.51

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to their fair values.

38.0 Financial risk management

The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's senior management oversees the management of these risks.

The Company has exposure to the following risks (arising from financial instruments):

- Credit risk
- Liquidity risk
- Market risk

A. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk mainly from trade receivables, loans given and other financial assets.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition.

Trade receivables are typically unsecured and derived from revenue earned from customers located in India and abroad. Credit risk is managed by the Company through customer assessment, credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. The

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

38.0 Financial risk management (Contd.)

Company measures the expected credit loss of trade receivables and uses a provision matrix to compute the expected credit loss amount for trade receivables. The provision matrix takes into account external and internal credit risk factors and historical data of credit losses from various customers based on historical trend. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables and other financial assets.

The allowance for expected credit loss on trade receivables is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Allowance for expected credit loss		
Opening balance	96.73	88.36
Provided during the year (net of reversals)	64.03	8.37
Closing balance	160.76	96.73

Loans given and other financial assets are considered to be of good quality and there is no significant credit risk.

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

i) Financing arrangements

The Company believes that it has sufficient working capital to meet its current requirements. Accordingly, no liquidity risk is perceived. Further, the Company is having cash credit facilities from banks of ₹18,000.00 Lakh (March 31, 2025: ₹14,750.00 Lakh), repayable on demand which carry floating rate of interest.

ii) Contractual maturities of financial liabilities

(₹ in Lakh)

As at March 31, 2026	0-1 year	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings (including current maturities)	-	-	89.54	-	89.54
Current borrowings	11,848.99	-	-	-	11,848.99
Trade payables	6,110.66	-	-	-	6,110.66
Other financial liabilities	2,916.56	-	-	-	2,916.56
Total	20,876.21	-	89.54	-	20,965.75

As at March 31, 2025	0-1 year	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings (including current maturities)	182.70	-	83.17	-	265.87
Current borrowings	10,460.27	-	-	-	10,460.27
Trade payables	5,522.24	-	-	-	5,522.24
Other financial liabilities	2,577.13	-	-	-	2,577.13
Total	18,742.34	-	83.17	-	18,825.51

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

38.0 Financial risk management (Contd.)

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e., currency rate, interest rate and other price related risks. Financial instruments affected by market risk include borrowings, loans given, deposits, foreign currency receivables and payables and derivative financial instruments such as forward contracts. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

i) Foreign currency risk

The Company is exposed to foreign currency risk through operating and financing activities in foreign currency. The Company uses derivative financial instruments, such as foreign currency sale and purchase forward contracts, to reduce foreign currency risk exposure and follows its risk management policies.

Derivative financial instruments outstanding as at the reporting date

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Nominal value of forward contracts		
Forward contracts to sell USD	274.41	414.36
Forward contracts to buy USD	236.32	256.41
Total	510.73	670.77

Foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

The currency profile of financial assets and financial liabilities (unhedged foreign currency exposure) as at the balance sheet date is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026				As at March 31, 2025			
	USD	EURO	GBP	Total	USD	EURO	GBP	Total
Financial assets								
Trade receivables	1,015.94	729.57	-	1,745.51	313.42	138.56	14.11	466.09
Financial liabilities								
Trade and other payables	(24.81)	(20.37)	-	(45.18)	(59.93)	(8.04)	-	(67.97)
Net assets/(liabilities)	991.13	709.20	-	1,700.33	253.49	130.52	14.11	398.12

Foreign currency risk sensitivity

1% increase and decrease in foreign exchanges rate will have the following impact on profit before tax:

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	1% increase	1% decrease	1% increase	1% decrease
USD	9.91	(9.91)	2.53	(2.53)
EURO	7.09	(7.09)	1.31	(1.31)
GBP	-	-	0.14	(0.14)
Increase / (decrease) in profit before tax	17.00	(17.00)	3.98	(3.98)

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

38.0 Financial risk management (Contd.)

ii) Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligation at floating interest rates.

Exposure to interest rate risk:

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	(₹ in Lakh)	% of total	(₹ in Lakh)	% of total
Fixed rate borrowings	4,038.53	33.83%	708.67	6.61%
Variable rate borrowings	7,900.00	66.17%	10,017.47	93.39%
Total	11,938.53	100.00%	10,726.14	100.00%

Note: The above amounts include current maturities of non-current borrowings

Interest rate sensitivity on variable rate borrowings

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for whole of the year.

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
50 basis points increase would decrease the profit before tax by	(39.50)	(50.09)
50 basis points decrease would Increase the profit before tax by	39.50	50.09

39.0 Capital risk management

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor's, creditor's and market's confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure in consonance with its long term strategic plans.

The gearing ratio at the end of the reporting period is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current and non-current borrowings (including current maturities)	11,938.53	10,726.14
Debt (A)	11,938.53	10,726.14
Total equity (B)	1,29,720.72	1,15,989.72
Equity and debt (C = A+B)	1,41,659.25	1,26,715.86
Gearing ratio (A/C)	8.43%	8.46%

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

40.0 Trade receivables ageing schedule

a. As at March 31, 2026

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	10,699.00	2,219.55	326.46	61.50	4.49	-	13,311.00
- credit impaired	-	-	80.15	-	-	47.06	127.21
	10,699.00	2,219.55	406.61	61.50	4.49	47.06	13,438.21
Less: Allowance for expected credit loss							(160.76)
Total							13,277.45

b. As at March 31, 2025

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	8,009.09	2,596.68	136.59	34.22	-	-	10,776.58
- credit impaired	-	-	-	-	12.95	83.78	96.73
	8,009.09	2,596.68	136.59	34.22	12.95	83.78	10,873.31
Less: Allowance for expected credit loss							(96.73)
Total							10,776.58

41.0 Trade payables ageing schedule

a. As at March 31, 2026

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than one year	1-2 years	2-3 years	More than 3 years	
i) MSME	72.49	-	-	-	-	72.49
ii) Other than MSME	2084.76	3,944.54	4.64	4.23	-	6,038.17
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - other than MSME	-	-	-	-	-	-
Total	2,157.25	3,944.54	4.64	4.23	-	6,110.66

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

41.0 Trade payables ageing schedule (Contd.)

b. As at March 31, 2025

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than one year	1-2 years	2-3 years	More than 3 years	
i) MSME	29.53	-	-	-	-	29.53
ii) Other than MSME	683.43	4,758.21	33.34	2.92	14.81	5,492.71
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - other than MSME	-	-	-	-	-	-
Total	712.96	4,758.21	33.34	2.92	14.81	5,522.24

42.0 Analytical ratios

(₹ in Lakh)

Ratios	Numerator	Denominator	FY 2025-26	FY 2024-25	% variance	Reason for variance
Current ratio	Current assets	Current liabilities	2.30	2.82	-18%	
Debt-equity ratio	Total debt (borrowings)	Total equity	0.092	0.092	0%	
Debt-service coverage ratio	Profit after tax + depreciation and amortization + finance costs	Finance costs + repayment of non-current borrowings	6.03	20.45	-71%	Basis decrease in profits and higher repayments made
Return on equity	Profit after tax	Average total equity	3.89%	6.71%	-42%	Basis decrease in profits
Inventory turnover ratio	Sale of products	Average inventory	4.98	4.41	13%	
Trade receivables turnover ratio	Sale of products	Average trade receivables	8.31	9.17	-9%	
Trade payables turnover ratio	Consumption of materials#	Average trade payables	12.07	12.89	-6%	
Net capital turnover ratio	Revenue from operations	Net working capital (Current assets - current liabilities)	3.51	2.73	29%	Basis decrease in net working capital
Net profit ratio	Profit after tax	Revenue from operations	4.72%	7.67%	-39%	Basis decrease in profits
Return on capital employed	Profit before tax and exceptional items + finance costs	Average capital employed (total equity + total borrowings)	5.32%	8.89%	-40%	Basis decrease in profits
Return on investment	Income from treasury investments	Average funds invested in treasury investments	5.29%	6.43%	-18%	

Cost of materials consumed + Purchases of stock-in-trade + manufacturing expenses (excluding power & fuel)

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

43.0 Ganesha Ecosphere Employees' Stock Option Scheme-2021

The Company had introduced Ganesha Ecosphere Employees' Stock Option Scheme 2021 ("ESOP Scheme") to provide Employee Stock Options ("options") to all the eligible employees of the Company and its subsidiaries. The ESOP Scheme is administered by the Nomination and Remuneration Committee (NRC) of the Company and implemented through Ganesha Employees' Welfare Trust ("Trust").

The NRC at its meeting held on March 7, 2024 had granted 39,194 options to the eligible employees of the Company and its Subsidiaries. Each option granted under the scheme entitles the holder to one equity share of the Company at an exercise price of ₹543/- per share. Options granted under the Scheme shall be exercisable within 3 years from the date of vesting. The NRC has re-allocated 200 options on forfeiture of similar number of options during the financial year ended March 31, 2026.

The movement in options granted are as below:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Outstanding at the beginning of the year	36,863	39,194
Options granted during the year	200	-
Options forfeited/ lapsed during the year	-	(200)
Options vested during the year	-	38,994
Options exercised during the year	(23,532)	(2,131)
Options expired during the year	-	-
Outstanding at the end of the year	13,531	36,863
Options exercisable at the end of the year	13,531	36,863
Weighted average exercise price per option (₹)	543.00	543.00
Weighted average share price for options exercised (₹)	1,320.62	1,620.80

Fair value measurement

The weighted average remaining contractual life of the options outstanding as of March 31, 2026 is 0.50 years.

The fair value of the options was estimated on the date of grant (during financial year ended March 31, 2024) using the Black-Scholes Model with the following inputs/ assumptions:

Particulars	ESOP Scheme 2021
Date of grant	March 7, 2024
No of options granted	39,194
Vesting period	1 year
Dividend yield (%)	0.55
Volatility rate (%)	35.10
Risk free rate (%)	6.93
Expected life of options (years)	2.50
Weighted average fair value of options per share (₹)	553.48
Market Price at the time of grant of option (₹)	1,010.85

Expense arising from share-based payment transactions

Total expenses arising from share-based payment transactions during the year recognised in profit or loss as part of employee benefit expense is Nil (March 31, 2025 ₹202.07 Lakh).

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

- 44.** The Company has migrated to an upgraded version of accounting software MICROSOFT DYNAMICS BUSINESS CENTRAL from earlier version of MICROSOFT DYNAMICS NAV effective from April 01, 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in these softwares, except that audit trail feature was enabled at the database level from July 18, 2025 due to the technical issues faced during migration to new software. Further, no instance of audit trail feature being tampered with was noted in respect of accounting software. Additionally, the audit trail has been preserved by the Company as per the statutory requirement for record retention, to the extent it was enabled.
- 45.** During the year, the Company has made an allotment of 13,39,000 Fully Paid-up Equity Shares having face value of ₹10/- each, at an issue price of ₹1,035/- per share (including a premium of ₹1,025/- per share), to the Promoter Group, pursuant to the exercise of the right of conversion of 13,39,000 warrants into equity shares, on preferential basis under Chapter V of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018. The amount raised against said allotment was utilized for the purpose for which funds were raised. The equity shares allotted aforesaid rank pari-passu with the existing equity shares of the Company in all respects.
- 46.** On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has made changes to salary structure due to change in definition of “wages” and assessed the financial implications of these changes based on actuarial valuation, which has resulted in increase in gratuity and leave liability by ₹199.90 Lakh arising out of past service cost and the same has been included in employee benefit expenses in the statement of profit and loss.

47. Disclosures as per Section 186(4) of the Companies Act, 2013

The details of the loans, guarantees and investments under Section 186 of the Companies Act, 2013 are as follows:

- Details of investments made and loans given are provided under the respective heads.
- The Company has given corporate guarantees of ₹37,273.71 Lakh (March 31, 2025: ₹39,770.34 Lakh) to various banks for securing the amounts lent by them to Subsidiaries of the Company.

48.0 Dividend paid and proposed

(₹ in Lakh)

Particulars	FY 2025-26	FY 2024-25
Dividend declared and paid during the year		
a) Final dividend for the year ended March 31, 2025: ₹3.00 per equity share (March 31, 2024: ₹3.00 per equity share)	803.88	760.41
b) Interim dividend paid for the year ended March 31, 2026: ₹ Nil per equity share (March 31, 2025: ₹1.50 per equity share)	-	380.20
Total	803.88	1,140.61
Proposed dividend on equity shares*		
a) Final dividend for the year ended March 31, 2026: ₹3.50 per equity share (March 31, 2025: ₹3.00 per equity share)	937.86	763.71

*Proposed dividends on equity shares are subject to approval of the shareholders of the Company at the ensuing annual general meeting and hence is not recognised as a liability as at March 31, 2026. The actual dividend amount will be dependent on the share capital outstanding on the relevant record date/ book closure.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

49.0 Other statutory information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and the Rules made thereunder.
- (ii) The Company does not have any transactions with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Notes to the Standalone Financial Statements

for the year ended March 31, 2026

- (vii) The Company does not have any transactions which are not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income tax Act, 1961).
- (viii) The Company is regular in paying its dues and has not been declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (ix) The Company is in compliance with the number of layers for its holding in downstream companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restrictions on number of Layers) Rules, 2017.
- (x) The Company has not entered into any scheme of arrangement, during the year, which has any impact on financial results or position of the Company.
- (xi) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) or intangible assets during the year.
- (xii) The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013) either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.
- (xiii) The Company has used the borrowings from banks for the purpose for which it was taken.

50.0 Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N

Narendra Singhania
Partner
Membership No.: 087931

Place: New Delhi
Date: May 21, 2026

For and on behalf of the Board of Directors

Sharad Sharma
Managing Director
DIN: 00383178

Shyam Sunder Sharmma
Chairman
DIN: 00530921

Bharat Kumar Sajnani
Company Secretary
FCS: 7344

Gopal Agarwal
Chief Financial Officer
FCA: 075080

Place: Kanpur
Date: May 21, 2026

Independent Auditor's Report

To
The Members of
Ganesha Ecosphere Limited

Report on the audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Ganesha Ecosphere Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its associates comprising of the consolidated balance sheet as at March 31, 2026, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate audited financial statements of the subsidiaries and an associate company the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the consolidated state of affairs (consolidated financial position) of the Group as at March 31, 2026, their consolidated profit (consolidated financial performance including other comprehensive income), their consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their report referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key Audit Matter	How our audit addressed the key audit matter
Revenue Recognition (as described in note 2.e of the consolidated financial statements) Revenue is one of the key profit drivers and is therefore susceptible to misstatement. Cut-off is the key assertion insofar as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.	Our audit procedures with regard to revenue recognition included testing controls, automated and manual, around dispatches/deliveries, inventory reconciliations and circularization of receivable balances, testing of cut-offs and performing analytical review procedures.
Evaluation of pending litigations (as described in note 32.2 of the consolidated financial statements) The Group has pending litigations for demand in dispute under various statutes which involves significant judgment to determine the possible outcome of these disputes.	We have obtained the details of litigations under various statutes for the year ended March 31, 2026 from the management.

Key Audit Matter	How our audit addressed the key audit matter
	We have reviewed the management's underlying assumptions in estimating the provisions in respect to the disputed matters and the possible outcome of the disputes. We have also reviewed the legal precedence, where available, and other documents provided for review by the management in evaluating its position in these matters. We have also reviewed the assumptions made by the management as at March 31, 2026 and evaluated whether any change was required on account of information and updates made available during the year.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Parent's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated profit (consolidated financial performance including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the

accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of

not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance of the Parent with a statement that we have complied with relevant ethical

requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance of the Parent, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

- a) We did not audit the financial statement of two subsidiaries included in the Statement, whose financial statement (before eliminating inter-company transactions) reflect total assets of ₹1,21,374.48 lakhs as at March 31, 2026 and total revenue of ₹71,694.30 lakhs, total net loss after tax of ₹1,120.25 lakhs, total comprehensive loss of ₹1,101.59 lakhs and cash inflow (net) of ₹553.96 lakhs for the year ended on that date, as considered in the Statement. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of section 143(3)(i) of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the report of other auditors.
- b) We also did not audit the financial statements of a subsidiary included in the Statement which is located outside India, whose financial statement (before eliminating inter-company transaction) reflect total assets of ₹4,187.61 lakhs as at March 31, 2026 and total revenue of ₹3,575.97 lakhs, net loss after tax of ₹32.99 lakhs, total comprehensive loss of ₹32.99 lakhs and cash outflow (net) of ₹7.95 lakhs for the year ended on that date, as considered in the Statement. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and our report in terms of section 143(3)(i) of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report of other auditor.
- c) We also did not audit the financial statement of a Trust controlled by the Parent included in the Statement, whose financial statement (before eliminating inter-company transaction) reflect total assets of ₹515.18 lakhs as at March 31, 2026 and total revenue of ₹ Nil, total net profit after tax of ₹0.55 lakhs, total comprehensive profit of ₹0.55 lakhs and cash

outflow (net) of ₹3.62 lakhs for the year ended on that date, as considered in the Statement. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid trust and our report in terms of section 143(3)(i) of the Act, in so far as it relates to the aforesaid trust, is based solely on the report of other auditor.

- d) We also did not audit the financial statement of an associate whose share of loss of ₹4.49 lakhs as at March 31, 2026 and total comprehensive loss of ₹4.49 lakh for the year ended on that date, as considered in the Statement. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid trust and our report in terms of section 143(3)(i) of the Act, in so far as it relates to the aforesaid associates, is based solely on the report of other auditor.

Our opinion on the Statements is not modified in respect of other matters paragraph stated in points (a), (b), (c) and (d) above with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act based on the consideration of the Order reports issued till date by us and by the respective other auditors as mentioned in Other Matters paragraph above, of companies included in the consolidated financial statements for the year ended March 31, 2026 and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective order report of such companies.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries and an associate company as noted in the 'Other Matters' paragraph, we report to the extent applicable, that:
 - (a) We/ the other auditors whose reports we have relied upon, have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of other auditors, except for the matters stated in paragraph 2(i)

(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- (c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity dealt with by this report are in agreement with the books of accounts maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Parent as on March 31, 2026 taken on record by the Board of Directors of the Parent and the reports of the other auditors, who are appointed under Section 139 of the Act, of its subsidiaries and an associate company incorporated in India, none of the directors of the Parent and its subsidiaries and an associate company incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3) (b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- (g) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Parent, its subsidiaries and an associate incorporated in India, refer to our separate report in "Annexure A" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group's internal financial controls over financial reporting.
- (h) With respect to the other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act:

In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid/ provided by the Parent and one of the subsidiary incorporated in India to their respective directors during the year is in accordance with the provisions of Section 197 of the Act read with Schedule V to the Act. Further, as per the reports of the other auditor of another subsidiary and an associate company incorporated in India, no managerial remuneration has been paid by such subsidiary and an associate company during the year ended March 31, 2026.

- (i) With respect to the other matters to be included in the auditor's report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and an associate company as noted in the "Other Matters" paragraph:
- i.) the Group has disclosed the impact of pending litigations on its financial position in its consolidated financial statements - refer note 32.2;
- ii.) the Group has made provision, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
- iii.) there has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Group during the year ended March 31, 2026.
- iv.) (a) the respective managements of the Parent, its subsidiaries and an associate company incorporated in India and the other auditors of such subsidiaries and an associate company whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries – refer note 49.0;
- (b) the respective managements of the Parent and its subsidiaries and an associate company incorporated in India and the other auditors of such subsidiaries and an associate company whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been received by the Group from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries – refer note 49.0;
- (c) based on such audit procedures performed by us and that performed by the other auditors of the subsidiaries and an associate company as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) above contain any material mis-statement.
- v.) The dividend declared and paid during the year by the Parent Company is in compliance with Section 123 of the Act.
- vi.) With effect from April 1, 2025, the Group has migrated to an upgraded version of accounting software, "MICROSOFT DYNAMICS BUSINESS CENTRAL" from "MICROSOFT DYNAMICS NAV" which was hitherto, being used i.e. till March 31, 2025. Based on our examination which included test checks, the Group has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was enabled at database level from July 21, 2025, as described in note 47 to the consolidated financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting software to the extent it was enabled. Additionally, the audit trail in respect of the relevant prior years have been preserved by the group as per the statutory requirement for record retention to the extent it was enabled and recorded in those respective year, as stated in note 47 to the consolidated financial statements.
- For Narendra Singhania & Co.**
Chartered Accountants
Firm Reg No. 009781N
- Narendra Singhania**
Partner
Membership No.: 087931
UDIN – 26087931VKPXWF2888
- Place: New Delhi
Date: May 21, 2026

Annexure ‘A’ to the Independent Auditor’s Report

(Referred to in paragraph 1(f) under the heading of ‘Report on Other Legal and Regulatory Requirements’ of our report of even date to the Members of Ganesha Ecosphere Limited on the consolidated financial statements as of and for the year ended March 31, 2026)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Ganesha Ecosphere Limited** (“the Parent”) and its subsidiaries and an associate company incorporated in India (the Parent, its subsidiaries and an associate company together referred to as “the Group”) as of March 31, 2026 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors or management of the companies included in the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiaries and an associate company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal

financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the “Other Matter” paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting of the Parent, its subsidiaries and an associate company incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and

expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and to the best of our information, and according to the explanations given to us, and based on the consideration of the reports of other auditors of subsidiaries and an associate company incorporated in India, the Parent, its subsidiaries and an associate company incorporated in India have, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the respective company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting, insofar as it relates to two subsidiaries incorporated in India and an associate company of the Parent, are based on the corresponding reports of such other auditors, whose reports have been furnished to us by the management.

Our opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting, of the Parent, its subsidiaries incorporated in India and an associate company, are not modified in respect of the above matter with respect to our reliance on the work done and the reports of the such other auditors.

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg No. 009781N

Narendra Singhania
Partner
Membership No.: 087931
UDIN – 26087931VKPXF2888

Place: New Delhi
Date: May 21, 2026

Consolidated Balance Sheet as at March 31, 2026

(₹ in Lakh)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3.1	91,286.98	91,505.58
(b) Capital work-in-progress	3.2	19,257.97	5,096.65
(c) Investment Property	3.3	947.36	947.36
(d) Right of use assets (ROU)	3.4	115.30	116.91
(e) Goodwill		13.46	13.46
(f) Intangible Asset	4.1	107.87	40.76
(g) Intangible assets under development	4.2	-	30.00
(h) Financial assets:			
(i) Investments	5.1	1,808.15	2,033.50
(ii) Loans	5.2	31.10	1,900.30
(iii) Others	5.3	1,075.57	831.75
(i) Other non-current assets	6.0	3,585.92	6,540.80
Sub-total		1,18,229.68	1,09,057.07
(2) Current assets			
(a) Inventories	7.0	29,760.56	35,541.24
(b) Financial assets:			
(i) Investments	8.1	812.24	2,004.41
(ii) Trade receivables	8.2	19,775.35	17,157.48
(iii) Cash and cash equivalents	8.3	11,971.81	11,608.31
(iv) Bank balances other than (iii) above	8.4	156.25	565.98
(v) Loans	8.5	2,512.58	24.13
(vi) Others	8.6	714.40	194.20
(c) Current tax assets (net)	10.0	191.24	-
(d) Other current assets	9.0	16,189.89	17,267.29
(3) Assets held for sale/ disposal	11.0	23.97	-
Sub-total		82,108.29	84,363.04
TOTAL ASSETS		2,00,337.97	1,93,420.11
EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	12.0	2,679.60	2,545.70
(b) Other equity	13.0	1,24,887.50	1,12,521.77
Sub-total		1,27,567.10	1,15,067.47
(2) Liabilities			
(2A) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14.0	33,890.56	36,837.10
(b) Deferred tax liabilities (net)	20.0	1,806.48	2,130.94
(c) Government grants	15.2	4,580.13	4,860.65
(d) Provisions	18.1	1,137.62	912.88
Sub-total		41,414.79	44,741.57
(2B) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	14.0	15,670.73	18,777.99
(ii) Trade payables:			
Total outstanding dues of micro enterprises and small enterprises	16.1	130.04	112.99
Total outstanding dues of creditors other than micro enterprises and small enterprises	16.1	8,601.45	7,956.27
(iii) Other financial liabilities	16.2	5,216.84	5,167.18
(b) Government grants	15.1	336.74	332.96
(c) Other current liabilities	17.0	809.36	750.64
(d) Provisions	18.2	590.92	470.86
(e) Current tax liabilities (net)	19.0	-	42.18
Sub-total		31,356.08	33,611.07
TOTAL EQUITY AND LIABILITIES		2,00,337.97	1,93,420.11
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N
Narendra Singhania
Partner
Membership No.: 087931
For and on behalf of the Board of Directors
Sharad Sharma

Managing Director

DIN: 00383178

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Place: Kanpur

Date: May 21, 2026

Shyam Sunder Sharmma

Chairman

DIN: 00530921

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Consolidated Statement of Profit and Loss for the year ended March 31, 2026

(₹ in Lakh)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I INCOME			
Revenue from operations	21.0	1,48,166.29	1,46,570.55
Other income	22.0	1,742.12	1,793.87
Total income		1,49,908.41	1,48,364.42
II EXPENSES			
Cost of materials consumed		92,427.93	90,416.41
Purchases of stock-in-trade		409.17	505.07
Changes in inventories of finished goods, stock-in-trade and work-in-progress	23.0	4,684.56	382.17
Employee benefits expenses	24.0	9,976.03	8,821.27
Finance costs	27.0	4,032.47	3,808.54
Depreciation and amortization expense	26.0	6,481.24	5,496.89
Other expenses	25.0	26,497.54	25,388.07
Total expenses		1,44,508.94	1,34,818.42
III Profit before share of loss of an associate and tax (I-II)		5,399.47	13,546.00
IV Share of loss of an associate and tax		(4.49)	(4.50)
V Profit before tax (III+IV)		5,394.98	13,541.50
VI Tax expense:	28.1		
Current tax		1,789.90	2,527.63
Deferred tax (credit)/ charge		(216.27)	701.90
Total tax expense		1,573.63	3,229.53
VII Profit for the year (V-VI)		3,821.35	10,311.97
VIII Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement gain/ (loss) on defined benefit obligations		28.65	(2.95)
Re-measurement loss on financial instrument (Equity)		(759.82)	(450.23)
Less: Income-tax relating to above items	28.1	108.19	68.46
		(622.98)	(384.72)
IX Total comprehensive income for the year (VII+VIII)		3,198.37	9,927.25
X Earnings per share			
Basic (face value of ₹10 per equity share)	30.0	14.50	40.74
Diluted (face value of ₹10 per equity share)		14.48	39.89
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.**Chartered Accountants****Firm Reg. No. 009781N****Narendra Singhania****Partner****Membership No.: 087931****For and on behalf of the Board of Directors****Sharad Sharma**

Managing Director

DIN: 00383178

Shyam Sunder Sharma

Chairman

DIN: 00530921

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Place: Kanpur

Date: May 21, 2026

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Consolidated Cash Flow Statement for the year ended March 31, 2026

(₹ in Lakh)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash flow from operating activities:			
Profit before tax as per statement of profit and loss		5,394.98	13,541.50
Adjustments for:			
Share of loss of an associate company		4.49	4.50
Depreciation and amortization expense		6,481.24	5,496.89
Share based payment expenses		-	202.07
Loss/(profit) on sale/discard of property, plant and equipment (net)		265.19	(12.50)
Allowance for expected credit loss on trade and other receivables (net)		193.76	58.86
Liabilities no longer required written back		(15.88)	(30.25)
(Gain)/ loss on foreign currency fluctuations and translations (net)		(16.84)	12.24
Interest expense		3,970.87	3,661.90
Interest income		(1,210.64)	(1,406.65)
Lease rental income from investment property		(20.00)	(20.00)
Loss on sale of investments		13.81	32.07
Fair value gain on financial assets		(3.67)	-
Amortization of Government grants		(336.85)	(313.38)
Operating profit before working capital changes		14,720.46	21,227.25
Movements in working capital:			
Increase in trade receivables		(2,703.26)	(3,394.95)
Decrease/ (increase) in other receivables and prepayments		329.80	(7,401.37)
Decrease/ (increase) in inventories		5,780.68	(5,405.99)
Increase in trade payables		651.26	600.70
Increase in other payables		44.97	844.33
Increase in provisions		373.46	158.03
Cash generated from operations		19,197.37	6,628.00
Direct taxes paid (net of refunds)		(2,127.35)	(2,504.20)
Net cash flow generated from operating activities (A)		17,070.02	4,123.80
B. Cash flow from investing activities			
Purchase of property, plant and equipment		(17,579.62)	(20,775.78)
Purchase of intangible assets		(57.05)	(61.72)
Proceeds from sale of property, plant and equipment		139.92	96.20
Investment in others		(1,026.95)	(1,895.70)
Proceeds from sale of investments		1,670.03	731.67
Loan given to body corporate		(426.75)	(1,600.00)
Loan given to associate company		(250.00)	-
Fixed deposits made		(19.49)	(6,386.76)
Fixed deposits matured		419.80	16,871.40
Interest received		1,294.54	473.07
Lease rental income from investment property		20.00	20.00
Net cash flow used in investing activities (B)		15,815.57	(12,527.62)

Consolidated Cash Flow Statement for the year ended March 31, 2026 (Contd.)

(₹ in Lakh)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
C. Cash flow from financing activities			
Proceeds from issue of share capital (including share premium)		10,393.28	853.87
Purchase of treasury shares		(416.73)	-
Recovery of loans (granted under ESOP scheme)		127.78	-
Recognition of Capital Subsidy from State Government of Telangana		-	3,000.00
Proceeds from non-current borrowings (other than related parties)		-	8,763.52
Repayment of non-current borrowings (other than related parties)		(2,727.80)	(8,155.15)
(Repayment of)/ proceeds from current borrowings (net) (other than related parties)		(2,917.73)	14,680.54
(Repayment of)/ proceeds from borrowings to related parties (net)		(442.80)	414.30
Dividend paid to equity shareholders		(803.07)	(1,138.85)
Interest paid		(4,103.88)	(2,747.42)
Net cash flow (used in)/ generated from financing activities (C)		(890.95)	15,670.81
Net increase in cash and cash equivalents (A+B+C)		363.50	7,266.99
Cash and cash equivalents at the beginning of the year		11,608.31	4,341.32
Cash and cash equivalents at the end of the year	8.3	11,971.81	11,608.31
Notes:			
The above cash flow statement has been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.			
Material accounting policies	2.0		
The accompanying notes are an integral part of these financial statements.			

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N

Narendra Singhania
Partner
Membership No.: 087931

Place: New Delhi
Date: May 21, 2026

For and on behalf of the Board of Directors

Sharad Sharma
Managing Director
DIN: 00383178

Bharat Kumar Sajnani
Company Secretary
FCS: 7344

Place: Kanpur
Date: May 21, 2026

Shyam Sunder Sharmma
Chairman
DIN: 00530921

Gopal Agarwal
Chief Financial Officer
FCA: 075080

Consolidated Statement of Changes in Equity for the year ended March 31, 2026

A. Equity share capital

(₹ in Lakh)

As at April 1, 2024	2,534.70
Changes in equity share capital during the year	11.00
As at March 31, 2025	2,545.70
Changes in equity share capital during the year (refer note 45.0)	133.90
As at March 31, 2026	2,679.60

B. Other equity

(₹ in Lakh)

Particulars	Reserves and surplus								Total
	Capital redemption reserve	Capital reserve	Share based payment reserve	Securities premium	Convertible share warrants	Treasury Shares	General reserve	Retained earnings	
Balance as at April 1, 2024	450.00	225.28	14.86	47,598.03	3,750.00	(212.54)	264.13	50,587.09	1,02,676.85
Allotment of equity shares	-	-	-	1,127.50	-	-	-	-	1,127.50
Share based payment expense	-	-	202.07	-	-	-	-	-	202.07
Share options exercised during the year	-	-	(11.79)	-	-	11.57	11.79	-	11.57
Issue of shares upon conversion of warrants	-	-	-	-	(284.63)	-	-	-	(284.63)
Profit for the year	-	-	-	-	-	-	-	10,311.97	10,311.97
Other comprehensive loss for the year	-	-	-	-	-	-	-	(384.72)	(384.72)
Total comprehensive income for the year	-	-	-	-	-	-	-	9,927.25	9,927.25
Dividend paid	-	-	-	-	-	-	-	(759.23)	(759.23)
Interim dividend paid	-	-	-	-	-	-	-	(379.61)	(379.61)
Balance as at March 31, 2025	450.00	225.28	205.14	48,725.53	3,465.37	(200.97)	275.92	59,375.50	1,12,521.77
Allotment of equity shares (refer note 45.0)	-	-	-	13,724.75	-	-	-	-	13,724.75
Shares purchased during the year	-	-	-	-	-	(416.73)	-	-	(416.73)
Share options exercised during the year	-	-	(130.24)	-	-	127.78	130.24	-	127.78
Issue of shares upon conversion of warrants	-	-	-	-	(3,465.37)	-	-	-	(3,465.37)
Profits for the year	-	-	-	-	-	-	-	3,821.35	3,821.35
Other comprehensive loss for the year	-	-	-	-	-	-	-	(622.98)	(622.98)
Total comprehensive income for the year	-	-	-	-	-	-	-	3,198.37	3,198.37
Dividend paid	-	-	-	-	-	-	-	(803.07)	(803.07)
Balance as at March 31, 2026	450.00	225.28	74.90	62,450.28	-	(489.92)	406.16	61,770.80	1,24,887.50

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N
Narendra Singhania
Partner
Membership No.: 087931
For and on behalf of the Board of Directors
Sharad Sharma

Managing Director

DIN: 00383178

Bharat Kumar Sajnani

Company Secretary

FCS: 7344

Shyam Sunder Sharmma

Chairman

DIN: 00530921

Gopal Agarwal

Chief Financial Officer

FCA: 075080

Place: New Delhi

Date: May 21, 2026

Place: Kanpur

Date: May 21, 2026

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

1.0 Corporate information

Ganesha Ecosphere Limited ("the holding/ the parent company") is a public limited company, incorporated and domiciled in India, listed on the National Stock Exchange of India Limited and the Bombay Stock Exchange Limited. The address of the registered office of holding company is Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.). Group is a leading PET Waste Recycling Group in India and is engaged in the manufacturing of Recycled Polyester Staple Fibre (RPSF), Polypropylene Staple Fibre, Recycled bottle and filament grade Chips, Recycled FDY, Recycled Spun Yarn and Dyed Texturised Yarn.

The consolidated financial statements as at March 31, 2026 relate to:

Holding company - Ganesha Ecosphere Limited

Subsidiaries – a) Ganesha Ecopet Private Limited

b) Ganesha Ecotech Private Limited

c) Ganesha Overseas Private Limited, Nepal

(Holding company holds 100% shareholding of these subsidiaries)

Associate/ Joint venture – Ganesha Recycling Chain Private Limited (49% shareholding held by the holding company).

Entity controlled by the holding company - Ganesha Employees' Welfare Trust.

(Above entities are collectively referred to as 'The Group').

2.0 Summary of Material Accounting Policies

a) Basis of preparation

(i) Compliance with Indian Accounting Standards

These consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards ('IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

The accounting policies have been applied consistently to all the periods presented in the consolidated financial statements.

(ii) Historical cost convention

The consolidated financial statements have been prepared on an accrual basis under historical cost

convention, except certain financial assets and liabilities that are measured at fair values at the end of each reporting period by Ind AS.

(iii) Current versus non-current classification

All the assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criterion set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Group has ascertained its operating cycle to be 12 months for the purpose of current and non-current classification of assets and liabilities.

(iv) Rounding of amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest Lakh as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

b) Principles of consolidation

Subsidiaries

- (i) Subsidiaries are entities over which the Group has control. The Group controls an entity when the Group is exposed, or has rights, to variable returns from its power and involvement with the investee and has the ability to affect those returns through its power over the investee entity.
- (ii) The financial statements of the subsidiaries used for the purpose of consolidation are drawn up to same reporting date as that of the holding company.
- (iii) The financial statements of the holding company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, income, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- (iv) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.
- (v) The carrying amount of the parent's investment in subsidiaries is off set (eliminated against the parent's portion of equity in subsidiaries).

Associates and joint ventures

- (i) The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting. Under

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit and loss of the associate or joint venture.

c) Use of estimates and judgements

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions, based upon the best knowledge of current events and actions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of incomes and expenses during the reported period. Actual results may differ from those estimates. Any difference between the actual results and the estimates are recognized in the period in which the results are known/ materialised.

d) Foreign currency translation

(i) Functional and presentation currency

The consolidated financial statements are presented in Indian rupee ('₹'), which is Group's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognized in the statement of profit and loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the statement of profit and loss. Exchange differences, in respect of foreign currency borrowings taken for acquiring qualifying assets included in property, plant and equipment, to the extent it is an adjustment to interest cost, has been capitalized. Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2017 which are related to the acquisition of qualifying assets are adjusted in the carrying cost of such assets.

e) Revenue recognition

The Group derives revenues primarily from sale of manufactured goods, traded goods and related services.

The specific criterion for each of the Group's activities has been stated below:

(i) Sale of goods

Revenue is recognized upon transfer of control of promised goods to customers (i.e. when performance obligation is satisfied) for an amount that reflects the consideration which the Group expects to receive in exchange for those products. The Group does not expect to have any contracts where the period between the transfer of promised goods to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the value of money.

Revenue is measured based on transaction price, which is the consideration, adjusted for trade discounts such as cash discounts, volume discounts or any other price concession as may be agreed with the customers. Revenues also excludes Goods and Services Tax (GST) or any other tax collected from customers.

(ii) Job work receipts

Revenue from job work is recognized at the time of dispatch of material.

(iii) Export incentives

Export incentives under various schemes are accounted in the year of export.

(iv) Recycling credits income

Income is recognized in the year in which the certificate is issued or when there is virtual certainty to realize the credits in subsequent period.

(v) Interest income

Interest income is recognized on time proportion accrual basis using the applicable/ effective interest rate.

(vi) Insurance claims

Insurance claims are accounted only when there is reasonable certainty of its ultimate collection. Insurance claim receivable is recognized as a separate asset, but only when the ultimate recovery is reasonably certain.

(vii) Lease rental

Lease rental income is recognized on time proportion accrual basis.

f) Government grants

Government grant/subsidies are measured at amounts receivable from the government and are recognized as income when there is a reasonable assurance that the subsidy will be received, amount is fairly ascertainable and all attached

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

conditions will be complied with. When the subsidy relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, which are intended to be compensated, are expensed and it is classified under other operating income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to the statement of profit and loss on a straight line basis over the expected lives of related assets and are presented within other income.

Export Promotion Capital Goods ('EPCG') scheme allows import of certain capital goods at zero/ concessional duty subject to an export obligation for the duty saved. The duty saved on capital goods under EPCG scheme is treated as a Government grant and is recognised as income spread equally over the expected useful life of the related asset.

In case of interest free/ concessional loan provided by Government, the loan or assistance is initially recognised and measured at fair value and the Government grant is measured as the difference between the initial fair value of the loan and the proceeds received. The loan or assistance is subsequently measured as per the accounting policy applicable to financial liabilities.

g) Taxes

(i) Current income-tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

(ii) Deferred income-tax

Deferred income-tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the consolidated financial statements. Deferred income-tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income-tax assets are realised or the deferred income-tax liabilities are settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are off set where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

h) Non-current assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and a sale is considered as highly probable. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Asset classified as held for sale are presented separately in the Balance Sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

i) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

Property, plant and equipment which are not ready for their intended use are disclosed under capital work-in-progress.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

Expenditure during construction period (including borrowing cost relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects/ assets, including trial run expenses (net of revenue) are treated as pre-operative expenses, pending allocation to the assets, and are included under capital work-in-progress. These expenses are apportioned to related property, plant and equipment on commencement of commercial production. Capital work-in-progress is stated at the amount expended up to the date of the balance sheet.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided on Written Down Value Method ('WDV') except in respect of followings, where depreciation is provided on Straight Line Method ('SLM'):

- Buildings and plant & equipment of Kanpur Unit and Temra (Bilaspur) Unit of holding company;
- Buildings and plant & equipment in subsidiary companies.

The Group depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and the Group believes that the useful life of assets are same as those prescribed in Schedule II to the Act, except for certain plant & equipment, wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II to the Act.

Useful life considered for calculation of depreciation for various assets class are as follows:

Assets	Useful life
Buildings	30 – 60 years
Roads (capitalised under buildings)	10 years
Continuous process plant (plant & equipment)	18 years
Rooftop solar panels (part of plant & equipment)	10 years
Other plant & equipment	5-15 years
Furniture and fixtures	5-10 years
Office equipment (including computers, computers equipment and servers)	3-10 years
Vehicles	6-10 years

Residual value of tangible assets is considered to be not more than 5% of the cost of the asset.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when

no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

j) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairments, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use. Intangible assets which are not ready for their intended use are disclosed as intangible assets under development and are stated at the amount expended up to the date of the balance sheet.

The Group amortizes computer software and technical know-how using the straight line method over the period of 5 years.

The amortization period and the amortization method for an intangible asset are reviewed at each financial year end and adjusted prospectively, if appropriate.

k) Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. The cost of the investment property comprises its purchase price and any directly attributable expenditure. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of classification.

Any gain or loss on disposal of an investment property is recognised in the Statement of profit and loss.

The fair value of investment property is disclosed in the notes accompanying these financial statements. Fair values are determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

l) Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in the statement of profit and loss over the period of the borrowings using the effective interest method.

m) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets, which takes substantial period of time to get ready for its intended use, are capitalized. All other interest and borrowing costs are charged to the statement of profit and loss. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

n) Lease

The Group assesses at contract inception whether a contract is, or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for a consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases (that do not contain purchase option) and leases of low value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use Assets (ROU Assets)

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date on which the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation/ amortization and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated/ amortized on a straight-line basis over the shorter of the lease term and estimated useful lives of the assets, as estimated by the management. Leasehold land has been amortized over the lease term of 90 years.

(ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The

lease payments include fixed payment less any lease incentives receivable, variable lease payments that depend on an index or a rate and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognized as expense (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate is implicit in the lease not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Lease payments on short-term leases and lease of low-value assets are recognized as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a systematic basis as per the lease terms.

o) Inventories

(i) Measurement of Inventory

Inventories of raw material, stores & spares, work-in-progress, finished goods and stock-in-trade (including goods-in-transit) are stated at cost or net realizable value, whichever is lower. Waste & scrap is valued at net realizable value.

(ii) Cost of Inventories

Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of purchase of inventories comprise the purchase price, import duties and other non-recoverable taxes, and transport, handling and other costs directly attributable to the acquisition of inventory items. Trade discounts, rebates and other similar items are deducted in determining the costs of purchase.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

The cost of conversion of inventories include costs directly related to the units of production and a systematic allocation of fixed and variable production overheads that are incurred in converting material into finished goods.

Cost of inventories is ascertained on the 'weighted average' basis except stock-in-trade, where cost is ascertained on first-in-first-out (FIFO) basis.

(iii) Net realizable value

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Net realizable value is ascertained for each item of inventories with reference to the selling prices of related finished products. Estimates of net realizable value of finished goods and stock-in-trade are based on the most reliable evidence, available at the time the estimates are made, of the amount the inventories are expected to realize. These estimates take into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period. Materials and other supplies held for use in the production of the inventories are not written down below cost if the finished products in which they will be used are expected to be sold at or above cost.

Amount of write down of the inventories below cost is recognized as an expense as and when the event occurs.

p) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses, if any, are recognized in the statement of profit and loss. Non-financial assets that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

q) Provisions and contingent liabilities

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle

the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements unless the probability of outflow of resource is remote.

Provisions and contingent liabilities are reviewed at each balance sheet date.

r) Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service, are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Other long-term employee benefit

The liabilities for earned leave, that are not expected to be settled wholly within 12 months, are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the consolidated statement of profit and loss.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

(iii) Post-employment obligations

The Group operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund, family pension fund, and employee's state insurance

(a) Gratuity obligations

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefits expenses in the consolidated statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the consolidated balance sheet.

(b) Defined contribution plans

Defined contribution plans such as contributions to provident fund, family pension fund and employee's state insurance are made to the funds administered by the Government of India, and are recognized as an expense when employees have rendered service entitling them to the contributions.

(iv) Employee share based payments

The Group operates equity settled share-based plan for the employees (referred to as employee stock option scheme (ESOS). ESOS granted to the employees are measured at fair value of the stock options at the grant date. Such fair value of the equity settled share based payments is expensed on a straight line basis over the

vesting period, based on the Group's estimate of equity shares that will eventually vest, with a corresponding increase in other equity (share based payment reserve). At the end of each reporting period, Group revises its estimate of number of equity shares expected to vest. The impact of the revision of the original estimates, if any, is recognized in the Statement of profit and loss such that cumulative expense reflects the revision estimate, with a corresponding adjustment to the share based payment reserve.

The fair value of employee stock options is measured using the Black-Scholes model. Measurement inputs include share price on grant date, exercise price of the option, expected volatility (based on weighted average historical volatility), expected life of the options, expected dividends and the risk free interest rate (based on government bonds).

s) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash at banks and on hand, bank overdrafts and short-term deposits with an original maturities of three months or less, which are subject to an insignificant risk of changes in value.

t) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed to statement of profit and loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date on which the Group commits to purchase or sell the asset.

Subsequent measurement

Subsequent measurement of financial assets depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. For the purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss

Financial assets at amortized cost (debt instruments)

A 'financial asset' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss.

Financial assets at FVTOCI (debt instrument)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial assets designated at fair value through OCI (equity instruments)

In the case of equity instruments which are not held for trading and where the Group has taken irrevocable election to present the subsequent changes in fair value in other comprehensive income, these elected investments are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Equity instruments through other comprehensive income' under the head 'Other Equity'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. The Group makes such election on an instrument -by-instrument basis.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Dividends are recognized as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

A financial asset is held for trading if:

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for the year ended March 31, 2026

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Financial assets at FVTPL (equity instruments)

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognized in the statement of profit and loss.

In case of equity instruments which are held for trading are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in statement of profit and loss.

This category includes derivative instruments and listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognized in the statement of profit and loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

The Group applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, trade receivables and other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit impaired financial assets). The Group estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the lifetime expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

For trade receivables, the Group follows "simplified approach for recognition of impairment loss. The application of simplified approach does not require the Group to track changes in credit risk.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information.

(b) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including derivative financial instruments.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities at amortized cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another financial liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

u) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the year.

(ii) Diluted earnings per share

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders of the Group and weighted average number of equity shares outstanding during the year are adjusted for the effect of all potentially dilutive equity shares.

v) Treasury shares

The Parent Company has created an employees benefit trust (trust) for providing share-based payment to employees of the Group. The Parent Company uses Trust as a vehicle for distributing shares to employees under the 'Ganesha Ecosphere Employees' Stock Option Scheme – 2021'. The Trust buys the equity shares of Parent Company from secondary market, for issuance to the employees on exercise of the granted stock options. The parent Company provides interest free loan for such purchase of equity shares. Financial statements of Trust is included in the consolidated financial statements of the Group and shares held by Trust on reporting date are treated as treasury shares. The treasury shares are recognized at cost and deducted from other equity. No gain or loss is recognized in the statement of profit or loss on the purchase, sale, issue or cancellation of treasury shares. These treasury shares (lying with Trust) are reduced from total number of shares while computing basic and diluted earnings per share.

w) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2026, MCA has notified

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

following Amendment to Ind AS, applicable to the Company w.e.f. 1st April, 2025.

- Ind AS – 21 The Effects of Changes in Foreign Exchange Rates Lack of Exchangeability
- Ind AS 12 - Income Taxes relating to International Tax Reform – Pillar Two Model Rules – Exception to recognition and disclosure of deferred tax.

- Amendments to Ind AS 7 – Cash flow statement and Ind AS 107 – Financial Instrument Disclosures relating to supplier finance arrangements
- Ind AS 1-Presentation of Financial Statements Classification of Liabilities as current or non- current and non- current liabilities with covenants.

The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

Notes to the Consolidated Financial Statements

as at March 31, 2026

3.1 Property, plant and equipment

(₹ in Lakh)

Particulars	Freehold land	Buildings	Plant & equipment	Furniture & fixtures	Office equipment	Vehicles	Total
Gross block							
As at April 1, 2024	4,335.87	20,941.73	79,351.29	165.15	657.14	620.09	1,06,071.27
Additions	395.19	4,229.47	15,286.43	8.12	119.23	105.94	20,144.38
Disposals/adjustments	-	-	(98.17)	-	-	(74.10)	(172.27)
As at March 31, 2025	4,731.06	25,171.20	94,539.55	173.27	776.37	651.93	1,26,043.38
Additions	-	1,659.17	4,619.79	25.33	161.68	156.93	6,622.90
Disposals	-	(188.12)	(852.43)	(10.75)	(215.04)	(80.58)	(1,346.92)
As at March 31, 2026	4,731.06	26,642.25	98,306.91	187.85	723.01	728.28	1,31,319.36
Accumulated depreciation							
As at April 1, 2024	-	4,193.11	23,973.63	119.54	470.22	395.14	29,151.64
Charge for the year	-	692.56	4,583.61	12.81	108.59	83.37	5,480.94
Disposals	-	-	(26.95)	-	-	(67.83)	(94.78)
As at March 31, 2025	-	4,885.67	28,530.29	132.35	578.81	410.68	34,537.80
Charge for the year	-	828.78	5,390.55	10.59	128.20	101.57	6,459.69
Disposals	-	(89.22)	(592.20)	(10.21)	(204.13)	(69.35)	(965.11)
As at March 31, 2026	-	5,625.23	33,328.64	132.73	502.88	442.90	40,032.38
Net block							
As at March 31, 2025	4,731.06	20,285.53	66,009.26	40.92	197.56	241.25	91,505.58
As at March 31, 2026	4,731.06	21,017.02	64,978.27	55.12	220.13	285.38	91,286.98

3.2 Capital work-in-progress (CWIP)

(₹ in Lakh)

CWIP ageing schedule	Amount of CWIP for the period				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2025					
Project in progress (including borrowing costs of H183.81 lakh)	5,096.65	-	-	-	5,096.65
As at March 31, 2026					
Project in progress (including borrowing costs of ₹734.67 lakh)	16,331.49	2,926.48	-	-	19,257.97

3.3 Investment Property (Freehold Land)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Gross carrying amount as at beginning of the year	947.36	947.36
Addition during the year	-	-
Disposals during the year	-	-
Net carrying amount as at end of the year	947.36	947.36

Notes to the Consolidated Financial Statements

as at March 31, 2026

3.3 Investment Property (Freehold Land) (Contd.)

Notes:

- Title deeds of investment property are in the name of the Group.
- Land has been given on operating lease of 29 years (refer note 43.0) and is under mortgage, by deposit of title deeds, to the lenders of the lessee as per the terms of the lease.
- No borrowing cost has been capitalized and no impairment loss has been recognized in respect of the above investment property.
- Fair value of investment property is ₹1,505.44 Lakh (March 31, 2025: 1,230.00 Lakh)
- The amount recognized in the statement of profit & loss in respect of the investment property is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rental Income from investment property	20.00	20.00
Direct operating expenses (including repairs and maintenance) arising from investment property that generated rental income	-	-
Profit arising from investment property	20.00	20.00

3.4 Right of use assets (ROU)

(₹ in Lakh)

Particulars	Amount
Leasehold land	
Gross block:	
As at April 1, 2024	126.59
Additions	-
Disposals	-
As at March 31, 2025	126.59
Additions	-
Disposals	-
As at March 31, 2026	126.59
Accumulated amortization	
As at April 1, 2024	8.07
Charge for the year	1.61
Disposals	-
As at March 31, 2025	9.68
Charge for the year	1.61
Disposals	-
As at March 31, 2026	11.29
Net Block	
As at March 31, 2025	116.91
As at March 31, 2026	115.30

3.5 Refer note 14.1 and 29.0 for charge of property, plant and equipment, capital work-in-progress and intangible assets as security of borrowings from banks.

3.6 Refer note 32.1 (a) for contractual commitment for the acquisition of property, plant and equipment.

3.7 There is no impairment loss during the year ending March 31, 2026 and March 31, 2025.

Notes to the Consolidated Financial Statements

as at March 31, 2026

3.8 All the title deeds of the immovable properties are held in the name of the Group except the following:

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value (₹ in Lakh)	Held in the name of	Whether promoter, director or their relative or employee	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Office building	277.84	Vatika IT Parks Private Limited	No	March 18, 2023	The possession and original agreement to sale of the property is in the name of the Company. Title deed registration is held up due to some local regulations.

3.9 Capital work-in-progress does not include any project which is overdue or has exceeded its cost compared to its original plan.

3.10 There is no project which has temporarily been suspended.

3.11 Group has capitalized borrowing cost of ₹9.71 Lakh (March 31, 2025: ₹1,214.65 Lakh) during the year to the property, plant and equipment.

4.1 Intangible assets

(₹ in Lakh)

Particulars	Technical Knowhow	Software	Total
Gross block			
As at April 1, 2024	14.63	330.97	345.60
Additions	-	31.72	31.72
Disposals	-	-	-
As at March 31, 2025	14.63	362.69	377.32
Additions	-	87.05	87.05
Disposals	-	(70.08)	(70.08)
As at March 31, 2026	14.63	379.66	394.29
Accumulated amortization			
As at April 1, 2024	14.63	307.59	322.22
Amortization for the year	-	14.34	14.34
Disposals	-	-	-
As at March 31, 2025	14.63	321.93	336.56
Amortization for the year	-	19.94	19.94
Disposals	-	(70.08)	(70.08)
As at March 31, 2026	14.63	271.79	286.42
Net block			
As at March 31, 2025	-	40.76	40.76
As at March 31, 2026	-	107.87	107.87

Notes to the Consolidated Financial Statements

as at March 31, 2026

4.2 Intangible assets under development

(₹ in Lakh)

Ageing schedule for intangible assets under development	Amount of CWIP for the period				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2025					
Projects in progress	30.00	-	-	-	30.00
As at March 31, 2026					
Projects in progress	-	-	-	-	-

4.3 There is no impairment loss during the year ending March 31, 2026 and March 31, 2025.

4.4 Refer note 32.1(a) for contractual commitment for the acquisition of intangible assets.

4.5 There is no Intangible assets under development as at March 31, 2026 and hence, related disclosure is not applicable.

4.6 There is no project which has temporarily been suspended.

5.0 Non-current financial assets

5.1 Investment in equity*

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Numbers	Amount	Numbers	Amount
a. Investment in equity instrument of associate company using equity method (unquoted, valued at cost)				
In equity shares of ₹10 each fully paid up of Ganesha Recycling Chain Private Limited	34,79,000	824.01	29,40,000	289.50
Sub-total		824.01		289.50
b. Investment in equity instrument in other companies (valued at fair value through other comprehensive income)				
i. Investment in equity instruments of others (quoted)				
In equity shares of ₹10 each fully paid up of Race Eco Chain Limited	4,54,989	391.52	4,55,000	1,151.38
ii. Investment in equity instrument of others (unquoted)				
In equity shares of ₹10 each fully paid up of Amplus R.J. Solar Private Limited (under solar power purchase arrangement for captive consumption)	59,26,200	592.62	59,26,200	592.62
Sub-total		984.14		1,744.00
Total		1,808.15		2,033.50
Aggregate market value of quoted investments		391.52		1,151.38
Aggregate carrying value of unquoted investments		1,416.63		882.12

*There is no impairment loss in the value of investment.

Notes to the Consolidated Financial Statements

as at March 31, 2026

5.0 Non-current financial assets (Contd.)

5.2 Loans

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to others		
Loan to a body corporate (given for meeting business requirement) (Maximum amount outstanding during the year ₹2,441.94 Lakh (March 31, 2025: ₹1,820.35 Lakh))	-	1,820.35
Loans to employees	31.10	79.95
Total	31.10	1,900.30
Break-up:		
Loans considered good - secured	-	-
Loans considered good - unsecured	31.10	1,900.30
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
	31.10	1,900.30
Less: Allowance for expected credit loss	-	-
Total	31.10	1,900.30

Refer note 37.0 for information about credit risk and market risk of loans.

5.3 Others

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with remaining maturity of more than twelve months*	21.96	11.80
Security deposits	1,053.61	819.95
Total	1,075.57	831.75

*held under lien with banks against letter of credits & bank guarantees and with power distribution boards in lieu of security deposits amounting to ₹21.96 lakh (March 31, 2025: ₹8.84 Lakh).

6.0 Other non-current assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	3,566.08	6,497.26
Prepaid expenses	19.84	43.54
Total	3,585.92	6,540.80

7.0 Inventories

(at lower of cost and net realisable value)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	12,153.75	13,479.08
Raw materials (in-transit)	-	36.00
Work-in-progress	1,318.48	1,515.85

Notes to the Consolidated Financial Statements

as at March 31, 2026

7.0 Inventories (Contd.)

(at lower of cost and net realisable value)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Finished goods	11,467.15	15,667.93
Finished goods (in-transit)	1,434.39	1,702.76
Stock-in-trade	273.00	297.25
Stock-in-trade (in-transit)	6.43	0.22
Stores and spares	3,107.36	2,842.15
Total	29,760.56	35,541.24

Note: Cost of inventories amounting to ₹194.95 Lakh (March 31, 2025: ₹497.15 Lakh) in respect of write-downs of inventory to net realisable value has been expensed out in the statement of profit and loss.

8.0 Current financial assets

8.1 Investments

(carried at fair value through profit and loss)

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of unit	Amount	No. of unit	Amount
(a) Investment in Mutual fund (quoted):				
SBI Liquid Fund direct growth	11,696.660	503.67	-	-
Sub-total		503.67		-
(b) Investment in bonds & debentures (unquoted):				
7.74% SBI Series I Perpetual Bond (units of ₹10,00,000 each)	-	-	40.000	401.71
9.50% UBI Series XX Perpetual Bond (units of ₹10,00,000 each)	30.000	308.57	30.000	308.57
8.50% Canara Bank Series III Perpetual Bond (units of ₹10,00,000 each)	-	-	50.000	510.35
9.04% Bank of India Series VI Perpetual Bond (units of ₹10,00,000 each)	-	-	50.000	509.56
8.30% Canara Bank Series II Perpetual Bond (units of ₹10,00,000 each)	-	-	27.000	274.22
Sub-total		308.57		2,004.41
Total		812.24		2,004.41

Refer note 36.0 and 37.0 for information about fair value measurement, credit risk and market risk of investments.

8.2 Trade receivables

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	19,994.20	17,265.70
Less: Allowance for expected credit loss	(218.85)	(108.22)
Total	19,775.35	17,157.48

Notes to the Consolidated Financial Statements

as at March 31, 2026

8.0 Current financial assets (Contd.)

8.2 Trade receivables

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Break-up:		
Receivables considered good - secured	1,592.70	826.44
Receivables considered good - unsecured	18,247.37	16,331.04
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	154.13	108.22
	19,994.20	17,265.70
Less: Allowance for expected credit loss	(218.85)	(108.22)
Total	19,775.35	17,157.48

Notes:

- 1) Trade receivable represents the amount of consideration, in exchange for goods or services transferred to the customers, that is unconditional. There are no contract assets and contract liabilities.
- 2) No trade receivables are due from directors or other officers of the Group either severally or jointly with any other person. Trade receivables of ₹3,851.40 Lakh (March 31, 2025: ₹240.94 Lakh) are due from a private company in which some directors of parent company are interested as director/ member.
- 3) Refer note 36.0 & 37.0 for information about fair value measurement, credit risk and market risk of trade receivables.
- 4) Refer note 40.0 for ageing schedule of trade receivables.

8.3 Cash and cash equivalents

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
- On current accounts	2,608.14	1,894.86
- Deposits with original maturity of less than three months	9,350.00	9,700.00
Cash on hand	13.67	13.45
Total	11,971.81	11,608.31

8.4 Bank balances other than cash and cash equivalents

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unclaimed dividend (earmarked)	54.42	53.67
Deposits with original maturity of more than three months*	101.83	512.31
Total	156.25	565.98

*held under lien with banks against letter of credits & financial covenants and with power distribution boards in lieu of security deposits amounting to ₹89.36 Lakh (March 31, 2025: ₹485.57 Lakh)

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8.0 Current financial assets (Contd.)

8.5 Loans

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to related party		
Loan to associate company (given for meeting business requirement) (Maximum amount outstanding during the year ₹250.00 Lakh (March 31, 2025: Nil))	250.00	-
Loans to others		
Loan to body corporates (given for meeting business requirement) (Maximum amount outstanding during the year ₹2,441.94 Lakh (March 31, 2025: ₹1,820.35 Lakh))	2,247.10	-
Loans to employees	15.48	24.13
Total	2,512.58	24.13
Break-up:		
Loans considered good - secured	-	-
Loans considered good - unsecured	2,512.58	24.13
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
Total	2,512.58	24.13
Less: Allowance for expected credit loss	-	-
Total	2,512.58	24.13

Note: Refer note 37.0 for information about credit risk and market risk of loans.

8.6 Other financial assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Interest receivable on fixed deposits and others	86.40	157.34
Security deposits	28.83	28.44
Mark to market of derivative financial instruments	-	8.42
Income tax refund receivable	109.75	-
GST refund receivable	489.42	-
Total	714.40	194.20

9.0 Other current assets

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Advances to suppliers	1,517.93	1,073.08
Advance recoverable for unfulfilled agreement for purchase of land	604.00	-
Advance to employee (related party)	-	3.75
Advances to employee (other than related party)	58.86	43.49

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as at March 31, 2026

9.0 Other current assets (Contd.)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	425.99	478.50
Balances with Government authorities	7,225.98	5,079.98
Insurance claim receivable	108.69	194.44
Government incentives receivable	4,922.54	9,531.01
Export incentives receivable	142.77	211.19
Pet recycling credits in hand	1,183.13	651.85
Sub-total	16,189.89	17,267.29
Unsecured, considered doubtful		
Advances to suppliers	124.06	68.84
Less: Allowance for expected credit loss	(124.06)	(68.84)
Sub-total	-	-
Total	16,189.89	17,267.29

10.0 Current tax assets (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax	191.24	-
Total	191.24	-

11.0 Assets held for sale/ disposal

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Discarded fixed assets held for sale/ disposal	23.97	-
Total	23.97	-

12.0 Share capital

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised		
3,40,00,000 (March 31, 2025: 3,40,00,000) equity shares of ₹10 each	3,400.00	3,400.00
21,50,000 (March 31, 2025: 21,50,000) preference shares of ₹100 each	2,150.00	2,150.00
Total	5,550.00	5,550.00
Issued, subscribed and fully paid up		
2,67,95,984 (March 31, 2025: 2,54,56,984) equity shares of ₹10 each	2,679.60	2,545.70
Total	2,679.60	2,545.70

Notes to the Consolidated Financial Statements

as at March 31, 2026

12.0 Share capital (Contd.)

Notes:

i) Reconciliation of number of shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2026 (Nos.)	As at March 31, 2025 (Nos.)
Equity shares		
As at the beginning of the year	2,54,56,984	2,53,46,984
Add: Shares issued during the year (refer note 45.0)	13,39,000	1,10,000
As at the end of the year	2,67,95,984	2,54,56,984

ii) The rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The Group has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the group, after distribution of all preferential amounts, in proportion to their shareholding.

iii) Shares in the Holding Company held by each shareholder holding more than five per cent:

Name of the shareholders	As at March 31, 2026		As at March 31, 2025	
	Nos.	% holding	Nos.	% holding
Equity shares of ₹10/- each fully paid up				
GPL Finance Limited	36,62,809	13.67	23,23,809	9.13
SBI Mutual Fund	23,54,891	8.79	23,88,917	9.38
Shyam Sunder Sharmma	17,91,966	6.69	17,91,966	7.04
DSP Mutual Fund	7,48,301	2.79	14,27,129	5.61

iv) Shares held by the promoters at the end of the year:

Name of the Promoter	As at March 31, 2026			As at March 31, 2025		
	No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
Shyam Sunder Sharmma	17,91,966	6.69	-	17,91,966	7.04	(7.58)
Rajesh Sharma	10,95,529	4.09	-	10,95,529	4.30	-
Sharad Sharma	8,75,583	3.27	-	8,75,583	3.44	-
Vishnu Dutt Khandelwal	7,20,200	2.69	-	7,20,200	2.83	-
Vimal Sharma	4,91,738	1.84	-	4,91,738	1.93	-
Seema Sharma	3,03,560	1.13	-	3,03,560	1.19	-
Ratna Sharma	2,67,871	1.00	-	2,67,871	1.05	-
Shyam Sunder Sharmma HUF	1,07,000	0.40	-	1,07,000	0.42	-
Sandeep Khandelwal	2,04,501	0.76	-	2,04,501	0.80	-
Yash Sharma	1,32,445	0.49	-	1,32,445	0.52	-
Sharad Sharma HUF	94,731	0.35	-	94,731	0.37	-
Nirmal Khandelwal	46,875	0.17	-	46,875	0.18	-

Notes to the Consolidated Financial Statements

as at March 31, 2026

12.0 Share capital (Contd.)

iv) Shares held by the promoters at the end of the year:

Name of the Promoter	As at March 31, 2026			As at March 31, 2025		
	No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
Vishnu Dutt Khandelwal HUF	41,940	0.16	-	41,940	0.16	-
Rajesh Sharma HUF	23,250	0.09	-	23,250	0.09	-
Harsh Sharma	1,17,498	0.44	-	1,17,498	0.46	-
Hemant Sharma	77,568	0.29	-	77,568	0.30	-
Charu Khandelwal	21,449	0.08	-	21,449	0.08	-
Naveen Sharma	10,002	0.04	-	10,002	0.04	-
Kunjika Kaushal	6,237	0.02	-	6,237	0.02	-
GPL Finance Ltd.	36,62,809	13.67	57.62	23,23,809	9.13	4.97
Sandeep Yarns Pvt. Ltd.	4,46,300	1.67	-	4,46,300	1.75	-
Total	1,05,39,052	39.34		92,00,052	36.10	

- v) The Group has neither issued shares for a consideration other than cash/ bonus shares nor bought back any shares during the period of five years immediately preceding the reporting date.

13.0 Other equity

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital redemption reserve	450.00	450.00
Capital reserve	225.28	225.28
Share based payment reserve	74.90	205.14
Securities premium	62,450.28	48,725.53
Application money against convertible share warrants	-	3,465.37
Treasury Shares	(489.92)	(200.97)
General reserve	406.16	275.92
Retained earnings	61,770.80	59,375.50
Total	1,24,887.50	1,12,521.77
(a) Capital redemption reserve		
Opening balance	450.00	450.00
Adjustment during the year	-	-
Closing balance	450.00	450.00
(b) Capital reserve		
Opening balance	225.28	225.28
Adjustment during the year	-	-
Closing balance	225.28	225.28
(c) Share based payment reserve		
Opening balance	205.14	14.86
Share based payment expenses	-	202.07
Share options exercised during the year	(130.24)	(11.79)
Closing balance	74.90	205.14

Notes to the Consolidated Financial Statements

as at March 31, 2026

13.0 Other equity (Contd.)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
(d) Securities premium		
Opening balance	48,725.53	47,598.03
Received during the year	13,724.75	1,127.50
Closing balance	62,450.28	48,725.53
(e) Application money against convertible share warrants		
Opening balance	3,465.37	3,750.00
Issue of shares upon conversion of warrants (refer note 45.0)	(3,465.37)	(284.63)
Closing balance	-	3,465.37
(f) Treasury Shares		
Opening balance	(200.97)	(212.54)
Shares purchased during the year	(416.73)	-
Grant exercised/ sold during the year	127.78	11.57
Closing balance	(489.92)	(200.97)
(g) General reserve		
Opening balance	275.92	264.13
Adjustment for share options exercised during the year	130.24	11.79
Closing balance	406.16	275.92
(h) Retained earnings		
Opening balance	59,375.50	50,587.09
Adjustment during the year:		
Net profit for the year	3,821.35	10,311.97
Other comprehensive loss (net) for the year	(622.98)	(384.72)
Dividend paid	(803.07)	(759.23)
Interim dividend paid	-	(379.61)
Closing balance	61,770.80	59,375.50
Total (a to h)	1,24,887.50	1,12,521.77

Nature and purpose of reserves

Capital redemption reserve

Capital redemption reserve was created for redemption of preference share capital and it is a non-distributable reserve.

Capital reserve

Capital reserve represent capital subsidy received and amount received on forfeiture of shares of the parent company. Capital reserve is utilized in accordance with the provisions of the Companies Act, 2013.

Share based payment reserve

Share based payment reserve represents the fair value of the stock options granted by the parent company under the Employees Stock Option Plan accumulated over the vesting period. 23,532 (March 31, 2025: 2,131) options has been exercised during the year. The remaining reserve will be utilised on exercise of the remaining options already granted by the parent company.

Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

Notes to the Consolidated Financial Statements

as at March 31, 2026

13.0 Other equity (Contd.)

Application money against convertible share warrants

Parent company had allotted 14,49,000 convertible share warrants during the financial year 2023-24 to a promoter group company upon receipt of upfront payment being 25% of total consideration receivable. 13,39,000 warrants were outstanding as on March 31, 2025 for conversion. During the year, parent company has converted entire 13,39,000 warrants into equity upon receipt of balance allotment money.

Treasury shares

Treasury shares represents cost incurred by the parent company to purchase its own equity shares from secondary market through the Group's ESOP Trust for issuing the shares to the eligible employees on exercise of stock options granted under the Employees' Stock Option Scheme, 2021.

General reserve

General reserve is used to transfer profits from retained earnings for general purposes. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

14.0 Borrowings

(₹ in Lakh)

Particulars	Non-current		Current	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Non-current borrowings				
Term loans (secured):				
- from banks	33,801.02	36,753.93	2,955.94	2,519.97
- from State Government (refer footnote (iv) below)	89.54	83.17	-	182.70
Total	33,890.56	36,837.10	2,955.94	2,702.67
Current borrowings				
Secured loans				
Working capital loans from banks			8,765.80	15,632.52
Factoring facility from bank			3,948.99	-
Current maturities of long-term borrowings			2,955.94	2,702.67
Loans repayable on demand (unsecured):				
- from directors			-	367.00
- from related parties & others			-	75.80
Total			15,670.73	18,777.99

Notes:

- Refer note 14.1 for the details of effective interest rate, repayment terms and security details for the borrowings.
- The carrying amount of financial and non financial assets as security for secured borrowings is disclosed in note 29.0.
- Refer note 37.0 for liquidity risk.
- Loans discounted to their present value using the average interest rate on borrowings and the differential loan amount has been disclosed as government grant.
- The Group has filed quarterly statements of current assets with the banks that are in agreement with the books of accounts.

Notes to the Consolidated Financial Statements

as at March 31, 2026

14.0 Borrowings (Contd.)

vi) Net debt reconciliation:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current and non-current borrowings (including current maturities)	49,561.29	55,615.09
Less: Cash and cash equivalents	(11,971.81)	(11,608.31)
Interest payable	134.59	304.00
Net debt	37,724.07	44,310.78

(₹ in Lakh)

Particulars	Current and non-current borrowings (including current maturities)	Cash and cash equivalents	Interest payable	Total
Net debt as at April 1, 2024	39,879.03	(4,341.32)	86.97	35,624.68
Cash flows	15,703.21	(7,266.99)	-	8,436.22
Other non-cash movements:				
- fair value adjustments	24.56	-	(24.56)	(0.00)
Interest expense (including borrowing cost capitalized)	8.29	-	4,309.39	4,317.68
Interest paid	-	-	(4,067.80)	(4,067.80)
Net debt as at March 31, 2025	55,615.09	(11,608.31)	304.00	44,310.78
Cash flows	(6,088.33)	(363.50)	-	(6,451.83)
Other non-cash movements:				
- fair value adjustments	18.57	-	(18.57)	-
Interest expense (including borrowing cost capitalized)	15.96	-	4,247.35	4,263.31
Interest paid	-	-	(4,398.19)	(4,398.19)
Net debt as at March 31, 2026	49,561.29	(11,971.81)	134.59	37,724.07

14.1 a) Nature of security and terms of repayment for non-current borrowings (including their current maturities):

Nature of security	Terms of repayment
1. Loan from U.P. Government, balance outstanding amounting to ₹111.72 Lakh (March 31, 2025: ₹111.72 Lakh), is secured by way of bank guarantee of equivalent amount.	Repayable in March, 2029. The loan is interest free.
2. Loan from U.P. Government, balance outstanding amounting to ₹ Nil (March 31, 2025: ₹194.90 Lakh), is secured by way of bank guarantee of equivalent amount.	Fully repaid during the year
3. Term loans from Banks, balance outstanding amounting to ₹32,948.24 Lakh (March 31, 2025: ₹34,624.99 Lakh), are secured by way of first charge, on pari passu basis, on entire tangible and intangible assets (present and future), including equitable mortgage of immovable properties, of the Group's Warangal projects. The loans are further secured by way of corporate guarantee of holding company and personal guarantees of two directors of the Group.	Term loans are repayable in quarterly instalments starting from December, 2022 and last instalment falling due in June, 2033. Rate of interest ranging from 7.17 - 8.80% p.a. (March 31, 2025: 7.80 - 8.80% p.a.)

Notes to the Consolidated Financial Statements

as at March 31, 2026

14.0 Borrowings (Contd.)

Nature of security	Terms of repayment
4 Term loan from a Bank, balance outstanding amounting to ₹2,176.62 Lakh (March 31, 2025: ₹2,422.36 Lakh), is secured by way of exclusive charge on machineries financed of Group's one of the subsidiary at Warangal. The loan is further secured by way of letter of comfort of parent company and personal guarantees of two directors of the Group.	Term loans are repayable in quarterly instalments starting from June, 2024 and last instalment falling due in June, 2029. Rate of interest is 6.07-8.23% p. a. (March 31, 2025: 7.27-8.23% p.a.)
5 Term loan from Bank, balance outstanding amounting to ₹1,632.10 Lakh (March 31, 2025: ₹2,226.55 Lakh), are secured by way of first charge on entire tangible and intangible assets (present and future), including equitable mortgage of immovable property, of the Group's Nepal subsidiary. The loan is further secured by way of corporate guarantee of holding company.	Term loans are repayable in 24 quarterly instalments starting from October, 2022 and last instalment falling due in July, 2028. Rate of interest 7.11-9.85% p. a. (March 31, 2025: 10.33 -12.11% p.a.)

14.1 b) Nature of security and terms of repayment for current borrowings:

Nature of security	Terms of repayment
1 Working capital loans from banks, balance outstanding amounting to ₹7,900 Lakh (March 31, 2025: ₹10,017.47 Lakh) are secured by hypothecation of current assets of the parent company (both present and future), ranking pari passu inter-se.	Repayable on demand. Rate of interest is ranging from 7.05 - 9.00% p.a. (March 31, 2025: Rate of interest ranging from 8.00-9.55% p.a.)
2 Factoring facility from bank (with recourse), balance outstanding amounting to ₹3,948.99 Lakh (March 31, 2025: Nil) is secured by assignment of receivables factored by bank and is further secured by hypothecation of current assets of the parent company (both present and future), ranking pari passu inter-se.	Repayable only if Bank is not able to realize the receivables assigned to it. Discount rate is 7.20% p.a. (March 31, 2025: N.A.)
3 Working capital loans from banks, balance outstanding amounting to ₹865.80 Lakh (March 31, 2025: ₹5,615.05 Lakh) are secured by hypothecation of current assets of the Group's subsidiaries (both present and future), ranking pari passu inter-se. These loans are further secured by way of extension of pari-passu second charge on property, plant and equipment of the Group's subsidiaries and personal guarantees of some of the executive directors of the Group and others.	Repayable on demand. Rate of interest is ranging from 7.10 - 9.25% p.a. (March 31, 2025: Rate of interest ranging from 8.00 - 9.55% p.a.)
4 Unsecured loans from directors and other related parties amounting to ₹ Nil (March 31, 2025: ₹ 442.80 Lakh).	Fully repaid during the year

14.2 The Group has not defaulted on any loans payable during the year and has satisfied all debt covenants prescribed in terms of the loans.

Notes to the Consolidated Financial Statements

as at March 31, 2026

15.0 Government grants

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	5,193.61	2,414.26
Received during the year*	60.11	3,092.73
Released to the statement of profit and loss	(336.85)	(313.38)
At the end of the year	4,916.87	5,193.61
15.1 Current	336.74	332.96
15.2 Non-current	4,580.13	4,860.65

* Government grants include benefits availed under EPCG scheme and there are unfulfilled export commitments of ₹31,659.48 Lakh (March 31, 2025: ₹36,688.86 Lakh) as at the balance sheet date related to benefits received under the EPCG Scheme.

16.1 Trade payables

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	130.04	112.99
- Total outstanding dues of creditors other than micro enterprises and small enterprises	8,601.45	7,956.27
Total	8,731.49	8,069.26

Note:

- Refer note 37.0 for information about liquidity risk and market risk of trade payables.
- Refer note 41.0 for ageing schedule of trade payables.

c) Dues to micro and small enterprises*:

The Group has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
a) The principal amount remaining unpaid to any supplier at the end of the year.	130.04	112.99
b) Interest due remaining unpaid to any supplier at the end of the year.	-	-
c) The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

*Disclosure is based on the information available with the Group regarding the status of registration of such vendors under the said Act, as per the intimation received from them on request made by the Group.

Notes to the Consolidated Financial Statements

as at March 31, 2026

16.2 Other current financial liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Creditors for capital expenditure	968.71	732.09
Interest accrued	134.59	304.00
Unclaimed dividends*	54.42	53.67
Mark to market of derivative financial instruments	9.79	-
Other payables	4,049.33	4,077.42
Total	5,216.84	5,167.18

* During the year, the Group has transferred ₹6.28 Lakh (March 31, 2025: ₹9.66 Lakh) to Investor Education and Protection Fund towards unclaimed dividend and there are no overdue amounts as at the balance sheet date.

17.0 Other current liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances from customers	549.62	405.14
Statutory dues payables	259.74	345.50
Total	809.36	750.64

18.0 Provisions

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Employee benefits		
18.1 Non-current		
Leave obligations	116.91	135.59
Gratuity (refer note 31.1)	1,020.71	777.29
Total	1,137.62	912.88
18.2 Current		
Leave obligations	113.70	85.30
Gratuity (refer note 31.1)	387.22	307.89
Other provisions	90.00	77.67
Total	590.92	470.86

19.0 Current tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Income-tax	-	42.18
Total	-	42.18

Notes to the Consolidated Financial Statements

as at March 31, 2026

20.0 Deferred tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets	(3,346.71)	(2,544.58)
Deferred tax liabilities	5,153.19	4,675.52
Total	1,806.48	2,130.94

20.1 Movement of deferred tax liabilities (net)

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities (net)		
As at the beginning of the year	2,130.94	1,497.51
(Credit)/ charge to statement of profit and loss*	(324.46)	633.43
Total	1,806.48	2,130.94

*Deferred tax credit on remeasurement of defined benefit obligation and financial instrument (Equity) amounting to ₹108.19 lakh (March 31, 2025: charge of ₹68.46 Lakh) has been adjusted to other comprehensive income.

20.2 Components of deferred tax (assets)/liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liability		
Property, plant and equipment	5,137.75	4,623.79
Others	15.44	51.73
Sub-total	5,153.19	4,675.52
Deferred tax asset		
Expenses allowed in the year of payment	(1,265.70)	(355.10)
Unabsorbed losses	(2,029.72)	(1,292.58)
Provision for doubtful trade receivables and advances	(51.29)	(30.97)
Others	-	(865.93)
Sub-total	(3,346.71)	(2,544.58)
Deferred tax liabilities (net)	Total	Total
	1,806.48	2,130.94

21.0 Revenue from operations

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products		
Finished goods (including process waste)	1,41,680.38	1,40,905.52
Stock-in-trade	1,128.68	1,234.53
Sub-total	1,42,809.06	1,42,140.05

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

21.0 Revenue from operations (Contd.)

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Other operating revenues		
Sale of waste and scrap	367.51	401.98
Job work receipts	15.41	20.18
Insurance claims received	7.58	68.06
Export incentives	394.26	455.00
Recovery of bad & doubtful debts already provided for	31.48	4.58
Income from pet recycling credits	1,358.47	1,205.79
Government incentives	3,138.78	2,111.38
Technical services receipt	-	105.58
Liabilities no longer required written back	15.88	30.25
Others	27.86	27.70
Sub-total	5,357.23	4,430.50
Total	1,48,166.29	1,46,570.55

The Group offers, performance based discounts and other discounts as per the prevailing trade practices at the time of sale. A sale invoice is the de facto contract agreement with the Customers. Any credit notes for discounts issued thereafter are reduced from gross sales and net sales is shown in the statement of profit and loss. Details of the revenue from contracts with customers as it appears in the invoices raised on them and credit notes issued thereafter are as under:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Revenue from contracts with Customers	1,43,014.53	1,42,233.86
Less:		
b. Performance and price discounts	(179.90)	(48.53)
c. Other discounts	(25.57)	(45.28)
Revenue from sale of products	1,42,809.06	1,42,140.05

22.0 Other income

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income	1,210.64	1,406.65
Government grants	336.85	313.38
Gain on foreign currency fluctuations and translations (net)	163.91	33.69
Fair value gain on financial assets	3.67	-
Profit on sale/ discard of property, plant and equipment (net)	-	12.50
Lease Rental Charges from investment property	20.00	20.00
Miscellaneous income	7.05	7.65
Total	1,742.12	1,793.87

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

23.0 Changes in inventories of finished goods, stock-in-trade and work-in-progress

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year*		
Finished goods	12,901.54	17,370.69
Stock-in-trade	279.43	297.47
Work-in-progress	1,318.48	1,515.85
Sub-total	14,499.45	19,184.01
Inventories at the beginning of the year*		
Finished goods	17,370.69	16,615.70
Stock-in-trade	297.47	752.35
Work-in-progress	1,515.85	1,258.76
Sub-total	19,184.01	18,626.81
Inventories of trial run production		
Finished goods	-	920.58
Work-in-progress	-	18.79
Sub-total	-	939.37
Total	4,684.56	382.17

*including goods-in-transit.

24.0 Employee benefits expenses

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages (refer note 42.0)	8,983.03	7,943.52
Contribution to provident and other funds (refer note 31.2)	338.81	313.03
Gratuity expense (refer note 31.0 and 42.0)	403.20	182.73
Staff welfare expenses	250.99	179.92
Share based payment expenses	-	202.07
Total	9,976.03	8,821.27

25.0 Other expenses

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Manufacturing expenses:		
Consumption of stores and spares	3,913.09	3,587.78
Power and fuel	12,817.02	12,314.03
Repairs and maintenance:		
- Plant and machinery	859.08	770.30
- Buildings	157.98	169.82
Sub-total	17,747.17	16,841.93

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

25.0 Other expenses (Contd.)

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Administrative expenses		
Rent (refer note 33.0)	178.36	160.91
Rates and taxes	77.78	89.61
Insurance	427.57	375.72
Repairs and maintenance - others	185.61	163.99
CSR expenditure	189.07	172.24
Travelling and conveyance	310.01	316.34
Communication costs	59.31	61.62
Printing and stationery	71.96	66.32
Legal and professional fee	380.02	262.02
Cost auditors' remuneration	2.40	1.90
Directors' sitting fee	3.23	3.53
Payment to auditors (refer the break-up provided below)	45.67	40.53
Allowances for expected loss on trade and other receivables	221.08	63.44
Loss on sale/ discard of property, plant and equipment (net)	265.19	-
Loss on sale of investments	13.81	32.07
Miscellaneous expenses	240.85	215.54
Vehicle running and maintenance	157.92	144.80
Commission to non-executive directors	65.00	64.17
Security service charges	329.24	301.27
Loss on foreign currency fluctuations and translations (net)	5.67	-
Sub-total	3,229.75	2,536.02
Selling expenses		
Freight and forwarding charges	4,819.55	5,250.06
Other selling and distribution expenses	701.07	760.06
Sub-total	5,520.62	6,010.12
Total	26,497.54	25,388.07
Break up of payment to auditors:		
As auditor:		
- Audit fee	32.37	28.42
- Tax audit fee	4.65	4.00
- Limited review fee	7.25	6.90
In other capacity		
- Other services (certification fee)	1.17	1.09
- Reimbursement of expenses	0.23	0.12
Total	45.67	40.53

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

26.0 Depreciation and amortization expense

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant and equipment	6,459.69	5,480.94
Amortization of intangible assets	19.94	14.34
Amortization of ROU assets	1.61	1.61
Total	6,481.24	5,496.89

27.0 Finance costs

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest	3,970.87	3,661.90
Other borrowing costs (including bank charges)	61.60	146.64
Total	4,032.47	3,808.54

28.0 Tax expense

28.1 The major components of income-tax expense are as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A) Profit and loss section		
Current tax		
In respect of current year	1,763.96	2,502.96
In respect of earlier years	25.94	24.67
Sub-total	1,789.90	2,527.63
Deferred tax		
Relating to origination and reversal of temporary differences	(216.27)	701.90
Sub-total	(216.27)	701.90
Income tax expense reported in the statement of profit and loss	1,573.63	3,229.53
B) Other comprehensive income ('OCI') section		
Deferred tax related to items recognized in OCI during the year:		
Re-measurement (gain)/ loss on defined benefit obligations	(5.40)	1.15
Re-measurement loss on financial instrument (Equity)	113.59	67.31
Income-tax credit to OCI	108.19	68.46

28.2 Reconciliation of tax expense and the accounting profit multiplied by applying the statutory income-tax rate to the profit before tax is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before income-tax	5,399.47	13,546.00
Tax rate using the holding company's tax rate	25.168%	25.168%
Current tax expense on profit before tax at the enacted income-tax rate	1,358.94	3,409.26

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

28.0 Tax expense (Contd.)

28.2 Reconciliation of tax expense and the accounting profit multiplied by applying the statutory income-tax rate to the profit before tax is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Adjustments in respect of current income-tax of earlier years	25.94	24.67
Permanent disallowances	51.22	145.00
Difference due to different rate of tax	(40.94)	(363.65)
Impact of tax due to loss in components	312.71	(31.29)
Impact on tax for elimination adjustments in components	(49.15)	(8.84)
Set off of unabsorbed losses and depreciation	-	81.34
Recognition of net deferred tax assets	(89.38)	28.68
Others	4.29	(55.64)
Total income-tax expense	1,573.63	3,229.53
Effective tax rate consequent to reconciliation items shown above	29.144%	23.841%

29.0 Assets pledged as security

The carrying amount of assets pledged as security for current and non-current borrowings are:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
First charge		
Non-current assets		
Property, plant and equipment	68,474.94	68,871.23
Capital work-in-progress	19,257.97	3,836.71
Intangible assets	2.49	4.39
Non-current financial assets	656.61	424.90
Other non-current assets	3,570.37	6,420.54
Total non-current assets pledged as security	91,962.38	79,557.77
Second charge		
Current assets		
Financial assets		
Trade receivables	19,775.35	17,157.48
Cash and cash equivalents	11,971.81	11,608.31
Bank balances	101.83	512.31
Others	4,039.22	2,443.09
Non financial assets		
Inventories	29,760.56	35,541.24
Others	16,213.86	17,267.29
Total current assets pledged as security	81,862.63	84,529.72
Total assets pledged as security	1,73,825.01	1,64,087.49

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

30.0 Earnings per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Earning per share has been computed as under:		
Profit for the year (₹ in Lakh)	3,821.35	10,311.97
Weighted average number of equity shares outstanding (Numbers)	2,64,03,455	2,53,10,222
Potential diluted shares (Numbers)	49,687	5,42,167
Less: Treasury shares (Numbers)	55,390	37,063
Earnings per share (₹) - Basic (face value of ₹10 per share)	14.50	40.74
Earnings per share (₹) - Diluted (face value of ₹10 per share)	14.48	39.89

31.0 Gratuity and other post-employment benefit plans

31.1 Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972 (upto November 20, 2025) and the Code on Social Security, 2020 (effective from November 21, 2025). Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary (being 50% of total salary as per new wage codes) per month computed proportionately for 15 days salary multiplied for the numbers of years of services. The gratuity plan is an unfunded plan.

Movement in the present value of the defined benefit obligation for gratuity are as follows:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening defined benefit obligation	1,085.18	947.33
Current service cost	135.54	115.51
Interest expense	70.53	67.22
Benefits paid	(51.80)	(47.83)
Actuarial losses arising from changes in demographic assumptions	-	16.08
Actuarial (gains)/ losses arising from changes in financial assumptions	(7.79)	17.71
Actuarial gains arising from experience adjustments	(20.86)	(30.84)
Past service cost, including losses on curtailments	197.13	-
Closing defined benefit obligation	1,407.93	1,085.18

Net liability recognized in balance sheet:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of defined benefit obligation	1,407.93	1,085.18
Fair value of plan assets	-	-
Funded status (deficit)	(1,407.93)	(1,085.18)
Net liability recognized in balance sheet	1,407.93	1,085.18

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

31.0 Gratuity and other post-employment benefit plans (Contd.)

Net liability recognized in balance sheet:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Break-up of defined benefit obligation		
Current liability	387.22	307.89
Non-current liability	1,020.71	777.29
Total	1,407.93	1,085.18

Net defined benefit expense recognized as employee benefit expenses in the statement of profit and loss:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	135.54	115.51
Net interest cost	70.53	67.22
Past service cost, including losses on curtailments	197.13	-
Total	403.20	182.73

Remeasurement (gain) / loss recognized in other comprehensive income:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Actuarial losses arising from changes in demographic assumptions	-	16.08
Actuarial (gains)/ losses arising from changes in financial assumptions	(7.79)	17.71
Actuarial gains arising from experience adjustments	(20.86)	(30.84)
Total	(28.65)	2.95

The principal assumptions used in determining gratuity as shown below:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	6.70%	6.4% to 6.5%
Salary escalation rate	7.00%	7.00%
Withdrawal rate (upto 58 years)	30.00%	30.00%
Withdrawal rate (above 58 years)	10.00%	10.00%
Mortality	Published rates under the Indian Assured Lives Mortality (2012-14) Ultimate table	Published rates under the Indian Assured Lives Mortality (2012-14) Ultimate table

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

31.0 Gratuity and other post-employment benefit plans (Contd.)

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the key assumptions is as under:

(₹ in Lakh)

Particulars	Year	Change in assumption	Change due to increase in assumption	Change due to decrease in assumption
Discount rate	March 31, 2026	1.00%	(37.70)	39.97
	March 31, 2025	1.00%	(29.34)	31.12
Salary escalation rate	March 31, 2026	1.00%	35.70	(34.65)
	March 31, 2025	1.00%	28.70	(27.61)
Mortality rate	March 31, 2026	1.00%	Negligible	Negligible
	March 31, 2025	1.00%		

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period. There is no change in the method of valuation for the prior periods.

Maturity profile of demand of defined benefit obligation is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Within 1 year	387.22	304.22
1 - 2 Year	288.02	210.82
2 - 3 Year	214.52	163.77
3 - 4 Year	153.74	122.74
4 - 5 Year	116.86	89.23
Above 5 years	247.57	194.40
Total	1,407.93	1,085.18

Fair value and changes in fair value of plan assets during the year ended March 31, 2026:

- Gratuity obligations are not funded.
- As per the policy of the Group, no gratuity is payable to the executive directors of the Group.
- The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

31.2 Defined contribution plans

The Group also has certain defined contribution plans, such as provident fund, family pension fund and employee's state insurance for benefit of employees. Contributions are made to funds administered by the Government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized to statement of profit and loss during the year towards contribution to defined contribution plans is ₹338.81 Lakh (March 31, 2025: ₹313.03 Lakh).

31.3 Leave obligation

The Group provides for leave obligations based on actuarial valuation carried at the year end using the projected unit credit method.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

32.0 Commitments and contingencies (to the extent not provided for)

32.1 Commitments

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Estimated amount of contracts remaining to be executed on capital account (net of advances)	17,366.40	22,203.16
b) Undertakings given by the Group to fulfil quantified exports in respect of capital goods imported under the Export Promotion Capital Goods Scheme of the Government of India	31,659.48	36,688.86
c) Corporate guarantee provided to lenders of the lessee in respect of investment property (Land), which is restricted to the value of the land (refer note 35.3).	947.36	947.36
Total	49,973.24	59,839.38

32.2 Contingent liabilities

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Matters with tax authorities		
- GST & Customs matters	2,588.62	501.72
b) 'Demand' as environmental compensation has been raised by Uttarakhand Pollution Control Board ('UPCB') on Group's Rudrapur Unit in pursuance of a general order of Hon'ble National Green Tribunal ('NGT') dated November 14, 2019 ('Order'). On appeal, Hon'ble Supreme Court vide its order dated February 25, 2022 remanded back the matter to NGT with certain directions. NGT has given directions and basis for levying the penalties, vide its order dated August 29, 2022, to concerned pollution control boards. Group have neither received any revocation order nor received any fresh demand from Uttarakhand Pollution Control Board after the aforesaid Order of NGT.	100.00	100.00
c) Bills discounted under letters of credit and outstanding	153.66	141.27
d) Claims against the Group not acknowledged as debt (interest thereon not ascertainable at present)	408.09	41.44
e) As at March 31, 2026, the Group has a contingent liability towards customs duty and goods and services tax for capital goods imported under the manufacturing and other operation in Warehouse Regulation (MOOWR) scheme 2019 against which the Group has executed and utilised bond amounting to ₹ 9,798.31 Lakh (March 31, 2025: ₹3,300 Lakh). The Group's liability towards such duty shall be contingent upon conditions (rate of custom duty/ decision of company to export, etc.) at the time of filing ex-bond bill of entry at the time of disposal. In case, the Group decides to export such capital goods, the associated costs shall not be significant.	3,266.10	1,092.34
Total	6,516.47	1,876.77

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

33.0 Leases

The Group has certain operating leases primarily consisting of leases for office premises, guest houses and warehouses having different lease terms. Such leases are generally with the option of renewal against increased rent and premature termination clause. Rental expense recorded for short-term leases and low value asset leases is ₹178.36 Lakh for the year ended March 31, 2026 (March 31, 2025: ₹160.91 Lakh).

The Group has taken certain land on long term lease for factory purposes (disclosed under “Right of use assets”). Since entire lease payments have been prepaid, the Group does not have any future lease liability towards the same.

For details pertaining to the carrying value of right of use asset and amortization charged thereon during the year, refer note 3.4 of the financial statements.

The Group does not have any lease liability and thus there are no liquidity risks.

34.0 Segment information

34.1 Primary segment (by business segment):

Ind AS 108 establishes standards for the way that the Group report information about operating segments and related disclosures about products and services, geographic areas and major customers. The Group's operations comprises of only one segment i.e. sale of polyester staple fibre, polyester yarn and other polyester intermediates, which are mainly having similar risks and returns. Based on the “management approach” as defined in Ind AS 108, the management also reviews and measure the operating results taking the whole business as one segment. In view of the same, separate primary segment information is not required to be given as per the requirements of Ind AS 108 on “Operating Segments”.

34.2 Secondary segment (by geographical demarcation):

Considering the nature of the business in which the Group operates, the Group deals with various customers in multiple geographies. The details of segment revenue based on geographical demarcation is as under:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from sale of products		
- India	1,29,406.85	1,27,794.09
- Outside India	13,402.21	14,345.96
Total	1,42,809.06	1,42,140.05

35.0 Related party disclosures

Name of related parties and nature of relationship:

35.1 Associate

Ganesha Recycling Chain Private Limited	49% ownership, incorporated in India (w.e.f. September 10, 2024)
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35.2 A. Key management personnel

Shri Shyam Sunder Sharmma	Non-Executive Chairman
Shri Vishnu Dutt Khandelwal	Executive Vice Chairman
Shri Sharad Sharma	Managing Director
Shri Rajesh Sharma	Joint Managing Director
Shri Pradeep Kumar Goenka	Independent Director (till September 04, 2024)
Shri Abhilash Lal	Independent Director (till September 04, 2024)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

35.0 Related party disclosures (Contd.)

35.2 A. Key management personnel

Smt. Shobha Chaturvedi	Independent Director
Shri Narayanan Subramaniam	Independent Director
Shri Akshay Gupta	Independent Director (w.e.f. September 5, 2024)
Shri Jagat Jit Singh	Independent Director (w.e.f. September 5, 2024)
Shri Gopal Agarwal	Chief Financial Officer
Shri Bharat Kumar Sajnani	Company Secretary & Compliance Officer

35.2 B. Relatives of key management personnel

Shri Sandeep Khandelwal	Son of Shri Vishnu Dutt Khandelwal
Shri Yash Sharma	Son of Shri Sharad Sharma
Shri Harsh Sharma	Son of Shri Rajesh Sharma
Smt. Kunjika Kaushal	Daughter-in-law of Shri Sharad Sharma
Shri Hemant Sharma	Son of Shri Sharad Sharma
Shri Naveen Sharma	Son of Shri Sharad Sharma

35.2 C. Entities controlled by key management personnel or their relatives

Sandeep Yarns Private Limited
GPL Finance Limited
GESL Spinners Limited
Ganesha Ecoverse Limited

35.2 D. Entities over which key management personnel are able to exercise significant influence

Ganesh Memorial Trust

35.3 Summary of transactions during the year

(₹ in Lakh)

Particulars	Year ended	Associates	Key management personnel	Relatives of key management personnel	Entities controlled by key management personnel or their relatives	Entities over which key management personnel are able to exercise significant influence
Investment in share capital	March 31, 2026	539.00	-	-	-	-
	March 31, 2025	294.00	-	-	-	-
Unsecured loan given	March 31, 2026	324.00	-	-	-	-
	March 31, 2025	-	-	-	-	-
Repayment of unsecured loan given	March 31, 2026	74.00	-	-	-	-
	March 31, 2025	-	-	-	-	-
Managerial remuneration	March 31, 2026	-	235.12	-	-	-
	March 31, 2025	-	124.12	-	-	-
Commission and sitting fee	March 31, 2026	-	68.23	-	-	-
	March 31, 2025	-	67.69	-	-	-
Salary and allowances	March 31, 2026	-	91.25	109.88	-	-
	March 31, 2025	-	64.00	80.96	-	-
Advances given	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	9.00	-	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

35.0 Related party disclosures (Contd.)

35.3 Summary of transactions during the year

(₹ in Lakh)

Particulars	Year ended	Associates	Key management personnel	Relatives of key management personnel	Entities controlled by key management personnel or their relatives	Entities over which key management personnel are able to exercise significant influence
Advances received back	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	5.25	-	-	-
Interest paid	March 31, 2026	-	8.37	-	0.23	-
	March 31, 2025	-	34.14	-	0.46	-
Interest income	March 31, 2026	2.00	-	-	-	-
	March 31, 2025	-	-	-	-	-
Sale of products and management services	March 31, 2026	-	-	-	7,956.94	-
	March 31, 2025	-	-	-	3,766.75	-
Purchase of goods	March 31, 2026	-	-	-	187.38	-
	March 31, 2025	-	-	-	575.35	-
Lease rent received on investment property	March 31, 2026	-	-	-	20.00	-
	March 31, 2025	-	-	-	20.00	-
IGST on notional fees on corporate guarantee	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	-	-	0.04	-
Contribution to trust for CSR expenditure	March 31, 2026	-	-	-	-	47.30
	March 31, 2025	-	-	-	-	62.20
Unsecured loan accepted	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	2,925.00	-	10.80	-
Unsecured loan repaid	March 31, 2026	-	367.00	-	10.80	-
	March 31, 2025	-	2,558.00	-	28.50	-
Subscription money received towards equity share capital/ equity share warrants	March 31, 2026	-	-	-	10,393.28	-
	March 31, 2025	-	-	-	853.88	-
Amount outstanding at balance sheet date						
Unsecured loan payable	March 31, 2026	-	-	-	-	-
	March 31, 2025	-	367.00	-	10.80	-
Unsecured loan receivable	March 31, 2026	250.00	-	-	-	-
	March 31, 2025	-	-	-	-	-
Amounts payable	March 31, 2026	-	44.14	6.33	-	-
	March 31, 2025	-	31.62	5.11	0.19	-
Amounts receivable	March 31, 2026	1.58	-	-	3,851.40	-
	March 31, 2025	-	3.75	-	240.94	-
Outstanding corporate guarantees to banks*	March 31, 2026	-	-	-	947.36	-
	March 31, 2025	-	-	-	947.36	-

* A corporate guarantee has been given by Ganesha Ecotech Pvt. Ltd. (group company) to lender banks of GESL Spinners Limited in respect to the Land given on lease to it. The guarantee amount is restricted to the value of land.

35.4 No amount has been written off or written back during the year in respect of debts due from or to related parties.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

36.0 Financial instruments

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values

- The fair values of derivatives such as forward/ derivative contracts are on mark to market basis as per bank.
- The Group has adopted effective interest rate for calculating interest expense. Processing fees and transaction costs relating to each loan has been considered for calculating effective interest rate. The fair values of non-current borrowings are classified as level 3 in the fair value hierarchy due to the use of unobservable inputs including own credit risk.
- Loans, investments (other than quoted investments) and other non-current financial assets are evaluated by the Group based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken into account for expected losses of these receivables. The fair value of loans, investments and other non-current financial assets has been considered as equal to their carrying amount. These fair values are classified as level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.
- The fair value of investments, which are quoted in market, are on mark to market basis.
- Fair values of cash and cash equivalents, trade receivables, bank balances, current investments, current loans, other current financial assets, trade payables, current borrowings and other financial liabilities are considered to be the same as their carrying amount due to short-term maturities of these instruments.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Financial assets

(₹ in Lakh)

Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2026		As at March 31, 2025	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial assets designated at fair value through profit and loss (FVTPL)						
Current investments	E	Level 2	812.24	812.24	2,004.41	2,004.41
2. Financial assets designated at fair value through other comprehensive income (FVTOCI)						
Other investments (unquoted)	C	Level 3	592.62	592.62	592.62	592.62
Other investments (quoted)	D	Level 1	391.52	391.52	1,151.38	1,151.38
3. Financial assets designated at amortized cost						
a) Trade receivables	E	Level 3	19,775.35	19,775.35	17,157.48	17,157.48
b) Cash and cash equivalents	E	Level 3	11,971.81	11,971.81	11,608.31	11,608.31

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

36.0 Financial instruments (Contd.)

Financial assets

(₹ in Lakh)

Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2026		As at March 31, 2025	
			Carrying amount	Fair value	Carrying amount	Fair value
c) Other bank balances (other than (b) above)	E	Level 3	156.25	156.25	565.98	565.98
d) Loans	C, E	Level 3	2,543.68	2,543.68	1,924.43	1,924.43
e) Investment in subsidiaries	C	Level 3	824.01	824.01	289.50	289.50
f) Investment in associate	C, D, E	Level 3	1,789.97	1,789.97	1,025.95	1,025.95
Total			38,857.45	38,857.45	36,320.06	36,320.06

Financial liabilities

(₹ in Lakh)

Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2026		As at March 31, 2025	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial liabilities designated at fair value through profit and loss						
Mark to market of derivative financial instruments	A	Level 2	9.79	9.79	-	-
2. Financial liabilities designated at fair value through other comprehensive income						
3. Financial liabilities designated at amortized cost						
a) Borrowings	B, E	Level 3	49,561.29	49,561.29	55,615.09	55,615.09
b) Trade payables	E	Level 3	8,731.49	8,731.49	8,069.26	8,069.26
c) Other financial liabilities	E	Level 3	5,207.05	5,207.05	5,167.18	5,167.18
Total			63,509.62	63,509.62	68,851.53	68,851.53

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to their fair values.

37.0 Financial Risk Management

The Group realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's senior management oversees the management of these risks.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

37.0 Financial Risk Management (Contd.)

The Group has exposure to the following risks (arising from financial instruments):

- Credit risk
- Liquidity risk
- Market risk

A. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. The Group is exposed to credit risk mainly from trade receivables, loans given and other financial assets.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition.

Trade receivables are typically unsecured and derived from revenue earned from customers located in India and abroad. Credit risk is managed by the Group through customer assessment, credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Group grants credit terms in the normal course of business. The Group measures the expected credit loss of trade receivables and uses a provision matrix to compute the expected credit loss amount for trade receivables. The provision matrix takes into account external and internal credit risk factors and historical data of credit losses from various customers based on historical trend. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables and other financial assets.

The allowance for expected credit loss on trade receivables is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Allowance for expected credit loss		
Opening balance	108.22	88.36
Provided during the year (net of reversals)	110.63	19.86
Closing balance	218.85	108.22

Loans given and other financial assets are considered to be of good quality and there is no significant credit risk.

B. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

a) Financing arrangements

The Group believes that it has sufficient working capital to meet its current requirements. Accordingly, no liquidity risk is perceived. Further, the Group is having cash credit facilities from banks of ₹31,637.50 Lakh (March 31, 2025: ₹25,887.50 Lakh), repayable on demand which carry floating rate of interest.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

37.0 Financial risk management (Contd.)

b) Contractual maturities of financial liabilities

(₹ in Lakh)

As at March 31, 2026	0-1 years	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings (including current maturities)	2,955.94	4,581.20	19,863.83	9,445.53	36,846.50
Current borrowings	12,714.79	-	-	-	12,714.79
Trade payables	8,731.49	-	-	-	8,731.49
Other financial liabilities	5,216.84	-	-	-	5,216.84
Total	29,619.06	4,581.20	19,863.83	9,445.53	63,509.62

As at March 31, 2025	0-1 years	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings (including current maturities)	2,702.67	2,984.36	18,074.08	15,778.66	39,539.77
Current borrowings	16,075.32	-	-	-	16,075.32
Trade payables	8,069.26	-	-	-	8,069.26
Other financial liabilities	5,167.18	-	-	-	5,167.18
Total	32,014.43	2,984.36	18,074.08	15,778.66	68,851.53

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e., currency rate, interest rate and other price related risks. Financial instruments affected by market risk include borrowings, loans given, deposits, foreign currency receivables and payables and derivative financial instruments such as forward contracts. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

i) Foreign currency risk

The Group is exposed to foreign currency risk through operating and financing activities in foreign currency. The Group uses derivative financial instruments, such as foreign currency sale and purchase forward contracts and currency and interest rate swap contracts, to reduce foreign currency risk exposure and follows its risk management policies.

Derivative financial instruments outstanding as at the reporting date

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Nominal value of forward contracts		
Forward contracts to sell USD	274.41	414.36
Forward contracts to buy USD	236.32	256.41
Total	510.73	670.77

Foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

37.0 Financial risk management (Contd.)

The currency profile of financial assets and financial liabilities (unhedged foreign currency exposure) as at the balance sheet date is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026				As at March 31, 2025			
	USD	EURO	GBP	Total	USD	EURO	GBP	Total
Financial assets								
Trade receivables	1,106.99	821.91	-	1,928.90	1,056.95	138.56	14.11	1,209.62
Financial liabilities								
Trade and other payables	(319.56)	(98.52)	-	(418.08)	(122.78)	(8.87)	-	(131.65)
Net assets/(liabilities)	787.43	723.39	-	1,510.82	934.17	129.69	14.11	1,077.97

Foreign currency risk sensitivity

1% increase and decrease in foreign exchanges rate will have the following impact on profit before tax:

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	1 % increase	1 % decrease	1 % increase	1 % decrease
USD	7.87	(7.87)	9.34	(9.34)
EURO	7.23	(7.23)	1.30	(1.30)
GBP	-	-	0.14	(0.14)
Increase / (decrease) in profit before tax	15.10	(15.10)	10.78	(10.78)

ii) Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligation at floating interest rates.

Exposure to interest rate risk:

(₹ in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	(₹ in Lakh)	% of total	(₹ in Lakh)	% of total
Fixed rate borrowings	4,038.53	8.15%	708.67	1.27%
Variable rate borrowings	45,522.76	91.85%	54,906.42	98.73%
Total	49,561.29	100.00%	55,615.09	100.00%

Interest rate sensitivity on variable rate borrowings

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for whole of the year.

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
50 basis points increase would decrease the profit before tax by	(227.61)	(274.53)
50 basis points decrease would Increase the profit before tax by	227.61	274.53

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

38.0 Capital risk management

The Group aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Group considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor's, creditor's and market's confidence and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain, or if necessary adjust, its capital structure in consonance with its long term strategic plans.

The gearing ratio at the end of the reporting period is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current and non-current borrowings (including current maturities)	49,561.29	55,615.09
Debt (A)	49,561.29	55,615.09
Total equity (B)	1,27,567.10	1,15,067.47
Equity and debt (C =A+B)	1,77,128.39	1,70,682.56
Gearing ratio (A/C)	27.98%	32.58%

39.0 Additional information on the entities forming part of consolidated financial statements as required under Schedule III of the Companies Act, 2013

As at and for the year ended March 31, 2026

(₹ in Lakh)

Name of the entity in the Group	Net Assets, i.e. total assets less total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ in Lakh)	As % of consolidated profit or loss	Amount (₹ in Lakh)	As % of consolidated other comprehensive income	Amount (₹ in Lakh)	As % of consolidated total comprehensive income	Amount (₹ in Lakh)
Holding Company								
Ganesha Ecosphere Limited	101.69%	1,29,720.72	125.17%	4,783.24	103.00%	-641.64	129.49%	4,141.60
Indian Subsidiaries								
Ganesha Ecopet Private Limited	34.66%	44,215.43	-15.91%	(607.98)	-2.96%	18.47	-18.43%	(589.51)
Ganesha Ecotech Private Limited	16.46%	20,997.22	-13.41%	(512.27)	-0.03%	0.19	-16.01%	(512.08)
Foreign Subsidiary								
Ganesha Overseas Private Limited	0.79%	1,002.23	-0.86%	(32.99)	0.00%	-	-1.03%	(32.99)
Total eliminations/ adjustments	-54.24%	(69,192.51)	5.12%	195.84	0.00%	-	6.12%	195.84
Sub-total	99.35%	1,26,743.09	100.12%	3,825.84	100.00%	(622.98)	100.14%	3,202.86
Associate/ Joint Venture								
Ganesha Recycling Chain Private Limited	0.65%	824.01	-0.12%	(4.49)	0.00%	0.00	-0.14%	(4.49)
Total	100.00%	1,27,567.10	100.00%	3,821.35	100.00%	(622.98)	100.00%	3,198.37

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

39.0 Additional information on the entities forming part of consolidated financial statements as required under Schedule III of the Companies Act, 2013 (Contd.)

As at and for the year ended March 31, 2025

(₹ in Lakh)

Name of the entity in the Group	Net Assets, i.e. total assets less total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ in Lakh)	As % of consolidated profit or loss	Amount (₹ in Lakh)	As % of consolidated other comprehensive income	Amount (₹ in Lakh)	As % of consolidated total comprehensive income	Amount (₹ in Lakh)
Holding Company								
Ganesha Ecosphere Limited	100.80%	1,15,989.72	73.20%	7,548.07	101.09%	-388.90	72.12%	7,159.17
Indian Subsidiaries								
Ganesha Ecopet Private Limited	11.13%	12,804.94	25.28%	2,607.28	-1.13%	4.35	26.31%	2,611.63
Ganesha Ecotech Private Limited	10.87%	12,509.30	2.11%	217.12	0.04%	(0.17)	2.19%	216.95
Foreign Subsidiary								
Ganesha Overseas Private Limited	0.90%	1,035.21	-0.90%	(92.82)	0.00%	0.00	-0.94%	(92.82)
Total eliminations/ adjustments	-23.95%	(27,561.20)	0.36%	36.82	0.00%	0.00	0.37%	36.82
Sub-total	99.75%	1,14,777.97	100.04%	10,316.47	100.00%	(384.72)	100.05%	9,931.75
Associate/ Joint Venture								
Ganesha Recycling Chain Private Limited	0.25%	289.50	-0.04%	(4.50)	0.00%	0.00	-0.05%	(4.50)
Total	100.00%	1,15,067.47	100.00%	10,311.97	100.00%	(384.72)	100.00%	9,927.25

40.0 Trade receivables ageing schedule

a. As at March 31, 2026

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	13,440.58	5,683.77	517.38	191.56	6.78	-	19,840.07
- credit impaired	-	1.19	94.39	-	-	58.55	154.13
	13,440.58	5,684.96	611.77	191.56	6.78	58.55	19,994.20
Less: Allowance for expected credit loss							(218.85)
Total							19,775.35

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

40.0 Trade receivables ageing schedule (Contd.)

b. As at March 31, 2025

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	11,149.27	5,568.60	399.41	39.95	0.25	-	17,157.48
- credit impaired	-	-	-	-	24.44	83.78	108.22
	11,149.27	5,568.60	399.41	39.95	24.69	83.78	17,265.70
Less: Allowance for expected credit loss							(108.22)
Total							17,157.48

41.0 Trade payables ageing schedule

a. As at March 31, 2026

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than one year	1-2 years	2-3 years	More than 3 years	
i) MSME	130.04	-	-	-	-	130.04
ii) Other than MSME	3,094.40	5,457.50	20.51	27.88	1.16	8,601.45
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - other than MSME	-	-	-	-	-	-
Total	3,224.44	5,457.50	20.51	27.88	1.16	8,731.49

b. As at March 31, 2025

(₹ in Lakh)

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than one year	1-2 years	2-3 years	More than 3 years	
i) MSME	112.99	-	-	-	-	112.99
ii) Other than MSME	1,001.14	6,875.24	59.43	5.40	15.06	7,956.27
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - other than MSME	-	-	-	-	-	-
Total	1,114.13	6,875.24	59.43	5.40	15.06	8,069.26

42.0 Liability under new Labour Codes

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Group has made changes to salary structure due to change in definition of "wages" and assessed the financial implications of these changes based on actuarial valuation, which has resulted in increase in gratuity and leave liability by ₹206.99 Lakh arising out of past service cost and the same has been included in employee benefit expenses in the statement of profit and loss.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

43.0 Future lease rent receivable

The future minimum lease rent receivable under non-cancellable operating lease is as under:

(₹ in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Not later than one year	20.00	20.00
Later than one year but not later than five years	83.45	82.45
Later than five years	482.22	503.22

44.0 Ganesha Ecosphere Employees' Stock Option Scheme-2021

The Parent company had introduced Ganesha Ecosphere Employees' Stock Option Scheme 2021 ("ESOP Scheme") to provide Employee Stock Options ("options") to all the eligible employees of the Group. The ESOP Scheme is administered by the Nomination and Remuneration Committee (NRC) of the parent company and implemented through Ganesha Employees' Welfare Trust ("Trust").

The NRC of parent company, at its meeting held on March 7, 2024 had granted 39,194 options to the eligible employees of the Group and each option granted under the scheme entitles the holder to one equity share of the Parent company at an exercise price of ₹543/- per share. Options granted under the Scheme shall be exercisable within 3 years from the date of vesting. The NRC has re-allocated 200 options on forfeiture of similar number of options during the financial year ended March 31, 2026.

The movement in options granted are as below:

(₹ in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Outstanding at the beginning of the year	36,863	39,194
Options granted during the year	200	-
Options forfeited/ lapsed during the year	-	(200)
Options vested during the year	37,063	38,994
Options exercised during the year	(23,532)	(2,131)
Options expired during the year	-	-
Outstanding at the end of the year	13,531	36,863
Options exercisable at the end of the year	13,531	36,863
Weighted average exercise price per option (₹)	543.00	543.00
Weighted average share price for options exercised (₹)	1,320.62	1,620.80

Fair value measurement

The weighted average remaining contractual life of the options outstanding as of March 31, 2026 is 0.50 years.

The fair value of the options was estimated on the date of grant (during financial year ended March 31, 2024) using the Black-Scholes Model with the following inputs/ assumptions:

Particulars	ESOP Scheme 2021
Date of grant	March 07, 2024
No of options granted	39,194
Vesting period	1 year
Dividend yield (%)	0.55
Volatility rate (%)	35.10
Risk free rate (%)	6.93
Expected life of options (years)	2.50
Weighted average fair value of options per share (₹)	553.48
Market Price at the time of grant of option (₹)	1,010.85

Total expenses arising from share-based payment transactions during the year recognised in profit or loss as part of employee benefit expense is ₹ Nil (March 31, 2025 ₹202.07 Lakh).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

45. During the year, the parent company has made an allotment of 13,39,000 Fully Paid-up Equity Shares having face value of ₹10/- each, at an issue price of ₹1,035/- per share (including a premium of ₹1,025/- per share), to the Promoter Group, pursuant to the exercise of the right of conversion of 13,39,000 warrants into equity shares, on preferential basis under Chapter V of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018. The amount raised against said allotment was utilized for the purpose for which funds were raised. The equity shares allotted as aforesaid rank pari-passu with the existing equity shares of the parent company in all respects.

46.0 Dividend paid and proposed by Parent Company

(₹ in Lakh)

Particulars	FY 2025-26	FY 2024-25
Dividend declared and paid during the year		
Final dividend for the year ended March 31, 2025: ₹3.00 per equity share (March 31, 2024: ₹3.00 per equity share)	803.88	760.41
Interim dividend paid for the year ended March 31, 2026: ₹ Nil (March 31, 2025: ₹1.50 per equity share)	-	380.20
Total	803.88	1140.61
Proposed dividend on equity shares*		
Final dividend for the year ended March 31, 2026: ₹3.50 per equity share (March 31, 2025: ₹3.00 per equity share)	937.86	763.71

*Proposed dividends on equity shares are subject to approval of the shareholders of the parent company at the ensuing annual general meeting and hence is not recognised as a liability as at March 31, 2026. The actual dividend amount will be dependent on the share capital outstanding on the relevant record date/ book closure.

47. The Group has migrated to an upgraded version of accounting software MICROSOFT DYNAMICS BUSINESS CENTRAL from earlier version of MICROSOFT DYNAMICS NAV effective from April 1, 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in these softwares, except that audit trail feature was enabled at the database level from July 21, 2025 in group companies due to the technical issues faced during migration to new software. Further, no instance of audit trail feature being tampered with was noted in respect of accounting software. Additionally, the audit trail has been preserved by the Company as per the statutory requirement for record retention, to the extent it was enabled.

48.0 Disclosures as per Section 186(4) of the Companies Act, 2013

The details of the loans, guarantees and investments under Section 186 of the Companies Act, 2013 are as follows:

- Details of investments made and loans given are provided under the respective heads.
- One of the subsidiary company of the Group has given corporate guarantee of ₹947.36 lakh (March 31, 2025: ₹947.36 lakh) to the lenders of the lessee (a related party) in respect of investment property (Land) leased to them. The guarantee is restricted to the value of land and has been provided as per the terms of the lease.

49.0 Other statutory information

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and the Rules made thereunder.
- The Group does not have any transactions with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.
- The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Group has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

Notes to the Consolidated Financial Statements

for the year ended March 31, 2026

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vii) The Group does not have any transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income tax Act, 1961).
- (viii) The Group is regular in paying its dues and has not been declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (ix) The Group is in compliance with the number of layers for its holding in downstream companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restrictions on number of Layers) Rules, 2017.
- (x) The Group has not entered into any scheme of arrangement, during the year, which has any impact on financial results or position of the Group.
- (xi) The Group has not revalued any of its property, plant and equipment (including right-of-use assets) or intangible assets during the year.
- (xii) The Group has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013) either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.
- (xiii) The Group has used the borrowings from banks for the purpose for which it was taken.

50. Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

As per our report of even date attached

For Narendra Singhania & Co.
Chartered Accountants
Firm Reg. No. 009781N

Narendra Singhania
Partner
Membership No.: 087931

Place: New Delhi
 Date: May 21, 2026

For and on behalf of the Board of Directors

Sharad Sharma
 Managing Director
 DIN: 00383178

Shyam Sunder Sharmma
 Chairman
 DIN: 00530921

Bharat Kumar Sajnani
 Company Secretary
 FCS: 7344

Gopal Agarwal
 Chief Financial Officer
 FCA: 075080

Place: Kanpur
 Date: May 21, 2026



GANESHA ECOSPHERE LIMITED

CIN: L51109UP1987PLC009090

Regd. Office: Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.)-209304

E-mail :secretarial@ganeshaecosphere.com,

Website : www.ganeshaecosphere.com

Tel. No. 0512- 2555505-06, +91-9198708383

NOTICE

NOTICE is hereby given that the **THIRTY-SEVENTH ANNUAL GENERAL MEETING** of the Members of **GANESHA ECOSPHERE LIMITED** will be held on **Thursday, the 17th day of September, 2026 at 12:15 P.M. (IST)** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the 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.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the Report of the Auditors thereon.
3. To declare dividend on Equity Shares for the financial year ended March 31, 2026.
4. To appoint a Director in place of Shri Sharad Sharma (DIN: 00383178), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. To appoint Shri Rajiv Kumar Saxena (DIN: 08516656), as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, read with Articles of Association of the Company, Shri Rajiv

Kumar Saxena (DIN: 08516656) who was appointed as an Additional (Non- Executive Independent) Director of the Company w.e.f. August 3, 2026, by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, pursuant to Section 161(1) of the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting and being eligible for appointment, submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received notice in writing under Section 160(1) of the Act, from a member proposing his candidature for the office of an Independent Director, be and is hereby appointed as a Non- Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 2 (two) consecutive years with effect from August 3, 2026.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To ratify the remuneration of the Cost Auditors in respect of Company’s product ‘Yarn’, for the financial year ending March 31, 2027 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. R. M. Bansal & Co., Cost Accountants, having Firm Registration No. 000022, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the Cost Records of the Company in respect of its product ‘Yarn’ for the financial year ending March 31, 2027 amounting to ₹80,000/- (Rupees Eighty Thousand only), plus taxes as applicable and re-imburement of actual travel/ conveyance

and out-of-pocket expenses incurred in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.”

7. To ratify the remuneration of the Cost Auditors in respect of Company’s product ‘Recycled Polyester Staple Fibre’, for the financial year ending March 31, 2027 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. Rakesh Misra & Co., Cost Accountants, having Firm Registration No. 000249, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the Cost Records of the Company in respect of its product ‘Recycled Polyester Staple Fibre’ for the financial year ending March 31, 2027 amounting to ₹80,000/- (Rupees Eighty Thousand only), plus taxes as applicable and re-imbursement of actual travel/ conveyance and out-of-pocket expenses incurred in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.”

8. To approve undertaking material related party transactions with GESL Spinners Limited and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23(4) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any) read with circulars issued by SEBI from time to time and the Company’s Policy on Related Party Transactions and based on the approval of Audit Committee and recommendation of the Board of Directors of the Company (“Board”) and subject to such approval(s), consent(s) and/or permission(s) as may be required, the consent of the Members of the Company be and is hereby accorded to the Board to enter into and continue to enter into contracts/ arrangements/ transactions (whether individually or series of transaction(s) taken together or otherwise) with GESL Spinners Limited, a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, as per the details set out in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of all these transaction(s),

whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the thresholds prescribed in the SEBI Listing Regulations as applicable from time to time, provided, however, that said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm’s length basis and in the ordinary course of business of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/ arrangements/ transactions and to settle any questions, doubts or difficulties and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this resolution.”

9. To approve payment of remuneration to the Directors of the Company (other than Managing or Whole Time Director) and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the said Act and Regulation 17(6) (a) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals or sanctions as may be necessary, consent of the Members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company (other than Managing or Whole Time Director) in addition to the fees payable to them for attending the meetings of the Board or Committee thereof, by way of commission upto one percent (1%) of the Net Profits of the Company calculated in accordance with the provisions of Section 198 of the Act and that such remuneration shall be paid to all the Directors for the time being in office (other than a Managing or Whole Time Director) or some or any of them, in such manner and proportion as the Board may decide or equally amongst all such Directors and such payment shall be made in respect of the profits of the Company for each year during the period of five years commencing from April 1, 2027.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to settle any questions, doubts or difficulties and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this resolution.”

Date: August 3, 2026

By Order of the Board

Registered Office:
Raipur, (Rania), Kalpi Road,
Distt. Kanpur Dehat- 209304

(Bharat Kumar Sajnani)
Company Secretary
FCS:7344

Notes:

1. Pursuant to the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard read with the latest General Circular No. 03/2025 dated September 22, 2025, issued by Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars"), provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 37th Annual General Meeting (AGM) of the Company is being held through Video Conferencing (VC)/Other Audio Visual Means (OAVM), on Thursday, 17th day of September, 2026, without physical presence of the members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company i.e. Raipur (Rania), Kalpi Road, Distt. Kanpur Dehat (U.P.)-209304.
 2. Since this AGM is being held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice.
 3. Participation of members through VC / OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.
 4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business under Item Nos. 5,6,7,8 and 9 as set out above is annexed hereto.
 5. Corporate members are requested to send scanned copy (PDF/JPG Format) of a certified true copy of the relevant Board Resolution authorizing its representative(s) to attend the AGM through VC / OAVM and vote on its behalf through e-voting/ remote e-voting. The said resolution be sent to the Company at secretarial@ganeshaecosphere.com with a copy marked to admin@skylinerta.com and to the Scrutinizer at sk_gupta1@rediffmail.com.
 6. The Register of Members and Share Transfer books of the Company shall remain closed from **Friday, September 11, 2026 to Thursday, September 17, 2026 (both days inclusive)**.
 7. Electronic copy of the Annual Report for the FY 2025-26, comprising of Financial Statements (including Board's Report, Auditors' report alongwith other documents required to be attached therewith) and Notice of the 37th AGM of the Company inter-alia indicating the process and manner of e-voting are being sent to all the Members whose email IDs are registered with the Company/ Depository Participant (s) for communication purposes unless any Member has requested for a physical copy of the same.
- For members who have not registered their email address, a letter shall be sent containing the web-link of Company's website where the complete details of Annual Report is available. Any member who is desirous of obtaining hard copy of the Annual Report and Notice, he/she may send a request mentioning Folio No./ DP ID and Client ID to the Company's email id secretarial@ganeshaecosphere.com.
8. The Notice of AGM along with Annual Report for F.Y. 2025-26, is available on the website of the Company at www.ganeshaecosphere.com, on the website of Stock Exchanges i.e., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.
 9. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to **the Company's Registrar and Share Transfer Agent (RTA), M/s. Skyline Financial Services Private Limited at admin@skylinerta.com**. In this regard, Members are requested to submit a duly signed request letter mentioning their name, folio no., address and email id along with a self-attested copy of PAN card.
 10. Members holding shares in dematerialised mode are requested to register / update their email addresses with their Depository Participant(s).
 11. The Dividend on Equity Shares, as recommended by Board of Directors, subject to the provisions of Section 126 of the Companies Act, 2013, if approved by the Members at the AGM, will be paid, subject to deduction of Income-Tax at source (TDS) wherever applicable, to those Members:
 - (a) whose names appear as 'Beneficial Owners' as at the end of the business hours on **Thursday, September 10, 2026** in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited, in respect of Equity Shares held in dematerialized form; and
 - (b) whose names appear on the Company's Register of Members after giving effect to valid share transfer/ transmission request(s), if any, lodged with the Company / its RTA on or before the close of business hours on **Thursday, September 10, 2026** in respect of shares held in physical form.
 12. Pursuant to the Income Tax Act 2025 (as amended by Finance Act 2026) dividend paid and distributed by the Company is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested

to refer to the Finance Act, 2026 and amendments thereof. The members are requested to update their Residential Status, Category as per the Income-tax Act and PAN with the Company/ RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form 121 (erstwhile Form No.15G or Form No. 15H), to avail the benefit of non-deduction of tax at source by email to the Company at secretarial@ganeshaecosphere.com or to its RTA at admin@skylinerta.com by **Thursday, September 10, 2026**. Shareholders are requested to note that in case their PAN is not registered/ invalid/ inoperative, the tax will be deducted at a higher rate of 20% and credit of TDS will not be available.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 41 (erstwhile Form 10F), any other document which may be required to avail the tax treaty benefits by sending an email to the Company or its RTA at email address mentioned above. The aforesaid declarations and documents need to be submitted by the shareholders latest by **Thursday, September 10, 2026**. Full details in this regard are available on the website of the Company as 'Details of TDS on Dividend' at <http://ganeshaecosphere.com/latest-information/>.

13. Shareholders holding shares in physical form may kindly note that SEBI has mandated that dividend shall be paid only through electronic mode with effect from April 1, 2024. Therefore, to avoid delay in receiving dividend, shareholders holding shares in physical form, who have not yet updated their Bank details, are requested to notify in writing their bank account details/ or any changes thereof in **Form ISR – 1** along with requisite documents to admin@skylinerta.com by **Thursday, September 10, 2026**. The format of Form ISR – 1 is available on the Company's website at <https://www.ganeshaecosphere.com/formats-for-shareholders-correspondence> and on RTA's website at www.skylinerta.com.
14. Members holding shares in dematerialized form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/deletion of their bank details. Accordingly, such Members are requested to update their Electronic Bank Mandate with their respective Depository Participant(s).
15. Members holding Shares in identical order of names in more than one folio are requested to write to the Company's Registrar & Share Transfer Agent, M/s. Skyline Financial Services Private Limited, enclosing the Share Certificates and

self-attested copy of PAN card of the holders for consolidation of their holdings into one folio.

16. SEBI vide its Circular dated January 30, 2026 has opened a special window for a period of One Year from February 05, 2026 till February 04, 2027, allowing shareholders to lodge/ re-lodge transfer deeds of physical securities, which were sold/ purchased prior to April 01, 2019, but were not lodged with Company/RTA or which were lodged earlier but were rejected/ returned not attended due to deficiency in the documents/ process or otherwise. Investors are encouraged to utilize this special window and submit the requisite documents to the Company/ RTA i.e. Skyline Financial Services Private Limited. Kindly note that request(s) which are accompanied by original share certificate(s) along with transfer deed(s) and other supporting documents will only be considered under the Special Window.

17. The Equity Shares of the Company are compulsorily tradable in demat form. The Equity Shares of the Company have been assigned **ISIN INE845D01014**.

As per Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in demat form. It is also mandated that transmission or transposition of securities of listed companies held in physical form shall be effected only in demat mode. In view of this as also to eliminate all risks associated with physical shares, members holding shares in physical form are urged to have their shares dematerialized. The procedure for dematerialization of shares is available at our website: <https://ganeshaecosphere.com/dematerialisation>

18. Members are requested to note that, the dividends which are not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of such unpaid/ unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unpaid or unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in **web-Form No. IEPF-5** available on www.iepf.gov.in. For details, please refer to our Corporate Governance Report forming part of Annual Report 2025-26.
19. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
20. The separate audited accounts of the subsidiary companies are placed on website of the Company at <http://ganeshaecosphere.com/subsidiary/>.

21. Relevant documents as required by law and referred to in the Notice shall be available for inspection through electronic mode during business hours on all working days (that is, except Sundays and Public Holidays) upto the date of the Meeting.
22. Members may write to the Company on secretarial@ganeshaecosphere.com for inspection of said documents and the same will also be available for inspection by the members during the AGM, upon Log-in at NSDL e-Voting system at www.evoting.nsdl.com.
23. Members desirous of obtaining any information/ clarification concerning the Accounts and operations of the Company may send their query so as to reach the Company at least seven days before the Annual General Meeting, so that the desired information may be made available at the Annual General Meeting, if the Chairman permits to do so.
24. As per the provisions of Section 72 of the Act and circular(s) issued by SEBI, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form and who have not yet registered their nomination are required to register the same by submitting Form No. SH-13 with Company or its RTA. If a member desires to opt out or cancel the earlier nomination & record the fresh nomination, he/ she may submit the same in Form ISR-3/ SH-14 as the case may be.

The said formats can be downloaded from Company's website at <http://www.ganeshaecosphere.com/formats-for-shareholders-correspondence>.

The Members holding shares in demat mode are requested to submit their nomination mandate with their Depository participant.
25. Non- Resident Indian Members are requested to inform immediately:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier, to Company's Registrar & Share Transfer Agent, M/s. Skyline Financial Services Private Limited, in case of shares held in physical form and to respective Depository Participant, in case of shares held in Demat form.

26. INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, applicable Secretarial Standards, Regulation 44 of the SEBI Listing Regulations and MCA & SEBI Circulars, **the Company is pleased to provide remote e-voting facility to its Members in respect of the business to be transacted at the AGM and facility of casting vote through e-voting system during the AGM to the Members participating in the AGM.** Necessary arrangements have been made by the Company with NSDL for providing facility of voting through remote e-Voting, participation in the AGM through VC/OAVM facility and e-Voting during the AGM.

Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-Voting"). Further, the facility for voting through electronic voting system will also be made available at the Meeting and members attending the Meeting who have not cast their vote(s) by remote e-Voting will be able to vote at the Meeting.

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting: From 10:00 A.M. on 14th September, 2026

End of remote e-voting : Up to 5:00 P.M. on 16th September, 2026

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of aforesaid period.

The Cut-off date for the purpose of remote e-voting is Thursday, September 10, 2026.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING:-

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Access to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically and join General Meeting on NSDL e-Voting system.

Details on Step 1 are given below:

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated 9th December, 2020 on e-voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DP. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & e-voting during the Meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL website wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the Meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New system Myeasi and then use the existing my easi username & password. 2. After successful login of Easi/Easiest the user will also be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the demat account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. 2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL depository website after successful authentication, wherein you can see e-Voting feature. 3. Click on company name or e-Voting service provider name i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-48867000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual Shareholders:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of Beneficiary ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow instructions mentioned below in this notice.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, read & agree to "Terms and Conditions" by selecting on the check box.
 - Now, click on the "Login" button.
 - Then the Home page of e-Voting will open.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this Notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@ganeshaecosphere.com.
- In case shares are held in demat mode, please provide DPID- CLIENT ID (16 digit DPID + CLIENT ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@ganeshaecosphere.com. If you are an Individual Shareholder holding shares in demat mode, you are requested to refer to the login

method explained at **Step 1 A) i.e. Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode.**

- c) Alternatively, Shareholder/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- d) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Details on Step 2 is given below:

Cast your vote electronically and join Annual General Meeting on NSDL e-Voting system:

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of **Ganesha Ecosphere Limited** to cast your vote during remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on any resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders/ Corporate Members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. authorizing its representatives to attend and vote at the AGM to the Scrutinizer through e-mail to sk_gupta1@rediffmail.com with a copy marked to Company at secretarial@ganeshaecosphere.com and to NSDL at evoting@nsdl.co.in. They can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board

Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022-48867000 or send a request at evoting@nsdl.co.in.
4. Members who need assistance before and during the AGM, may contact the following:

Name & Designation: Mr. Kaushal Kumar, Manager-NSDL

E-mail ID: evoting@nsdl.co.in or KaushalK@nsdl.co.in

Contact No.: 022-48867000

INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF AGM:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM:

1. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and

Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

2. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may gain access by following the process mentioned in **Step 1: Log-in to NSDL e-Voting system**. After successful login, Members should click on the “VC/OAVM link” placed under “Join General Meeting” menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company is displayed.
3. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views/ask questions at the AGM with regard to any matter to be placed at the AGM, need to register themselves as a speaker and may send their questions by sending their request from registered e-mail id-mentioning their name, DP ID and Client ID / Folio number and mobile number, so as to reach the Company's email address secretarial@ganeshhaecosphere.com at least 48 hours in advance before the date of the AGM. The same will be replied by the Company suitably.
6. Only those Members who have registered themselves as a speaker shall be allowed to express their views/ ask questions during the AGM, depending upon the availability of time.
7. The Company reserves the right to restrict the number of speakers at the AGM.

OTHER INSTRUCTIONS:

1. Members who have cast their vote by remote e-voting prior to the Meeting, may also attend the Meeting, but shall not be entitled to cast their vote again. Once a vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.
2. The voting rights of the shareholders (for voting through remote e-voting) shall be in proportion to their shares of the paid-up equity share capital of the Company as on **September 10, 2026 (i.e. the “Cut-Off Date”)**.
3. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting in the AGM.

Any person who is not a member as on the cut-off date should treat this Notice for information purpose only.

4. Any person holding shares in physical form and non-individual Shareholders, who acquires shares of the Company and becomes member of the Company after **August 21, 2026 i.e. BENPOS date** considered for dispatch of the notice and holding shares as on the **cut-off date i.e. September 10, 2026** may obtain the login ID and password by sending a request at evoting@nsdl.co.in. to Company at secretarial@ganeshhaecosphere.com / its RTA at admin@skylinerta.com. However, if any person is already registered with NSDL for remote e-voting, then he/she can use his/her existing user ID and password for casting vote. If any person forgets his/her password, the password can be reset by using “Forgot User Details/ Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022 4886 7000.
5. In case of Individual Shareholders holding shares in demat mode who acquire shares of the Company after **August 21, 2026 i.e. BENPOS date** and are holding shares as on the **Cut-off Date i.e. September 10, 2026** may follow steps mentioned in the Notice of the AGM under “**Step 1: Log-in to NSDL e-Voting system**”.
6. Mr. S.K. Gupta, Practising Company Secretary (Fellow Membership No. 2589 and Certificate of Practice No.-1920) has been appointed as the Scrutinizer and Ms. Divya Saxena (Fellow Membership No. 5639 and Certificate of Practice No.-5352) as the Alternate Scrutinizer, to scrutinize the e-voting process (remote e-voting and e-voting at AGM), in a fair and transparent manner and the Scrutinizer and the Alternate Scrutinizer have given their consent for appointment.
7. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of e-voting system for all those members who are present at the AGM through VC/ OAVM but have not cast their votes by availing the remote e-voting facility.
8. The Scrutinizer shall after the conclusion of voting at the AGM, will scrutinize the votes cast at the meeting and votes cast through remote e-voting, make a consolidated scrutinizer's report and submit the same to the Chairman or any other person authorized by him, within 2 working days of conclusion of the meeting. The result declared along with the consolidated Scrutinizer's Report will be placed on the website of the Company: www.ganeshhaecosphere.com and on the website of NSDL at www.evoting.nsdl.com. The result will simultaneously be communicated to the stock exchanges, where the shares of the Company are listed viz BSE & NSE.
9. As required under SEBI Listing Regulations and Secretarial Standards-2 on General Meetings, the relevant details in respect of director seeking re-appointment under Item No. 4 and 5 of this Notice are as below:

BRIEF PROFILE OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT

Name	Shri Sharad Sharma (DIN: 00383178)	Shri Rajiv Kumar Saxena (DIN: 08516656)
Category/ Designation of Director	Executive, Managing Director	Non-Executive, Independent Director
Date of Birth (Age in Years)	May 30, 1966 (60 Years)	June 20, 1966 (60 Years)
Date of first appointment on the Board	October 30, 1987	August 3, 2026
Qualification	B.Com.	M Sc (Mathematics)
Brief Resume	Mr. Sharad Sharma, is a commerce graduate and having more than 39 years' experience in marketing and distribution. He has been associated with the Company since inception and is responsible for overall management and operations of the Company.	Mr. Rajiv Kumar Saxena is a post graduate in Mathematics and is a Certified Associate of Indian Institute of Bankers having a rich experience of 35 years at State Bank of India. He has served as Chief General Manager at SBI Corporate Centre, Mumbai.
Experience and Expertise in specific functional area	Having more than 39 years of experience in Marketing and Distribution.	Mr. Rajiv has an extensive expertise in the field of large corporate credit, MSME, high-value portfolio management and has strong background in credit appraisal, corporate governance, risk management, CRA (Risk) Validation, regulatory compliances, exposure to high level credit decisions. He has spearheaded digital banking adoption, led business development with Banks, NBFCs, MFIs, Insurance Companies, AMCs, Stockbrokers, etc. Mr. Rajiv is experienced in leading initiatives to boost profitability and expand market penetration across all business verticals.
Terms & Conditions of appointment/ re-appointment including remuneration	As per Company's Policy on Nomination, Remuneration and Board Diversity.	Appointed w.e.f. August 3, 2026, for a term of 2 (two) consecutive years' subject to the approval of members of the Company. Remuneration: As per Company's Policy on Nomination, Remuneration and Board Diversity.
Remuneration last drawn	As mentioned in the Corporate Governance Report (forming part of Annual Report 2025-26)	Not Applicable

Name	Shri Sharad Sharma (DIN: 00383178)	Shri Rajiv Kumar Saxena (DIN: 08516656)
Other Directorships	- Ganesha Ecopet Private Limited - Ganesha Ecotech Private Limited	NIL
Chairman/ Member of Committee of the Board of other Companies of which he is a Director	NIL	NIL
Names of the listed entities from which he has resigned in past three years	NIL	NIL
Shareholding in Ganesha Ecosphere Limited	8,75,583 Equity Shares of ₹10/- each (3.27%)	NIL
Relationship with other Directors and KMP of the Company	Mr. Sharad Sharma is son of Mr. Shyam Sunder Sharmma and brother of Mr. Rajesh Sharma.	Mr. Rajiv Kumar Saxena is not related to any Director and/or KMP of the Company.
No. of Board Meetings attended during the financial year 2025-26	4/5 For details please refer to the Corporate Governance Report, forming part of Annual Report 2025-26.	Not Applicable Not Applicable

Annexure to Notice

Statement Pursuant to Section 102(1) of the Companies Act, 2013

Item No. 5:

With a view to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to composition of Board and appointment of Independent Director, the Board at its Meeting held on August 3, 2026, on the recommendations of the Nomination and Remuneration Committee, inducted Shri Rajiv Kumar Saxena (DIN: 08516656) as an Additional (Non- Executive Independent) Director of the Company for a term of 2 (two) consecutive years w.e.f. August 3, 2026, subject to the approval of shareholders of the Company at the Annual General Meeting. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Shri Rajiv Kumar Saxena shall hold office upto the date of this Annual General Meeting and is eligible to be appointed as an Independent Director of the Company.

The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Shri Rajiv Kumar Saxena as an Independent Director of the Company.

Shri Rajiv Kumar Saxena, aged 60 years, is a Postgraduate in Mathematics and is a Certified Associate of Indian Institute of Bankers having a rich experience of 35 years at State Bank of India. He has served as Chief General Manager at SBI Corporate Centre, Mumbai.

In compliance with the SEBI Listing Regulations and Secretarial Standards-2 on General Meetings, the brief resume of Shri Rajiv Kumar Saxena is forming part of this notice.

Shri Rajiv Kumar Saxena has given his consent to act as Director and confirmed that he is not disqualified from being appointed as Director under Section 164 of the Companies Act, 2013 and he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations.

Shri Rajiv Kumar Saxena meets the skills and capabilities required for the role as an Independent Director, which have been identified by the Board of Directors of the Company i.e., Risk Management & Strategic Planning, Knowledge of Legal and Regulatory Matters, Finance, Corporate Governance & Personal Attributes such as Integrity, Accountability etc.

The Board considers that his association as Independent Director would be of immense benefit to the Company. In the opinion of the Board, Shri Rajiv Kumar Saxena fulfils the conditions specified under the Act, rules made thereunder and the SEBI Listing Regulations for his appointment as an Independent Director of the Company and is independent of the management.

A copy of the draft Letter of Appointment for Independent Director is available for inspection at the Registered Office of the Company during business hours on any working days (that is, except Sundays and Public Holidays) till the date of AGM. Members seeking to inspect the same can send an e-mail to secretarial@ganeshacosphere.com.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Except for Shri Rajiv Kumar Saxena himself, none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the Notice.

Item No. 6 & 7:

The Board of Directors at its meeting held on May 21, 2026, on the recommendations of the Audit Committee, has approved the appointment and remuneration of the cost auditors to conduct the audit of the cost records of the Company's products 'Yarn' and 'Recycled Polyester Staple Fibre', for the financial year ending March 31, 2027 as per the following details:

Name of the Cost Auditor	Product	Audit fees (₹)
M/s. R.M. Bansal & Co.	Yarn	₹80,000/- (Rupees Eighty Thousand only) plus taxes as applicable and re-imbursement of actual travel/ conveyance and out-of-pocket expenses incurred in connection with the Audit.
M/s. Rakesh Misra & Co.	Recycled Polyester Staple Fibre	₹80,000/- (Rupees Eighty Thousand only) plus taxes as applicable and re-imbursement of actual travel/ conveyance and out-of-pocket expenses incurred in connection with the Audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the Members is being sought for passing Ordinary Resolutions as set out at Item Nos. 6 & 7 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

The Board recommends the Ordinary Resolutions set out at Item Nos. 6 & 7 of the Notice for approval by the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out at Item Nos. 6 & 7 of the Notice.

Item No: 8

Regulation 23 read with Schedule XII of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Company's Policy on Related Party Transactions provides that entering into material transactions with a related party which, either individually or taken together with previous transaction(s) during a financial year, exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements, require prior approval of the members of the Company.

The Company and its Indian subsidiaries viz. Ganesha Ecopet Private Limited and Ganesha Ecotech Private Limited, in its ordinary course of business, enter into various transactions relating to sale and/ or purchase of goods, rendering and/ or availing of the services for business purpose and other operational transactions with GESL Spinners Limited ("GSL"), a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations.

The Members of the Company, at the 36th AGM held on September 27, 2025, had granted their approval for entering into such related party transactions with GSL, upto an aggregate limit of ₹300 Crore.

As the estimated value of the transactions proposed to be entered into with GSL is expected to cross the above stated "materiality" threshold, the Audit Committee at its meeting held on 3rd August, 2026, has granted its approval for entering into material related party contracts / arrangements / transactions with GSL, upto an aggregate limit of ₹300 Crore. The necessary details for each of the Related Party Transactions as applicable along with the justification were provided to the Audit Committee. The Audit Committee has also reviewed the certificate from the CEO & CFO of the Company confirming that the proposed Related Party Transactions are in the best interest of the Company and are entered in the ordinary course of business and on an arm's length basis.

The Board of Directors of the Company recommends the proposed Material Related Party Transactions with GSL for approval of the Members.

The Members' approval sought for the Material Related Party Transactions with GSL as set out at Item No. 8 of the Notice shall be valid up to the date of next AGM to be held in the year 2027.

SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2025/93 dated June 26, 2025, ('Circular') has mandated listed companies to follow Industry Standards ('ISF Note') which prescribes on 'Minimum Information to be provided to the Audit Committee and Members for approval of Related Party Transactions' ('RPTs').

The information/ details required under ISF note, for approval of material RPTs are as follows:

Minimum information to be provided to the Audit Committee and Shareholder for approval of Related Party Transactions as per RPT Industry Standards:

Part A – Minimum information of the proposed RPT

S. No.	Particulars of the information	Information provided by the management																												
A(1). Basic details of the related party																														
1.	Name of the related party	GESL Spinners Limited ("GSL")																												
2.	Country of incorporation of the related party	India																												
3.	Nature of business of the related party	Manufacturing of Spun Yarn (Spinning).																												
A(2). Relationship and ownership of the related party																														
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: ○ Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. ○ Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). ○ Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Shri Vishnu Dutt Khandelwal and Shri Rajesh Sharma, Promoters/Directors of the Company and directors of its Indian subsidiaries viz. Ganesha Ecopet Private Limited and Ganesha Ecotech Private Limited, also hold directorship in GSL and they along-with other promoter directors of the Company and their relatives hold 72.62 % stake in GSL. Shareholding of the Company/ Indian subsidiaries in GSL – Nil Shareholding of the GSL in the Company/ Indian subsidiaries - Nil																												
A(3). Details of previous transactions with the Related Party																														
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last financial year.	<table><tr><th>Sr. No.</th><th>Name of the entity</th><th>Nature of Transactions</th><th>F.Y. 2025-26 (₹ in Crore)</th></tr><tr><td>1</td><td>Ganesha Ecosphere Limited</td><td>Sale of goods</td><td>79.27</td></tr><tr><td>2</td><td>Ganesha Ecosphere Limited</td><td>Rent received</td><td>0.15</td></tr><tr><td>3</td><td>Ganesha Ecosphere Limited</td><td>Purchase of goods</td><td>1.58</td></tr><tr><td>4</td><td>Ganesha Ecosphere Limited</td><td>Rent paid</td><td>0.29</td></tr><tr><td>5</td><td>Ganesha Ecopet Private Limited</td><td>Sale of goods</td><td>0.15</td></tr><tr><td>6</td><td>Ganesha Ecotech Private Limited</td><td>Rent received</td><td>0.20</td></tr></table>	Sr. No.	Name of the entity	Nature of Transactions	F.Y. 2025-26 (₹ in Crore)	1	Ganesha Ecosphere Limited	Sale of goods	79.27	2	Ganesha Ecosphere Limited	Rent received	0.15	3	Ganesha Ecosphere Limited	Purchase of goods	1.58	4	Ganesha Ecosphere Limited	Rent paid	0.29	5	Ganesha Ecopet Private Limited	Sale of goods	0.15	6	Ganesha Ecotech Private Limited	Rent received	0.20
Sr. No.	Name of the entity	Nature of Transactions	F.Y. 2025-26 (₹ in Crore)																											
1	Ganesha Ecosphere Limited	Sale of goods	79.27																											
2	Ganesha Ecosphere Limited	Rent received	0.15																											
3	Ganesha Ecosphere Limited	Purchase of goods	1.58																											
4	Ganesha Ecosphere Limited	Rent paid	0.29																											
5	Ganesha Ecopet Private Limited	Sale of goods	0.15																											
6	Ganesha Ecotech Private Limited	Rent received	0.20																											

S. No.	Particulars of the information	Information provided by the management			
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Sr. No.	Name of the entity	Nature of Transactions	F.Y. 2026-27 (till 30/06/2026) (₹ in Cr)
		1	Ganesha Ecosphere Limited	Sale of goods	27.21
		2	Ganesha Ecosphere Limited	Rent received	0.04
		3	Ganesha Ecosphere Limited	Purchase of goods	0.09
		4	Ganesha Ecosphere Limited	Rent paid	0.07
		5	Ganesha Ecopet Private Limited	-	-
		6	Ganesha Ecotech Private Limited	Rent received	0.20
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No Default			
A(4). Amount of the proposed transactions					
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Aggregate Value of upto ₹300 Crore			
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES			
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	20.81 %			
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Ganesha Ecopet Private Limited- 71.96%		Ganesha Ecotech Private Limited- 112.47%	
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	258.93 %			
6.	Financial performance of the GSL (related party) for the immediately preceding financial year:				
	Particulars				FY 2025-26 (Crores)
	Turnover				115.86
	Profit/Loss after Tax				(14.54)
	Net Worth				34.21

S. No.	Particulars of the information	Information provided by the management
A(5). Basic details of the proposed transaction		
1.	Specific type of the proposed transaction	The Company and its Indian subsidiaries propose to enter into the following RPTs with GSL:
2.	Details of the proposed transaction	○ Sale of fibre; ○ Sale/Purchase of yarn; ○ Availing or rendering of job work related services; ○ Availing or rendering of business auxiliary services on rental basis; The above transactions are purely operational/ integral part of the operations of the Company and will be entered in the ordinary course of business on an arms' length basis with terms and conditions that are generally prevalent in the industry segments in which the Company operates.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Proposed transaction will be continuous in nature
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate Value of upto ₹300 Crore
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company is the leading manufacturer of Recycled PSF having customers across yarn spinning, non-woven, carpets, stuffing sectors. GSL is an entity formed by the Company's Promoter Group, having latest technology to produce 100% recycled and eco-friendly Spun Yarn of high quality. GSL requires fibre as raw material for spinning purpose and the Company/ its Indian subsidiaries wish to supply the same to GSL. Further, the Company also undertakes transactions of sale/ purchase of yarn with GSL. The Company's plants are located in the close proximity of GSL, which add value for both the companies. These transactions will be in the best interest of the Company due to the following factors: ○ Achieving synergies and economies of scale with no additional marketing expenses; ○ Efficiency in operational and logistics costs; ○ Expansion of the Company's high value added product portfolio i.e. dope dyed fibre; ○ Availability of ready market for RPSF being produced by the Company/ subsidiaries. ○ Utilisation of the expertise within the Group

S. No.	Particulars of the information	Information provided by the management
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Shri Vishnu Dutt Khandelwal and Shri Rajesh Sharma, Promoters/ Directors of the Company and directors of its Indian subsidiaries viz. Ganesha Ecopet Private Limited and Ganesha Ecotech Private Limited, also hold directorship in GSL and they along-with other promoter directors of the Company and their relatives hold 72.62% stake in GSL.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The transactions do not contemplate any valuation and would be carried out in the ordinary course of business and at arm's length basis.
9.	Other information relevant for decision making	All relevant information has been appropriately disclosed herein for informed decision making.

Part B – Additional Information for specific type of RPT

S. No.	Particulars of the information	Information provided by the management
B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	Proposed transactions are to be undertaken in the ordinary course of business and on at arm's length basis. The pricing for such transactions is supported by transfer pricing analysis including consideration of market price for comparable transactions with unrelated parties if available or on cost plus appropriate mark-up, having regard to transfer pricing and other regulatory guidelines. The reimbursements / recoveries are based on actual cost incurred.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	As per industry norms, customs and uses
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

The Board recommends the Ordinary Resolution set out at Item No. 8 of the Notice for approval by the Members.

Members may note that pursuant to the provisions of the SEBI Listing Regulations, all related parties of the Company (whether such related party is a party to the above-mentioned transaction or not) shall not vote to approve this Resolution.

Except all Promoter Directors of the Company along with their relatives forming part of the Company's Promoter/ Promoter Group, being the director(s) and/ or shareholder(s) of GSL, no other Director or Key Managerial Personnel (KMP) of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 8 of the Notice.

Item No: 9

The Members at the 33rd Annual General Meeting of the Company held on September 30, 2022 had approved the payment of remuneration to the Non-Executive Directors by way of commission upto 1% of the Net Profits of the Company for a period of 5 (five) years commencing from April 1, 2022, which shall expire on March 31, 2027.

Considering the significant role of Non-Executive Directors, strategic guidance and services rendered by them in the Company, the Board of Directors at their meeting held on August 3, 2026, subject to the approval of members, have approved payment of remuneration by way of commission upto 1% of the Net Profits of the Company to the Non-Executive Directors of the Company for a further period of 5 (five) years commencing from April 1, 2027.

As required under Section 197 of the Companies Act, 2013 read with Schedule V to the said Act, Regulation 17(6)(a) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Special Resolution as set out at Item No. 9 of the Notice is intended to obtain the approval of the Members for making such payment.

The Board of Directors recommends the Special Resolution as set out at Item No. 9 of the notice for approval of the Members of the Company.

Except for all the Non-Executive Directors and Executive Directors of the Company being related to Shri Shyam Sunder Sharmma, no other Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 9 of the Notice.

Date: August 3, 2026

By Order of the Board

Registered Office:

Raipur, (Rania), Kalpi Road,
Distt. Kanpur Dehat- 209304

(Bharat Kumar Sajnani)

Company Secretary
FCS:7344

CORPORATE INFORMATION

Board of Directors

Shri Shyam Sunder Sharmma
Chairman

Shri Vishnu Dutt Khandelwal
Executive Vice Chairman

Shri Sharad Sharma
Managing Director & CEO

Shri Rajesh Sharma
Joint Managing Director

Dr. Shobha Chaturvedi
Independent Director

Shri Akshay Kumar Gupta
Independent Director

Shri Jagat Jit Singh
Independent Director

Shri Rajiv Kumar Saxena
Independent Director

Chief Financial Officer

Shri Gopal Agarwal

Company Secretary

Shri Bharat Kumar Sajnani

Auditors

M/s. Narendra Singhania & Co.,
Chartered Accountants,
New Delhi

Bankers

Yes Bank Limited
Federal Bank Limited
Axis Bank Limited

Administrative office

113/216-B, First Floor, Swaroop Nagar,
Kanpur-208002,
Uttar Pradesh
Email: secretarial@ganeshaecosphere.com
Tel: +91-512-2555505-06

Registered Office

Raipur, (Rania), Kalpi Road, Distt. Kanpur Dehat,
Uttar Pradesh – 209304.
Email: gesl@ganeshaecosphere.com
Tel: +91-9198708383

Works

Kanpur Unit

Raipur, (Rania), Kalpi Road,
Distt. Kanpur Dehat,
Uttar Pradesh – 209304

Rudrapur Unit

Plot No. 6, Sector - 2,
Integrated Industrial Estate,
Pantnagar, Rudrapur, Distt. U.S. Nagar
Uttarakhand - 263153

Bilaspur Units

Gata No. 96 and 97,
Arazi Village Kotha, Ali Nagar,
Pargana and Tehsil Bilaspur,
Distt. Rampur,
Uttar Pradesh - 244923

Gata No. 112, Village Temra,
Tehsil Bilaspur, Distt. Rampur,
Uttar Pradesh- 244923



GANESHA ECOSPHERE LIMITED

113/216-B, Swaroop Nagar,
Kanpur - 208 002, Uttar Pradesh