



Genus Paper & Boards Ltd
(A Kailash Group Company)
CIN No : L21098UP2012PLC048300 PAN NO-AAECG5483A



February 12, 2025

BSE Limited (Corporate Relationship Department), 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	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 Fax No: (022) 26598237 / 38 E-mail: cc_nse@nse.co.in Symbol : GENUSPAPER
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Dear Sir/Madam,

Sub: Outcome of Board Meeting

This is to inform that the Board of Directors of the Company at its meeting held on today i.e. February 12, 2025 (commenced at 03.00 PM and concluded at 5.30 PM), has inter alia, considered and approved the following:

1. Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2024,
2. Cancellation of unissued shares of one class (equity shares of Rs. 10/- each) and increase in shares of another class (preference shares of Rs. 100/- each) and consequent alteration in memorandum of association, subject to the approval of shareholders of the Company,
3. Proposal for offer and allotment of 7% Non-Cumulative Redeemable Preference Shares of the Company on a Private Placement Basis, subject to the approval of shareholders of the Company,
4. Alteration of Articles of Association (“AOA”) by inserting a new clause with respect to appointment of Nominee Director, subject to the approval of shareholders of the Company,
5. Notice of Postal ballot for seeking consent of shareholders of the Company to approve point no. 2, 3 and 4 mentioned above respectively.

The details as required under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are given in **Annexure-I**.

We request to kindly take the same on record.

Thanking You!

Yours truly

For **Genus Paper & Boards Limited**

Kunal Nayar
Company Secretary



Details pursuant to SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

1. Cancellation of unissued shares of one class (equity shares of Rs. 10/- each) and increase in shares of another class (preference shares of Rs. 100/- each) subject to consequent alteration in memorandum of association

The Board has proposed to cancel 2,00,00,000 (Two Crores) Unissued Equity Shares of the face value of Rs.10/- (Rupees Ten) each out of 3,25,00,000 (Three Crores Twenty Five Lacs) Unissued Equity Shares of the face value of Rs.10/- (Rupees Ten) each and issue new 20,00,000 (Twenty Lacs) Preference shares of face value of Rs.100/- (Rupees Hundred) each, subject to the approval of shareholders of the Company.

Due to the above condition, the existing Clause V of the Memorandum of Association of the Company shall be substituted by the following new Clause V:

Clause V:

The Authorised Share Capital of the Company is Rs. 73,50,00,000/- (Rupees Seventy Three Crores Fifty Lacs Only) divided into 26,00,00,000 (Twenty Six Crores) Equity Shares of Re. 1/- (Rupee One) each, 1,25,00,000 (One Crore Twenty Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each and 35,00,000 (Thirty Five Lac) Preference shares of Rs. 100 (Rupees Hundred) each.

2. Alteration of Articles of Association (“AOA”) by inserting a new clause with respect to appointment of Nominee Director

The Articles of Association, subject to the approval of shareholders of the Company be altered by inserting new clause 89 as under:

Appointment of Nominee Director	(89)	(i) Notwithstanding anything to the contrary contained in these Articles, so long as any money shall be owing by the Company to any financial institutions, corporations, banks or such other financing entities or through Debenture Trustees or so long as any of the aforesaid banks, financial institutions or such other financing entities hold any shares/debentures in the Company as a result of subscription or so long as any guarantee given by any of the aforesaid entities in respect of any financial obligation or commitment of the Company remains outstanding in terms of payment of interest or repayment of principal amount, then in that event any of the said financial institutions or Debenture Trustees or such other financing entities shall, subject to an agreement in that behalf between it and the Company, have a right but not an obligation, to appoint one or more persons as Director(s) on the Board of Directors as their nominee in accordance
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		with the applicable laws.
Duration of office of Nominee Director		(ii) The aforesaid financial institutions or Debenture Trustees or such other financing entities may at any time and from time to time remove the Nominee Director appointed by it and may in the event of such removal and also in case of the Nominee Director ceasing to hold office for any reason whatsoever including resignation or death, appoint other or others to fill up the vacancy. Such appointment or removal shall be made in writing by the relevant institution and shall be delivered to the Company and the Company shall have no power to remove the Nominee Director from office.
General Powers of Nominee Director		(iii) Each such Nominee Director shall be entitled to attend all General Meetings, Board Meetings and meetings of the Committee of which he or she is a member and he or she and the financial institutions or such other financing entities appointing him shall also be entitled to receive notice of all such meetings in accordance with the applicable laws.

Further, the Company shall adopt a new set of Articles of Association by considering the above-mentioned alteration with respective change in serial numbers accordingly.

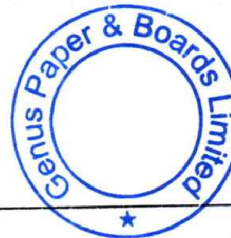
Statement of Standalone Unaudited Financial Results for the quarter and Nine Months ended December 31, 2024							
S. No	Particulars	Quarter ended			Nine Months ended		Year Ended
		31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
a)	Revenue from operations	20,944.61	20,882.26	14,262.87	62,456.10	47,130.11	65,103.30
b)	Other income	16.18	127.80	8.07	146.31	17.49	18.19
c)	Finance Income	-	-	-	-	-	-
	Total Income	20,960.79	21,010.07	14,270.95	62,602.41	47,147.60	65,121.49
2	Expenses						
a)	Cost of materials consumed	15,871.89	15,679.80	8,966.49	46,576.59	31,039.72	43,800.30
b)	(Increase)/decrease in inventories of finished goods and W.I.P	(750.79)	(321.78)	827.87	(1,256.09)	1,028.36	891.77
c)	Employee benefits expense	786.53	760.54	554.82	2,239.60	1,910.29	2,513.26
d)	Finance costs (net)	911.17	892.24	701.34	2,618.44	1,992.85	2,704.95
e)	Depreciation and amortisation expenses	656.21	657.10	594.72	1,958.05	1,758.73	2,344.10
f)	Other expenses	3,326.31	3,297.06	2,581.51	9,963.27	9,065.72	12,299.90
	Total Expenses	20,801.32	20,964.97	14,226.75	62,099.86	46,795.67	64,554.28
3	Profit before tax (1-2)	159.47	45.10	44.20	502.55	351.93	567.20
4	Exceptional items	-	-	-	-	-	-
5	Profit before tax (3+4)	159.47	45.10	44.20	502.55	351.93	567.20
6	Tax Expense						
	-Current Tax	-	-	-	-	-	-
	-Earlier Year Tax	-	-	-	-	-	-
	-Deferred Tax	2.26	2.33	(32.55)	7.64	(13.33)	0.90
	Total Tax expense	2.26	2.33	(32.55)	7.64	(13.33)	0.90
7	Profit after tax for the period (5-6)	157.21	42.77	76.75	494.91	365.26	566.31
8	Other comprehensive income (net of tax)	-	-	-	-	-	247.57
9	Total Comprehensive Income (7+8)	157.21	42.77	76.75	494.91	365.26	813.88
10	Paid-up equity share capital (Face Value Re. 1/-each)	2571.26	2571.26	2571.26	2571.26	2571.26	2571.26
11	Earnings Per Share (EPS) (of Re. 1/- each) (Not Annualised*):						
	- Basic & diluted	0.06	0.02	0.03	0.19	0.14	0.22

* EPS is not annualised for the quarter ended results.

NOTES :-

- The above unaudited standalone financial results of Genus Paper & Boards Limited ("the Company") have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at their meeting held on February 12th, 2025. Limited review of these results as required under Regulation 33 of SEBI (LODR) Regulations, 2015, has been completed by the statutory auditors of the Company. The Statutory Auditor has issued an unqualified review report thereon.
- The above unaudited standalone financial results of the Company have been prepared in accordance with Indian Accounting Standards (IND AS) prescribed under section 133 of The Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- Segment information is presented in the consolidated financial results as permitted under IND-AS 108 "Operating Segments".
- Previous year/period figures has been regrouped/reclassified, wherever necessary to conform to those current year classification.

For and on behalf of the Board of Directors



Surya Prakash Sinha
Whole Time Director
DIN-06530766

Place : Moradabad
Date: February 12th, 2025

Statement of Consolidated Unaudited Financial Results for the quarter and Nine Months ended December 31, 2024

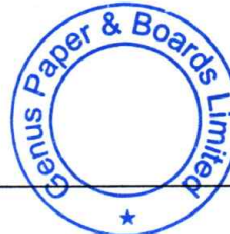
S. No	Particulars	Quarter ended			Nine Months ended		Year Ended
		31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
a)	Revenue from operations	21,308.74	21,108.64	15,526.27	63,503.81	52,741.66	71,184.11
b)	Other income	18.02	127.80	8.07	148.15	17.56	19.73
c)	Finance Income	1.20	2.39	33.18	8.96	100.21	159.82
	Total Income	21,327.96	21,238.83	15,567.53	63,660.91	52,859.42	71,363.66
2	Expenses						
a)	Cost of materials consumed	16,044.66	15,817.78	9,660.57	47,094.57	34,575.05	47,712.52
b)	(Increase)/decrease in inventories of finished goods and W.I.P	(666.51)	(334.83)	1,228.41	(1,176.82)	2,279.85	2,252.73
c)	Employee benefits expense	811.52	785.47	593.25	2,313.14	2,026.01	2,665.86
d)	Finance costs (net)	983.67	964.70	798.80	2,842.73	2,353.46	3,161.56
e)	Depreciation and amortisation expenses	721.35	722.26	659.80	2,152.86	1,953.07	2,602.83
f)	Other expenses	3,408.95	3,352.14	2,643.94	10,191.93	9,333.71	12,675.85
	Total Expenses	21,303.63	21,307.53	15,584.78	63,418.41	52,521.15	71,071.36
3	Profit before tax (1-2)	24.32	(68.70)	(17.25)	242.50	338.28	292.31
4	Exceptional items	-	-	-	-	-	-
5	Profit before tax (3+4)	24.32	(68.70)	(17.25)	242.50	338.28	292.31
6	Tax Expense						
	-Current Tax	-	-	-	-	-	-
	-Earlier Year Tax	-	-	11.97	-	11.97	11.96
	-Deferred Tax	(29.99)	(26.26)	(19.96)	(52.29)	26.97	(65.93)
	Total Tax expense	(29.99)	(26.26)	(7.99)	(52.29)	38.95	(53.97)
7	Profit after tax for the period (5-6)	54.31	(42.44)	(9.26)	294.79	299.33	346.28
8	Other comprehensive income (net of tax)	-	-	-	-	-	307.14
9	Total Comprehensive Income (7+8)	54.31	(42.44)	(9.26)	294.79	299.33	653.42
10	Paid-up equity share capital (Face Value Re. 1/-each)	2571.26	2571.26	2571.26	2571.26	2571.26	2571.26
11	Earnings Per Share (EPS) (of Re. 1/- each) (Not Annualised*):						
	- Basic & diluted	0.02	(0.02)	(0.00)	0.11	0.12	0.13

* EPS is not annualised for the quarter ended results.

NOTES :-

- The above unaudited consolidated financial results of Genus Paper & Boards Limited ("the Company") have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at their meeting held on February 12th, 2025. Limited review of these results as required under Regulation 33 of SEBI (LODR) Regulations, 2015, has been completed by the statutory auditors of the Company. The Statutory Auditor has issued an unqualified review report thereon.
- The above unaudited consolidated financial results of the Company have been prepared in accordance with Indian Accounting Standards (IND AS) prescribed under section 133 of The Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- Segment information is presented in the consolidated financial results as permitted under IND-AS 108 "Operating Segments".
- As on December 31, 2024, the Company has only one wholly owned subsidiary namely, Genus Paper and Coke Limited.

For and on behalf of the Board of Directors



Surya, Prakash Sinha
Whole Time Director
DIN-06530766

Place : Moradabad
Date: February 12th, 2025

5 **Segment Reporting**

(Rs. in Lakhs, Unless Otherwise Stated)

Particulars	Quarter ended			Nine Months ended		Year Ended
	31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Segment Revenue						
- Paper Business	20,960.79	21,010.07	14,270.95	62,602.41	47,147.60	65,121.49
- Coke Business	356.37	228.77	1,296.58	1,047.71	5,711.82	6,242.17
- Strategic Investment Activity	-	-	-	-	-	-
	21,317.16	21,238.84	15,567.52	63,650.12	52,859.42	71,363.66
Add Un-allocable Income	-	-	-	-	-	-
Total Income	21,317.16	21,238.84	15,567.52	63,650.12	52,859.42	71,363.66
Segment Result						
- Paper Business	1,072.44	939.24	747.76	3,126.51	2,350.51	3,279.57
- Coke Business	(62.65)	(41.33)	36.01	(35.76)	346.95	181.72
- Strategic Investment Activity	(1.80)	(1.90)	(2.22)	(5.52)	(5.72)	(7.42)
	1,007.99	896.01	781.55	3,085.23	2,691.74	3,453.87
Less: Un-allocable Expense/(Income)	-	-	-	-	-	-
Less : Finance Cost	983.67	964.70	798.80	2,842.73	2,353.46	3,161.56
Profit/ (Loss) before Tax	24.32	(68.69)	(17.25)	242.50	338.28	292.31

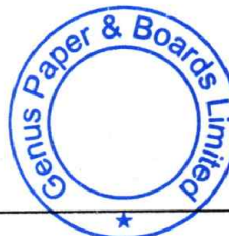
Particulars	As at			
	31-Dec-24	30-Sep-24	31-Dec-23	31-Mar-24
	Unaudited	Unaudited	Unaudited	Audited
Segment assets				
- Paper Business	94,047.25	89,019.24	84,148.24	89,356.62
- Coke Business	5,319.25	5,456.53	8,127.21	6,035.93
- Strategic Investment Activity	6,090.82	6,090.82	6,070.19	6,480.63
- Un-allocated	-	-	-	-
Total Segment Assets	1,05,457.32	1,00,566.59	98,345.64	1,01,873.18
Segment Liabilities				
- Paper Business	99,539.74	94,511.73	90,030.54	95,238.92
- Coke Business	5,319.25	5,456.53	8,127.21	6,035.93
- Strategic Investment Activity	598.33	598.33	187.89	598.33
- Un-allocated	-	-	-	-
Total Segment Liabilities	1,05,457.32	1,00,566.59	98,345.64	1,01,873.18

Note:

The Group has made significant strategic Investments in the past and has undertaken the said activity in a focused and organised manner. Effective April 01, 2020, the Board of Directors of the Company has decided to recognize the ' Strategic Investment Division' as a separate business division of the Company with a dedicated team reporting directly to the senior management. Consequently, the Chief Operating Decision Maker (CODM) reviews the business as two operating segments in standalone financial statement namely ' Paper business' and 'Strategic Investment Activity' and one operating segment namely, 'coke business' in wholly owned subsidiary in consolidated financial statement. In accordance with the core principles of Ind AS 108 "Operating Segments", these have been considered as reportable segments of the Company.

6 Previous year/period figures has been regrouped/reclassified, wherever necessary to conform to those current year Classification.

Place : Moradabad
Date: February 12th, 2025



For and on behalf of the Board of Directors


Surya Prakash Sinha
Whole Time Director
DIN-06530766



Jethani & Associates **Chartered Accountants**

Independent Auditor's Review Report on the Quarter and Nine months ended December 31, 2024 Unaudited Standalone Financial Results of Genus Paper & Boards Limited, Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Genus Paper & Boards Limited**

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **Genus Paper & Boards Limited** (the "Company") for the quarter nine-months period ended December 31, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



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Jethani & Associates
Chartered Accountants

5. The comparative Statement of the Company for the quarter and nine months ended December 31, 2023 and for the year ended March 31, 2024, were reviewed/audited by D Khanna and Associates, predecessor auditor, vide their unmodified limited review report dated February 14, 2024 and unmodified audit report dated May 25, 2024 respectively. Our conclusion is not modified in respect of this matter.

FOR M/S JETHANI AND ASSOCIATES
Chartered Accountants



CA UMESH KUMAR JETHANI
454, BEES DUKAN, ADARSH NAGAR,
JAIPUR – 302004 RAJASTHAN
Mem. No. 400485
FRN: 010749c

Place: Jaipur
Date: 12th February, 2025
UDIN: 25400485BMIHRL9168



Jethani & Associates **Chartered Accountants**

Independent Auditor's Review Report on the Quarter and Nine months ended December 31, 2024 Unaudited Consolidated Financial Results of Genus Paper & Boards Limited, Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Genus Paper & Boards Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Genus Paper & Boards Limited (the "Parent") and its one wholly owned subsidiary (the Parent and its subsidiary, together referred to as "the Group") for the quarter and nine-month ended December 31, 2024 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:
 - Genus Paper & Boards Limited (Holding)
 - Genus Paper and Coke Limited (Wholly owned Subsidiary)



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Jethani & Associates Chartered Accountants

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The accompanying Statement includes unaudited interim financial results and other unaudited financial information, in respect of:
 - wholly owned subsidiary, whose unaudited interim financial results reflect total Income of Rs. 367.16 Lakhs and Rs. 1058.50 Lakhs, total net Profit after tax of Rs. (102.90) Lakhs and Rs. (200.12) Lakhs, and other comprehensive income of Rs. Nil and Rs. Nil for the quarter and nine-month ended 31st December, 2024 respectively, as considered in the Statement, which have been reviewed by other auditor, whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of their auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of the above matter with respect to our reliance on the work done by and report of the other auditors.

7. The comparative Statement of the Group for the quarter and nine months ended December 31, 2023 and for the year ended March 31, 2024, were reviewed/audited by D Khanna & Associates, when they were the statutory auditors of the Holding Company, vide their unmodified limited review report dated February 14, 2024 and unmodified audit report dated May 25, 2024, respectively.

Our conclusion in respect of this matter.

FOR M/S JETHANI AND ASSOCIATES
Chartered Accountants



CA UMESH KUMAR JETHANI
454, BEES DUKAN, ADARSH NAGAR,
JAIPUR – 302004 RAJASTHAN
Mem. No. 400485
FRN: 010749c

Place: Jaipur
Date: 12th February, 2025
UDIN: 25400485BMMIHRK3055

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