

NOTICE OF 6TH Annual General Meeting

NOTICE is hereby given that the 6th Annual General Meeting ("AGM") of Ganesh Green Bharat Limited (formerly Known as Ganesh Electricals Private Limited) will be held on Tuesday, August 5, 2025 at 11:30 A.M. (IST) through Video Conferencing /Other Audio Visual Means to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at F - 202. S.G. Business Hub, S.G. Highway, Ahmedabad, Gujarat, INDIA-382470.

ORDINARY BUSINESSES:

1. To receive, consider and adopt

- a. the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 together with the report of Auditors thereon.

2. To appoint a Director in place of Mr. Niravkumar Sureshbhai Patel (DIN: 07498377), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES :

3. Appointment of statutory auditor to fill casual vacancy:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s D.G. Patel & CO., Chartered Accountants, Ahmedabad (Firm Registration No: 113866W), be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/S. K.C. PARIKH & ASSOCIATES, Chartered Accountants (Firm Registration No: 107550W)".

"RESOLVED FURTHER THAT M/s D.G. Patel & CO., Chartered Accountants, Ahmedabad (Firm Registration No: 113866W), be and are hereby appointed as Statutory Auditors of the Company to hold the office from 10th June, 2025, until the conclusion of the 6th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

4. Appointment of Statutory Auditor:

To appoint Statutory Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s D.G. Patel & CO., Chartered Accountants, Ahmedabad (Firm Registration No: 113866W), be and are hereby appointed as the Statutory Auditor of the Company for a term of 5 (five) consecutive years from the conclusion of 6th Annual General Meeting till the conclusion of the 11th Annual General Meeting on such remuneration and out of pocket expenses, as maybe determined and

recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to this resolution.

5. Ratification of Remuneration of Cost Auditors

To consider and if thought fit, approve the remuneration payable to M/s. Dalwadi & Associates, Practicing Cost Accountants (Firm Registration No. 000338), Cost Auditors of the Company, for the financial year ending March 31,2026 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 148 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. Dalwadi & Associates, Practicing Cost Accountants (Firm Registration No. 000338) be appointed as Cost Auditors by the Board of Directors, based on the recommendation of the Audit Committee, for the financial year 2025-26 be paid the remuneration amounting to Rs. 75,000 plus applicable taxes and reimbursement of out of pocket expenses at actuals, if any, incurred in connection with the audit.”

“RESOLVED FURTHER THAT any of the directors of the Company be and are hereby severally authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To consider and if thought fit, approve the Material Related Party Transaction(s) with Souraj Energy Private limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force) (“the Act”) and basis the approval of the Audit Committee, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s)/ contract(s)/arrangement(s)/agreement(s) (whether by way of an individual transaction or otherwise) with **Souraj Energy Private Limited**, a related party of the Company, during the financial year 2025-26 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), however, that the 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 settle all questions, difficulties or doubts that may arise in this regard.”

7. To consider and if thought fit, approve the material related party transaction(s) with Sadashiv Projects India Private limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force) (“the Act”) and basis the approval of the Audit Committee, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s)/ contract(s)/arrangement(s)/agreement(s) (whether by way of an individual transaction or otherwise) with Sadashiv Projects India Private Limited, a related party of the Company, during the financial year 2025-26 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), however, that the 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 settle all questions, difficulties or doubts that may arise in this regard.”

8. To reappoint Secretarial Auditors M/s Nirav Soni & Co. Company Secretaries and to determine their remuneration:

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and exchange Board of India(Listing Obligations and Disclosures Requirement) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and remuneration of managerial Personnel) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) consent of the members of the Company be and is hereby accorded to appoint M/s Nirav Soni & Co. Company Secretaries(COP: 14695 and M. No. 39566) as Secretarial Auditors of the Company to hold office for an audit period of 5 (five) consecutive years commencing from FY 2025-26 till FY 2029-30, at such remuneration and reimbursement of out of pocket expenses for the purpose of audit, as may be fixed by the Board of Directors of the Company.

By order of Board of Directors For
Ganesh Green Bharat Limited

Place: Ahmedabad
Date: July 11,2025

Palakben Mahesh Joshi
Company Secretary
Member No. A38543

NOTES:

- 1) Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. The AGM being conducted through VC / OAVM Facility shall be deemed to be convened at F - 202. S.G. Business Hub, S.G. Highway, Ahmedabad, Gujarat, INDIA-382470, as stated in the Notice of the AGM. Hence, a Route Map and prominent landmark is not required to be provided in this Notice.
- 2) PURSUANT TO THE CIRCULAR NO. 14/2020 DATED APRIL 08, 2020, ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS, THE FACILITY TO APPOINT PROXY TO ATTEND AND CAST VOTE FOR THE MEMBERS IS NOT AVAILABLE FOR THIS AGM. 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 OF AGM ARE NOT ANNEXED TO THIS NOTICE. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORISED REPRESENTATIVES TO ATTEND THE AGM THROUGH VC/OAVM AND PARTICIPATE THERE AT AND CAST THEIR VOTES THROUGH E-VOTING.
- 3) The relative Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 3, 4, 5, 6, 7 of the Notice, are annexed hereto
- 4) The Members can join the AGM in the VC/OAVM mode 15 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.
- 5) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 6) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
- 7) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ganeshgreen.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also

available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

- 8) AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
- 9) In terms of Section 152 of the Companies Act, 2013, Mr. **Niravkumar Sureshbhai Patel (DIN: 07498377)** Whole time Director is liable to retire by rotation at this 6th Annual General Meeting and being eligible, has offered himself for reappointment. Details of Directors seeking appointment / re-appointment at the Annual General Meeting in pursuance to Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 is annexed as Annexure-1.
- 10) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members during the 6th AGM, Members seeking to inspect such documents can send an email to cs@ganeshgreen.com.
- 11) The facility for joining Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) shall open 15 minutes before the time scheduled to start the meeting and shall close after the expiry of 15 minutes after such schedule time.
- 12) During the Annual General Meeting only those members will be allowed to cast their vote through remote e-voting who will be present in the Annual General Meeting and has not casted their vote on the resolution earlier.
- 13) Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or with Company or with the Registrar and Share Transfer Agent of the Company.
- 14) For the smooth conduct of proceedings of the AGM, Members can submit questions/queries in advance with regard to the resolution to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address cs@ganeshgreen.com at least seven (7) days in advance before the start of the meeting i.e. by cut-off date' i.e., 29th July, 2025 by 05.00 p.m. IST. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.
- 15) The voting rights shall be as per the number of equity shares held by the member(s) as on 29th July, 2025. M/ s Nirav Soni & Co., Practising Company Secretary (CP No. 14695) has been appointed as the Scrutinizer to scrutinize voting by remote e-Voting process in a fair and transparent manner.
- 16) The remote e-Voting period commences on 1st August, 2025, (9:00 a.m.) and ends on 4th August, 2025 (5:00 p.m.). During this period shareholders of the Company holding shares in dematerialized form, as on the cut-off date of 29th July, 2025 may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting facility shall also be available to members during the Annual General Meeting.
- 17) Any person, who acquire shares of the Company and becomes a member of the Company after dispatch of the notice of AGM and is holding shares as on the cutoff date i.e. 29th July, 2025 may

obtain the login ID and password by sending a request at evoting@nsdl.com or cs@ganeshgreen.com.

- 18) The Scrutinizer shall after the conclusion of the AGM, will first count the votes cast during the AGM, unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working days of the conclusion of the AGM, a consolidate Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 19) Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at cs@ganeshgreen.com latest by Tuesday, July 29, 2024 till 5:00 P.M. And only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the 6th AGM. When a pre-registered speaker is invited to speak at the meeting, but he/ she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the 6th AGM or depending on the availability of time of the 6th AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 01st August, 2025 at 9:00 A.M. and ends on 4th August, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 29th July,2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 29th July,2025.

How do I vote electronically using NSDL e-Voting system?

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

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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 advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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.

2. 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 & voting during the meeting.
3. 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>
4. 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. 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.
5. 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



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will 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 & 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 & Email 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 site after successful authentication, wherein you can see e-Voting feature. 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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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.com or call at 022 - 4886 7000
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 contact at toll free no. 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.

How to Log-in to NSDL e-Voting website?

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 eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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 are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) 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.
 - c) How to retrieve your 'initial password'?
 - (i) 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 client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) 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.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join 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 company for which you wish to cast your vote during the 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 the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to niravsoni003@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) 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 - 4886 7000 or send a request to Mr. Sanjeev Yadav, Assistant Manager–NSDL and Ms. Pallavi Mhatre, Senior Manager NSDL at evoting@nsdl.com

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:

- 20) 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 cs@ganeshgreen.com
- 21) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID 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 cs@ganeshgreen.com.

- 22) If you are an Individual shareholders holding securities 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.**
- 23) Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- 24) 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.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

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 MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:-

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. 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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@ganeshgreen.com. Such questions by the members shall be taken up during the meeting and replied by the Company suitably.

CONTACT DETAILS:

Company :Ganesh Green Bharat Limited

F - 202. S.G. Business Hub, S.G. Highway, Ahmedabad, Gujarat, INDIA-382470.

Tele No. +91-79-29703080, Website: www.ganeshgreen.com,Email id: cs@ganeshgreen.com

Registrar and Transfer Agent:

Kfin Technologies Limited Selenium Building, Tower-B, Plot No 31 & 32, Financial District,
Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500 032

Ph.no : +91 40 7961 5565 and +022 4617 0911

e-Voting Agency & VC/OAVM:

Email: evoting@nsdl.com NSDL help desk 022 - 4886 7000

Scrutinizer:

M/ s Nirav Soni & Co., Practising Company Secretary (CP No. 14695)

Email id: niravsoni003@gmail.com and Ph.no::-091-9408878373

Place: Ahmedabad

Date: July 11, 2025

By order of Board of Directors For
Ganesh Green Bharat Limited

Ketanbhai Narsinbhai Patel
Chairman & Managing Director
DIN: 07499411

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,2013:

Item No. 3 & 4

To appoint Statutory Auditors M/s D.G. Patel &CO., Chartered Accountants and to determine their remuneration:

Sr. No.	Particulars	Details
1.	Proposed fees payable to the Statutory Auditor	As may be mutually agreed upon between the Board of Directors and the Statutory Auditors
2.	Terms of appointment	<ul style="list-style-type: none">•M/s D.G. Patel &CO., Chartered Accountants, Ahmedabad(Firm Registration No: 113866W), having their office at 5/ A, Dinesh Nager Society, Nr. Naranpura Rly Crossing, Naranpura, Ahmedabad -380013 were appointed as statutory auditors of the company to fill up casual vacancy to hold office till the conclusion of ensuing 6th annual general meeting of the company• On recommendation of Audit Committee, the Board of Directors have re-appointed M/ D.G. Patel &CO., Chartered Accountants, Ahmedabad (Firm Registration No: 113866W), having their office at 5/ A, Dinesh Nager Society, Nr. Naranpura Rly. Crossing, Naranpura, Ahmedabad - 380013 for a period of five years to hold office from the conclusion of 6th Annual General Meeting till the conclusion of 11thAnnual General Meeting on such remuneration as may be mutually agreed upon between the Board of Directors and Statutory Auditors subject to the approval of shareholders of the company.
3.	In case of a new auditor, any material changes in the fee payable to such auditor from that	N.A.

	paid to the outgoing auditor along with the rationale for such change	
4.	Basis of recommendation for appointment including the details in relation to and credentials of the Statutory Auditor proposed to be appointed	<p>On recommendation of Audit Committee, the Board of Directors have re-appointed M/ D.G. Patel &CO., Chartered Accountants, Ahmedabad (Firm Registration No: 113866W), having their office at 5/ A, Dinesh Nagar Society, Nr. Naranpura. Rly Crossing, Naranpura, Ahmedabad - 380013 for a period of five years to hold office from the conclusion of 6th Annual General Meeting till the conclusion of 11th Annual General Meeting on such remuneration as may be mutually agreed upon between the Board of Directors Statutory Auditors subject to the approval of shareholders of the company.</p> <p>M/s. D. G. PATEL & CO. Chartered Accountants is a partnership firm established in the year 1993 with its office located in Ahmedabad Gujarat having four FCA partners with four Chartered Accountants as an employee. The firm offers wide range of professional services including statutory, concurrent, revenue, inspection and stock audits of banks, Statutory, Tax audits and internal audits of Companies, LLP and firm, Statutory audits assignment allotted by C&AG, Income-tax and GST related compliance and appeal proceedings.</p>

The Board of Directors, therefore, recommend the passing of the resolution as ordinary resolution as per Item No. 03 and 04 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No: 5

Detail of Cost Auditor whose name is proposed for Ratification by Shareholders in AGM to conduct Cost Audit of Company for the FY 2025-26

Name of Firm	M/s. Dalwadi & Associates, Cost Accountants(FRN: 000338,M.No.: 30680)
Name of Auditor	CMA Malhar A. Dalwadi
Firm Registration No.	000338
Member Registration No.	30680
Address	403, ASHIRWAD COMPLEX, B/H SARDAR PATEL SMAJ, NR. MITHAKHALI SIX ROADS, AHMEDABAD-380006
Last Drawn Salary	75000
Details of remuneration sought to be paid	75000
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	M/s. Dalwadi & Associates, Cost Accountants is a partnership firm of practicing Cost & Management Accountants led by CMA Ashwin G. Dalwadi, having more than five decades of experience in the area of Cost and Management Accountancy in diversified industries and service sectors. The firm offers services in the areas of Management Consultancy, Audit & Assurance, Indirect Taxation, Financing, Taxation, XBRL, KPO, Training and other consultancy services.

The Board of Directors has on the recommendation of the Audit Committee, approved the appointment of M/s. Dalwadi & Associates, Practicing Cost Accountants (Firm Regn. No. 000338) as Cost Auditors of the Company to conduct the audit of the cost records for the financial year 2025-26, at a fee of 75,000 plus applicable taxes and reimbursement of out-of-pocket expenses, as remuneration for cost audit services.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended till date, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company. Accordingly consent of the Members is sought for passing an Ordinary Resolution as set out in item no. 5 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26.

The Board of Directors, therefore, recommend the passing of the resolution as ordinary resolution as per Item No. 05 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No: 6&7**Material Related Party Transactions by the Company for the FY 2025-26**

The Companies Act, 2013 aims to ensure transparency in the transaction and dealings with the related parties of the Company. As per provisions of Section 188(1) of the Companies Act, 2013 the Related Party Transaction for entering into contract, transaction or arrangement with the related party (ies), the Company obtain the approval of Shareholders by way of a Resolution as prescribed in Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014 in the following matters:

1. Sale, purchase or supply of any goods or materials,
2. Selling or otherwise disposing of or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchase or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the Company, its subsidiary company or associate company ; and
7. Underwriting the subscription of any securities or derivatives thereof, of the company.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013). All transaction entered into by the Company with Related Parties as mentioned below are in the ordinary course of business and Arm Length basis.

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rule, 2014 are as under:

Name of the Related Party	Name of the Director/KMP who is related and nature of their relationship	Nature ,material terms, monetary value and particulars of the Contract or arrangement
Souraj Energy Private Limited	<ul style="list-style-type: none"> • Ketanbhai Narsinhbhai Patel (Directors is directors /Members of Souraj Energy Private Limited) • Niravkumar Sureshbhai Patel (Directors is directors of Souraj Energy Private Limited) • Rajendrakumar Narsinhbhai Patel (Directors is directors /Members of Souraj Energy Private Limited) 	<p>The Transaction of Rs. 5,00,000,000 (as per the below mentioned details) may be entered for Financial Year 2025-26 at Arm Length price or prevailing market price as may be mutually decided by the Board of Directors.</p> <p>Particulars of the Contract or Arrangement: Sale, Purchase or Supply of any goods or materials up to 50 Crore.</p>

Sadashiv Projects India Private Limited	Niravkumar Sureshbhai Patel (Director is director/member of Sadashiv Projects India Private Limited and Directors relative is Director/ member of Sadashiv Projects India Private Limited)	<p>The Transaction of Rs. 150,00,00,000 (as per the below mentioned details) may be entered for Financial Year 2025-26 at Arm Length price or prevailing market price as may be mutually decided by the Board of Directors.</p> <p>Particulars of the Contract or Arrangement: Sale, Purchase or Supply of any goods or materials up to 150 Crore.</p>
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Your Company proposes to sell solar cells and purchase solar PV modules from Sadashiv Projects India Private Limited and Souraj Energy Private Limited. The Company is working on multiple projects and, to achieve its targets, it needs to collaborate with other manufacturers. These transactions will be undertaken either at arm's length price or prevailing market price and in the ordinary course of business of the Company, as may be mutually decided by the Board of Directors.

After recommendation of the Audit committee, the Board is of the opinion that the aforesaid related party transaction is in the best interests of the Company. Your Director recommend passing of this resolution by way of ordinary resolution.

Except Mr. Ketanbhai Narsinhbhai Patel, Mr. Niravkumar Sureshbhai Patel and Mr. Rajendrakumar Narsinhbhai Patel and his relatives ,none of the Director and other KMP of the Company and their respective relatives(to the extent of their shareholding in the Company, if any) in any way, are concerned or interested either directly or indirectly, financially or otherwise in the Resolution.

Item No: 8

To appoint Secretarial Auditors M/s Nirav Soni & Co. Company Secretaries and to determine their remuneration:

M/s Nirav Soni & Co., Company Secretaries (COP: 14695 and M. No. 39566) having office address at 203, WALL STREET-1, OPP. ORIENT CLUB, NR. GUJARAT COLLEGE, ELLISBRIDGE, AHMEDABAD-380006, GUJARAT, INDIA were appointed as Secretarial Auditors of the Company for the F.Y. 2024-25. Pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and exchange Board of India(Listing Obligations and Disclosures Requirement) Regulations, 2015 ("SEBI Listing Regulations") read with Circulars issued thereunder from time to time and Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and remuneration of managerial Personnel) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) M/s Nirav Soni & Co., Company Secretaries (COP: 14695 and M. No. 39566) having office address at 203, WALL STREET-1, OPP. ORIENT CLUB, NR. GUJARAT COLLEGE, ELLISBRIDGE, AHMEDABAD-380006, GUJARAT, INDIA, possesses necessary qualification and eligibility to be appointed as the Secretarial Auditors of the Company. On the basis of recommendation of Audit Committee, the Board of Directors at their meeting held on 01st July, 2025 had appointed M/s Nirav Soni & Co., Company Secretaries (COP: 14695 and M. No. 39566) for a term of 5 (Five) years commencing from F.Y. 2025-26 to F.Y. 2029-30 subject to the approval of shareholders in 6th annual general meeting.

Details as per SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Details
1.	Proposed fees payable to the Secretarial Auditor	M/s. Nirav Soni & Co, Practicing Company Secretary (COP: 14695 and M. No. 39566)
2.	Term of Appointment:	<p>M/s. Nirav Soni & Co, Practicing Company Secretary (COP: 14695 and M. No. 39566), having office address at 203, WALL STREET-1, OPP. ORIENT CLUB, NR. GUJARAT COLLEGE, ELLISBRIDGE, AHMEDABAD-380006, GUJARAT, INDIA were appointed as Secretarial Auditors of the Company for the F.Y. 2024- 25</p> <p>On recommendation of Audit Committee, the Board of Directors at their meeting held on 1st July,2025 had re-appointed M/s. Nirav Soni & Co, Practicing Company Secretary (COP: 14695 and M. No. 39566), having their office at 203, WALL STREET-1, OPP. ORIENT CLUB, NR. GUJARAT COLLEGE, ELLISBRIDGE, AHMEDABAD-380006, GUJARAT, INDIA for a period of five years to hold office from the conclusion commencing from F.Y. 2025-26 to F.Y. 2029-30 subject to the approval of shareholders in 6th annual general meeting.</p>
3.	In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	N.A.
4.	Basis of recommendation for appointment including the details in relation to and credentials of the Secretarial Auditor proposed to be appointed.	<p>On recommendation of Audit Committee, the Board of Directors at their meeting held on 1st July,2025 had re-appointed M/s. Nirav Soni & Co, Practicing Company Secretary (COP: 14695 and M. No. 39566), having their office at 203, WALL STREET-1, OPP. ORIENT CLUB, NR. GUJARAT COLLEGE, ELLISBRIDGE, AHMEDABAD-380006, GUJARAT, INDIA for a period of five years to hold office from the conclusion commencing from F.Y. 2025-26 to F.Y. 2029-30 subject to the approval of shareholders in 6th annual general meeting.</p> <p>M/s. Nirav Soni & Co. is 10 year old Practicing Company Secretary firm base of Ahmedabad, Gujarat. Experience in providing consultancy in field of Company Law and Secretarial audit.</p>

The Board of Directors, therefore, recommend the passing of the resolution as ordinary resolution as per Item No. 08 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

ANNEXURE-1

Details of Directors seeking appointment / re-appointment at the Annual General Meeting [In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

S. NO.	PARTICULARS	DETAILS
i)	A brief resume of the director:	<p>Name: Mr. Niravkumar Sureshbhai Patel</p> <p>Date of Birth July 14, 1989</p> <p>Actual date of Appointment: 30.05.2019(First Director)</p> <p>Qualifications: Bachelor of Commerce in the year 2010 from Gujarat University</p>
ii)	Nature of expertise in specific functional areas;	<p>Niravkumar Sureshbhai Patel is the Whole Time Director and Promoter of our Company. He has been on the Board of Directors since incorporation. He has completed Bachelor of Commerce in the year 2010 from Gujarat University. He has a work experience of 12 years in the filed of finance and human resource management. Presently, he looks after project execution, finance and compliance in the company.</p>
iii)	Disclosure of relationships between 07498377) directors inter-se;	<p>Mr. Niravkumar Sureshbhai Patel(DIN:</p> <p>His Uncle Mr. Ketanbhai Narsinhbhai Patel is Managing Director and Promoter of the Company.</p> <p>His Uncle Mr. Rajendrakumar Narsinhbhai Patel is Wholetime Director and Promoter of the Company.</p> <p>His Aunty Mrs. Shilpaben Ketanbhai Patel is Non-Executive Woman Director and Promoter of the Company.</p>
iv)	Names of listed entities in which the person also holds the directorship & the membership of Committees of Nil	<p>Names of listed entities in which the person also holds the directorship: Nil</p> <p>Membership of Committees of the board:</p>

the board along with listed entities from which the person has resigned in the past three years.

Listed entities from which the person has resigned in the past three years: Nil

v)	Shareholding of executive directors in the the listed entity, including shareholding as a beneficial owner	32,40,000 Shares
vi)	Terms and Conditions of re-appointment	Mr. Niravkumar Sureshbhai Patel is liable to retire by rotation and there is no change to the existing terms and conditions of his appointment. The terms and conditions as per the Nomination, Remuneration & Board Diversity Policy of the Company are displayed on the Company's website www.ganeshgreen.com
vii)	Details of remuneration sought to be paid and last drawn	Rs. 60,00,000 per annum
viii)	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.