

Genus/STX/AR/2013/
September 19, 2013

The Manager
Listing & Corporate Communications,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.

(NSE Code: GENUSPOWER)

Sub: Proceeding of the 21st Annual General Meeting (AGM) of the Company.

Dear Sir,

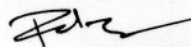
Pursuant to Clause 31 of the Listing Agreement, we wish to inform you that the Members at the 21st Annual General Meeting ("AGM") of the Company held on Wednesday, September 18, 2013, passed all the Resolutions with requisite majority as specified in the Notice of this AGM (certified true copy enclosed) viz:-

1. Adoption of Annual Report and Annual Accounts for the year ended March 31, 2013.
2. Declaration of dividend of Re.0.10/- per equity share for the financial year ended March 31, 2013.
3. Re-appointment of Mr. Dharam Chand Agarwal as Director of the Company, liable to retire by rotation.
4. Re-appointment of Mr. Udit Agarwal as Director of the Company, liable to retire by rotation.
5. Re-appointment of the Auditors to hold office from the conclusion of this annual general meeting until the conclusion of the next annual general meeting and to fix their remuneration.
6. Approval of the re-designation of Mr. Kailash Chandra Agarwal, as non-executive Vice Chairman on the Board of directors of the company w.e.f. May 29, 2013.
7. Approval of the appointment of Mr. Rajendra Kumar Agarwal, as Managing Director (MD) and Chief Executive Officer (CEO) of the Company for a period of three years with effect from May 29, 2013.

You are requested to take the above on record.

Thanking you.

Yours faithfully,
For Genus Power Infrastructures Limited



Director/~~Company Secretary~~



Encl.: Certified Copy of Notice convening 21st AGM