

(Form No. MGT-9)

## Extract of Annual Return

as on the financial year ended on March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

### I. REGISTRATION AND OTHER DETAILS:

i) CIN	:	L51909UP1992PLC051997
ii) Registration Date	:	August 06, 1992
iii) Name of the Company	:	Genus Power Infrastructures Limited
iv) Category / Sub-Category of the Company	:	Public Limited Company
v) Address of the Registered office and contact details	:	G-14, Sector-63, Noida, Uttar Pradesh-201307 (India) Telefax: +91-120-4227116 E-mail: cs@genus.in Website: www.genuspower.com
vi) Whether listed company	:	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent	:	Niche Technologies Private Limited 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700 017 Tel: (033) 22806616/6617/6618 Fax: (033) 22806619 E-mail: nichetechpl@nichetechpl.com Website: www.nichetechpl.com

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company are given below:-

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Electronic Energy Meter	26513	90.37

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	M.K.J. Manufacturing Pvt. Ltd., A-12, Mohan Cooperative Industrial Estate, Sarita Vihar, New Delhi- 110044	U74899DL1994PTC061902	Associate	50.00	2(6)
2	Greentech Mega Food Park Limited, Village & Tehsil, Roopangarh, Bhadun Road, Roopangarh, Ajmer – 305814	U45201RJ2012PLC039560	Associate	24.75	2(6)

## IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity):

## i) Category-wise share holding:

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. PROMOTERS									
(1) Indian									
a) Individual / HUF	69774882	0	69774882	27.12	69774882	0	69774882	27.11	-0.01
b) Central Government									
c) State Government									
d) Bodies Corporate	60111227	0	60111227	23.37	60111227	0	60111227	23.36	-0.01
e) Banks / Financial Institutions									
f) Any Other									
Sub-total (A)(1)	129886109	0	129886109	50.49	129886109	0	129886109	50.47	-0.02
(2) Foreign									
a) NRIs – Individuals									
b) Other – Individuals									
c) Bodies Corporate									
d) Banks / Financial Institutions									
e) Any Other									
Sub-total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	129886109	0	129886109	50.49	129886109	0	129886109	50.47	-0.02
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	21014666	1000	21015666	8.17	18819266	1000	18820266	7.31	-0.86
b) Banks / Financial Institutions	229038	2000	231038	0.09	318439	2000	320439	0.12	0.03
c) Central Governments									
d) State Governments									
e) Venture Capital Funds									
f) Insurance Companies									
g) Foreign Institutional Investors (FII)									
h) Foreign Venture Capital Funds									
i) Others (Specify)									
FPI - Corporate Cat-II	1553520	0	1553520	0.60	1313110	0	1313110	0.51	-0.09
FPI - Corporate Cat-III	2710499	0	2710499	1.05	3210499	0	3210499	1.24	0.19
Sub-total (B)(1)	25507723	3000	25510723	9.91	23661314	3000	23664314	9.18	-0.73
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	12366779	13000	12379779	4.81	9235147	3000	9238147	3.59	-1.22
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs 2 lakh	25343041	1946321	27289362	10.61	32318180	1680314	33998494	13.21	2.60

ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	56194842	0	56194842	21.85	53788522	0	53788522	20.90	-0.95
c) Others Specify									
1. NRI	2107943	715000	2822943	1.10	2512397	681000	3193397	1.24	0.14
2. Overseas Corporate Bodies									
3. Foreign Nationals									
4. Clearing Members	2265296	0	2265296	0.88	2604480	0	2604480	1.02	0.14
5. Trusts									
6. IEPF Authority	880277	0	880277	0.35	985502	0	985502	0.39	0.04
7. Foreign Bodies - D.R.									
Sub-total (B)(2)	99158178	2674321	101832499	39.60	101444228	2364314	103808542	40.35	0.75
Total Public Shareholding (B) = (B)(1)+(B)(2)	124665901	2677321	127343222	49.51	125105542	2367314	127472856	49.53	0.02
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	254552010	2677321	257229331	100.00	254991651	2367314	257358965	100	0.00

**ii) Shareholding of promoters:**

Sl. No.	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	
1	AMIT AGARWAL (HUF)	146150	0.06	0.00	146150	0.06	0.00	0.00
2	AMIT KUMAR AGARWAL	3416076	1.33	0.00	3416076	1.33	0.00	0.00
3	AMRIT LAL TODI	3206000	1.25	0.00	3206000	1.25	0.00	0.00
4	AMRIT LAL TODI (HUF)	1704500	0.66	0.00	1704500	0.66	0.00	0.00
5	ANAND TODI	2991870	1.16	0.00	2991870	1.16	0.00	0.00
6	ANAND TODI (HUF)	398000	0.15	0.00	398000	0.15	0.00	0.00
7	ANJU AGARWAL	152841	0.06	0.00	152841	0.06	0.00	0.00
8	ASHUTOSH TODI	114000	0.04	0.00	114000	0.04	0.00	0.00
9	BALDEV KUMAR AGARWAL	508000	0.20	0.00	508000	0.20	0.00	0.00
10	BALDEV KUMAR AGARWAL (HUF)	1520000	0.59	0.00	1520000	0.59	0.00	0.00
11	BANWARI LAL TODI	3660160	1.42	0.00	3660160	1.42	0.00	0.00
12	BANWARI LAL TODI (HUF)	309280	0.12	0.00	309280	0.12	0.00	0.00
13	CRG TRADING AND FINVEST (P) LTD.	3750210	1.46	0.00	3750210	1.46	0.00	0.00
14	GENUS INNOVATION LIMITED	4769600	1.85	0.00	4769600	1.85	0.00	0.00
15	GENUS INTERNATIONAL COMMODITIES LIMITED	4205000	1.64	0.00	4205000	1.63	0.00	0.01
16	HI - PRINT ELECTROMACK PRIVATE LIMITED	5574300	2.17	0.00	5574300	2.17	0.00	0.00
17	HIMANSHU AGRAWAL	6508136	2.53	0.00	6508136	2.53	0.00	0.00
18	IC FINANCE PRIVATE LTD	112800	0.04	0.00	112800	0.04	0.00	0.00
19	ISHWAR CHAND AGARWAL	10425801	4.05	0.00	10425801	4.05	0.00	0.00

20	ISHWAR CHAND AGARWAL (HUF)	402920	0.16	0.00	402920	0.16	0.00	0.00
21	JITENDRA AGARWAL	3634256	1.41	0.00	3634256	1.41	0.00	0.00
22	KAILASH CHANDRA AGARWAL	13298356	5.17	32.33	13298356	5.17	51.51	0.00
23	KAILASH CHANDRA AGARWAL (HUF)	1245600	0.48	0.00	1245600	0.48	0.00	0.00
24	KAILASH COAL AND COKE COMPANY LIMITED	7926000	3.08	0.00	7926000	3.08	0.00	0.00
25	KAILASH INDUSTRIES LIMITED	9961560	3.87	0.00	9961560	3.87	0.00	0.00
26	KAILASH VIDYUT AND ISPAT LIMITED	75000	0.03	0.00	75000	0.03	0.00	0.00
27	MANJU DEVI TODI	374040	0.14	0.00	374040	0.14	0.00	0.00
28	MONISHA AGARWAL	1590391	0.62	0.00	1590391	0.62	0.00	0.00
29	NARAYAN PRASAD TODI (HUF)	1279000	0.50	0.00	1279000	0.50	0.00	0.00
30	NARAYAN PRASAD TODI	1203600	0.47	0.00	1203600	0.47	0.00	0.00
31	PARUL AGARWAL	807000	0.31	0.00	807000	0.31	0.00	0.00
32	PHOOS RAJ TODI	668000	0.26	0.00	668000	0.26	0.00	0.00
33	PHOOS RAJ TODI (HUF)	759400	0.29	0.00	759400	0.29	0.00	0.00
34	RAJENDRA AGARWAL	3550485	1.38	0.00	3550485	1.38	0.00	0.00
35	RAJENDRA KUMAR AGARWAL (HUF)	432000	0.17	0.00	432000	0.17	0.00	0.00
36	RUBAL TODI	904400	0.35	0.00	904400	0.35	0.00	0.00
37	SEEMA TODI	820600	0.32	0.00	820600	0.32	0.00	0.00
38	SHANTI DEVI AGARWAL	1610000	0.63	0.00	1610000	0.63	0.00	0.00
39	SHARDA TODI	1383000	0.54	0.00	1383000	0.54	0.00	0.00
40	SIMPLE AGARWAL	751020	0.29	0.00	751020	0.29	0.00	0.00
41	VIVEKSHIL DEALERS PVT. LTD.	23736757	9.23	0.00	23736757	9.22	0.00	0.01
	TOTAL	129886109	50.48	3.31	129886109	50.46	5.27	0.02

iii) **Change in promoters' shareholding:** There is no change in promoters' shareholding in FY19.

Sl. No.	Name of shareholder	Shareholding		Change during the year			Cumulative shareholding during the year (01-04-18 to 31-03-19)	
		No. of shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the company	As on benpos date	Increase / decrease in shareholding	Reason	No. of Shares	% of total shares of the company
	Total Promoters' shareholding (at beginning of the year)	129886109	50.469				129886109	50.469
	Total Promoters' shareholding (at the end of the year)	129886109	50.469					

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of shareholder	Shareholding		Change during the year			Cumulative shareholding during the year (01-04-18 to 31-03-19)	
		No. of shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the company	As on benpos date*	Increase / decrease in shareholding	Reason	No. of Shares	% of total shares of the company
1	AJAY UPADHYAYA	3873000	1.506					
				13.04.2018	-113000	Transfer	3760000	1.461
				20.04.2018	-3060000	Transfer	700000	0.272
				14.09.2018	3060000	Transfer	3760000	1.461
				29.09.2018	-60000	Transfer	3700000	1.438
				05.10.2018	-50000	Transfer	3650000	1.418
		3650000	1.418					
2	AKASH BHANSHALI	2021790	0.786					
				No Change				
		2021790	0.786					
3	COHESION INDIA BEST IDEAS (MASTER) FUND	2710499	1.054					
				06.04.2018	300000	Transfer	3010499	1.170
				04.05.2018	200000	Transfer	3210499	1.247
		3210499	1.247					
4	LATA BHANSHALI	1921530	0.747					
				No Change				
		1921530	0.747					
5	MADHULIKA AGARWAL	2734878	1.063					
				20.04.2018	-1460000	Transfer	1274878	0.495
				27.04.2018	-340000	Transfer	934878	0.363
				15.06.2018	-786989	Transfer	147889	0.057
				27.07.2018	-95293	Transfer	52596	0.020
				03.08.2018	-52596	Transfer	0	0.000
		0	0.00					
6	MANGAL BHANSHALI	2150000	0.836					
				No Change				
		2150000	0.836					
7	PAYAL BHANSHALI	2070880	0.805					
				No Change				
		2070880	0.805					
8	RELIANCE CAPITAL TRUSTEE CO. LTD-A/C REL	13046078	5.072					
				06.04.2018	100000	Transfer	13146078	5.108
				04.05.2018	100000	Transfer	13246078	5.147
				25.01.2019	50000	Transfer	13296078	5.166
				08.02.2019	292072	Transfer	13588150	5.280
				15.02.2019	99018	Transfer	13687168	5.318
				22.02.2019	100982	Transfer	13788150	5.358
				08.03.2019	-365900	Transfer	13422250	5.215
				15.03.2019	-38424	Transfer	13383826	5.200
				13383826	5.200			
9	UTI - DUAL ADVANTAGE FIXED TERM FUND SER	7266033	2.825					
				06.04.2018	46967	Transfer	7313000	2.842
				13.04.2018	621	Transfer	7313621	2.842
				20.04.2018	131030	Transfer	7444651	2.893
				27.04.2018	1421534	Transfer	8866185	3.445
				18.05.2018	1000003	Transfer	9866188	3.834
				15.06.2018	882163	Transfer	10748351	4.176
		30.06.2018	48164	Transfer	10796515	4.195		

				03.08.2018	-320334	Transfer	10476181	4.071
				10.08.2018	-400000	Transfer	10076181	3.915
				05.10.2018	43578	Transfer	10119759	3.932
				21.12.2018	-188169	Transfer	9931590	3.859
				28.12.2018	-2028684	Transfer	7902906	3.071
				04.01.2019	-18396	Transfer	7884510	3.064
				11.01.2019	-65011	Transfer	7819499	3.038
				18.01.2019	-2000000	Transfer	5819499	2.261
				25.01.2019	-384059	Transfer	5435440	2.112
		5435440	2.112					
10	VALLABH ROOPCHAND BHANSHALI	2985700	1.161			No Change		
		2985700	1.161					
11	VIKAS KOTHARI	27543850	10.710			No Change		
		27543850	10.708					

\*The shares of the Company are traded on a daily basis and hence the date refers to as the Benpos (beneficiary positions) date. Benpos refers to the list of beneficiaries/beneficial owners (the shareholders of the company, who are holding the shares in demat form), which is provided by a Depository viz. NSDL & CDSL to the Registrar and Share Transfer Agent, periodically.

**v) Shareholding of directors and key managerial personnel:**

Sl. No.	Name of shareholder	Shareholding		Change during the year			Cumulative shareholding during the year (01-04-18 to 31-03-19)	
		No. of shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the company	Date	Increase / decrease in shareholding	Reason	No. of shares	% of total shares of the company
1	ISHWAR CHAND AGARWAL	10425801	4.05					
				No Change				
2	KAILASH CHANDRA AGARWAL	13298356	5.17					
				No Change				
3	RAJENDRA AGARWAL	3550485	1.38					
				No Change				
4	JITENDRA AGARWAL	3634256	1.41					
				No Change				
5	ANKIT JHANJHARI	5976	0.00					
				20.04.2018	620	ESOP	6596	0.00
6	NATHU LAL NAMA*	6596	0.00					
		17561	0.00					
				13.04.2018	800	Transfer	18361	0.00
				20.04.2018	2023	ESOP	20384	0.00
		20384	0.00					

\*Appointed as key managerial personnel w.e.f. 11.05.2018

**V. INDEBTEDNESS:**

Indebtedness of the company including interest outstanding/accrued but not due for payment:

(₹ in Lakhs)

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	18627.25	5335.09	NIL	23962.34
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	2.18	NIL	NIL	2.18
<b>Total (i+ii+iii)</b>	<b>18629.43</b>	<b>5335.09</b>		<b>23964.52</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	2932.63	711.25	NIL	3643.88
Reduction	NIL	NIL	NIL	NIL
<b>Net Change Indebtedness</b>	<b>2932.63</b>	<b>711.25</b>	<b>NIL</b>	<b>3643.88</b>
<b>At the end of the financial year</b>				
i) Principal Amount	21541.80	6046.34	NIL	27588.14
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	20.26	NIL	NIL	20.26
<b>Total (i+ii+iii)</b>	<b>21562.06</b>	<b>6046.34</b>	<b>NIL</b>	<b>27608.40</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

**A. Remuneration to managing director, whole-time directors and/or manager**

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Ishwar Chand Agarwal	Rajendra Kumar Agarwal	Jitendra Kumar Agarwal	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	300.00	240.00	240.00	780.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	35.00	35.00	70.00
5	Others - Employer's contribution towards PF	NIL	7.20	7.20	14.40
	<b>Total (A)</b>	<b>300.00</b>	<b>282.20</b>	<b>282.20</b>	<b>864.40</b>
	Ceiling as per the Act (@ 10% of net profits calculated under Section 198 of the Companies Act)				948.79

**B. Remuneration to other directors**

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors*							Total Amount
		KCA	SA	RP	DCA	BSS	IMB	UA	
1	Independent Directors								
	Fee for attending board / committee meetings	NA	NA	0.75	0.94	0.88	0.45	0.45	3.47
	Commission	NA	NA	NIL	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NA	NA	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total (1)</b>	<b>NA</b>	<b>NA</b>	<b>0.75</b>	<b>0.94</b>	<b>0.88</b>	<b>0.45</b>	<b>0.45</b>	<b>3.47</b>

2	Other Non-Executive Directors								
	Fee for attending board / committee meetings	NIL	NIL	NA	NA	NA	NA	NA	NA
	Commission	NIL	NIL	NA	NA	NA	NA	NA	NA
	Others, please specify	NIL	NIL	NA	NA	NA	NA	NA	NA
	Total (2)	NIL	NIL	NA	NA	NA	NA	NA	NA
	Total (B)=(1+2)	NIL	NIL	0.75	0.94	0.88	0.45	0.45	3.47
	Ceiling as per the Act (@ 1% of net profits calculated under Section 198 of the Companies Act)								94.88
	Total Managerial Remuneration (A+B)								853.47
	Overall Ceiling as per the Act (@11% of net profits calculated as per Section 198 of the Companies Act)								1043.67

**\*Note:**

KCA = Kailash Chandra Agarwal; SA = Sharmila Agarwal; RP = Rameshwar Pareek; DCA = Dharam Chand Agarwal

BSS = Bhairon Singh Solanki; IMB = Indraj Mal Bhutoria; UA = Udit Agarwal

**C. Remuneration to key managerial personnel other than MD/Manager/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Chief Financial Officer*	Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	32.00	13.34	45.34
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	1.02	0.30	1.32
3	Sweat Equity	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	(a) LTA, Reimbursement and Others	1.82	NIL	1.82
	Total (C)	34.84	13.64	48.48

\*Appointed as key managerial personnel w.e.f. 11.05.2018

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

There were no penalties / punishment / compounding of offences for breach of any section of the Companies Act, 2013, against the Company or its directors or other officers in default, if any, in FY19.

For and on behalf of the Board of Directors

**Ishwar Chand Agarwal**

Chairman

DIN: 00011152

Jaipur, July 25, 2019