

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
The Skyview 10, 18th Floor, North Lobby
Survey No 83/1, Raidurgam,
Hyderabad – 500032, India.

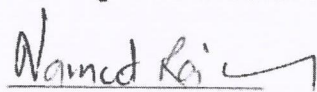
KAPOOR PATNI & ASSOCIATES
Chartered Accountants
104, Villa De Sanya, Plot - E161,
Ramesh Marg, C-Scheme,
Jaipur, 302001, Rajasthan, India

Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of Genus Power Infrastructures Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Genus Power Infrastructures Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Genus Power Infrastructures Limited** (the "Company") for the quarter ended June 30, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
Firm Registration Number: 101049W/E300004



per **Navneet Rai Kabra**
Partner

Membership Number: 102328

UDIN: **23102328B6SBOV7920**

Place of Signature: Hyderabad

Date: August 10, 2023



For KAPOOR PATNI & ASSOCIATES
Chartered Accountants
Firm Registration Number: 019927C



per **Abhinav Kapoor**
Partner

Membership Number: 419689

UDIN: **23419689B6REZC2615**

Place of Signature: Jaipur

Date: August 10, 2023



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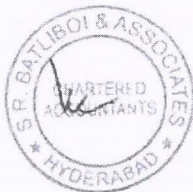
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Chartered Accountants
104, Villa De Sanya, Plot - E161,
Ramesh Marg, C-Scheme,
Jaipur, 302001, Rajasthan, India

Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Genus Power Infrastructures Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Genus Power Infrastructures Limited** (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates for the quarter ended June 30, 2023 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.



4. The Statement includes the results of the following entities:

Entity	Relationship
Genus Power Infrastructures Limited	Holding Company
Genus Shareholders Trust	Subsidiary- Sole Beneficiary
Genus Power Solutions Private Limited	Wholly Owned Subsidiary
Hi-Print Energy Solutions Private Limited	Wholly Owned Subsidiary
Hi-Print Metering Solutions Private Limited	Wholly Owned Subsidiary
Hi-Print Infra Private Limited	Wholly Owned Subsidiary
Hi-Print Technologies Private Limited	Wholly Owned Subsidiary
Genus Assam Package-2 SPV Limited	Wholly Owned Subsidiary
Genus Assam Package-4 SPV Limited	Wholly Owned Subsidiary
Genus Tripura SPV Private Limited	Wholly Owned Subsidiary
Gemstar Infra Pte. Ltd	Wholly Owned Subsidiary
Hi-Print Investments Private Limited	Step-Down Subsidiary
Genus Assam Package-3 SPV Limited	Step-Down Subsidiary
Genus Assam Package-5 SPV Limited	Step-Down Subsidiary
Hi-Print Assam Package-3 SPV Limited	Step-Down Subsidiary
M.K.J. Manufacturing Pvt Limited	Associate
Greentech Mega Food Park Limited	Associate
Hop Electric Manufacturing Private Limited	Associate

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The accompanying Statement includes unaudited interim financial results and other financial information, in respect of:
- 5 subsidiaries, whose unaudited interim financial results include total revenues of Rs. Nil, total net loss of Rs. 67.88 Lakhs and total comprehensive loss of Rs. 67.88 Lakhs for the quarter ended June 30, as considered in the Statement which have been reviewed by one of the joint auditors – Kapoor Patni & Associates in their individual capacity. Our opinion, in so far relates to the affairs of such subsidiaries is based solely on the reports issued by Kapoor Patni & Associates.
 - 8 subsidiaries, whose unaudited interim financial results include total revenues of Rs. Nil, total net profit after tax of Rs. 10,531.69 Lakhs and total comprehensive income of Rs. 10,531.69 Lakhs for the quarter ended June 30, 2023, as considered in the Statement which have been reviewed by its independent auditor in their individual capacity.



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- 3 associates, whose unaudited interim financial results include Group's share of net profit of Rs. 3.30 Lakhs and Group's share of total comprehensive income of Rs 3.30 Lakhs for the quarter ended June 30, 2023, as considered in the Statement whose interim financial results/other financial information have been reviewed by their respective independent auditors.

The independent auditors review reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries and associates is based solely on the report of such auditors and procedures performed by us as stated in the paragraph 3 above.

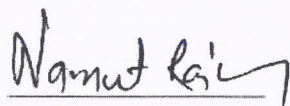
7. The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of:

- 1 subsidiary, whose interim financial results and other financial information reflect total revenues of Rs. Nil, total net profit after tax of Rs. Nil and total comprehensive income of Rs. Nil for the quarter ended June 30, 2023.

The unaudited interim financial results and other unaudited financial information of this subsidiary have not been reviewed by any auditor and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of this subsidiary, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our conclusion on the Statement in respect of matters stated in paragraph 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors.

For S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004



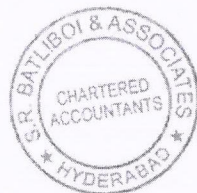
per Navneet Rai Kabra
Partner

Membership Number: 102328


UDIN: 23102328BGSBOW5411

Place of Signature: Hyderabad

Date: August 10, 2023



For KAPOOR PATNI & ASSOCIATES
Chartered Accountants
Firm Registration Number: 019927C



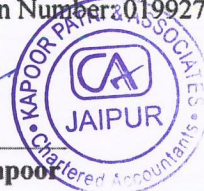
per Abhinav Kapoor
Partner

Membership Number: 419689

UDIN: 23419689BGRZB9839

Place of Signature: Jaipur

Date: August 10, 2023



GENUS POWER INFRASTRUCTURES LIMITED

Regd. Office : G-123, Sector-63, Noida-201307, Uttar Pradesh
 Corporate Office: SPL-3, RIIICO Industrial Area, Sitapura, Tonk Road, Jaipur-302022, Rajasthan
 Ph.:0141-7102400/500, Fax: 0141-2770319, E-mail: cs@genus.in,
 Website: www.genuspowers.com, CIN: L51909UP1992PLC051997

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(Rs. In Lakhs)

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2023

S. No.	Particulars	Quarter ended			
		30-Jun-23	31-Mar-23	30-Jun-22	31-Mar-23
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income				
(a)	Revenue from contracts with customers	26,111.13	20,232.17	18,704.19	80,838.55
(b)	Other income	1,533.13	409.83	(161.32)	1,836.51
	Total income	27,644.26	20,642.00	18,542.87	82,675.06
2	Expenses				
(a)	Cost of raw materials and components consumed	16,475.42	15,345.05	11,729.35	56,059.72
(b)	Change in inventory of finished goods and work-in-progress	601.16	(3,209.55)	672.10	(4,142.33)
(c)	Employee benefit expenses	3,574.04	3,116.67	2,915.84	12,364.33
(d)	Other expenses	2,603.42	2,264.90	1,955.76	8,674.48
(e)	Depreciation and amortisation expenses	471.66	464.02	465.09	1,873.03
(f)	Finance costs	1,208.19	906.04	572.84	2,818.46
	Total expenses	24,933.89	18,887.13	18,310.98	77,647.69
3	Profit before tax (1-2)	2,710.37	1,754.87	231.89	5,027.37
4	Tax expense				
(a)	Current tax	636.23	492.35	334.36	1,690.22
(b)	Deferred tax charge / (credit)	148.82	15.23	(167.85)	(147.52)
(c)	Tax relating to earlier years	-	-	-	(13.75)
	Total tax expense	785.05	507.58	166.51	1,528.95
5	Net profit for the period / year (3-4)	1,925.32	1,247.29	65.38	3,498.42
6	Items of other comprehensive income/(loss) (net of tax)				
(a)	Items that will not be reclassified to statement of profit and loss	9.78	(30.55)	(19.48)	(63.37)
	Total other comprehensive income/(loss) (net of tax)	9.78	(30.55)	(19.48)	(63.37)
7	Total comprehensive income (5+6)	1,935.10	1,216.74	45.90	3,435.05
8	Paid - up equity share capital (face value Re.1/- per share)	2,576.38	2,575.95	2,575.29	2,575.95
9	Other equity				95,879.23
10	Earnings per share (of Re.1/- each) (quarter is not annualised)				
	- Basic earnings per share (in Rs.)	0.75	0.49	0.03	1.36
	- Diluted earnings per share (in Rs.)	0.74	0.48	0.03	1.35

Notes:

- The above statement of unaudited standalone financial results of Genus Power Infrastructures Limited ("the Company"), which have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI"), were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on August 10, 2023. The joint statutory auditors have carried out a limited review on the unaudited standalone financial results and issued unqualified reports thereon.
- The Company's Board has noted executable group order book position as on June 30, 2023 of Rs. 6,339.14 crores, net of taxes, which also includes the order book of wholly owned subsidiaries amounting to Rs.4,627.85 crores, net of taxes. In addition to above and subsequent to quarter ended June 30, 2023, one of the wholly owned subsidiary has been awarded letter of award for Rs. 2,209.84 crores, net of taxes.
- During the year ended March 31, 2021, the Board of Directors of the Company have approved the scheme of arrangement u/s 230 -232 of the Companies Act, 2013 between the Company and Genus Prime Infra Limited and their respective shareholders and Creditors for transfer of 'Strategic Investment division' to Genus Prime Infra Limited through demerger on a going concern basis. Accordingly, the Company has made requisite filing to appropriate authorities in this regard. Pending receipt of final approval from appropriate authorities, no impact / disclosure has been given in respect of the above transactions in the books of the Company for the quarter ended June 30, 2023.
- The company has entered into an agreement to issue 4,59,78,965 convertible share warrants, amounting to Rs. 519.01 crores approx. on private placement basis to Chiswick Investments Pte Ltd. for the purpose of strengthening its position and procuring orders in its metering business. This has been approved by the shareholders in an Extraordinary general Meeting held subsequent to quarter end June 30, 2023 on July 31, 2023.
- During the quarter ended June 30, 2023, the company has incorporated a wholly owned foreign subsidiary named Gemstar Infra Pte Limited ("Gem Star"). The company along with its wholly owned subsidiary "Gem Star" has entered into a joint venture agreement with Gem View Investment Pte Ltd ("Gem View") for setting up a platform to bid for and operate various AMISP projects.
- Segment information is presented in the Consolidated financial results as permitted under Ind AS 108 "Operating Segments".
- During the quarter under review, the company has issued 5,077 equity shares of Re. 1/- each to the employees upon exercise of employee stock options under the Employee Stock Option Scheme -2012 of the company. Further pursuant to exercise of the stock appreciation rights granted under the Employee Stock Appreciation Rights Plan 2019 ("ESAR 2019"), the company has issued 37,357 equity shares of Re.1/- each.
- During the quarter ended June 30, 2023, the company has cancelled 6,50,000 employee stock option issued under the Employee Stock Appreciation Rights Plan 2019 ("ESAR 2019") due to non achievement of vesting conditions.
- Previous period figures have been regrouped/reclassified wherever necessary to conform to current period classification.

For and on behalf of the Board of Directors

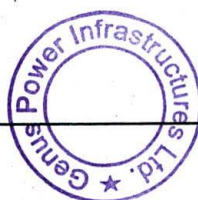
(Rajendra Kumar Agarwal)
 Managing Director & CEO

DIN: 00011127

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Place: Jaipur

Date: August 10, 2023



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(Rs. In Lakhs)

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2023

S. No.	Particulars	Quarter ended			
		30-Jun-23	31-Mar-23	30-Jun-22	31-Mar-23
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income				
(a)	Revenue from contracts with customers	26,111.13	20,232.17	18,704.19	80,838.55
(b)	Other income	1,903.20	(2,226.34)	1,003.50	1,372.29
	Total income	28,014.33	18,005.83	19,707.69	82,210.84
2	Expenses				
(a)	Cost of raw materials and components consumed	16,475.42	15,345.05	11,729.35	56,059.72
(b)	Change in inventory of finished goods and work-in-progress	601.16	(3,209.55)	672.10	(4,142.33)
(c)	Employee benefit expenses	3,574.04	3,117.75	2,915.84	12,365.41
(d)	Other expenses	2,613.84	2,274.28	1,955.89	8,690.79
(e)	Depreciation and amortisation expenses	471.66	464.02	465.09	1,873.03
(f)	Finance costs	1,241.70	962.33	572.84	2,883.30
	Total expenses	24,977.82	18,953.88	18,311.11	77,729.92
3	Profit / (loss) before tax (1-2)	3,036.51	(948.05)	1,396.58	4,480.92
4	Tax expense				
(a)	Current tax	636.23	492.35	334.36	1,690.22
(b)	Deferred tax charge / (credit)	98.12	(299.24)	(167.85)	(159.91)
(c)	Tax relating to earlier years	-	-	-	(13.75)
	Total tax expense	734.35	193.11	166.51	1,516.56
5	Net profit / (loss) for the period / year (3-4)	2,302.16	(1,141.16)	1,230.07	2,964.36
6	Share of net profit/(loss) from associate entities	3.30	12.58	(36.00)	(66.93)
7	Net profit / (loss) for the period / year (5+6)	2,305.46	(1,128.58)	1,194.07	2,897.43
8	Items of other comprehensive income/(loss) (net of tax)				
(a)	Items that will not be reclassified to statement of profit and loss	9.78	(30.55)	(19.48)	(63.37)
	Total other comprehensive income/(loss) (net of tax)	9.78	(30.55)	(19.48)	(63.37)
9	Total comprehensive income / (loss) (7+8)	2,315.24	(1,159.13)	1,174.59	2,834.06
10	Paid - up equity share capital (face value Re.1/- per share)	2,576.38	2,575.95	2,575.29	2,575.95
11	Other equity	-	-	-	95,719.39
12	Earnings per share (of Re.1/- each) (quarter is not annualised)				
	- Basic earnings per share (in Rs.)	1.00	(0.49)	0.52	1.26
	- Diluted earnings per share (in Rs.)	0.99	(0.48)	0.51	1.25

Notes:

- The above statement of unaudited consolidated financial results of Genus Power Infrastructures Limited ("the Company"), which have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI"), were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on August 10, 2023. The joint statutory auditors have carried out a limited review on the unaudited standalone financial results and issued unqualified reports thereon.
- The Company's Board has noted executable group order book position as on June 30, 2023 of Rs. 6,339.14 crores, net of taxes, which also includes the order book of wholly owned subsidiaries amounting to Rs.4,627.85 crores, net of taxes. In addition to above and subsequent to quarter ended June 30, 2023, one of the wholly owned subsidiary has been awarded letter of award for Rs. 2,209.84 crores, net of taxes.
- During the year ended March 31, 2021, the Board of Directors of the Company have approved the scheme of arrangement u/s 230-232 of the Companies Act, 2013 between the Company and Genus Prime Infra Limited and their respective shareholders and Creditors for transfer of 'Strategic Investment division' to Genus Prime Infra Limited through demerger on a going concern basis. Accordingly, the Company has made requisite filing to appropriate authorities in this regard. Pending receipt of final approval from appropriate authorities, no impact / disclosure has been given in respect of the above transactions in the books of the Company for the quarter ended June 30, 2023.
- The company has entered into an agreement to issue 4,59,78,965 convertible share warrants, amounting to Rs. 519.01 crores approx. on private placement basis to Chiswick Investments Pte Ltd. for the purpose of strengthening its position and procuring orders in its metering business. This has been approved by the shareholders in an Extraordinary general Meeting held subsequent to quarter end June 30, 2023 on July 31, 2023.

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