



Genus Paper & Boards Ltd

(A Kailash Group Company)

CIN No : L21098UP2012PLC048300 PAN NO-AAECG5483A



September 23, 2024

BSE Limited (Corporate Relationship Department), 1 st Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001 Fax No.: 022-22723719 / 22723121 / 22722039 E-mail: corp.compliance@bseindia.com Scrip Code : 538961	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. Fax No: (022) 26598237 / 38 E-mail: cc_nse@nse.co.in Symbol : GENUSPAPER
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Dear Sir(s),

Re: Consolidated Scrutinizer's Report

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended, please find attached herewith the consolidated Scrutinizer's Report with regard to the 13th Annual General Meeting ("AGM") of Genus Paper & Boards Limited ("The Company") held on 23rd September, 2024.

This is to confirm that all the resolutions as set out in the Notice dated August 13, 2024 convening the 13th AGM of the Company have been duly passed with requisite majority.

Kindly take the above on your record.

Thanking you,

Yours truly

For **Genus Paper & Boards Limited**

Kunal Nayar

Company Secretary

Encl: A/a

Consolidated Scrutinizer Report

To,

The Chairman of the 13th Annual General Meeting ("AGM"/ "Meeting") of Genus Paper & Boards Limited held on Monday, September 23, 2024 at 11:30 A.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The deemed venue for the AGM was the Registered Office of the Company.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to and during the 13th Annual General Meeting ("AGM") of M/s Genus Paper & Boards Limited in terms of provisions of the Companies Act, 2013 read with rules issued there under and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Komal, Company Secretary in Practice (Prop of M/s Komal and Associates, Delhi, FCS No. 11636, CP No. 17597) had been appointed as Scrutinizer by the Board of Directors of M/s Genus Paper & Boards Limited (hereinafter referred to as the "Company") vide Board Resolution dated 13th August, 2024 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") prior to and at the AGM in a fair and transparent manner on all the resolutions contained in the Notice dated 13th August, 2024 ("Notice") issued by the Company in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 05, 2022 and September 25, 2023 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), Secretarial Standard-2 on General Meetings as issued by the Institute of the Company Secretaries of India, convening the 13th AGM of its Members through VC/OAVM on Monday, September 23, 2024 at 11:30 A.M. IST.



I hereby confirm that I am familiar and well-versed with the electronic voting system (prior to and at the AGM) and the provisions as prescribed under the Section 108 and 109 of the Act and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended. As the Scrutinizer, I have to scrutinize the process of remote e-voting prior to and at the AGM in a fair and transparent manner.

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Netaji Subhash Place, Delhi-110034,
Branch Office- Plot No. 147, MDC, Sector-4, Near
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Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirement of the Act, Rules made thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice convening the AGM.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer for remote e-voting prior to and at the AGM is restricted to making a Consolidated Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities prior to and at the AGM, and that the e-voting is conducted in a fair and transparent manner.

In view of above, I submit my report as under:

- (a) The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting prior to and at the AGM by the Members of the Company. Members had also an option to cast their vote through e-voting system at the AGM by attending the Meeting.
- (b) The Members of the Company holding shares as on the "cut-off" date i.e., Monday, September 16, 2024, were entitled to vote on all resolutions as contained in the Notice of the AGM.
- (c) The remote e-voting period (prior to the AGM) remained opened from Friday, September 20, 2024 (9:00 A.M.) (IST) to Sunday, September 22, 2024 (5:00 P.M.)(IST).
- (d) The remote e-voting facility at the AGM was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting prior to the AGM.
- (e) The votes cast through remote e-voting prior to and at the AGM were unblocked on September 23, 2024 after the conclusion of the AGM and e-voting at the AGM in presence of two witnesses,

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Komal & Associates

(Corporate Legal Consultants)

who are not in the employment of the Company. They have signed below in confirmation of the same. Thereafter, the voting summary statement was downloaded from the CDSL e-voting system.

Akshil Rawat

(Name of Witness1)

Rajbir

(Name of Witness2)

(f) I have scrutinized and reviewed the remote e-voting prior to and at the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system and the summary of the e-voting results is as follows:

My responsibility as a scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Consolidated Report on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions are detailed in Annexure-A of this report.

Thanking You
Yours Faithfully,
For Komal & Associates



Komal
(Company Secretary in Practice)

FCS No. 11636

CP No. 17597

Place: Delhi

Dated: 23.09.2024

Countersigned by:
For Genus Paper & Boards Limited

(Mr. Kunal Nayar)
Company Secretary

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Genus Paper & Boards Limited
Consolidated result of votes cast through remote E-Voting and e-voting at 13th AGM held on September 23, 2024 at 11:30 a.m.

Item no. of Notice of AGM	Subject Matter of the Resolutions	Remote E-Voting		e-voting at AGM		Total		% of total valid votes	Invalid Votes		
		Votes 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 31st March, 2024, the reports of the Board of Directors and Auditors thereon.	For	133	167971776	5	3015	138	167974791	100.00	0	0
		Against	12	728	0	0	12	728	0.00	0	0
2	Ordinary Resolution to appoint Director in place of Mr. Akhlesh Kumar Maheshwari (having DIN-00052645), who retires by rotation and being eligible, offers himself for re-appointment.	For	132	167971576	5	3015	137	167974591	100.00	0	0
		Against	13	928	0	0	13	928	0.00	0	0
3	Ordinary Resolution to appoint M/s Jethani & Associates as auditors of the company and to fix their remuneration	For	132	167971576	5	3015	137	167974591	100.00	0	0
		Against	13	928	0	0	13	928	0.00	0	0
4	Ordinary Resolution to ratify the remuneration of cost auditors, M/s M. K. Singhal & Co. for Financial Year 2024-2025	For	131	167971472	5	3015	136	167974487	100.00	0	0
		Against	14	1032	0	0	14	1032	0.00	0	0
5	Special Resolution for re-appointment of Mr. Surya Prakash Sinha as whole time Director	For	131	167968076	5	3015	136	167972091	100.00	0	0
		Against	14	3428	0	0	14	3428	0.00	0	0
6	Special Resolution for appointment of Mr. Nishant Chandra Agarwal as an Independent Non-Executive Director	For	132	167971576	5	3015	137	167974591	100.00	0	0
		Against	13	928	0	0	13	928	0.00	0	0
7	Special Resolution for re-appointment of Mr. Pradeep Narain Tandon as an Independent Non-Executive Director	For	131	167971472	5	3015	136	167974487	100.00	0	0
		Against	14	1032	0	0	14	1032	0.00	0	0
8	Special Resolution for approval of continuation of directorship of Mr. Ishwar Chand Agarwal as Non-Executive Director after attaining age of 75 years	For	131	167971526	5	3015	136	167974541	100.00	0	0
		Against	14	978	0	0	14	978	0.00	0	0
9	Special Resolution for conversion of loan into equity shares of the company in the event of default under Section 62(3) of the Companies Act, 2013	For	132	167971576	5	3015	137	167974591	100.00	0	0
		Against	13	928	0	0	13	928	0.00	0	0
10	Special Resolution for transaction with related party under Section 188 of the Companies Act, 2013	For	131	167971472	5	3015	136	167974487	100.00	0	0
		Against	14	1032	0	0	14	1032	0.00	0	0
		Total	145	167972504	5	3015	150	167975519	100.00	0	0

