



# Genus Paper & Boards Ltd.

**Genus**  
energizing lives

(A Kailash Group Company)

**Regd. Off. & Works :** Kanth Road, Aghwanpur, Moradabad-244001 (U.P.)

Ph. : +91-591-2511171, 09837075702/3 Fax : +91-591-2511242 E-mail : admin@genuspaper.com

Date: 14<sup>th</sup> July, 2015

<b>BSE Limited</b> (Corporate Relationship Department), 1 <sup>st</sup> Floor, P.J. Towers, Dalal Street, Fort, Mumbai - 400001  Fax No.: 022-22723719 / 22723121 / 22722039 E-mail: <a href="mailto:corp.compliance@bseindia.com">corp.compliance@bseindia.com</a>  Scrip Code : 538961	<b>National Stock Exchange of India Ltd.</b> (Listing & Corporate Communications), Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.  Fax No: (022) 26598237 / 38 E-mail: <a href="mailto:cc_nse@nse.co.in">cc_nse@nse.co.in</a>  Symbol : GENUSPAPER
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Dear Sirs,

**Re: CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30.06.2015**

Ref: SEBI Circular no. CIR/CFD/POLICY CELL/2/2014 dated 17.4.2015 and as amended on 15.9.2014

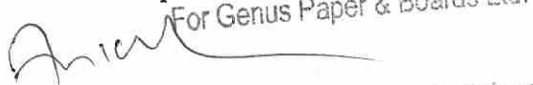
Pursuant to Clause 49 of the Listing Agreement, please find enclosed herewith the compliance report on Corporate Governance for the quarter ended 30<sup>th</sup> June, 2015 as per the revised format prescribed by the Stock Exchange.

This is for your kind information and records please.

Thanking You !

Yours truly,

For **Genus Paper & Boards Limited**

  
For Genus Paper & Boards Ltd.

**Director / Company Secretary**  
Company Secretary

Encl: A/a

**Corporate Office :** D-116, Okhla Industrial Area, Phase-I, New Delhi-110 020, India

Tel. : +91-11-47114800 Fax : +91-11-47114833, E-mail : operation@genuspaper.com, purchase@genuspaper.com

CIN No : L21098UP2012PLC048300

## Quarterly Compliance Report on Corporate Governance

Name of the Company : Genus Paper & Boards Limited  
 Quarter ending on : 30th June 2015  
 Scrip ID / Symbol : 538961 / GENUSPAPER

Particulars		Clause of Listing	Compliance Status	Remarks
		Agreement	Yes/No/N.A.	
II.	<b>Board of Directors</b>	49 (II)		
(A)	Composition of Board	49 (IIA)	Yes	-
(B)	Independent Directors	49 (IIB)	Yes	-
(C)	Non-executive Directors' compensation & disclosures	49 (IIC)	N.A.	No fee / compensation has been paid to the Non-executive directors including independent directors during the quarter under report.
(D)	Other provisions as to Board and Committees	49 (IID)	Yes	-
(E)	Code of Conduct	49 (IIE)	Yes	-
(F)	Whistle Blower Policy	49 (IIF)	Yes	-
III.	<b>Audit Committee</b>	49 (III)		
(A)	Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B)	Meeting of Audit Committee	49 (IIIB)	Yes	-
(C)	Powers of Audit Committee	49 (IIIC)	Yes	-
(D)	Role of Audit Committee	49 (IIID)	Yes	-
(E)	Review of Information by Audit Committee	49 (IIIE)	Yes	-
IV.	<b>Nomination and Remuneration Committee</b>	49 (IV)	Yes	-
V.	<b>Subsidiary Companies</b>	49 (V)	Yes	The Company had 4 Indian subsidiaries including 3 step down unlisted subsidiaries and there was no material subsidiary company during the quarter under report. All these have ceased to be subsidiary of the company w.e.f. April 21, 2015.
VI.	<b>Risk Management</b>	49 (VI)	Yes	-
VII.	<b>Related Party Transactions</b>	49 (VII)	Yes	-
VIII.	<b>Disclosures</b>	49 (VIII)		
(A)	Related Party Transactions	49 (VIII A)	Yes	-
(B)	Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C)	Remuneration of Directors	49 (VIII C)	Yes	-
(D)	Management	49 (VIII D)	Yes	-
(E)	Shareholders	49 (VIII E)	Yes	-
(F)	Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	-
IX.	<b>CEO/CFO Certification</b>	49 (IX)	Yes	will be complied in the Annual Report for the FY 2015-16
X.	<b>Report on Corporate Governance</b>	49 (X)	Yes	will be complied in the Annual Report for the FY 2015-16
XI.	<b>Compliance</b>	49 (XI)	Yes	will be complied in the Annual Report for the FY 2015-16

Date : 14<sup>th</sup> July, 2015

For Genus Paper & Boards Limited

  
 Company Secretary  
 Compliance Officer