



Genus Paper & Boards Ltd

(A Kanishk Group Company)

CIN No : L21098UP2012PLC048300 PAN NO-AAECG5483A

Genus
energizing lives

September 30, 2019

BSE Limited

(Corporate Relationship Department),
1st Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

National Stock Exchange of India Ltd.

(Listing & Corporate Communications),
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.

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Symbol : GENUSPAPER

ear Sir(s),

Re: Outcome of the 8th Annual General Meeting and Results of E-Voting & Poll

is is to inform you that the 8th Annual General Meeting ("AGM") of Genus Paper & Boards Limited
The Company") was held on 30th September, 2019.

this regard and pursuant to the provision of the SEBI (Listing Obligations and Disclosure
requirements) Regulations, 2015 ("Listing Regulations"), please find attach herewith the following:

Summary of proceedings of the AGM of the Company.

The Motion Resolved is attached under Regulation 44(2) of the Listing Regulations.



SUMMARY OF PROCEEDING OF THE 8TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF GENUS PAPER & BOARDS LIMITED HELD ON MONDAY, SEPTEMBER 30, 2019 FROM 10:00 A.M. TO 11:10 A.M. AT

- Thereafter, the Chairman took up the other queries of the members.
- Thereupon, the Chairman took up and moved the resolutions for the ordinary and special businesses as set out in item no.1 to 8 of the notice of the AGM of the Company, for consideration of the members, as follows:

ORDINARY BUSINESS:

ITEM NO.01 - ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON:

"RESOLVED THAT the Audited Financial Statements (i.e. Audited Balance Sheet as at March 31, 2019, Statement of Profit & Loss Account along with Notes forming part of the financial statements and Cash Flow Statement for the year ended on that date) of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby adopted."

ITEM NO.02 - REAPPOINTMENT OF RETIRING DIRECTOR:

"RESOLVED THAT Mr. Ishwar Chand Agarwal (DIN: 00011152), a director retiring by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company."

ITEM NO.03 – RE-APPOINTMENT OF STATUTORY AUDITORS:

"RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 including any amendment(s) thereof and pursuant to the recommendation of the Audit Committee of the Board of Directors, M/s D. Khanna & Associates (Firm Registration Number-012917N), Chartered Accountants, Jaipur, who has furnished the eligibility certificate under Section 141 of the Companies Act, 2013 be and is hereby re-appointed as the Statutory Auditors of the Company for second consecutive term to hold office from the conclusion of ensuing 08th Annual General Meeting till the conclusion of the 12th Annual General Meeting that the Board of Directors be and are hereby authorized to fix remuneration in consultation with the Auditors."

SPECIAL BUSINESS:

ITEM NO. 04 – RE-APPOINTMENT OF RAJENDRA AGGARWAL AS AN INDEPENDENT NON EXECUTIVE DIRECTOR:

"RESOLVED THAT pursuant to the provisions of section 149, 152 and other applicable provisions, of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Rajendra Aggarwal (DIN 07036881), Non-Executive Director of the Company, who has consented to act as such, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from April 30, 2019 up to April 29, 2024, not liable to retire by rotation."

ITEM NO. 05- RE-APPOINTMENT OF RAMESHWAR PAREEK AS AN INDEPENDENT NON EXECUTIVE DIRECTOR:

"RESOLVED THAT pursuant to the provisions of section 149, 152 and other applicable provisions, of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Rameshwar Pareek (DIN 00014224), Non-Executive Director of the Company, who has consented to act as such, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from August 01, 2019 up to July 31, 2024, not liable to retire by rotation."



ITEM NO. 06- RE-APPOINTMENT OF UDIT AGARWAL AS AN INDEPENDENT NON EXECUTIVE DIRECTOR:

"RESOLVED THAT pursuant to the provisions of section 149, 152 and other applicable provisions, of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Udit Agarwal (DIN 02820615), Non-Executive Director of the Company, who has consented to act as such, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 consecutive years with effect from August 01, 2019 up to July 31, 2024, not liable to retire by rotation."

ITEM NO. 07- APPOINTMENT OF MR. PRADEEP NARAIN TANDON AS AN INDEPENDENT NON EXECUTIVE DIRECTOR:

"RESOLVED THAT pursuant to the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Pradeep Narain Tandon (DIN: 08490641) who was initially appointed as an Additional Director by the Board of Directors at its meeting held on 25th June, 2019 in terms of Section 161(1) of the Act and whose term of office expires at the date of the 8th Annual General Meeting, be and is hereby appointed as a Independent Non-Executive Director of the Company for a consecutive term of 5 (five) years with effect from 25th June, 2019 to 24th June, 2024 not liable to retire by rotation."

ITEM NO. 08- TRANSACTION WITH RELATED PARTY UNDER SECTION 188 OF THE COMPANIES ACT, 2013

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification or re-enactment thereof), consent of the Members of the Company be and is hereby accorded for entering into related party transactions by the Company with effect from 1st April, 2019 up to the maximum per annum amounts as appended below:

(Rs. in Lacs)

MAXIMUM VALUE OF CONTRACT /TRANASACTION (PER ANNUM) WEF 1 ST APRIL, 2019						
Transactions defined u/s 188(1) of the Companies Act, 2013						
	Sale, Purchase or supply of any goods, materials	Loans & Advances	Leasing of property of any kind	Availing or rendering of any services;	Appointment of any agent for purchase or sale of goods, materials, services or property	
NAME OF RELATED PARTIES COMPANIES						
Genus Power Infrastructures Ltd	0.19	-	-	-	-	-
Yajur Commodities Ltd (Formerly Yajur Commodities Ltd)	1200.95	-	-	-	-	-
Kailash Coal & Coke Co Limited	872.12	-				
DIRECTORS / KMPs /	On actual basis,		-	On actual basis,	On	actual



RELATIVES OF DIRECTORS AND KMPs /OTHER FIRMS AND COMPANIES in which directors have some interest as per provisions of Section 2(76) of the Companies Act, 2013	Exempted being in the ordinary course of business and on arm's length basis			Exempted being in the ordinary course of business and on arm's length basis	basis, Exempted being in the ordinary course of business and on arm's length basis
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RESOLVED FURTHER THAT the Board of Directors and /or any committee thereof be and is hereby authorized to do and perform all such acts, deeds or things as may be necessary or incidental thereto including to finalize any documents and writings thereto as in its absolute discretion deem proper and desirable to give effect to the this resolution.

RESULTS OF THE ELECTRONIC VOTING AND POLL ON THE ORDINARY AND SPECIAL BUSINESSES AT THE 8TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, SEPTEMBER 30, 2019

Ballot box was opened in presence of two members as witnesses. Counting of Ballot papers was made for the results.

On the basis of consolidated report of the Scrutinizer on e-voting and poll at the Annual General Meeting, the Chairman announced the results of voting on September 30, 2019 that all the Resolutions for the Ordinary and Special businesses as set out in item no.1 to 8 of the notice of the 8th Annual General Meeting of the Company have been duly passed by the Members with requisite majority.



Date of the AGM/EGM	September 30, 2019
Total number of shareholders on record date	19967
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	21
Public:	11
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Nil
Public:	Nil

Resolution No.1	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.
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Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

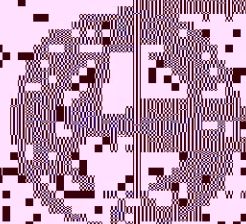
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	129806956	34356297	26.47	34356297	0	100.00	0.00
	Poll		82484299	63.54	82484299	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		116840596	90.01	116840596	0	200.00	0.00
Public-Institutions	E-Voting	242944	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	127076040	28089	0.02	28089	0	100.00	0.00
	Poll		1016308	0.80	1016308	0	100.00	0.00
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1044397	0.82	1044397	0	100.00	0.00
Total		257125940	117884993	45.85	117884993	0	100.00	0.00



Resolution No.2	Appointment of a Director in place of Mr. Ishwar Chand Agarwal (DIN: 00011152), who retires from office by rotation and, being eligible, offers himself for re-appointment.
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Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	129806956	8008142	6.17	8008142	0	100.00	0.00
	Poll		67940343	52.34	67940343	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		759948185	58.51	759948185	0	100.00	0.00





Resolution No.6	Re-appointment of Udit Agarwal as an Independent Non Executive Director						
Resolution required: (Ordinary/ Special)					Special		
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes		

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	129806956	34356297	26.47	34356297	0	100.00	0.00
	Poll		82484299	63.54	82484299	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		116840596	90.01	116840596	0	200.00	0.00
Public-Institutions	E-Voting	242944	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	127076040	28089	0.02	27289	0	97.15	0.00
	Poll		1016308	0.80	1016308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1044397	0.82	1043597	0	99.92	0.00
Total		257125940	117884993	45.85	117884193	0	100.00	0.00

Resolution No.7	Re-appointment of Pradeep Narain Tandon as an Independent Non Executive Director							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	129806956	34356297	26.47	34356297	0	100.00	0.00
	Poll		82484299	63.54	82484299	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		116840596	90.01	116840596	0	200.00	0.00
Public-Institutions	E-Voting	242944	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	127076040	28089	0.02	27289	800	97.15	2.85
	Poll		1016308	0.80	1016308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1044397	0.82	1043597	800	99.92	2.85
Total		257125940	117884993	45.85	117884193	800	100.00	0.00



Resolution No.8	Transaction with Related Party under Section 188 of the Companies Act, 2013							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	129806956	9680977	7.46	9680977	0	100.00	0.00
	Poll		59514343	45.85	59514343	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		69195320	53.31	69195320	0	200.00	0.00
Public- Institutions	E-Voting	242944	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	127076040	28089	0.02	27289	800	97.15	2.85
	Poll		1016308	0.80	1016308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1044397	0.82	1043597	800	99.92	0.08
Total		257125940	70239717	27.32	70238917	800	100.00	0.00



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1. Komal, Trading Company Secretary (Prop of M/s Komal & Associates, De No. 27/97), appointed as the Scrutinizer by the Board of Directors of M/s. (Limited (herein after referred to as the "Company") vide Board Resolution dated purpose of the poll (including a voting) taken on the below mentioned resolution. Dated at the City of General Komal, 15/06/2019. of the Scrutinizer, holding Monday, September 30, 2019 at 10:00 am at Village Achharpur, Khandi Road (Uttar Pradesh), submit my report as under:

- (a) The Company completed the dispatch of Notice of AGM through e-mail on 16th September 2019.
- (b) The e-voting period remained opened from Friday, September 27, 2019 (September 29, 2019 (12:00 p.m.).
- (c) At the end of discussion on the resolutions on which voting is to be held, the allowed voting by use of polling paper for all those members who were present and casted their vote by utilizing the remote e-voting facility. After the time past by the members, one ballot box kept for voting was locked in a demonstration mode placed by an
- (d) After the conclusion of voting by the AGM and the vote received in this way, thereafter, the votes casted through remote voting were unlocked in which are not in employment of the Company. On completion of voting, e-voting facility (E-Voting) was removed and proxy provided in the Notice of AGM, who had casted their vote through remote voting.

and the other two were removed from the analysis. The remaining 100 cases were divided into two groups of 50 cases each. The first group was used to develop the model and the second group was used to validate the model.

[illegible]

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Journal of Internal Medicine 247: 399–405

(b) The undersigned hereby certifies and attests under oath:

Near Best Price & Bus Stand, 2

Near Best Price & Bus Stand, Zirakpur- Mohali-140603

12h, 38.66%
 Deadline No
 eskomalah

Komal & Associates

(Corporate Legal Consultants)

On the basis of the above voting details and the scrutiny of poll papers including e-voting records received, the resolutions as set out in the Notice dated July 31, 2019 of the 8th AGM of the Company have been duly passed with requisite majority. The resolutions are deemed to be passed as on the date of AGM. You may accordingly declare the results of the voting (including e-voting).

For Komal & Associates
(Corporate Legal Consultants)



Genus Paper & Boards Limited

Consolidated result of votes cast through remote E-Voting and Poll at 8th AGM held on September 30, 2019 at 10:00 a.m.

Item no. of Notice of AGM	Subject Matter of the Resolutions	Votes	Remote E-Voting		Poll at AGM		Total		% of total valid votes	Invalid Votes	
			No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast		No. of members votes	No. of valid votes cast
1	Ordinary resolution to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon	For	48	34383387	32	83500607	80	117883994	100.00	0	0
		Against	0	0	0	0	0	0	0.00		
		Total	48	34383387	32	83500607	80	117883994	100.00		

