

Corporate Governance Report for the Quarter ended 31.03.2025

1. Name of Listed Entity : **Genus Paper & Boards Limited**

2. Quarter ending : **31st March, 2025**

I. Composition of Board of Directors								
Title (Mr. / Mrs.)	Name of the Director	PAN [§] & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^{&}	Date of Appointment in the current term /cessation	Tenure *	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)
Mr.	Ishwar Chand Agarwal	PAN (AJCPA9438P), DIN: 00011152	Non-Executive Director (Chairman related to promoter)	11.01.2012	147 Months	2	NIL	NIL
Mr.	Kailash Chandra Agarwal	PAN(ADNPA7732P), DIN:- 00895365	Managing Director & CEO	11.01.2012	147 Months	2	2	NIL
Mr.	Surya Prakash Sinha	PAN (AEHPS7479G) DIN: 06530766	Executive Director	12.10.2015	114 Months	1	NIL	NIL
Mrs.	Anu Sharma	PAN (BSHPS0285B) DIN: 07301904	Independent Non-Executive Director	12.10.2015	114 Months	2	2	2
Mr.	Akhilesh Kumar Maheshwari	PAN (AADPM7810R) DIN: 00062645	Executive Director	01.03.2021/ 01.03.2025/	48 Months	1	NIL	NIL
Mr.	Pradeep Narain Tandon	PAN (AGSPT6919K) DIN: 08490641	Independent Non-Executive Director	25.06.2019	70 Months	1	2	2
Mrs.	Rekha Srivastava	PAN (BCQPS2131F) DIN: 09679039	Independent Non-Executive Director	10.08.2022	32 Months	1	2	NIL
Mr.	Nishant Chandra Agarwal	PAN (AFJPA2062C) DIN: 10727048	Independent Non-Executive Director	01.08.2024	8 Months	1	2	NIL

[§]PAN number of any director would not be displayed on the website of Stock Exchange

[&]Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
* to be filled only for Independent Director. Tenure would mean 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	Sh. Pradeep Narain Tandon, Sh. Nishant Chandra Agarwal, Smt. Rekha Srivastava Sh. Kailash Chandra Agarwal	Chairman (Non-Executive, Independent Director) Member (Non-Executive, Independent Director) Member (Non-Executive, Independent Director) Member (Executive Promoter Director)
2. Nomination & Remuneration Committee	Sh. Pradeep Narain Tandon, Sh. Nishant Chandra Agarwal, Smt. Rekha Srivastava	Chairman (Non-Executive, Independent Director) Member (Non-Executive, Independent Director) Member (Non-Executive, Independent Director)
3. Stakeholders Relationship Committee	Sh. Pradeep Narain Tandon, Sh. Nishant Chandra Agarwal, Smt. Rekha Srivastava	Chairman (Non-Executive, Independent Director) Member (Non-Executive, Independent Director) Member (Non-Executive, Independent Director)
4. Corporate Social Responsibility (CSR) Committee	Sh. Pradeep Narain Tandon, Sh. Nishant Chandra Agarwal, Sh. Kailash Chandra Agarwal, Sh. Surya Prakash Sinha	Chairman (Non-Executive, Independent Director) Member (Non-Executive, Independent Director) Member (Executive Promoter Director) Member (Executive Director)
5. Committee of Directors for Bank Funding	Sh. Kailash Chandra Agarwal, Sh. Surya Prakash Sinha, Sh. Akhilesh Kumar Maheshwari, (Note: Till 01.03.2025 due to cessation of directorship) Sh. Nishant Chandra Agarwal	Chairman (Executive Promoter Director) Member (Executive Director) Member (Executive Director) Member (Non-Executive, Independent Director)
<i>§Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>		

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14.11.2024	12.02.2025	89 days

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 the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee:- 12.02.2025	Yes	Audit Committee:- 14.11.2024	89 days
Nomination and Remuneration Committee:- 27.01.2025 27.03.2025	Yes	Nomination and Remuneration Committee:- 13.11.2024	74 days 58 days
Stakeholders Relationship Committee:- 31.03.2025	Yes	Stakeholders Relationship Committee:- 31.12.2024	89 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
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 been reviewed by Audit Committee	Yes

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.*
- If status is "No" details of non-compliance may be given here.*

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: YES
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee: YES
 - Nomination & remuneration committee: YES
 - Stakeholders relationship committee: YES
 - Risk management committee (applicable to the top 1000 listed entities): NA
- 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
- 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
- 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:

Kunal Nayar
Company Secretary & Compliance Officer

Place: Moradabad
Date: 28.04.2025

Note:
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.