Quarterly Compliance Report on Corporate Governance under Regulation 27(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Listed Entity : Genus Power Infrastructures Limited

Quarter ending : December 31, 2015

Tittle Name of the Director PAN DIN Category Date of (Mr. / Mr.) Non-frost of (Mr. / Mr.) Non-frost of (Mr.) Non-frost of (Mr.) Non-frost of (Mr.) Non-frost of (Chairperson) Appointment in (Mr.) Non-frost of (Chairperson) Appointment in (Mr.) Non-frost of (Chairperson) Appointment in (Mr.) Non-frost of (Chairperson) Non-frost of (Chairperson) Non-frost of (Mr.) N	i. comp	 Composition of Board of Directors 	rectors							
	Title	Name of the Director	PAN	DIN	Category	Date of	Tenure	No of	Number of	No of post of
Including this Incl	(Mr./				(Chairperson/	Appointment in	<u>;</u> *	Directorship in	memberships in	Chairperson in
Independenty Inde					Executive /	term / cessation	Year)	including this	Stakeholder	Committee held i
Shwar Chand					Independent/			listed entity	Committee (s)	listed entities
Satyan Narayan Sammila Agarwal					Nominee)			(Refer	including this	including this listed
Ishwar Chand								Regulation	listed entity	entity
Ishwar Chand AJCPA9438P O0011152 Executive Agarwal Agarwal Agarwal ADNPA7732P O0895365 Chairman AAJCPA9438P O0011152 Chairman AAJCPA9438P O0011152 Chairman Agarwal AAJCPA9438P O0011127 Director CEC Chairman AAJCPA9438P O0011127 Director CEC CAJCPA9438P O0011127 Director CAJCPA9438P O0011128 Director CAJCPA9438P O0011128 Director CAJCPA9438P O0011128 CAJCPA9438P O0011128 CAJCPA9438P O0011128 CAJCPA9438P O0011128 CAJCPA9438P O0011128 CAJCPA9438P O0011128 CAJCPA9438P O0014241 Director CAJCPA9438P O0014224 Director CAJCPA9438P O0014224 Director CAJCPA9438P O00142014 CAJCPA94335D O0014224 Director CAJCPA94335D O0014224 Director CAJCPA94335D O0014228 Director CAJCPA94335D O001428 Director CAJCPA94335D O0014438 DIRECTOR CAJCPA94335D O00								Pozilational	Delay of listing	Jelas regulation
Ishwar Chand AJCPA9438P O0011152 Executive Agarwal Agarwal Agarwal AJCPA9438P O0011152 Chairman Agarwal AAJAPA0513P O0895365 (Non Executive) Agarwal AAJAPA0513P O0895365 (Non Executive) Director & CEO O2011127 Director & CEO O201127 Director & CEO O201127 O0011189 Director & CEO O201127 O0011189 Director & CEO O201127 O0011189 O011127 O0111189 O011127 O								Neguiations)	Regulations)	Regulations)
Kailash Chandra ADNPA7732P 00895365 Vice Chairman Agarwal 24.01.2011 N.A. 02 02 Agarwal Agar	Mr.	Ishwar Chand Agarwal	AJCPA9438P	00011152	Executive Chairman	24.01.2014	N.A.	02	NIL	NIL
Rajendra Kumar ADSPA6452D 00011127 Managing Director & CEO 29.05.2013 N.A. 01 NIL Jitendra Kumar Agarwal ADNPA7731Q 00011189 Joint Managing Director & CEO 20.09.2014 N.A. 01 NIL Satya Narayan Agarwal AAGPV9048K 03185976 Executive Director 14.11.2014 (03.12.2015*) N.A. 01 NIL Sharmila Agarwal AAFPA9579D 07137624 Director Non-Executive Director 30.03.2015 N.A. 01 NIL Bhairon Singh Solanki ABJPS7305L 00012141 Director 01.04.2014 5 02 04 Indraj Mal Bhutoria ADHPB5294R 00762361 Director 01.04.2014 5 01 NIL Pagarwal ABPPP0939D 00014224 Director 01.04.2014 5 04 05 Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 04 Udit Agarwal AALPG0528Q 00097128 Director 01.04.2014 5	Mr.	Kailash Chandra Agarwal	ADNPA7732P	00895365	Vice Chairman (Non Executive)	24.01.2011	N.A.	02	02	NIL.
Jitendra Kumar ADNPA7731Q Dint Managing Dint Managing Dint Managing Dint Managing Director Agarwal N.A. O1 NIL	Mr.	Rajendra Kumar Agarwal	ADSPA6452D	00011127	-	29.05.2013	N.A.	01	NIL	NIL
Satya Narayan Vijayvergiya# AAGPV9048K 03185976 Executive Director 14.11.2014 (03.12.2015*) N.A. 01 NIL Sharmila Agarwal AAFPA9579D 07137624 Non-Executive Director 30.03.2015 N.A. 01 NIL Bhairon Singh ABJPS7305L 00012141 Director 01.04.2014 5 02 04 Solanki ABJPS7305L 00012141 Director 01.04.2014 5 02 04 Indraj Mal Bhutoria ADHPB5294R 00762361 Director 01.04.2014 5 01 NIL Indraj Mal Bhutoria ABPPP0939D 00014224 Director 01.04.2014 5 01 NIL Indraj Mal Bhutoria ABPP09339D 00014224 Director 01.04.2014 5 01 NIL Indraj Mal Bhutoria ABPP09339D 00014224 Director 01.04.2014 5 04 05 Indraj Mal Bhutoria ABPP09339D 0014224 Director 01.04.2014 5 02 04<	Mr.	Jitendra Kumar Agarwal	ADNPA7731Q	00011189	Joint Managing Director	20.09.2014	N.A.	01	NE	NIL
Sharmila Agarwal AAFPA9579D 07137624 Non-Executive Director 30.03.2015 N.A. 01 NIL Bhairon Singh Solanki ABJPS7305L 00012141 Director 01.04.2014 5 02 04 Indraj Mal Bhutoria ADHPB5294R 00762361 Director 01.04.2014 5 01 NIL Rameshwar Pareek ABPPP0939D 00014224 Director 01.04.2014 5 04 05 Dharam Chand Agarwal ADAPA0518L 00014211 Director 01.04.2014 5 02 04 Udit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 04 NIL Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NIL	Mr.	Satya Narayan Vijayvergiya [#]	AAGPV9048K	03185976	Executive Director	14.11.2014 (03.12.2015*)	N.A.	01	NIL	NIL
Bhairon Singh ABJPS7305L 00012141 Director 01.04.2014 5 02 04 Indraj Mal Bhutoria ADHPB5294R 00762361 Director 01.04.2014 5 01 NIL Rameshwar Pareek ABPPP0939D 00014224 Director 01.04.2014 5 04 05 Dharam Chand Agarwal ADAPA0518L 00014211 Director 01.04.2014 5 02 04 05 Udit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 04 02 Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NiL	Ms.	Sharmila Agarwal	AAFPA9579D	07137624	Non-Executive Director	30.03.2015	N.A.	01	NIL	NIL
Indraj Mal Bhutoria ADHPB5294R 00762361 Director 01.04.2014 5 01 NIL Rameshwar Pareek ABPPP0939D 00014224 Director 01.04.2014 5 04 05 Dharam Chand Agarwal ADAPA0518L 00014211 Director 01.04.2014 5 02 04 Udit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 02 Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 Nil	Mr.	Bhairon Singh Solanki	ABJPS7305L	00012141	Director	01.04.2014	5	02	04	NIL
Rameshwar Pareek ABPPP0939D 00014224 Director 01.04.2014 5 04 05 Dharam Chand Agarwal ADAPA0518L 00014211 Director 01.04.2014 5 02 04 04 Udit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 02 Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NiL	Mr.	Indraj Mal Bhutoria	ADHPB5294R	00762361	Director	01.04.2014	5	01	NIL	NIL
Dharam Chand ADAPA0518L 00014211 Director 01.04.2014 5 02 04 Ludit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 02 Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NiL	Mr.	Rameshwar Pareek	ABPPP0939D	00014224	Director	01.04.2014	5	04	20	01
Udit Agarwal AFQPA7335D 02820615 Director 01.04.2014 5 02 02 Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NiL	Mr.	Dharam Chand Agarwal	ADAPA0518L	00014211	Director	01.04.2014	5	02	04	03
Naveen Gupta AALPG0528Q 00097128 Director 01.04.2014 5 02 NiL	Mr.	Udit Agarwal	AFQPA7335D	02820615	Director	01.04.2014	5	02	02	02
	Mr.	Naveen Gupta	AALPG0528Q	00097128	Director	01.04.2014	5	02	NIL	NIL

Ceased to be a Director on account of resignation with effect from 03.12.2015.

^{*} Filled only for Independent Director. Tenure means total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson / Executive /
		Non-Executive / Independent / Nominee) ^{\$}
1. Audit Committee	1. Mr. Rameshwar Pareek	Independent (Chairman)
	2. Mr. Dharam Chand Agarwal	Independent (Member)
	3. Wg. Cdr. (Retd.) Bhairon Singh Solanki	Independent (Member)
2. Nomination & Remuneration Committee	1. Mr. Dharam Chand Agarwal	Independent (Chairman)
	2. Mr. Rameshwar Pareek	Independent (Member)
	3. Wg. Cdr. (Retd.) Bhairon Singh Solanki	Independent (Member)
3. Stakeholders' Relationship Committee	1. Mr. Dharam Chand Agarwal	Independent (Chairman)
	2. Mr. Rameshwar Pareek	Independent (Member)
	3. Wg. Cdr. (Retd.) Bhairon Singh Solanki	Independent (Member)

12.08.2015	quarter	Date(s)	III. Mee
)15		Date(s) of Meeting (if any) in the previous	III. Meeting of Board of Directors
		(if any) in	of Directors
		the	
		previous	
09.11.2015	quarter	Date(s)	
15		Date(s) of Meeting (if any) in the	
		(if any)	
		2.	
		he relevant	
88	number of days)	Maximum g	
	lays)	gap betwee	
		n any	
		Maximum gap between any two consecutive (in	
		/e (in	

quarter (in any) in any	quarter quarter	ul disk) iii die leievalid iv	quarter quarter quarter quarter
12.08.2015	09.11.2015	88	
IV. Meeting of Committees*			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of th committee in the previous quarter	Date(s) of meeting of the Committee in the relevant quarter met (details)
09.11.2015	All three members of the Committee 12.08.2015	12.08.2015	88
	were present.		

^{*} This information has been given for audit committee only.

V. Neidled Faily Iransactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have Yes	Yes
been reviewed by Audit Committee	



VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
- Audit Committee
- Nomination & remuneration committee
- . Stakeholders relationship committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: No Comments/Observation.

(Ankit Jhanjhari) Company Secretary

THE ASTAUCTURES LIMITED & GENTINGS STATES

Date: 12.01.2016 Place: Jaipur