

Outcome of the meeting of Equity Shareholders and Unsecured Creditors of Genus Power Infrastructures Limited as directed vide Order dated December 08, 2021 (“Tribunal Order”) passed by the Hon’ble National Company Law Tribunal, Allahabad Bench (“Tribunal”).

Ref: Scheme of Arrangement amongst Genus Prime Infra Limited (“**Amalgamated Company**” or “**Resulting Company**”) and Sansar Infrastructure Private Limited (“**Amalgamating Company 1**”) and Star Vanijya Private Limited (“**Amalgamating Company 2**”) and Sunima Trading Private Limited (“**Amalgamating Company 3**”) and Genus Power Infrastructures Limited (“**Company**” or “**Demerged Company**”) and Yajur Commodities Limited (“**Amalgamating Company 4**”) and their respective shareholders and creditors (“**Scheme**”)

We would like to inform that the meeting of the Equity Shareholders and Unsecured Creditors of the Company was held and convened at Paper Mill, Village Aghwanpur, Kanth Road, Moradabad, Uttar Pradesh - 244001 on **Saturday, February 26, 2022** in the following manner:

Meeting of Equity Shareholders	1:30 P.M. IST
Meeting of Unsecured Creditors	4:00 P.M. IST

The aforementioned meetings were held to obtain the approval of the Equity Shareholders and Unsecured Creditors of the Company with respect to the Scheme.

In view of the above, please find enclosed the Summary of proceedings of the meetings of the equity shareholders and unsecured creditors of the Company as mentioned above in “**Annexure-I**”.



SUMMARY OF PROCEEDINGS OF THE MEETINGS OF EQUITY SHAREHOLDERS AND UNSECURED CREDITORS OF GENUS POWER INFRASTRUCTURES LIMITED CONVENED AND HELD ON FEBRUARY 26, 2022 AS PER THE DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, ALLAHABAD BENCH ("TRIBUNAL") VIDE ITS ORDERS DATED DECEMBER 08, 2021 ("TRIBUNAL ORDER").

The Tribunal convened meeting of the Equity Shareholders and Unsecured Creditors (collectively referred to as "**Meetings**") were held on Saturday, February 26, 2022 at Paper Mill, Village Aghwanpur, Kanth Road, Moradabad, Uttar Pradesh - 244001 at 1:30 P.M. and 4:00 P.M respectively to approve the Scheme of Arrangement amongst Genus Prime Infra Limited ("**Amalgamated Company**" or "**Resulting Company**") and Sansar Infrastructure Private Limited ("**Amalgamating Company 1**") and Star Vanijya Private Limited ("**Amalgamating Company 2**") and Sunima Trading Private Limited ("**Amalgamating Company 3**") and Genus Power Infrastructures Limited ("**Company**" or "**Demerged Company**") and Yajur Commodities Limited ("**Amalgamating Company 4**") and their respective shareholders and creditors ("**Scheme**").

Mr. Rahul Agarwal, Advocate, who was appointed as the Chairperson for the aforementioned Meetings by the Tribunal vide Tribunal Order presided over the Meetings. **Mrs. Pragya Pandey**, Advocate, Alternate Chairperson was also present at the Meetings. **Mr. Shashi Kant Gupta**, Practicing Company Secretary, appointed as the Scrutinizer by the Tribunal to conduct and scrutinize the remote e-voting, postal ballot and voting through poll at the venue of the Meetings in a fair and transparent manner was also present at the Meetings. The Counsel of the Amalgamating Companies, Amalgamated Company/Resulting Company and Demerged Company - **Mr. Ankit Kumar Singh**, Practicing Company Secretary was also present at the Meetings. **Mr. Ankit Jhanjhari**, Company Secretary of the Company was also present at the Meetings.

The meeting of the Equity Shareholders commenced at 1:30 P.M. The Shareholders present at the meeting were considered as the Quorum for the meeting as per Tribunal Order.

The Chairperson welcomed the Equity Shareholders and informed them that the meeting is being convened pursuant to the Tribunal Order. The Chairperson further informed the Equity Shareholders that in terms of the applicable provisions of the Companies Act, 2013 read with relevant rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had also provided them, the facility to cast their votes through Remote E-voting process administered by Central Depository Services Limited and through Postal Ballot. He further mentioned that the Company has provided the facility of voting at the meeting through Polling paper for those Shareholders, who did not exercise their vote through Remote E-voting and Postal Ballot.

The meeting of the Unsecured Creditors commenced at 04:00 P.M. The Unsecured Creditors present at the meeting were considered as the Quorum for the meeting as per the Tribunal Order.



The Chairperson welcomed the Unsecured Creditors and informed them that the meeting is being convened pursuant to the Tribunal Order. The Chairperson further informed the Unsecured Creditors that in terms of the applicable provisions of the Companies Act, 2013 read with relevant rules thereunder, the Company had also provided them, the facility to cast their votes through Postal Ballot. He further mentioned that the Company has provided the facility of voting at the meeting through Polling paper for those Unsecured Creditors, who did not exercise their vote through Remote E-voting and Postal Ballot.

The Chairperson requested the Equity Shareholders and Unsecured Creditors at their respective Meetings to cast their vote on the proposed resolution. After the completion of voting at the respective Meetings, the Chairperson informed the Equity Shareholders and Unsecured Creditors that the results of the voting will be disseminated subsequently with the Stock Exchanges within the stipulated time and the same will also be displayed on the website of the Company. Furthermore, the results shall also be displayed at the Registered Office at G-123, Sector-63, Noida, Uttar Pradesh-201307 (India) and the Corporate Office at SPL-3, RIICO Industrial Area, Sitapura, Tonk Road, Jaipur-302022, Rajasthan, (India).

The Chairperson then concluded the respective Meetings with vote of thanks to all the Equity Shareholders and Unsecured Creditors for attending and participating in the same.

