

September 10, 2024

Sub: Disclosure/detail in respect of incorporation of two wholly-owned step-down subsidiary companies, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the Company has incorporated following two wholly-owned step-down subsidiaries (SPVs) on September 10, 2024:

1. GENUS SHEKHAWATI SMART METERING SOLUTIONS SPV PRIVATE LIMITED
2. GENUS MARWAR SMART METERING SOLUTIONS SPV PRIVATE LIMITED

The details/disclosure in respect of the said subsidiaries, as required under Regulation 30 of the SEBI Listing Regulations, read with Schedule III thereto and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is provided in the '**Annexure-A**', as attached.

Annexure-A

The details with regard to incorporation of wholly-owned step-down subsidiary, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover, etc.	1. GENUS SHEKHAWATI SMART METERING SOLUTIONS SPV PRIVATE LIMITED 2. GENUS MARWAR SMART METERING SOLUTIONS SPV PRIVATE LIMITED Authorized capital: Rs. 1,00,000/- (Rupees One Lakh only of each SPV). Subscribed capital: Rs. 1,00,000/- (Rupees One Lakh only of each SPV).
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	Both the SPVs are the Related Parties. These are the wholly-owned step- down subsidiaries of the Company. Save and except as mentioned above, the Promoters / promoter group / group companies are not interested in the transaction.
3	Industry to which the entity being acquired belongs.	Power Infrastructure and Distribution Industry/ business.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	These are incorporated as SPVs for execution of Advanced Metering Infrastructure Service Provider (AMISP) Contract.
5	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable
6	Indicative time period for completion of the acquisition.	Not Applicable
7	Nature of consideration - whether cash consideration or share swap and details of the same.	Cash
8	Cost of acquisition or the price at which the shares are acquired.	Not Applicable. (Subscribed to the share capital at face value of Re.1 each, total amounting to Rs. 1 lakh each SPV)
9	Percentage of shareholding / control acquired and/ or number of shares acquired.	100% by Genus Metering Communication Private Limited (wholly-owned subsidiary of the Company) in both the SPVs
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	These SPVs are incorporated on September 10, 2024 under the provisions of the Companies Act, 2013, and the registered office of the abovesaid companies are situated in the State of Delhi. Their main object is "Manufacturing of all type of smart /advanced / prepaid meters".