

December 17, 2013

|                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| To,<br>The Compliance Officer,<br>Genus Power<br>Infrastructures Limited<br>SPL-3, RIICO Industrial<br>Area,<br>Sitapura, Tonk Road,<br>Jaipur - 302022, Rajasthan<br><br>Fax No: (0141) 7102503 /<br>2770319<br>E-mail: cs@genus.in | To,<br>The Manager,<br>(Listing & Corporate<br>Communications),<br>National Stock Exchange of India<br>Ltd.,<br>Exchange Plaza,<br>Plot no. C/1, G Block,<br>Bandra-Kurla Complex, Bandra (E),<br>Mumbai - 400 051.<br><br>Fax No: (022) 26598237 / 38<br>E-mail: cc_nse@nse.co.in | To,<br>The Manager,<br>(Corporate Relationship<br>Department),<br>Bombay Stock Exchange<br>Limited,<br>1 <sup>st</sup> Floor, P.J. Towers,<br>Dalal Street, Fort,<br>Mumbai - 400001<br><br>Fax No.: 022-22723719 /<br>22723121 / 22722039<br>E-mail:<br>corp.compliance@bseindia.com |
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**Sub: Disclosure regarding acquisition of shares of M/s. Genus Power Infrastructures Limited.**

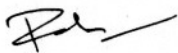
Dear Sir/Madam,

I enclose herewith the following disclosures:

- Disclosure under Regulation 13(4) and 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992, in respect of the acquisition of shares of M/s. Genus Power Infrastructures Limited; and
- Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in respect of the acquisition of shares of M/s. Genus Power Infrastructures Limited.

Thanking You,

Yours truly,



**(By duly authorised attorney  
of Jitendra Kumar Agarwal)**

Encl. as above

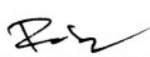
**FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

|                                                                 |                                                                                                                                                                                         |                                                                        |                                                           |                                                             |
|-----------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------------------------|
| 1                                                               | Name of the Target Company (TC)                                                                                                                                                         | Genus Power Infrastructures Limited                                    |                                                           |                                                             |
| 2                                                               | Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                           | Jitendra Kumar Agarwal                                                 |                                                           |                                                             |
| 3                                                               | Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                 | Yes                                                                    |                                                           |                                                             |
| 4                                                               | Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                      | 1. National Stock Exchange of India Ltd. (NSE)<br>2. BSE Limited (BSE) |                                                           |                                                             |
| 5                                                               | Details of the acquisition / disposal as follows                                                                                                                                        | Number                                                                 | % w.r.t. total share / voting capital wherever applicable | % w.r.t. total diluted share / voting capital of the TC (*) |
| <b>Before the acquisition under consideration, holding of :</b> |                                                                                                                                                                                         |                                                                        |                                                           |                                                             |
| a)                                                              | Shares carrying voting rights                                                                                                                                                           | 1961380                                                                | 1.234%                                                    | 1.216%                                                      |
| b)                                                              | Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)                                                                                                 | -                                                                      | -                                                         | -                                                           |
| c)                                                              | Voting rights (VR) otherwise than by equity shares                                                                                                                                      | -                                                                      | -                                                         | -                                                           |
| d)                                                              | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)                   | -                                                                      | -                                                         | -                                                           |
| <b>Total (a+b+c+d)</b>                                          |                                                                                                                                                                                         | <b>1961380</b>                                                         | <b>1.234%</b>                                             | <b>1.216%</b>                                               |
| <b>Details of acquisition/sale</b>                              |                                                                                                                                                                                         |                                                                        |                                                           |                                                             |
| a)                                                              | Shares carrying voting rights acquired / sold                                                                                                                                           | 98453                                                                  | 0.062%                                                    | 0.061%                                                      |
| b)                                                              | VRs acquired / sold otherwise than by equity shares                                                                                                                                     | -                                                                      | -                                                         | -                                                           |
| c)                                                              | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold     | -                                                                      | -                                                         | -                                                           |
| d)                                                              | Shares encumbered / invoked / released by the acquirer                                                                                                                                  | -                                                                      | -                                                         | -                                                           |
| <b>Total (a+b+c+/-d)</b>                                        |                                                                                                                                                                                         | <b>98453</b>                                                           | <b>0.062%</b>                                             | <b>0.061%</b>                                               |
| <b>After the acquisition/sale, holding of:</b>                  |                                                                                                                                                                                         |                                                                        |                                                           |                                                             |
| a)                                                              | Shares carrying voting rights                                                                                                                                                           | 2059833                                                                | 1.296%                                                    | 1.277%                                                      |
| b)                                                              | Shares encumbered by the acquirer                                                                                                                                                       | -                                                                      | -                                                         | -                                                           |
| c)                                                              | VRs otherwise than by equity shares                                                                                                                                                     | -                                                                      | -                                                         | -                                                           |
| d)                                                              | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | -                                                                      | -                                                         | -                                                           |
| <b>Total (a+b+c+d)</b>                                          |                                                                                                                                                                                         | <b>2059833</b>                                                         | <b>1.296%</b>                                             | <b>1.277%</b>                                               |
| 6                                                               | Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)                                                | Open Market                                                            |                                                           |                                                             |
| 7                                                               | Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                              | December 06, 2013 TO December 16, 2013                                 |                                                           |                                                             |
| 8                                                               | Equity share capital / total voting capital of the TC before the said acquisition/sale                                                                                                  | 158906820 Equity Shares of Re.1/- each.                                |                                                           |                                                             |
| 9                                                               | Equity share capital/ total voting capital of the TC after the said acquisition/sale                                                                                                    | 158906820 Equity Shares of Re.1/- each.                                |                                                           |                                                             |
| 10                                                              | **Total diluted share/voting capital of the TC after the said acquisition/sale                                                                                                          | 161304420 Equity Shares of Re.1/- each.                                |                                                           |                                                             |

**Note:**

(\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the Listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants/options into equity shares of the TC.

  
Signature of the acquirer/seller/ Authorised Signatory

Place: Jaipur

Date: 17.12.2013

**FORM D**

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992  
[Regulations 13(4), 13(4A) and 13(6)]**

**Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter  
Group of Genus Power Infrastructures Limited**

| Name, PAN No. & Address of Promoter / Person who is part of Promoter Group / Director / Officer                         | No. & % of shares/ voting rights held by the Promoter / Person who is part of Promoter Group / Director/ Officer | Date of receipt of allotment advice/ acquisition /sale of shares/ voting rights | Date of intimation to company | Mode of acquisition (market purchase/ public/ rights/ preferential offer, etc.) /Sale | No. & % of shares/voting rights - post acquisition / sale | Trading member through whom the trade was executed with SEBI Registration No. of the TM | Exchange on which the trade was executed | Buy quantity | Buy value (Rs.) | Sell quantity | Sell value |
|-------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|-------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------|--------------|-----------------|---------------|------------|
| Name: Jitendra Kumar Agarwal<br><br>PAN: ADNPA7731Q<br><br>Add: 11A, Dwarkapuri, Jamna Lal Bajaj Marg, C-Scheme, Jaipur | 1961380<br><br>(1.234%)                                                                                          | From 06.12.2013 To 16.12.2013                                                   | 17.12.2013                    | Market Purchase                                                                       | 2059833<br><br>(1.296%)                                   | Alankit Assignments Ltd (Regn No.: INB0230881235)                                       | NSE                                      | 39815        | 672241/-        | -             | -          |
|                                                                                                                         |                                                                                                                  |                                                                                 |                               |                                                                                       |                                                           | Alankit Assignments Ltd (Regn No.: INB010881234)                                        | BSE                                      | 58638        | 985200/-        | -             | -          |

Thanking you,

Signature:



Name : (By duly authorised attorney of Jitendra Kumar Agarwal)

Date : 17.12.2013