

July 25, 2019

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051.

(NSE Symbol: GENUSPOWER)

Genus
energizing lives

BSE Limited
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400001

(BSE Code: 530343)

Dear Sir/Madam,

Sub: Outcome of the Board Meeting.

This is to inform that the Board of Directors at its meeting held on today i.e. July 25, 2019 (commenced at 11:00 a.m. and concluded at 16:50 p.m.), inter alia, has:

1. approved the re-appointment of Mr. Jitendra Kumar Agarwal (DIN: 00011189) as Joint Managing Director (JMD) of the Company for a period of five years with effect from September 20, 2019 subject to the approval of the members in the ensuing Annual General Meeting ("AGM") and the provisions of the Companies Act, 2013 and other applicable laws.
2. proposed the re-appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W/E300004), as joint statutory auditors of the Company to hold office from the conclusion of the 27th AGM till the conclusion of the 32nd AGM of the Company, subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013 and other applicable laws.
3. proposed the appointment of M/s. Kapoor Patni & Associates, Chartered Accountants, Jaipur (Firm Registration No. 019927C), as joint statutory auditors of the Company to hold office from the conclusion of the 27th AGM till the conclusion of the 32nd AGM of the Company, subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013 and other applicable laws.
4. approved the payment of commission to the executive directors subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013 and other applicable laws.
5. approved making of loan(s) including loan represented by way of Book Debt of an aggregate outstanding amount not exceeding ₹10 crores and/or giving of guarantee or security in connection with any loan taken/to be taken by 'Yajur Commodities Limited' of an aggregate outstanding amount not exceeding ₹120 crores (proposed the reduction from the existing ₹230 crores) under Section 185(2) of the Companies Act, 2013, subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013 and other applicable laws.
6. approved amendment by way of reduction, to the total number of options and shares under the Employee Stock Option Scheme 2012, subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013, SEBI (Share Based Employee Benefits) Regulations 2014 and other applicable laws.
7. evaluated the grant of employee stock appreciation rights ("ESARs") to the employees/directors of the Company and its subsidiary company(ies) subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013, SEBI (Share Based Employee Benefits) Regulations 2014 and other applicable laws.
8. evaluated Employee Stock Option Plan 2019 (ESOP 2019) through trust route by secondary market acquisition of equity shares and grant of stock options to the employees/directors of the Company and its subsidiary company(ies) subject to the approval of the members in the ensuing AGM and the provisions of the Companies Act, 2013, SEBI (Share Based Employee Benefits) Regulations 2014 and other applicable laws.

The brief profile of the appointee director/auditors is enclosed as Annexure-A. We request to kindly take the same on record.

Thanking you,

For Genus Power Infrastructures Limited


Director/Company Secretary

DIN:

Encl. as above



Genus Power Infrastructures Limited

(A Kailash Group Company)

Corporate Identity Number

L51909UP1992PLC051997

Corporate Office:

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BRIEF PROFILE OF APPOINTEE DIRECTOR AND AUDITORS

- **Mr. Jitendra Kumar Agarwal** (DIN: 00011189), aged 42 years, is a Joint Managing Director of the Company. He joined the management team in 2004 as Whole-time Director (Marketing) and in 2014 he became Joint Managing Director of the Company. He holds a master's degree in business administration (MBA) specialised in marketing. He is heading the marketing, branding and sales functions of the Company. He has been driving Genus's strong positioning in the power sector with acute business strategies to meet the buyer's needs right at the place and time of sales opportunity. He focuses on developing healthy relationship with customers and creating positive brand relationship. He believes on effective marketing that is all about fair communication, not manipulation. He is a member of 'Indian Electrical & Electronics Manufacturers Association' (IEEMA) Executive Council since 2011. He is also a charter member of TiE, Rajasthan (a non-profit global network of entrepreneurs and professionals dedicated to the advancement of entrepreneurship) and a member of the Entrepreneurs' Organization (EO), Jaipur. At Genus, he is member of corporate social responsibility committee, finance committee, and sales committee. He is also a director of Genus International Commodities Limited, and IEEMA. He holds 36,34,256 equity shares of the Company.
- **M/s. S.R. Batliboi & Associates LLP** (Firm Registration No.101049W/E300004), ("the Audit Firm"), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 1965 and is a limited liability partnership firm ("LLP") incorporated in India. It has registered office at 22, Camac Street, Kolkata and has 10 branch offices in various cities in India. The Audit Firm has valid Peer Review certificate. It is primarily engaged in providing audit and assurance services to its clients.
- **M/s. Kapoor Patni & Associates**, Chartered Accountants, Jaipur, (Firm Registration No. 019927C), ("the Audit Firm"), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 2014 and is a partnership firm formed in India. It has registered office at D-6, Ashish Vihar, RBI Colony, Jagatpura, Jaipur-302025, Rajasthan. The Audit Firm has valid Peer Review certificate. It is primarily engaged in providing audit and assurance services to its clients.

