



# Genus Paper & Boards Ltd

(A Kailash Group Company)

CIN No : L21098UP2012PLC048300 PAN NO-AAECG5483A



September 28, 2023

<b>BSE Limited</b> (Corporate Relationship Department), 1st Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001  Fax No.: 022-22723719 / 22723121 / 22722039 E-mail: corp.compliance@bseindia.com  <b>Scrip Code : 538961</b>	<b>National Stock Exchange of India Ltd.</b> (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  <b>Symbol : GENUSPAPER</b>
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**Sub: Results of Voting (E-voting prior and at the AGM)**

Dear Sir/(s),

Please find attached herewith the voting results of the 12<sup>th</sup> Annual General Meeting (“AGM”) of Genus Paper & Boards Limited (“The Company”) held on Wednesday, 27<sup>th</sup> September, 2023 as required under Regulation 44(3) of the Listing Regulations in the prescribed format along with the Consolidated Scrutinizer’s Report.

All the resolutions as set out in the Notice dated 14<sup>th</sup> August, 2023 of the said AGM of the Company have been duly passed with requisite majority.

We request you to kindly take the same on your record.

Thanking You,

Yours truly

**For Genus Paper & Boards Limited**

**Kunal Nayar**

**Company Secretary**

Encl: A/a

Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	September 27, 2023
Total number of shareholders on record date	41958
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable as the AGM was held through Video Conferencing/OAVM
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	18 37

<b>Resolution No.1</b>	<b>TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE &amp; CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023, THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON</b>							
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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public- Institutions	E-Voting	232952	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	127052229	55013848	43.30	55013152	696	100.00	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		55013848	43.30	55013152	696	100.00	0.00
Total		257125940	181963406	70.77	181962710	696	100.00	0.00

<b>Resolution No.2</b>		<b>TO APPOINT DIRECTOR IN PLACE OF SHRI SURYA PRAKASH SINHA (HAVING DIN-06530766), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT</b>						
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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013348	43.30	55008952	4396	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		55013348	43.30	55008952	4396	99.99	0.01
<b>Total</b>		<b>257125940</b>	<b>181962906</b>	<b>70.77</b>	<b>181958510</b>	<b>4396</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No.3</b>		<b>RE-APPOINTMENT OF SHRI KAILASH CHANDRA AGARWAL AS MANAGING DIRECTOR &amp; CEO</b>						
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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013348	43.30	55009052	4296	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		55013348	43.30	55009052	4296	99.99	0.01
<b>Total</b>		<b>257125940</b>	<b>181962906</b>	<b>70.77</b>	<b>181958610</b>	<b>4296</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No.4</b>		<b>RE-APPOINTMENT OF SHRI HIMANSHU AGARWAL AS WHOLE TIME DIRECTOR</b>						
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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013348	43.30	55012452	896	100.00	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		55013348	43.30	55012452	896	100.00	0.00
Total		257125940	181962906	70.77	181962010	896	100.00	0.00
<b>Resolution No.5</b>		<b>APPROVAL FOR GENUS PAPER &amp; BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME-2023</b>						
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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	54743348	43.09	54742652	696	100.00	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		54743348	43.09	54742652	696	100.00	0.00
Total		257125940	181692906	70.66	181692210	696	100.00	0.00

<b>Resolution No.6</b>	<b>APPROVAL FOR GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF SUBSIDIARY COMPANY, IN INDIA OR OUTSIDE INDIA OF THE COMPANY UNDER GENUS PAPER &amp; BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME – 2023</b>							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on	No. of Votes –	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013848	43.30	55013102	746	100.00	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		55013848	43.30	55013102	746	100.00	0.00
Total		257125940	181963406	70.77	181962660	746	100.00	0.00
<b>Resolution No.7</b>	<b>APPROVAL FOR THE ACQUISITION OF EQUITY SHARES BY WAY OF SECONDARY ACQUISITION UNDER GENUS PAPER &amp; BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME – 2023</b>							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on	No. of Votes –	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013848	43.30	55013152	696	100.00	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		55013848	43.30	55013152	696	100.00	0.00
Total		257125940	181963406	70.77	181962710	696	100.00	0.00

<b>Resolution No.8</b>	<b>APPROVAL FOR PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST / TRUSTEES FOR THE BENEFIT OF EMPLOYEES UNDER GENUS PAPER &amp; BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME – 2023</b>							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on	No. of Votes –	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013848	43.30	55013152	696	100.00	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		55013848	43.30	55013152	696	100.00	0.00
<b>Total</b>		<b>257125940</b>	<b>181963406</b>	<b>70.77</b>	<b>181962710</b>	<b>696</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No.9</b>	<b>POWER TO CREATE PLEDGE, MORTGAGE, HYPOTHECATE AND/OR CHARGE PRESCRIBED U/S 180(1)(a) OF THE COMPANIES ACT, 2013</b>							
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on	No. of Votes –	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013348	43.30	55011862	1486	100.00	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		55013348	43.30	55011862	1486	100.00	0.00
<b>Total</b>		<b>257125940</b>	<b>181962906</b>	<b>70.77</b>	<b>181961420</b>	<b>1486</b>	<b>100.00</b>	<b>0.00</b>

Resolution No.10	POWER TO BORROW FUNDS IN EXCESS OF THE LIMITS PRESCRIBED U/S 180(1)(c) 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	No. of votes	% of Votes Polled on	No. of Votes –	No. of Votes –	% of Votes in favour	% of Votes against on
Promoter and Promoter Group	E-Voting	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013848	43.30	55008472	5376	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		55013848	43.30	55008472	5376	99.99	0.01
Total		257125940	181963406	70.77	181958030	5376	100.00	0.00
Resolution No.11	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	129840759	126949558	97.77	126949558	0	100.00	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		126949558	97.77	126949558	0	100.00	0.00
Public-Institutions	E-Voting	232952	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	127052229	55013348	43.30	55011971	1377	100.00	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		55013348	43.30	55011971	1377	100.00	0.00
Total		257125940	181962906	70.77	181961529	1377	100.00	0.00

**Consolidated Scrutinizer Report**

To,

The Chairman of the 12<sup>th</sup> Annual General Meeting ("AGM"/ "Meeting") of Genus Paper & Boards Limited held on Wednesday, September 27, 2023 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 12<sup>th</sup> 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 14th August, 2023 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 14th August, 2023 ("Notice") issued by the Company in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 05, 2022 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 12<sup>th</sup> AGM of its Members through VC/OAVM on Wednesday, September 27, 2023 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.



# Komal & Associates

(Corporate Legal Consultants)

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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., Wednesday September 20, 2023, 2023 were entitled to vote on all resolutions as contained in the Notice convening the AGM.
- (c) The remote e-voting period (prior to the AGM) remained opened from Sunday, September 24, 2023 (9:00 A.M.) (IST) to Tuesday, September 26, 2023 (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.



**Head Office-** Office NO-115, First Floor, GD-ITL, Plot No. B-8, Netaji Subhash Place, Delhi-110034,

**Branch Office-** Plot No. 147, MDC, Sector-4, Near Charitable Lab, Panchkula, Haryana-134114

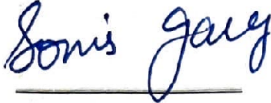
Ph. 8860674305/7015742505

cskomalahuja@gmail.com

# Komal & Associates

(Corporate Legal Consultants)

(e) The votes cast through remote e-voting prior to and at the AGM were unblocked on September 27, 2023 after the conclusion of the AGM and e-voting at the AGM in presence of two witnesses, 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.



(Name of Witness1)



(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: 27.09.2023

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 12th AGM held on September 27, 2023 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	No. of members votes	No. of valid votes cast	No. of members votes	No. of valid votes cast	No. of valid votes cast		No. of members votes	No. of valid votes cast	
1	To receive, consider and adopt the audited financial statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2023	For	177	181962710	0	0	177	181962710	100.00	0	0
		Against	11	696	0	0	11	696	0.00	0	0
		<b>Total</b>	<b>188</b>	<b>181963406</b>	<b>0</b>	<b>0</b>	<b>188</b>	<b>181963406</b>	<b>100.00</b>		
2	To appoint Director in place of Shri Surya Prakash Sinha (having DIN-06530766), who retires by rotation and being eligible, offers himself for re-appointment.	For	173	181958510	0	0	173	181958510	100.00	0	0
		Against	14	4396	0	0	14	4396	0.00	0	0
		<b>Total</b>	<b>187</b>	<b>181962906</b>	<b>0</b>	<b>0</b>	<b>187</b>	<b>181962906</b>	<b>100.00</b>		
3	RE-APPOINTMENT OF SHRI KAILASH CHANDRA AGARWAL AS MANAGING DIRECTOR and CEO	For	174	181958610	0	0	174	181958610	100.00	0	0
		Against	13	4296	0	0	13	4296	0.00	0	0
		<b>Total</b>	<b>187</b>	<b>181962906</b>	<b>0</b>	<b>0</b>	<b>187</b>	<b>181962906</b>	<b>100.00</b>		
4	RE-APPOINTMENT OF SHRI HIMANSHU AGARWAL AS WHOLE TIME DIRECTOR	For	174	181962010	0	0	174	181962010	100.00	0	0
		Against	13	896	0	0	13	896	0.00	0	0
		<b>Total</b>	<b>187</b>	<b>181962906</b>	<b>0</b>	<b>0</b>	<b>187</b>	<b>181962906</b>	<b>100.00</b>		
5	APPROVAL FOR GENUS PAPER and BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME -2023	For	176	181692210	0	0	176	181692210	100.00	0	0
		Against	11	696	0	0	11	696	0.00	0	0
		<b>Total</b>	<b>187</b>	<b>181692906</b>	<b>0</b>	<b>0</b>	<b>187</b>	<b>181692906</b>	<b>100</b>		
6	APPROVAL FOR GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF SUBSIDIARY COMPANY, IN INDIA OR OUTSIDE INDIA OF THE COMPANY UNDER GENUS PAPER and BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME - 2023	For	176	181962660	0	0	176	181962660	100.00	0	0
		Against	12	746	0	0	12	746	0.00	0	0
		<b>Total</b>	<b>188</b>	<b>181963406</b>	<b>0</b>	<b>0</b>	<b>188</b>	<b>181963406</b>	<b>100.00</b>		
7	APPROVAL FOR THE ACQUISITION OF EQUITY SHARES BY WAY OF SECONDARY ACQUISITION UNDER GENUS PAPER and BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME-2023	For	177	181962710	0	0	177	181962710	100.00	0	0
		Against	11	696	0	0	11	696	0.00	0	0
		<b>Total</b>	<b>188</b>	<b>181963406</b>	<b>0</b>	<b>0</b>	<b>188</b>	<b>181963406</b>	<b>100.00</b>		
8	APPROVAL FOR PROVISION OF MONEY BY THE COMPANY FOR PURCHASE OF ITS OWN SHARES BY THE TRUST / TRUSTEES FOR THE BENEFIT OF EMPLOYEES UNDER GENUS PAPER and BOARDS LIMITED EMPLOYEES STOCK OPTION SCHEME - 2023	For	177	181962710	0	0	177	181962710	100.00	0	0
		Against	11	696	0	0	11	696	0.00	0	0
		<b>Total</b>	<b>188</b>	<b>181963406</b>	<b>0</b>	<b>0</b>	<b>188</b>	<b>181963406</b>	<b>100.00</b>		
	POWER TO CREATE PLEDGE, MORTGAGE, HYPOTHECATE AND/OR CHARGE PRESCRIBED U/S 180(1)(a) OF THE COMPANIES ACT, 2013	For	172	181961420	0	0	172	181961420	100.00	0	0



9		Against	15	1486	0	0	15	1486	0.00	0	0
		Total	187	181962906	0	0	187	181962906	100.00		
		For	173	181958030	0	0	173	181958030	100.00		
		Against	15	5376	0	0	15	5376	0.00		
10	POWER TO BORROW FUNDS IN EXCESS OF THE LIMITS PRESCRIBED U/S 180(1)(c) OF THE COMPANIES ACT, 2013	Total	188	181963406	0	0	188	181963406	100.00		
		For	173	181961529	0	0	173	181961529	100.00		
		Against	14	1377	0	0	14	1377	0.00		
		Total	187	181962906	0	0	187	181962906	100.00		
11	TRANSACTION WITH RELATED PARTY UNDER SECTION 188 OF THE COMPANIES ACT, 2013	For	173	181961529	0	0	173	181961529	100.00		
		Against	14	1377	0	0	14	1377	0.00		
		Total	187	181962906	0	0	187	181962906	100.00		
		Total	187	181962906	0	0	187	181962906	100.00		

