

Genus/EM/ESOS/STX/2014/  
February 08, 2014

<p>The Manager, (Listing &amp; Corporate Communications), National Stock Exchange of India Ltd., (NSE) Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.</p> <p>Fax No: (022) 26598237 / 38</p> <p>(NSE Code: GENUSPOWER)</p>	<p>The Manager, (Corporate Relationship Department), Bombay Stock Exchange Limited, (BSE) 1<sup>st</sup> Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001</p> <p>Fax No.: 022-22723719 / 22723121 / 22722039</p> <p>(BSE Code: 530343)</p>
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**Sub: Modification in Exercise Price of Options granted under the Employees Stock Option Scheme-2012 (“ESOS-2012”) of the Company.**

Dear Sir/Madam,

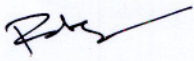
Pursuant to Clause 25 of the Listing Agreement, this is to inform that on account of corporate action / business restructuring of the Company pursuant to the Scheme of Arrangement duly approved by the Hon’ble High Court of Allahabad, the Compensation Committee of the Board of Directors of the Company has decided to modify the exercise price of Stock Options granted to the eligible employees of the Company, in terms of Employee Stock Option Scheme-2012 (“ESOS – 2012”) as follows:

	Date of Grant	No. of Stock Options	Original Exercise Price per share	Modified Exercise Price per share
Grant-1	30.01.2013	18,15,600	13.30	7.00
Grant-2	15.02.2013	5,82,000	11.80	6.00

You are requested to take the above on record.

Thanking you.

Yours faithfully,  
For **Genus Power Infrastructures Limited**

  
Director / Company Secretary

