NOTICE OF 7TH Annual General Meeting

NOTICE is hereby given that the 7th Annual General Meeting("AGM") of Ganesh Green Bharat Limited (formerly Known as Ganesh Electricals Private Limited) will be held on Tuesday, September 29, 2026 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, 2026 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, 2026 together with the report of Auditors thereon.

2. **To confirm the payment of interim dividend at 0.50/- per Equity Share of the Face Value Rs. 10 each as final dividend for the year ended 31st March 2026.**

3. **To appoint a Director in place of Mr. Ketanbhai Narsinhbhai Patel (DIN: 07499411), who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESSES:

4. **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 31,2027 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 2026-27 be paid the remuneration amounting to Rs. 80,000 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."

5. **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 provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the Company and Souraj Energy Private Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

6. **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 provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the Company and Sadashiv Projects India Private Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the Company and Sadashiv Industries Private Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

8. **To consider and if thought fit, approve the material related party transaction(s) with Ganesh Energy Storage Solutions Private Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013

(“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the Company and Ganesh Energy Storage Solutions Private Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

9. **To consider and if thought fit, approve the material related party transaction(s) with Ganesh Green Ghana Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution**

“**RESOLVED THAT** in accordance with the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with applicable Rules made thereunder, and the provisions of the Foreign Exchange Management Act, 1999 (“FEMA Act”) read with rules, regulations, directions and guidelines made thereunder and other applicable laws/ statutory provisions, if any, (including any amendments, modifications, variations or re-enactments thereof as may be applicable from time to time), in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Company’s Policy on Related Party Transactions (“the Policy”) and pursuant to the approval of the Audit Committee and the Board of Directors (“the Board”), the consent of the members of the Company be and is hereby accorded to enter into and/or continue the related party transaction(s) / contract(s) / arrangement(s)/ agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with or for the benefit of Ganesh Green Ghana Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

10. **To consider and if thought fit, approve the material related party transaction(s) with Ganesh Green Power (SL) Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution**

"**RESOLVED THAT** in accordance with the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with applicable Rules made thereunder, and the provisions of the Foreign Exchange Management Act, 1999 ("FEMA Act") read with rules, regulations, directions and guidelines made thereunder and other applicable laws/ statutory provisions, if any, (including any amendments, modifications, variations or re-enactments thereof as may be applicable from time to time), in accordance with the provisions of the Memorandum of Association and the Articles of Association of the Company, the Company's Policy on Related Party Transactions ("the Policy") and pursuant to the approval of the Audit Committee and the Board of Directors ("the Board"), the consent of the members of the Company be and is hereby accorded to enter into and/or continue the related party transaction(s) / contract(s) / arrangement(s)/ agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with or for the benefit Ganesh Green Power (SL) Limited, a related party of the Company, on such terms and conditions set forth in the Explanatory Statement and as may be agreed between the parties, notwithstanding the fact that all such transactions whether individually and / or in the aggregate, during any financial year may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

11. **<u>To re-appoint Mr. Ketanbhai Narsinhbhai Patel as Chairman, Managing Director of the Company</u>**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Special Resolution**:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Schedule V to the said Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable Rules made under the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any Statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities including but not limited to Securities Exchange Board of India, and as per the provisions of Articles of Association of the Company, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals and compliances as per the applicable provisions of the Act and other applicable Statutes, as may be necessary and subject to the Nomination and Remuneration Policy of the Company, the approval of the Members of the Company be and is hereby accorded to the reappointment of **Mr. Ketanbhai Narsinhbhai Patel (DIN: 7499411) as a Managing Director and Chairman** of the Company for a period of 3 years, with effect from 25th October,2026, whose office shall be liable to retire by rotation, on the following terms and conditions:

i) Tenure: The appointment shall be for the period of 3 years with effect from 25th October,2026 to 24th October, 2029

ii) Designation: Chairman and Managing Director

iii) Remuneration:

(a) Basic Salary: Rs. 3,60,00,000/- per annum including following perquisites.
(b) Perquisites (amount not exceeding Rs. 3,60,00,000/-):
- Rent free accommodation or in case of residence owned by the director, payment/ reimbursement of monthly society bill;
- Payment/ reimbursement of expenditure on gas, electricity, water, telephone, furnishing at residence;
- Payment/ reimbursement of medical/ hospitalization expenses for self and family members, furnishings, payment of premium on personal accident and health insurance, club fees;
- Reimbursement/ payment of expenditure pertaining to education of children of the director, and
- Such other perquisites as may be approved by the Board or Nomination and Remuneration Committee of Directors, from time to time;
- Provision of company maintained car(s) for official use;
- Perquisites shall be valued as per Income tax Rules.

(c) In case of absence or inadequacy of profits in any financial year, the aforesaid remuneration and perquisites shall be paid to Rs. 3,60,00,000/- as minimum remuneration.

(d) Notwithstanding anything to the contrary herein contained where in any financial year during the currency of the tenure of 3 years, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as specified above subject to compliance with the applicable provisions of

Schedule V to the Companies Act, 2013, if and to the extent necessary, with the approval of the Central Government.

iv) Tenure of remuneration: 3 years

"**RESOLVED FURTHER THAT** the approval of the Members of the Company be and is hereby accorded to the total remuneration payable to the Managing Director and Executive Directors of the Company shall not be restricted to and may exceeds 10% of Net Profits of the Company, as determined in accordance with the provisions of Sections 197 and 198 and other applicable provisions, if any of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized do all such acts, deeds and things, as the board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the board of directors to be in the best interest of the Company, as it may deem fit.

12. **<u>To re-appoint Rajendrakumar Narsinhbhai Patel as a Wholetime Director of the Company</u>**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Special Resolution**:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Schedule V to the said Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable Rules made under the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any Statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities including but not limited to Securities Exchange Board of India, and as per the provisions of Articles of Association of the Company, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals and compliances as per the applicable provisions of the Act and other applicable Statutes, as may be necessary and subject to the Nomination and Remuneration Policy of the Company, the approval of the Members of the Company be and is hereby accorded to the reappointment of **Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) as a Wholetime Director of the Company** of the Company for a period of 3 years, with effect from 25th October,2026, whose office shall be liable to retire by rotation, on the following terms and conditions:

i) Tenure: The appointment shall be for the period of 3 years with effect from 25th October,2026 to 24th October, 2029

ii) Designation: Whole Time Director

iii) Remuneration:

(a) Basic Salary: Rs. 2,40,00,000/- per annum including following perquisites.
(b) Perquisites (amount not exceeding Rs. 2,40,00,000/-:
- Rent free accommodation or in case of residence owned by the director, payment/ reimbursement of monthly society bill;
- Payment/ reimbursement of expenditure on gas, electricity, water, telephone, furnishing at residence;

- Payment/ reimbursement of medical/ hospitalization expenses for self and family members, furnishings, payment of premium on personal accident and health insurance, club fees;
- Reimbursement/ payment of expenditure pertaining to education of children of the director, and
- Such other perquisites as may be approved by the Board or Nomination and Remuneration Committee of Directors, from time to time;
- Provision of company maintained car(s) for official use;
- Perquisites shall be valued as per Income tax Rules.

(c) In case of absence or inadequacy of profits in any financial year, the aforesaid remuneration and perquisites shall be paid to Rs. 2,40,00,000/- as minimum remuneration.

(d) Notwithstanding anything to the contrary herein contained where in any financial year during the currency of the tenure of 3 years, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as specified above subject to compliance with the applicable provisions of Schedule V to the Companies Act, 2013, if and to the extent necessary, with the approval of the Central Government.

iv) Tenure of remuneration: 3 years

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized do all such acts, deeds and things, as the board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the board of directors to be in the best interest of the Company, as it may deem fit.

13. **To re-appoint Mr. Niravkumar Sureshbhai Patel as a Wholetime Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Special Resolution**:**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Schedule V to the said Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable Rules made under the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any Statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities including but not limited to Securities Exchange Board of India, and as per the provisions of Articles of Association of the Company, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals and compliances as per the applicable provisions of the Act and other applicable Statutes, as may be necessary and subject to the Nomination and Remuneration Policy of the Company, the approval of the Members of the Company be and is hereby accorded to the reappointment of **Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) as a Wholetime Director** of the Company for a period of 3 years, with effect from 25th October,2026, whose office shall be liable to retire by rotation, on the following terms and conditions:

i) Tenure: The appointment shall be for the period of 3 years with effect from 25th October,2026 to 24th October, 2029

ii) Designation: Wholetime Director

iii) Remuneration:

a) Basic Salary: Rs. 1,44,00,000/- per annum including following perquisites.
b) Perquisites (amount not exceeding Rs. 1,44,00,000/-:
   - Rent free accommodation or in case of residence owned by the director, payment/ reimbursement of monthly society bill;
   - Payment/ reimbursement of expenditure on gas, electricity, water, telephone, furnishing at residence;
   - Payment/ reimbursement of medical/ hospitalization expenses for self and family members, furnishings, payment of premium on personal accident and health insurance, club fees;
   - Reimbursement/ payment of expenditure pertaining to education of children of the director, and
   - Such other perquisites as may be approved by the Board or Nomination and Remuneration Committee of Directors, from time to time;
   - Provision of company maintained car(s) for official use;
   - Perquisites shall be valued as per Income tax Rules.

c) In case of absence or inadequacy of profits in any financial year, the aforesaid remuneration and perquisites shall be paid to Rs. 1,44,00,000/- as minimum remuneration.

d) Notwithstanding anything to the contrary herein contained where in any financial year during the currency of the tenure of 3 years, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as specified above subject to compliance with the applicable provisions of Schedule V to the Companies Act, 2013, if and to the extent necessary, with the approval of the Central Government.

iv) Tenure of remuneration: 3 years

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized do all such acts, deeds and things, as the board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the board of directors to be in the best interest of the Company, as it may deem fit.

By order of Board of Directors For
Ganesh Green Bharat Limited

Place: Ahmedabad
Date: September 05, 2026

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 EGM/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, EGM/AGM shall be conducted through VC / OAVM.

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. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/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. 4, 5, 6, 7,8.9,10,11,12,13 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 EGM/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 EGM/AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the EGM/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 Secret arial 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. **Ketanbhai Narsinhbhai Patel (DIN: 07499411**) Managing Director is liable to retire by rotation at this 7th 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. And details of the reappointment of Managing Director and Wholetime Directors is annexed herewith Annexure 1,2,3.

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 7th 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., 22nd September, 2026 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 22nd September, 2026. 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 25th September, 2026, (9:00 a.m.) and ends on 28thSeptember, 2026 (5:00 p.m.). During this period shareholders of the Company holding shares in dematerialized form, as on the cut-off date of 22nd September, 2026.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 cut-off date i.e. 22nd September, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.com 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, 22nd September, 2026 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 7th 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 7th AGM or depending on the availability of time of the 7th AGM.

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

The remote e-voting period begins on 25th September, 2026 at 9:00 A.M. and ends on 28th September, 2026 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. 22nd September, 2026, 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 22nd September,2026.

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
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 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

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.

<u>How to Log-in to NSDL e-Voting website?</u>

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 user 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:

1) 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

2) 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.

3) 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**.

4) 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.

5) 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.
   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

By order of Board of Directors For
Ganesh Green Bharat Limited

Place: Ahmedabad
Date: September 05, 2026

Ketanbhai Narsinbhai Patel
Chairman & Managing Director
DIN: 07499411

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

Item No. 4

Detail of Cost Auditor whose name is proposed for Ratification by Shareholders in AGM to conduct Cost Audit of Company for the FY 2026-27

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	80000
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 Cost Audit and Cost Accounting Records Maintenance, Management Consultancy, Audit & Assurance, Indirect Taxation & GST, Financing & Taxation, XBRL, KPO & Training and SAP & ERP 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 2026-27, at a fee of 80,000 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. 04 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2026-27.

The Board of Directors, therefore, recommend the passing of the resolution as ordinary resolution as per Item No. 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: 5,6,7,8,9 and 10

Material Related Party Transactions by the Company for the FY 2026-27

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).

Pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and Section 188 of the Companies Act,2013 and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, the Board of Directors of the company had approved the proposed transactions to be enter into with Related Parties for financial year 2026-27.

Further, pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing regulations") read with 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 transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 50 crores, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower requires approval of members of the company.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 21st May, 2026, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company. The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 5 to 10 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

S.N.	PARTICULARS	INFORMATION PROVIDED BY MANAGEMENT
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – A, B, C ,D,E,F"
2.	Justification as to why the proposed transaction(s) are in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Proposed transactions / arrangements are commercially beneficial and are in the interest of the Company. Detailed justification of proposed transaction(s) is enumerated in the beginning of the explanatory statement herein above. Price and other material terms are determined considering arm's length criterion and as per prevailing industry practices for such type of transactions.
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Managing Director and CFO of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The Material Related Party Transaction with the parties as enumerated in Item No 5 to 10 have been approved by the Audit Committee. The Board of Directors recommends the proposed transactions to the shareholders for approval.

5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
6.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making;	Not Applicable
7.	Any other information that may be relevant	No

Disclosures as required under Rule 15 of Companies (Meetings of Board and its Powers) Rules 2014 as amended, including name of related party, name of Director/KMPs who is interest, if any; nature of relationship, nature material terms, monetary value and particulars of the contract or arrangement and other relevant or important information for the members; are given in the respective Annexure to the explanatory statements. The approval of the members of the Company for the above referred transaction(s) is omnibus and is being sought with a view to avoid business exigencies and to facilitate smooth operations in the interest of the Company. The value of the actual transaction(s) may be substantially lesser than the approved amounts of transaction(s).

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution, except Mr. Ketanbhai Narsinhbhai Patel, Rajendrabhai Narsinbhai Patel and Niravkumar Suresh Kumar Patel and their relatives by virtue of their position as Directors and Promoter Shareholders; of Item No. 05 to 10.

The Board of Directors therefore recommends passing of Item No. 05 to 10, as **Ordinary Resolutions,** of the accompanying notice for the approval of members. The audit committee has approved and the Board of Directors have recommended the above referred transactions, at their respective meetings.

In accordance with the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations (LODR) 2015, the Item No. 05 to 10, as being for approval of related party transactions, all related parties, including the above, shall not vote to approve the resolution.

Annexure A

(**Transaction with Souraj Energy Private limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution**)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	Particulars of Information	Information provided by the
A(1)	**Basic details of the related party**	
1.	Name of the related party	**Souraj Energy Private limited**
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of other electrical equipment and n.e.c.
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:	Souraj Energy Private limited is a Subsidiary of the Company
	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company holds 74% shares of the Souraj Energy Private limited
	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in Subsidiary of the Company. Ketanbhai Narsinhbhai Patel: Director and Shareholding 5.8% Rajendrabhai Patel: Director and Shareholding 5.2% Niravbhai Sureshbhai Patel: Director
A(3)	**Details of previous transactions with the related**	

1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary. **S.N.** | **Nature of Transactions** | **FY 2025-26 (in lakhs)** 1 | Sales | 5000 2 | Purchase | 5000	Rs.10000 (Amount in Lakhs)
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.	Rs. 10000(Amount in Lakhs) (April, 2025 till March, 2026)
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 5500 (Amount in Lakhs) Purchase:5500
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, the approval is being taken as Material Related Party Transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	17.29% for Sale and Purchase
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)	Not Applicable
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.	Sale =606% Purchase=606%
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	
	Turnover	INR 454.22 (Lakhs)
	Profit After Tax	INR 4.59 (Lakhs)
	Net worth	INR 681.80 (Lakhs)
A(5)	**Basic details of the proposed transaction**	

1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1.Purchase of good or services 2.Sale of goods or services
2	Details of each type of the proposed transaction	Proposed Purchase of goods or services :55 Crore Proposed Sale of good or services : 55 Crore
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The transactions are proposed to be undertaken in the ordinary course of business and in furtherance of the business objectives of the Company and its subsidiary. The transactions may include the purchase and/or sale of goods and services and are intended to facilitate efficient utilisation of resources, operational coordination, and business synergies within the Group. The proposed transactions are expected to be mutually beneficial to the Company and its subsidiary and shall be undertaken on an arm's-length basis and on such terms and conditions as may be mutually agreed between the parties, subject to applicable laws and regulatory requirements
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.	The Company itself holds 74% equity capital of Souraj Energy Private Limited.
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in RPT of the Company. Ketanbhai Narsinhbhai Patel: Director and Shareholding 5.8% Rajendrabhai Patel: Director and Shareholding 5.2% Niravbhai Sureshbhai Patel: Director
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable

9	Other information relevant for decision making	No

Annexure B

(Transaction with Sadashiv Projects India Private Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	Particulars of Information	Information provided by the
A(1)	**Basic details of the related party**	
1.	Name of the related party	Sadashiv Projects India Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Specialized construction activities, solar energy solutions, and engineering, procurement, and construction (EPC) services.
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:	Enterprises under common control and Common Director is Niravkumar Sureshbhai Patel or their relative
	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in related party Niravbhai Sureshbhai Patel: Common Director and Shareholding And their relative are interested
A(3)	**Details of previous transactions with the related**	

1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary. **S.N.** | **Nature of Transactions** | **FY 2025-26 (in lakhs)** 1 | Sales | 15000 2 | Purchase | 15000	Rs.30000 (Amount in Lakhs)
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.	Rs. 30000(Amount in Lakhs) (April, 2025 till March, 2026)
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 5500 (Amount in Lakhs) Purchase:5500
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, the approval is being taken as Material Related Party Transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	17.29% for Sale and Purchase
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)	Not Applicable
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.	---
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	Not Available
A(5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1.Purchase of good or services 2.Sale of goods or services

2	Details of each type of the proposed transaction	Proposed Purchase of goods or services :55 Crore Proposed Sale of good or services : 55 Crore
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Sadashiv Projects India Private Limited is engaged in supporting and facilitating business activities relating to the Solar Agricultural Pumping System segment, including procurement and supply of solar water pumps, pump controllers and other related equipment, as well as providing support services for the installation and execution of solar agricultural pumping projects. The proposed transactions are primarily intended to support the Company in the execution of its Solar Agricultural Pumping System business and projects. Sadashiv Projects India Private Limited will act as a supporting vendor/business associate for the procurement and supply of pumps, controllers and other project-related materials, thereby enabling the Company to ensure timely availability of critical components and uninterrupted execution of its projects. The proposed arrangement will facilitate efficient procurement, timely supply of materials, better coordination with project execution teams, reduction in procurement lead time and effective management of the supply chain. It will also enable the Company to meet project-specific technical and delivery requirements and support the timely installation and commissioning of Solar Agricultural Pumping Systems.

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.	Niravkumar Sureshbhai Patel Common Director or their relative
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in RPT Niravbhai Sureshbhai Patel: Common Director and Shareholding And their relative are interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	No

Annexure C

(Transaction with Sadashiv Industries Private Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	Particulars of Information	Information provided by the
A(1)	**Basic details of the related party**	
1.	Name of the related party	Sadashiv Industries Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Specialized construction activities, solar energy solutions, and engineering, procurement, and construction (EPC) services.
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:	Enterprises under common control and Common Director is Niravkumar Sureshbhai Patel or their relative
	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in related party Niravbhai Sureshbhai Patel: Common Director and Shareholding And their relative are interested
A(3)	**Details of previous transactions with the related**	

1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary. **S.N.** | **Nature of Transactions** | **FY 2025-26 (in lakhs)** 1 | Sales | --- 2 | Purchase | ---	No Material RPT Transaction for F.Y. 2025-26
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.	---
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 10000 (Amount in Lakhs) Purchase:10000
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, the approval is being taken as Material Related Party Transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	31.45% for Sale and Purchase
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)	Not Applicable
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.	---
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	Not Available
A(5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1.Purchase of good or services 2.Sale of goods or services

2	Details of each type of the proposed transaction	Proposed Purchase of goods or services 100 Crore Proposed Sale of good or services : 100 Crore
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Sadashiv Industries Private Limited is engaged in the manufacturing of Solar Aluminium Frames, which are an essential component used in the manufacturing and assembly of Solar PV Modules. The Company proposes to enter into transactions/arrangements/contracts with Sadashiv Industries Private Limited for the purchase of Solar Aluminium Frames required for the Company's manufacturing operations. The proposed transactions are intended to ensure a reliable and timely supply of Solar Aluminium Frames, strengthen supply-chain integration, reduce procurement lead time, facilitate uninterrupted production, and support the Company's growing Solar PV Module manufacturing requirements. Procuring such components from a dedicated manufacturer within the Group/Promoter ecosystem is expected to provide operational efficiencies, better coordination, and improved supply-chain 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.	Niravkumar Sureshbhai Patel Common Director or their relative
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in RPT Niravbhai Sureshbhai Patel: Common Director and Shareholding And their relative are interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	No

Annexure D

(<u>Transaction with Ganesh Energy Storage Solutions Private Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution</u>)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	**Particulars of Information**	**Information provided by the**
A(1)	**Basic details of the related party**	
1.	Name of the related party	Ganesh Energy Storage Solutions Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Ganesh Energy Storage Solutions Private Limited is proposed to be engaged in the business of manufacturing Battery Energy Storage Systems (BESS), such as battery pack for applications in the renewable energy and energy storage sector.
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:	Enterprises under common control and Common Director is Ketanbhai Narsinhbhai Patel or their relative
	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in related party: Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:43% and their relative interested Rajendrakumar Narsinhbhai Patel: Shareholding:15% and their relative interested

A(3)	**Details of previous transactions with the related**	
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	No Material RPT Transaction for F.Y. 2025-26 as newly Incorporated Company
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.	---
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 50000 (Amount in Lakhs) Purchase:50000
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, the approval is being taken as Material Related Party Transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	157% for Sale and Purchase
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)	Not Applicable
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.	---
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	Not Available
A(5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1.Purchase of good or services 2.Sale of goods or services
2	Details of each type of the proposed transaction	Proposed Purchase of goods or services :500 Crore Proposed Sale of good or services : 500 Crore

3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company proposes to enter into transactions/arrangements/contracts with Ganesh Energy Storage Solutions Private Limited for the purchase of BESS battery packs and related products and services required for the Company's upcoming projects and business requirements. The proposed transactions are expected to support the Company's growing requirements in the energy storage segment and enable timely availability of BESS battery packs for execution of various projects.
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.	Ketanbhi Narsinhbhai Patel Common Director or their relative
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in related party: Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:43% and their relative interested Rajendrakumar Narsinhbhai Patel: Shareholding:15% and their relative interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	No

Annexure E

(Transaction with Ganesh Green Ghana Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	**Particulars of Information**	**Information provided by the**
A(1)	**Basic details of the related party**	
1.	Name of the related party	Ganesh Green Ghana Limited
2.	Country of incorporation of the related party	Africa
3.	Nature of business of the related party	To carry on the business of manufacturing, assembling, trading, importing, exporting, supplying, installing, commissioning, servicing, and maintaining machinery, plants, equipment, and components, including renewable energy systems, solar and clean energy solutions, electrical and engineering machinery, and allied products. To undertake Engineering, Procurement, and Construction (EPC), Supply, Installation, Testing, and Commissioning (SITC), and turnkey projects in the fields of renewable energy, electrical and engineering works, water supply, infrastructure, and construction, including all related manufacturing and ancillary activities.
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:	Enterprises under common control and Common Director is Ketanbhai Narsinhbhai Patel or their relative interested

	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in related party. Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:30% and their relative interested Rajendrakumar Narsinhbhai Patel Shareholding: 20% and their relative interested
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 the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	No Material RPT Transaction for F.Y. 2025-26 as newly Incorporated foreign Company
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.	---
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 10000 (Amount in Lakhs) Purchase:10000
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, the approval is being taken as Material Related Party Transaction

3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	31.45% for Sale and Purchase
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)	Not Applicable
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.	---
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	Not Available
A(5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1.Purchase of good or services 2.Sale of goods or services
2	Details of each type of the proposed transaction	Proposed Purchase of goods or services :100 Crore Proposed Sale of good or services : 100 Crore
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Ganesh Green Ghana Limited is a group entity established with the objective of expanding the Company's business presence in Ghana and other international markets in Africa and to explore and develop opportunities in the renewable energy and solar power sector. The Company proposes to enter into transactions/arrangements/contracts with Ganesh Green Bharat Limited for the purchase/procurement of Solar PV Modules and availing of services related to Solar Engineering, Procurement and Construction (EPC), including technical support, project execution support, engineering assistance, procurement support, project management and other allied services, as may be required from time to time.
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.	Ketanbhai Narsinhbhai Patel Common Director or their relative
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in related party. Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:30% and their relative interested Rajendrakumar Narsinhbhai Patel Shareholding: 20% and their relative interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	No

Annexure F

(Transaction with Ganesh Green Power (SL) Limited and to pass, with or without modification(s), the following resolution as an Ordinary Resolution)

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

PART-A

S.N.	Particulars of Information	Information provided by the
A(1)	**Basic details of the related party**	
1.	Name of the related party	Ganesh Green Power (SL) Limited
2.	Country of incorporation of the related party	Africa
3.	Nature of business of the related party	Ganesh Green Power (SL) Limited is engaged in the business of Manufacturing, assembling, trading, importing, exporting, supplying, installing, commissioning, servicing and maintaining machinery, plants, equipments and components, including renewable energy systems, solar and EPC in the field of renewable energy and including all related manufacturing and ancillary activities
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:	Enterprises under common control and Common Director is Ketanbhai Narsinhbhai Patel or their relative
	(A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil

	(B) 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).	Not Applicable
	(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Directorship and Shareholding in related party Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:23% and their relative are interested Rajendrakumar Narsinhbhai Patel Shareholding: 20% and their relative are interested
A(3)	**Details of previous transactions with the related**	
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	No Material RPT Transaction for F.Y. 2025-26 as newly Incorporated foreign Company
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.	---
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	Not Applicable
A(4)	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Sale : 15000 (Amount in Lakhs)
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, the approval is being taken as Material Related Party Transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	47.17% for Sale and Purchase
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)	Not Applicable

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.	---
6	Financial performance of the related party for the immediately preceding financial year. (FY 2025-26)	Not Available
A(5)	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods or services
2	Details of each type of the proposed transaction	Proposed Sale of good or services : 150 Crore
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
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.	Not Applicable

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Ganesh Green Power (SL) Limited is foreign body corporate established with the objective of expanding the Company's business presence in Sierra Leone and other international markets in Africa and to explore and develop opportunities in the renewable energy and solar power sector. In order to ensure a reliable and timely supply of quality solar modules, facilitate efficient project execution, optimize procurement lead times and provide better coordination between module supply and project implementation. Further, availing EPC-related and technical services from Ganesh Green Bharat Limited will enable Ganesh Green Ghana Limited to benefit from the Company's existing expertise in the design, engineering, procurement, construction, commissioning and execution of solar power projects. These transactions are undertaken for smooth business operations and overall growth of the business of the Company.
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.	Ketanbhai Narsinhbhai Patel Common Director or their relative
	a. Name of Director/KMP b. Shareholding of Director/ KMP, whether direct or indirect, the related party	Directorship and Shareholding in related party Ketanbhai Narsinhbhai Patel: Common Director and Shareholding:23% and their relative are interested Rajendrakumar Narsinhbhai Patel Shareholding: 20% and their relative are interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision making	No

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: 11

Mr. Ketanbhai Narsinhbhai Patel (DIN: 07499411) was appointed as the Managing Director of the Company for a period of three years with effect from 25th October,2023, post approval of members of the Company. The present term of Mr. Ketanbhai Narsinhbhai Patel comes to an end on 24th October,2026.

The Board of Directors in its meeting held on 05th September, 2026 has considered and recommended the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members, approved the re-appointment of Mr. Ketanbhai Narsinhbhai Patel (DIN: 07499411) as a Managing Director and Chairman of the Company for a period of 3 years with effect from 25th October, 2026.
Details of remuneration to the Managing Director: Salary: ₹ 30,00,000/- per month.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder:

GENERAL INFORMATION	
Nature of industry	The Company is engaged in the business of manufacturing, supplying and contractors of electrical and solar products. This Include manufacturing, installations, commissioning, supply, trading, Import, export, dealing of Solar Photovoltaic modules Polycrystalline & Monocrystalline technology, Electric Vehicles, Lithium battery Solar AC & DC submersible pump set, Solar AC & DC surface pump set. And business with water supply, Construction of water distribution scheme, Water distribution network and allied civil work.
Date or expected date of commencement of commercial production	The company is already in production from December, 2023
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

Financial performance based on given indicators:

Particulars	Consolidated (As on 31st March, 2026) Rs. in lakhs	Standalone (As on 31st March, 2026) Rs. in lakhs
Revenue from operations	106426.83	106137.36
Other Income	333.00	335.60
Total Income	106759.83	106472.96
Expenditure other than Depreciation and Finance cost	95401.41	95371.79
Depreciation and Amortisation Expenses	951.36	743.30
Finance Cost	581.17	541.66
Total Expenditure	96933.94	96656.75
Profit /(Loss) Before Tax	9825.89	9816.21
Less: Tax Expenses Current Tax Deferred Tax	 2309.44 (15.38)	 2309.44 -23.35
Less: Tax paid for earlier years	12.34	15.22
Profit After Tax	7518.29	7514.90

Foreign investments or collaborations, if any: N.A.

INFORMATION ABOUT THE APPOINTEES	
Background details	**Mr. Ketanbhai Narsinhbhai Patel** is first Director and the promoter of the Company and has an overall experience of 25+ years of remarkable corporate experience of business leader. And play a pivotal role in shaping the company's impressive success and reputation within the industry.
Past remuneration	Rs. 1,20,00,000/- per annum (as per F.Y. 2025-2026)
Recognition or awards	NA
Job profile and his suitability	He is the guiding force behind all the corporate decisions and is responsible for the entire Business operations of the Company since incorporation.
Remuneration proposed	Rs.3,60,00,000/- per annum and as details mentioned in resolution.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into account the turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	**Mr. Ketanbhai Narsinhbhai Patel (DIN: 7499411)** has pecuniary relationship to the extent he is Promoter– Shareholders of the Company. His Wife Mrs. Shilpaben Ketanbhai Patel is Non-Executive Director and Promoter of the Company. His Brother Mr. Rajendra Narsinhbhai Patel is Whole time Director and Promoter of the Company. His Brother Mr. Dhanjibhai Narsinhbhai Patel is Shareholder of the Company. His Sister in Law Mrs. Ashaben Rajendrakumar Patel is Shareholder of the Company. His Nephew Mr. Niravkumar Sureshbhai Patel is Wholetime Director and Promoter of the Company. His Nephew's Wife Mrs. Khushbuben Niravkumar Patel is Shareholders of the Company.
OTHER INFORMATION	
Reasons of loss or inadequate profits	Not applicable, as the Company has posted a net profit after tax of ₹ 7514.90 Lacs for the financial year 2025-26
Steps taken or proposed to be taken for improvement	Company is planning to expand its existing manufacturing, EPC, R&D capacity in the same line of business and is also exploring the new business segments for diversification/ expansion for the Renewable Energy Revolution in the Asian and Africa Subcontinent. And operates across a diverse range of business lines, showcasing our commitment to excellence, innovation, and sustainability.
Expected increase in productivity and profits in measurable terms	Company is increasing its manufacturing and EPC, R&D capacity in same line of business and is adding new range and BESS innovative measures. However, it is extremely difficult to forecast any profit figures under the uncertain situation.

AS REGARDS APPOINTMENT FOLLOWING DISCLOSURE ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2"), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Mr. Ketanbhai Narsinhbhai Patel
DIN	DIN: 07499411
Age	50
Qualifications	12^{TH} PASS
Date of proposed Appointment on the Board	25/10/2026
Experience (Skills & Capabilities)	**Mr. Ketanbhai Narsinhbhai Patel**, aged 50 Year. He has about 25+ years of remarkable corporate experience of business leader. He currently holds the

	position of Managing Director at Ganesh Green Bharat Limited, where his visionary leadership has played a pivotal role in shaping the company's impressive success and reputation within the industry.
Date of first appointment on the Board	30/05/2019
Shareholding in the Company as on 04/09/2026	1,04,13,600 Equity Shares of Rs. 10 each
Relationship with other directors Manager and other Key Managerial Personnel of the company	Mr. Rajendra Narsinhbhai Patel (Wholetime Director, Executive Director) is Brother. Mrs. Shilpa Ketanbhai Patel (Non-Executive Director, Promoter) is Wife. Mr. Niravkumar Sureshbhai Patel (Wholetime Director, Executive Director) is Sister's Son.
Terms and Conditions of Appointment	As determined by the Board of Directors from time to time as well as provided in explanatory statement.
List of Other Companies in which Directorship held	Harikrupa Solar and Engineering Private Limited, Souraj Energy Private Limited, Ganesh Energy Storage Solutions Private Limited, Ganesh Green Ghana Limited, Ganesh Green Power (SL) Limited, Ganesh Enterprise Private Limited
Other Membership/ Chairmanship of Committees of other Boards	Stakeholders Relationship Committee and CSR Committee
Past Remuneration	Rs.1,20,00,000/- per annum (as per F.Y. 2025-2026)

The Board of Directors of the Company while reappointing Mr. Ketanbhai Narsinhbhai Patel as Managing Director and Chairman of the Company considered the valuables service, previous experience and guidance rendered by him during his tenure as a Managing Director of the Company.

The Directors recommend the Special Resolution as set out at Item No.11 of the accompanying Notice for approval of the Members of the Company.

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:12

Mr Rajendrakumar Narsinhbhai Patel (DIN: 07498445) was appointed as the Wholetime Director of the Company for a period of three years with effect from 25th October,2023, post approval of members of the Company. The present term of Mr. Rajendrakumar Narsinhbhai Patel comes to an end on 24th October,2026.

The Board of Directors in its meeting held on 05th September, 2026 has considered and recommended the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members, approved the re-appointment of Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) as a Wholetime Director of the Company for a period of 3 years with effect from 25th October, 2026.

Details of remuneration to the Wholetime Director: Salary: ₹ 20,00,000/- per month.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder:

GENERAL INFORMATION	
Nature of industry	The Company is engaged in the business of manufacturing, supplying and contractors of electrical and solar products. This Include manufacturing, installations, commissioning, supply, trading, Import, export, dealing of Solar Photovoltaic modules Polycrystalline & Monocrystalline technology, Electric Vehicles, Lithiumion battery Solar AC & DC submersible pump set, Solar AC & DC surface pump set.And business with water supply, Construction of water distribution scheme, Water distribution network and allied civil work.
Date or expected date of commencement of commercial production	The company is already in production from December, 2023
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

Financial performance based on given indicators:

Particulars	Consolidated (As on 31st March, 2026) Rs. in lakhs	Standalone (As on 31st March, 2026) Rs. in lakhs
Revenue from operations	106426.83	106137.36
Other Income	333.00	335.60
Total Income	106759.83	106472.96
Expenditure other than Depreciation and Finance cost	95401.41	95371.79
Depreciation and Amortisation Expenses	951.36	743.30
Finance Cost	581.17	541.66
Total Expenditure	96933.94	96656.75
Profit /(Loss) Before Tax	9825.89	9816.21
Less: Tax Expenses Current Tax Deferred Tax	 2309.44 (15.38)	 2309.44 -23.35
Less: Tax paid for earlier years	12.34	15.22
Profit After Tax	7518.29	7514.90

Foreign investments or collaborations, if any: N.A.

INFORMATION ABOUT THE APPOINTEES	
Background details	Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) is first Director and the promoter of the Company and has an overall experience of illustrious career spanning 24+ years of an extensive and diverse background in the fields of electricals and submersible pumps, making him a seasoned expert in these domains.
Past remuneration	Rs. 60,00,000/- per annum per annum as per (F.Y. 2025-2026)
Recognition or awards	NA
Job profile and his suitability	Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) have successfully completed numerous projects encompassing electrical installations, submersible pumps, refrigeration, window air conditioning, and water distribution through submersible pumps and channels.
Remuneration proposed	Rs.2,40,00,000/- per annum and as details mentioned in resolution.
Comparative remuneration profile with respect to industry, size of the company,	Taking into account the turnover of the Company and responsibilities of the directors, the

profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) has pecuniary relationship to the extent he is Promoter– Shareholders of the Company. His Wife Mrs. Ashaben Rajendrakumar Patel is Shareholders of the Company. His Brother Mr. Ketanbhai Narsinhbhai Patel is Managing Director and Promoter of the Company. His Brother Mr. Dhanjibhai Narsinhbhai Patel is Shareholder of the Company. His Nephew Mr. Niravkumar Sureshbhai Patel is Wholetime Director and Promoter of the Company. His Sister in Law Mrs. Shilpaben Ketanbhai Patel is Non-Executive Director and Promoter of the Company His Nephew Mr. Niravkumar Sureshbhai Patel is Wholetime Director and Promoter of the Company. His Nephew's Wife Mrs. Khushbuben Niravkumar Patel is Shareholders of the Company.
OTHER INFORMATION	
Reasons of loss or inadequate profits	Not applicable, as the Company has posted a net profit after tax of ₹ 7514.90 Lacs for the financial year 2025-26
Steps taken or proposed to be taken for improvement	Company is planning to expand its existing manufacturing, EPC, R&D capacity in the same line of business and is also exploring the new business segments for diversification/ expansion for the Renewable Energy Revolution in the Asian Subcontinent. And operates across a diverse range of business lines, showcasing our commitment to excellence, innovation, and sustainability.
Expected increase in productivity and profits in measurable terms	Company is increasing its manufacturing and EPC, R&D capacity in same line of business and is adding new range and BESS innovative measures. However, it is extremely difficult to forecast any profit figures under the uncertain situation

AS REGARDS APPOINTMENT FOLLOWING DISCLOSURE ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2"), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Mr. Rajendrakumar Narsinhbhai Patel
DIN	DIN: 07498445
Age	53
Qualifications	12^{TH} PASS
Date of proposed Appointment on the Board	25/10/2023
Experience (Skills & Capabilities)	Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) He has about 24+ years of remarkable corporate experience of business leader. He currently holds the position of Wholetime Director at Ganesh Green Bharat Limited. He recognizes the immense potential of the green energy sector with technical Skills in electrical and submersible pump sectors and project organize skills with adaptability and flexibility as one of the most promising future for the industries.
Date of first appointment on the Board	30/05/2019
Shareholding in the Company as on 4^{th} September,2026.	3240000 Equity Shares of Rs. 10 each
Relationship with other directors Manager and other Key Managerial Personnel of the company	Mr. Ketanbhai Narsinhbhai Patel,(Managing Director, Executive Director) is Brother. Mrs. Ashaben Rajendrakumar Patel (Promoter Group) is Wife. Mrs. Shilpa Ketanbhai Patel(Promoter and Non-Executive Director) is Sister in Law. Niravkumar Sureshbhai Patel (Wholetime Director, Executive Director) is Sister's Son.
Terms and Conditions of Appointment	As determined by the Board of Directors from time to time as well as provided in explanatory statement.
List of Other Companies in which Directorship held	Harikrupa Solar and Engineering Private Limited, Souraj Energy Private Limited Ganesh Enterprise Private Limited Ganesh Green Power (SL) Limited
Other Membership/ Chairmanship of Committees of other Boards	Audit Committee and CSR Committee
Past Remuneration	Rs. 60,00,000/- per annum

The Board of Directors of the Company while reappointing Mr. Rajendrabhai Narsinhbhai Patel as a Whole Time Director of the Company considered the valuables service, previous experience and guidance rendered by him during his tenure as a Wholetime Director of the Company.

The Directors recommend the Special Resolution as set out at Item No.12 of the accompanying Notice for approval of the Members of the Company.

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:13

Mr. Niravkumar Sureshbhai Patel (DIN:07498377) was appointed as the Wholetime Director of the Company for a period of three years with effect from 25th October,2023, post approval of members of the Company. The present term of Mr. Niravkumar Sureshbhai Patel (DIN:07498377) comes to an end on 24th October,2026.

The Board of Directors in its meeting held on 05th September, 2026 has considered and recommended the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members, approved the re-appointment of Mr. Niravkumar Sureshbhai Patel (DIN:07498377) as a Wholetime Director of the Company for a period of 3 years with effect from 25th October, 2026.

Details of remuneration to the Wholetime Director: Salary: ₹ 1,44,00,000/- per annum.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder:

GENERAL INFORMATION	
Nature of industry	The Company is engaged in the business of manufacturing, supplying and contractors of electrical and solar products. This Include manufacturing, installations, commissioning, supply, trading, Import, export, dealing of Solar Photovoltaic modules Polycrystalline & Monocrystalline technology, Electric Vehicles, Lithiumion battery Solar AC & DC submersible pump set, Solar AC & DC surface pump set.And business with water supply, Construction of water distribution scheme, Water distribution network and allied civil work.
Date or expected date of commencement of commercial production	The company is already in production from December, 2023
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

Financial performance based on given indicators:

Particulars	**Consolidated (As on 31st March, 2026) Rs. in lakhs**	**Standalone (As on 31st March, 2026) Rs. in lakhs**
Revenue from operations	106426.83	106137.36
Other Income	333.00	335.60
Total Income	106759.83	106472.96
Expenditure other than Depreciation and Finance cost	95401.41	95371.79
Depreciation and Amortisation Expenses	951.36	743.30
Finance Cost	581.17	541.66
Total Expenditure	96933.94	96656.75
Profit /(Loss) Before Tax	9825.89	9816.21
Less: Tax Expenses Current Tax Deferred Tax	 2309.44 (15.38)	 2309.44 -23.35
Less: Tax paid for earlier years	12.34	15.22
Profit After Tax	7518.29	7514.90

Foreign investments or collaborations, if any: N.A.

INFORMATION ABOUT THE APPOINTEES	
Background details	Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) is first Director and the promoter of the Company and has played a pivotal role in the success story of the Company, bringing his financial acumen and visionary leadership to the forefront. His ability to harness the power of technology and digital transformation has been a driving force behind the company's growth and adaptability in the ever-evolving business landscape.
Past remuneration	Rs. 60,00,000/- per annum (as per F.Y. 2025-2026)
Recognition or awards	NA
Job profile and his suitability	Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) 11+ year experience with primary areas of focus include relationship building, financial strategy, and human resources management. His expertise and insights in these

	domains have been instrumental in nurturing the company's growth and sustainability. He is the torchbearer of progress, innovation, and transformation within the Company. His vision, leadership, and ability to navigate the modern business landscape make him an invaluable asset to the organization.
Remuneration proposed	Rs.1,44,00,000/- per annum and as details mentioned in resolution.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into account the turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) has pecuniary relationship to the extent he is Promoter– Shareholders of the Company. His Wife Mrs. Khushbuben Niravkumar Patel is Shareholders of the Company. His Uncle Mr. Ketanbhai Narsinhbhai Patel is Managing Director and Promoter of the Company. His Uncle Mr. Rajendrakumar Narsinhbhai Patel is Wholetime Director and Promoter of the Company. His Uncle Mr. Dhanjibhai Narsinhbhai Patel is Shareholder of the Company. His Aunty Mrs. Shilpaben Ketanbhai Patel is Non-Executive Director and Promoter of the Company. His Aunty Mrs. Ashaben Rajendrakumar Patel Patel is Shareholders of the Company.
OTHER INFORMATION	
Reasons of loss or inadequate profits	Not applicable, as the Company has posted a net profit after tax of ₹ 7514.90 Lacs for the financial year 2025-26
Steps taken or proposed to be taken for improvement	Company is planning to expand its existing manufacturing, EPC, R&D capacity in the same line of business and is also exploring the new business segments for diversification/ expansion for the Renewable Energy Revolution in the Asian Subcontinent. And operates across a diverse range of business lines, showcasing our commitment to excellence, innovation, and sustainability.

Expected increase in productivity and profits in measurable terms	Company is increasing its manufacturing and EPC, R&D capacity in same line of business and is adding new range and BESS innovative measures. However, it is extremely difficult to forecast any profit figures under the uncertain situation

AS REGARDS APPOINTMENT FOLLOWING DISCLOSURE ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2"), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Mr. Niravkumar Sureshbhai Patel
DIN	DIN: 07498377
Age	37
Qualifications	Completed Bachelor of Commerce in the year 2010 from Gujarat University
Date of proposed Appointment on the Board	25/10/2023
Experience (Skills & Capabilities)	Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) He currently holds the position of Director at Ganesh Green Bharat Limited, where his ability to harness the power of technology and digital transformation has been a driving force behind the company's growth and adaptability in the ever-evolving business landscape.
Date of first appointment on the Board	30/05/2019
Shareholding in the Company as on 4th September,2026	3240000 Equity Shares of Rs. 10 each
Relationship with other directors Manager and other Key Managerial Personnel of the company	Mr. Ketanbhai Narsinhbhai Patel is Managing Director of the Company Mr. Rajendra Narsinhbhai Patel, (Wholetime Director, Executive Director) is Brother. Mrs. Shilpa Ketanbhai Patel(Promoter and Non-Executive Director) is Aunty. Mrs. Khushbuben Niravkumar Patel is (Shareholders of the Company) is Wife.
Terms and Conditions of Appointment	As determined by the Board of Directors from time to time as well as provided in explanatory statement.
List of Other Companies in which Directorship held	Sadashiv Projects India Private Limited Souraj Industries Private Limited Harikrupa Solar and Engineering Private Limited, Souraj Energy Private Limited
Other Membership/ Chairmanship of Committees of other Boards	Nil

Past Remuneration	Rs. 60,00,000/- per annum

The Board of Directors of the Company while reappointing Niravkumar Sureshbhai Patel as a Wholetime Director of the Company considered the valuables service, previous experience and guidance rendered by him during his tenure as a Wholetime Director of the Company.

The Directors recommend the Special Resolution as set out at Item No.13 of the accompanying Notice for approval of the Members of the Company.

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:	Name: Mr. Ketanbhai Narsinhbhai Patel DIN: 07499411 Date of Birth: June 01, 1976 Actual date of Appointment: 30.05.2019(First Director) Qualifications: Higher Secondary Certificate from Gujarat Secondary Education Board, Gandhinagar
ii)	Nature of expertise in specific functional areas;	He brings over 25+ years of extensive corporate experience in business leadership, government liaisoning and business development. He is Managing Director and Promoter of our Company. He has been associated with our company since incorporation. He has completed Higher Secondary Certificate from Gujarat Secondary Education Board. His visionary leadership has played a pivotal role in shaping the Company's remarkable growth, success, and reputation. He oversees government liaisoning, business development, and project execution and continues to provide strategic direction for the Company's operations and growth.
iii)	Disclosure of relationships between directors inter-se;	Mr. Ketanbhai Narsinhbhai Patel Mr. Rajendra Narsinhbhai Patel,(Wholetime Director, Executive Director) is Brother. Mrs. Shilpa Ketanbhai Patel(Promoter) is Wife.

		Mr. Niravkumar Sureshbhai Patel (Wholetime Director, Executive Director) is Sister's Son.
iv)	Names of listed entities in which the person also holds the directorship & the membership of Committees of the board along with listed entities from which the person has resigned **in the past three years.**	**Names of listed entities in which the person also holds the directorship**: Nil **Listed entities from which the person has resigned in the past three years: Nil** **Membership of Committees of the board:** Stakeholders Relationship Committee and CSR Committee
v)	Shareholding of executive directors in the the listed entity, including shareholding as a beneficial owner	1,04,13,600 Shares
vi)	Terms and Conditions of re-appointment	Mr. Ketanbhai Narsinhbhai Patel is liable to retire by rotation. 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. 1,20,00,000 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.

ANNEXURE-2

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:	Name: Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) Date of Birth May 01, 1973 Actual date of Appointment: 30.05.2019(First Director) Qualifications: Higher Secondary Certificate from Gujarat Secondary Education Board, Gandhinagar
ii)	Nature of expertise in specific functional areas;	Mr. Rajendrakumar Narsinhbhai Patel is the Whole Time Director and Promoter of our Company. He has been associated with our company since incorporation. He has completed Higher Secondary Certificate from Gujarat Secondary Education Board, Gandhinagar. He has an experience of 24+ years in the field of Project Management. He takes care of all the procurement and maintenance activities and looks after the overall execution in the Company
iii)	Disclosure of relationships between directors inter-se;	Mr. Rajendrakumar Narsinhbhai Patel (DIN: 07498445) Mr. KetanbhaiNarsinhbhai Patel,(Managing Director, Executive Director) is Brother. Mrs. Shilpa Ketanbhai Patel(Promoter) is Sister in Law. Mr. Niravkumar Sureshbhai Patel (Wholetime Director, Executive Director) is Sister's Son.
iv)	Names of listed entities in which the person also holds the directorship &	**Names of listed entities in which the person also holds the directorship**: Nil

	the membership of Committees of 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** **Membership of Committees of the board: CSR Committee and Audit Committee.**
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. Rajendrakumar Narsinhbhai 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.

ANNEXURE-3

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:	Name: Mr. Niravkumar Sureshbhai Patel Date of Birth July 14, 1989 Actual date of Appointment: 30.05.2019(First Director) Qualifications: Bachelor of Commerce in the year 2010 from Gujarat University
ii)	Nature of expertise in specific functional areas;	Mr. 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 11+ years in the filed of finance and human resource management. Presently, he looks after project execution, finance and compliance in the company.
iii)	Disclosure of relationships between directors inter-se;	Mr. Niravkumar Sureshbhai Patel (DIN: 07498377) His Uncle Mr. Ketanbhai Narsinhbhai Patel is Managing Director and Promoter of the Company. His Uncle Mr. Rajendrakumar Narsinhbhai Patel is Wholetime Director and Promoter of the Company. His Aunty Mrs. Shilpaben Ketanbhai Patel is Non-Executive Woman Director and Promoter of the Company.
iv)	Names of listed entities in which the person also holds the directorship &	**Names of listed entities in which the person also holds the directorship**: Nil

	the membership of Committees of the board along with listed entities from which the person has resigned **in the past three years.**	**Membership of Committees of the board:** Nil **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.