

**General information about company**

Scrip code	530343
NSE Symbol	GENUSPOWER
MSEI Symbol	NOTLISTED
ISIN	INE955D01029
Name of the entity	GENUS POWER INFRASTRUCTURES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Ishwar Chand Agarwal	AJCPA9438P	00011152	Executive Director	Chairperson related to Promoter		19-04-1950
2	Mr	Kailash Chandra Agarwal	ADNPA7732P	00895365	Non-Executive - Non Independent Director	Not Applicable		20-10-1971
3	Mr	Rajendra Kumar Agarwal	ADSPA6452D	00011127	Executive Director	Not Applicable	CEO	06-10-1975
4	Mr	Jitendra Kumar Agarwal	ADNPA7731Q	00011189	Executive Director	Not Applicable	MD	16-07-1977
5	Mr	Keith Mario Torpy	ZZZZZ9999Z	01451387	Non-Executive - Non Independent Director	Not Applicable		24-02-1960
6	Mr	Subhash Chandra Garg	ABIPG6374Q	01064347	Non-Executive - Independent Director	Not Applicable		16-10-1960
7	Mr	Rameshwar Pareek	ABPPP0939D	00014224	Non-Executive - Independent Director	Not Applicable		01-11-1944
8	Mr	Dharam Chand Agarwal	ADAPA0518L	00014211	Non-Executive - Independent Director	Not Applicable		10-07-1949
9	Mr	Udit Agarwal	AFQPA7335D	02820615	Non-Executive - Independent Director	Not Applicable		13-05-1973
10	Ms	Sharmila Chavaly	ABZPC2680C	06411077	Non-Executive - Independent Director	Not Applicable		21-10-1960

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		25-05-1994	24-01-2019			2	0	0	0		
2	NA		24-01-2011	29-05-2013			2	0	3	0		
3	NA		01-01-2001	24-05-2019			1	0	1	0		
4	NA		06-05-2004	20-09-2019			1	0	0	0		
5	NA		12-12-2020	12-12-2020			1	0	0	0	Textual Information(1)	
6	NA		11-11-2020	11-11-2020		34.2	1	1	1	1		
7	Yes	21-09-2018	29-01-2003	01-04-2019		114	1	1	2	0		
8	NA		14-12-2005	01-04-2019		114	3	3	5	3		
9	NA		24-10-2009	01-04-2019		114	3	3	5	2		
10	NA		01-05-2023	01-05-2023		5	1	1	0	0		

**Text Block**

Textual Information(1)

FOREIGN DIRECTOR'S PAN IS NOT APPLICABLE

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

<b>Annexure 1 Text Block</b>	
Textual Information(1)	

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01064347	Subhash Chandra Garg	Non-Executive - Independent Director	Chairperson	19-05-2021		
2	00014224	Rameshwar Pareek	Non-Executive - Independent Director	Member	01-04-2014		
3	02820615	Udit Agarwal	Non-Executive - Independent Director	Member	03-02-2023		
4	00011127	Rajendra Kumar Agarwal	Executive Director	Member	28-01-2022		



<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00014211	Dharam Chand Agarwal	Non-Executive - Independent Director	Chairperson	30-05-2014		
2	00014224	Rameshwar Pareek	Non-Executive - Independent Director	Member	30-05-2014		
3	02820615	Udit Agarwal	Non-Executive - Independent Director	Member	03-02-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00014211	Dharam Chand Agarwal	Non-Executive - Independent Director	Chairperson	30-05-2014		
2	00014224	Rameshwar Pareek	Non-Executive - Independent Director	Member	30-05-2014		
3	02820615	Udit Agarwal	Non-Executive - Independent Director	Member	03-02-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01064347	Subhash Chandra Garg	Non-Executive - Independent Director	Chairperson	19-05-2021		
2	00011127	Rajendra Kumar Agarwal	Executive Director	Member	30-05-2014		
3	00011189	Jitendra Kumar Agarwal	Executive Director	Member	01-04-2019		
4	99999999	Nathu Lal Nama	Chief Financial Officer	Member	30-09-2014		Textual Information(1)

<b>Sr Text Block</b>	
Textual Information(1)	Non Board Member

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00011152	Ishwar Chand Agarwal	Executive Director	Chairperson	30-05-2014		
2	00011127	Rajendra Kumar Agarwal	Executive Director	Member	30-05-2014		
3	00011189	Jitendra Kumar Agarwal	Executive Director	Member	30-05-2014		
4	00014211	Dharam Chand Agarwal	Non-Executive - Independent Director	Member	30-05-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00011152	Ishwar Chand Agarwal	Finance Committee	Executive Director	Chairperson	
2	00011127	Rajendra Kumar Agarwal	Finance Committee	Executive Director	Member	
3	00011189	Jitendra Kumar Agarwal	Finance Committee	Executive Director	Member	
4	00011152	Ishwar Chand Agarwal	Sales Committee	Executive Director	Chairperson	
5	00011127	Rajendra Kumar Agarwal	Sales Committee	Executive Director	Member	
6	00011189	Jitendra Kumar Agarwal	Sales Committee	Executive Director	Member	
7	00011152	Ishwar Chand Agarwal	Share Allotment Committee	Executive Director	Chairperson	
8	00011127	Rajendra Kumar Agarwal	Share Allotment Committee	Executive Director	Member	
9	00011189	Jitendra Kumar Agarwal	Share Allotment Committee	Executive Director	Member	
10	00014224	Rameshwar Pareek	Committee of Independent Directors	Non-Executive - Independent Director	Member	Textual Information(1)

**Other Committee Text Block**

Textual Information(1)

There are two Directors in the Committee of Independent Directors:

1. Mr. Rameshwar Pareek : Chairman (Independent Director)

2. Mr. Dharam Chand Agarwal : Member (Independent Director)

Due to restrictions in the number of rows, there is no option to enter the same.

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-05-2023				Yes	9	6	2
2	23-05-2023		21		Yes	10	8	4
3	30-06-2023		37		Yes	10	6	4
4		04-07-2023	3		Yes	10	9	5
5		10-08-2023	36		Yes	10	9	5
6		26-08-2023	15		Yes	10	7	5



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Nomination and remuneration committee	01-05-2023				Yes	3	3	3	0
2	Nomination and remuneration committee	23-05-2023	21			Yes	3	3	3	0
3	Nomination and remuneration committee	30-06-2023	37			Yes	3	3	3	0
4	Nomination and remuneration committee	10-08-2023	40			Yes	3	3	3	0
5	Audit Committee	23-05-2023				Yes	4	3	2	0
6	Audit Committee	04-07-2023	41			Yes	4	4	3	0

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Audit Committee	10-08-2023	36			Yes	4	4	3	0
8	Audit Committee	26-08-2023	15			Yes	4	3	3	0
9	Stakeholders Relationship Committee	12-04-2023				Yes	3	3	3	0
10	Stakeholders Relationship Committee	10-07-2023	88			Yes	3	3	3	0
11	Risk Management Committee	31-05-2023				Yes	3	3	1	1
12	Risk Management Committee	26-09-2023	117			Yes	3	3	1	1

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Ankit Jhanjhari
2	Designation	Company Secretary and Compliance Officer

**Annexure III****III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	Ankit Jhanjhari
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	-704889350	287148815	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Corporate Guarantee	0	200000000
Promoter Group or any other entity controlled by them	None	0	0
Directors (including relatives) or any other entity controlled by them	None	0	0
KMPs or any other entity controlled by them	None	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	None	0	0
Promoter Group or any other entity controlled by them	None	0	0
Directors (including relatives) or any other entity controlled by them	None	0	0
KMPs or any other entity controlled by them	None	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Nathulal Nama		
Designation	CFO		
Place	Jaipur		
Date	19-10-2023		



<b>Details of Cyber security incidence</b>	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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**Signatory Details**

Name of signatory	Ankit Jhanjhari
Designation of person	Company Secretary and Compliance Officer
Place	Jaipur
Date	19-10-2023

