



Genus Paper & Boards Ltd.

(A Kailash Group Company)

CIN: L21098UP2012PLC048300

Genus
energizing lives

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

Ph. : +91-591-2511171, 09837075702/3 Fax : +91-591-2511242

Date: 14th April, 2015

To, The Manager, (Corporate Relationship Department), Bombay Stock Exchange Limited, 1 st Floor, P.J. Towers, Dalal Street, Fort, Mumbai - 400001 Fax No.: 022-22723719 / 22723121 / 22722039 E-mail: corp.compliance@bseindia.com Scrip Code : 538961	To, 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. Fax No: (022) 26598237 / 38 E-mail: cc_nse@nse.co.in Symbol : GENUSPAPER
--	--

Dear Sirs,


Re: CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31.03.2015

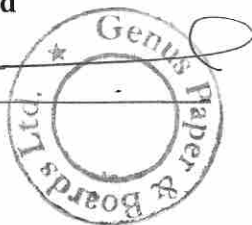
Pursuant to Clause 49 of the Listing Agreement, please find enclosed herewith the Corporate Governance Report for the quarter ended 31st March, 2015.

This is for your kind information and records please.

Thanking You !

Yours truly,
For Genus Paper & Boards Limited


Director / Company Secretary



Encl: A/a

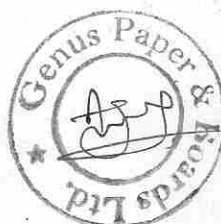
Quarterly Compliance Report on Corporate Governance

Name of the Company : Genus Paper & Boards Limited

Quarter ending on : 31st March 2015

Scrip ID / Symbol : 538961 / GENUSPAPER

Particulars		Clause of Listing Agreement	Compliance Status Yes/No/N.A.	Remarks
II.	Board of Directors	49 (II)		
(A)	Composition of Board	49 (IIA)	No	Due to appointment of woman director (Mrs. Richa Jasrapuria) on the Board as Non executive and Non-independent director w.e.f. 31.3.2015, the present composition of Board of the company does not meet the requirement of the Clause 49 (IIA). We confirm that the composition of Board shall be made in compliance with the said clause in due course at the earliest as possible.
(B)	Independent Directors	49 (IIB)	Yes	
(C)	Non-executive Directors' compensation & disclosures	49 (IIC)	N.A.	The Company has not paid any fee / compensation to its 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.	Audit Committee	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.	Nomination and Remuneration Committee	49 (IV)	Yes	
V.	Subsidiary Companies	49 (V)	Yes	There is no material subsidiary company during the quarter under report.
VI.	Risk Management	49 (VI)	Yes	
VII.	Related Party Transactions	49 (VII)	Yes	
VIII.	Disclosures	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.	CEO/CFO Certification	49 (IX)	Yes	will be complied in the Annual Report for the FY ended 31.3.2015
X.	Report on Corporate Governance	49 (X)	Yes	will be complied in the Annual Report for the FY ended 31.3.2015
XI.	Compliance	49 (XI)	Yes	will be complied in the Annual Report for the FY ended 31.3.2015

For Genus Paper & Boards Limited

Date : 14th April, 2015


Compliance Officer

