September 25, 2026

BSE Limited, (Corporate Relationship Department), P J Towers, Dalal Street, Fort, Mumbai- 400 001 BSE Code: 530343	National Stock Exchange of India Ltd., (Listing & Corporate Communications), Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051. NSE Symbol: GENUSPOWER

Sub: Proceeding of the 34th Annual General Meeting.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find attached the following with regard to the 34th Annual General Meeting ("AGM") of the Company, held on Friday, September 25, 2026:

(1) Proceeding of the 34th AGM.
(2) Consolidated Scrutinizer's Report.

This is to confirm that all the resolutions as set out in the Notice dated August 27, 2026 convening the 34th AGM of the Company have been duly passed with requisite majority.

Kindly take the above in your record.

Thanking you.

Yours faithfully,

For **Genus Power Infrastructures Limited**

PURAN SINGH RATHORE
Digitally signed by PURAN SINGH RATHORE
Date: 2026.09.25 16:38:52 +05'30'

(Puran Singh Rathore)
Joint Company Secretary & Compliance Officer
Encl. as above

PROCEEDING OF THE 34TH ANNUAL GENERAL MEETING ("AGM" or "the Meeting") OF GENUS POWER INFRASTRUCTURES LIMITED ("the Company") HELD ON FRIDAY, SEPTEMBER 25, 2026 AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS AND CONCLUDED AT 11:45 A.M. (IST).

- Mr. Puran Singh Rathore, Joint Company Secretary & Compliance Officer of the Company, commenced the meeting and extended a warm welcome to all Members, directors and other participants attending the 34th Annual General Meeting ("AGM") through Video Conferencing ("VC") and Other Audio Visual Means ("OAVM").

- He apprised the Members of the general guidelines for participation through VC/OAVM and informed them that the Company had provided remote e-voting facility to enable Members to exercise their right to vote on the resolutions set out in the Notice of the AGM. The remote e-voting facility was open from Tuesday, September 22, 2026 at 09:00 a.m. (IST) to Thursday, September 24, 2026 at 05:00 p.m. (IST). He further informed that Members who had not cast their vote through remote e-voting could exercise their voting right during the AGM through the e-voting system made available at the meeting. He also stated that the Members participating through VC/OAVM would be counted for the purpose of quorum of the meeting.

- He further informed that all statutory registers, documents referred to in the Notice of the AGM, and other relevant documents were made available electronically for inspection by the Members. He further informed that Mr. Ishwar Chandra Agrawal, Chairman of the Company, was unable to attend the Meeting due to certain exigencies. With the permission of the Directors and Members present, he invited Mr. Kailash Chandra Agarwal, Vice Chairman of the Company, to preside over the Meeting and commence the proceedings of the Meeting.

- Thereafter, Mr. Kailash Chandra Agarwal, Vice Chairman of the Company chaired the Meeting.

- The Chairman of the meeting ('Chairman') informed that the Meeting was held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India (MCA) and the Securities and Exchange Board of India (SEBI). The Company had taken all feasible efforts to enable Members to participate through VC / OAVM and to vote at the Meeting.

- After confirming the requisite quorum was present through video conference, the Chairman called the Meeting to order and commenced the proceedings.

- The Chairman then introduced other Board members, KMPs and other invitees, who were attending the AGM through VC.

- The Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the meeting. The representatives of the Auditors were also present at the meeting.

- Thereafter, the Chairman delivered his speech covering the Company's performance, operational & technological capabilities, outlook and other related matters.

- The Chairman further informed the Members that the Annual Report and the Notice convening the AGM had been sent through electronic mode and also made available on the website of the Company and the website of the Stock Exchanges i.e. BSE and NSE and the website of the Evoting Agency i.e. CDSL. With the Notice already circulated to all Members, the Notice convening the AGM, the Independent Auditors' Report and the Secretarial Audit Report were taken as read.

- The Chairman further informed the Members that those who had not voted through remote e-voting and who participated in the AGM could vote through the e-voting process conducted at the AGM.

- The Chairman further informed that Mr. Sandeep Jain and in his absence Ms. Lata Gyanmalani, partners of M/s. ARMS & Associates LLP, Company Secretaries, Jaipur had been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

- The Chairman further informed that the results would be declared within two working days from the conclusion of the AGM, based on the scrutinizer's report after taking into consideration the votes cast through remote e-voting and votes cast through e-voting at the AGM and the aforesaid would be displayed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for conducting remote e-voting and e-voting at the AGM) post intimation to the stock exchanges.

- The following business items as set out in the Notice convening the 34th AGM of the Company were transacted at the meeting and passed with requisite majority:

Item No.	Item of business	Type of Resolution
Ordinary Business		
1	To receive, consider and adopt (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon	Ordinary
2	To declare dividend of Rs. 0.50 (fifty paise only) per equity share of face value of Rs.1 each for the financial year ended March 31, 2026	Ordinary
3	To appoint a director in place of Dr. Keith Mario Torpy (DIN: 01451387), who retires from office by rotation, and being eligible, offers himself for re-appointment	Ordinary
4	To appoint a director in place of Mr. Kailash Chandra Agarwal (DIN: 00895365), who retires from office by rotation, and being eligible, offers himself for reappointment	Ordinary
Special Business		
5	To ratify the remuneration of Cost Auditors for the financial year 2026-27	Ordinary

- The Chairman then invited the Members who had registered themselves as speakers to ask questions concerning the Annual Report and the Notice of the AGM. Mr. Kailash Chandra Agarwal, Chairman of the Meeting, responded to the queries raised by the Members during the Meeting and provided the necessary clarifications.

- Thereafter, the Chairman of the meeting, informed that e-voting facility would also remain open for 15 minutes post conclusion of the AGM and requested to the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.

- The Chairman thanked the Members for joining the AGM and declared the meeting as concluded.

- Thereafter, the voting process was concluded.

For **Genus Power Infrastructures Limited**

PURAN SINGH RATHORE

Digitally signed by PURAN SINGH RATHORE
Date: 2026.09.25 16:37:48 +05'30'

(Puran Singh Rathore)
Joint Company Secretary & Compliance Officer
M. No.: ACS 25543

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of the **34th Annual General Meeting ("AGM" / "Meeting")** of Genus Power Infrastructures Limited held on Friday, September 25, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The deemed venue for the AGM was the Registered Office of the Company.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting conducted prior to and during the 34th Annual General Meeting ("AGM") of Genus Power Infrastructures Limited in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

I, Sandeep Kumar Jain, Designated Partner of M/s ARMS and Associates LLP, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of M/s Genus Power Infrastructures Limited (herein after referred to as the "Company") vide Board Resolution dated August 27, 2026 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") prior to and at the AGM in a fair and transparent manner on all the resolutions contained in the Notice dated August 27, 2026 ("Notice") issued by the Company in accordance with General Circulars issued by the Ministry of Corporate Affairs ("MCA") vide Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI and other relevant circulars issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), convening the 34th AGM of its Members through VC/OAVM on Friday, September 25, 2026 at 11:00 A.M.(IST).

I hereby confirm that I am familiar and well-versed with the electronic voting system (prior to and at the AGM) and the provisions as prescribed under the Section 108 and 109 of the Act and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended. As the Scrutinizer, I have to scrutinize the process of remote e-voting prior to and at the AGM in a fair and transparent manner.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirement of the Act, Rules made thereunder, MCA Circulars and the SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015 as amended, relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice convening the AGM.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer for remote e-voting prior to and at the AGM is restricted to making a consolidated Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities prior to and at the AGM, and that the e-voting is conducted in a fair and transparent manner.

In view of above, I submit my report as under:

(a) The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited for conducting remote e-voting prior to and at the AGM by the Members of the Company. Members had also an option to cast their vote through e-voting system at the AGM by attending the Meeting.

(b) The Members of the Company holding shares as on the "cut-off" date i.e. Friday, September 18, 2026 were entitled to vote on all the resolutions as contained in the Notice of the AGM.

(c) The remote e-voting period (prior to the AGM) began on Tuesday, September 22, 2026 at 09:00 A.M. (IST) and ends on Thursday, September 24, 2026 at 05:00 P.M. (IST).

(d) The remote e-voting facility at the AGM was in operation till all the resolutions were considered and voted upon in the meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting prior to the AGM.

(e) The votes cast through remote e-voting prior to and at the AGM were unblocked on Friday, September 25, 2026 after the conclusion of the AGM and e-voting at the AGM in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same. Thereafter, the voting summary statement was downloaded from the CDSL e-voting system.

MUKESH KUMAWAT Digitally signed by MUKESH KUMAWAT Date: 2026.09.25 16:13:06 +05'30'

Mukesh Kumawat

PAWAN TYAGI Digitally signed by PAWAN TYAGI Date: 2026.09.25 16:15:06 +05'30'

Pawan Tyagi

(f) I have scrutinized and reviewed the remote e-voting prior to and at the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system and the summary of the e-voting results is attached hereafter as **ANNEXURE-I.**

(g) The data and all other relevant records relating to e-voting will be handed over to the Chairman / Company Secretary of the Company for safe keeping as provided in the Act read with the relevant Rules.

On the basis of the above voting details, all the resolutions as set out in the Notice dated August 27, 2026 convening the 34th AGM of the Company were passed by the Members with requisite majority and hence deemed to be passed on the date of AGM.

Thanking you,

Yours faithfully,

For ARMS & Associates LLP
Company Secretaries
ICSI URN: P2011RJ023700
PR 6756/2025

SANDEEP KUMAR JAIN Digitally signed by SANDEEP KUMAR JAIN Date: 2026.09.25 16:15:55 +05'30'

Sandeep Kumar Jain
Designated Partner
FCS 5398 CP No.4151
UDIN: F005398H001608076

Jaipur, September 25, 2026

Countersigned by:
For **Genus Power Infrastructures Limited**

PURAN SINGH RATHORE Digitally signed by PURAN SINGH RATHORE Date: 2026.09.25 16:37:15 +05'30'

(Puran Singh Rathore)
Joint Company Secretary
& Compliance Officer

ARMS & ASSOCIATES LLP

Practicing Company Secretaries

E-251, Vardhman Marg, Lal Kothi Scheme, Jaipur-302005, Raj

Telephone: 0141-4816711, Mob No.: +91-9828050920

Email: cssandeep@armsandassociates.com

website: www. armsandassociates.com

ANNEXURE-1

Resolution 1: Ordinary Resolution

To receive, consider and adopt (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon.

Votes	Remote E-Voting (Prior to the AGM)		E-Voting at the AGM		Consolidated Results		% of total number valid votes cast	Invalid Votes	
	Number of members voted	Number of valid votes cast by them	Number of members present and voted	No. of valid votes cast by them	Total number of members voted	Total number of valid votes cast by them		Total number of members whose votes were declared invalid	Number of votes cast
For	286	173030106	3	1030	289	173031136	99.84		
Against	36	281750	0	0	36	281750	0.16	0	0
Total	322	173311856	3	1030	325	173312886	100.00		

Resolution 2: Ordinary Resolution

To declare dividend of Re. 0.50/- (Fifty Paise only) per equity share of face value of Re. 1/- each for the financial year ended March 31, 2026

Votes	Remote E-Voting (Prior to the AGM)		E-Voting at the AGM		Consolidated Results		% of total number valid votes cast	Invalid Votes	
	Number of members voted	Number of valid votes cast by them	Number of members present and voted	No. of valid votes cast by them	Total number of members present and voting	Total number of valid votes cast by them		Total number of members whose votes were declared invalid	Number of votes cast
For	290	173311080	3	1030	293	173312110	100.00		
Against	32	776	0	0	32	776	0.00	0	0
Total	322	173311856	3	1030	325	173312886	100.00		

Resolution 3: Ordinary Resolution

To appoint a director in place of Dr. Keith Mario Torpy (DIN: 01451387), who retires from office by rotation, and being eligible, offers himself for re-appointment

Votes	Remote E-Voting (Prior to the AGM)		E-Voting at the AGM		Consolidated Results		% of total number valid votes cast	Invalid Votes	
	Number of members voted	Number of valid votes cast by them	Number of members present and voted	No. of valid votes cast by them	Total number of members present and voting	Total number of valid votes cast by them		Total number of members whose votes were declared invalid	Number of votes cast
For	280	173130949	3	1030	283	173131979	99.90	0	0
Against	48	180907	0	0	48	180907	0.10		
Total	328	173311856	3	1030	331	173312886	100.00		

Resolution 4: Ordinary Resolution

To appoint a director in place of Mr. Kailash Chandra Agarwal (DIN: 00895365), who retires from office by rotation, and being eligible, offers himself for reappointment

Votes	Remote E-Voting (Prior to the AGM)		E-Voting at the AGM		Consolidated Results		% of total number valid votes cast	Invalid Votes	
	Number of members voted	Number of valid votes cast by them	Number of members present and voted	No. of valid votes cast by them	Total number of members present and voting	Total number of valid votes cast by them		Total number of members whose votes were declared invalid	Number of votes cast
For	280	173076697	3	1030	283	173077727	99.86	0	0
Against	47	235159	0	0	47	235159	0.14		
Total	327	173311856	3	1030	330	173312886	100.00		

ARMS & ASSOCIATES LLP

Practicing Company Secretaries

E-251, Vardhman Marg, Lal Kothi Scheme, Jaipur-302005, Raj

Telephone: 0141-4816711, Mob No.: +91-9828050920

Email: cssandeep@armsandassociates.com

website: www. armsandassociates.com

Resolution 5: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2026-27

Votes	Remote E-Voting (Prior to the AGM)		E-Voting at the AGM		Consolidated Results		% of total number valid votes cast	Invalid Votes	
	Number of members voted	Number of valid votes cast by them	Number of members present and voted	No. of valid votes cast by them	Total number of members present and voting	Total number of valid votes cast by them		Total number of members whose votes were declared invalid	Number of votes cast
For	286	173310742	3	1030	289	173311772	100		
Against	36	1114	0	0	36	1114	0.00	0	0
Total	322	173311856	3	1030	325	173312886	100.00		