

# GENESIS EXPORTS LIMITED

"Chitrakoot" 10th Fl., 230A, A.J.C. Bose Road, Kolkata - 700 020, INDIA

Tel. : 91- 7604088814/15/16/17. Fax : 91 - 33 -2287 0284

E-mail: [genesis.exports@genesisexp.com](mailto:genesis.exports@genesisexp.com)

CIN: L26919WB1981PLC033906

Website: [www.genesisexp.com](http://www.genesisexp.com)

Date: 04.06.2020

To,  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata- 700001  
CSE - Scrip Code - 017135

Dear Sir/Madam,

**Sub: Disclosure of Postal Ballot Voting Results, as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 declared on June 04, 2020 as per the Scrutinizer Report dated June 04, 2020.**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details of Postal Ballot Voting Results declared on i.e., June 04, 2020, based on the Scrutinizer's Report dated June 04, 2020 in respect to the resolution stated in the Postal Ballot notice dated 22<sup>nd</sup> January, 2020.

Please note that for the purpose of Regulation 44(3) disclosure, we have not considered the invalid votes.

Please take the same in your records.

Thanking you,  
Yours faithfully,

For Genesis Exports Limited

  
Nidhi Rath  
(Company Secretary)



Encl: As above

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## Details of Voting Results

Serial No.	Particulars	Details
1.	Date of AGM/EGM/ Declaration of Result of Postal Ballot	June 04, 2020
2.	Record Date / Cut-off Date	February 14, 2020
3.	Total No. of shareholders as on Cut- Off Date	108
4.	No. of Resolutions passed in the meeting	2
5.	No. of shareholders present in the meeting either in person or through proxy: Promoter & Promoter Group- Public-	Not Applicable
6.	No. of shareholders attended the meeting through Video Conferencing: Promoter & Promoter Group: Public:	Not Applicable

## Agenda Wise - Results

The Mode of voting for all resolutions was remote e-voting and postal ballot.

### Agenda 1-Amendment of the Articles of Association of the Company

Resolution Required (Ordinary/Special)					Special			
Whether Promoter/Promoter Group are interested in the agenda/resolution					No			
Shareholder Type	Manner of Voting	Number of shares held (1)	Number of votes Polled (2)	% of votes polled on outstanding shares (3)= [(2/1)*100]	Number of Votes in favour (4)	Number of Votes against (5)	% of votes in favour on votes polled (6)= [(4/2)*100]	% of votes against on polled (7)= [(5/2)*100]
Promoter and Promoter Group	E-voting	5,29,241	4,65,775	88.01	4,65,775	0	100.00	0.00
	Ballot Paper		63,466	11.99	63,466	0	100.00	0.00
Public Institutional Holders	E-voting	Nil	-	-	-	-	-	-
	Ballot Paper		-	-	-	-	-	-
Public Others	E-voting	1,90,268	78,164	41.08	78,164	0	100.00	0.00
	Ballot Paper		1,04,964	55.17	1,04,964	0	100.00	0.00
Total		7,19,509	7,12,369	99.01	7,12,369	0	100.00	0.00

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Agenda 2-Buyback of upto 1,79,874 equity shares of face value of Rs. 10/- each at a price of Rs. 610/- per equity share of the Company on a proportionate basis from its existing security holders through the Tender Offer route.

Resolution Required (Ordinary/Special)					Special			
Whether Promoter/Promoter Group are interested in the agenda/resolution					Yes			
Shareholder Type	Manner of Voting	Number of shares held (1)	Number of votes Polled (2)	% of votes polled on outstanding shares (3)= [(2/1)*100]	Number of Votes in favour (4)	Number of Votes against (5)	% of votes in favour on votes polled (6)= [(4/2)*100]	% of votes against on polled (7)= [(5/2)*100]
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	Ballot Paper		-	-	-	-	-	-
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Total		7,19,509	7,12,369	99.01	7,12,369	0	100.00	0.00

## Result:

Based on above information, the Special Resolution mentioned in the Resolution No. 1 & 2 of the Postal Ballot Notice dated January 22, 2020 shall be considered as approved by the shareholders with requisite majority.

Place: Kolkata

Date: 4<sup>th</sup> June, 2020

Thanking You  
Yours Faithfully

For Genesis Exports Limited

*Nidhi Rath*

Nidhi Rath  
(Company Secretary)



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

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e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

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## CONSOLIDATED SCRUTINIZER'S REPORT

**The Chairman  
Genesis Exports Limited  
"Chitrakoot", 10<sup>th</sup> Floor  
230A, A.J.C. Bose Road  
Kolkata-700020**

*Dear Sir,*

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 22<sup>nd</sup> January, 2020.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolutions contained in the Notice of the postal ballot and e-voting dated the 22<sup>nd</sup> January, 2020. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting received through postal ballots as provided by M/s. Maheshwari Datamatics Private Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under:
  - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail/ other permitted modes as applicable on 25<sup>th</sup> February, 2020 to its Members, whose name(s) appeared on the Register of Members/list of beneficiaries as on the close of business hours on 14<sup>th</sup> day of February, 2020.
  - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
  - (c) The ballot boxes were opened after 5:00 p.m. on Wednesday, 3<sup>rd</sup> June 2020 in our presence pursuant to temporary suspension of workings in the registered office of the Company situated at Chitrakoot, 10<sup>th</sup> Floor, 230A, A.J.C. Bose Road, Kolkata- 700020 due to COVID -19 pandemic with effect from 23<sup>rd</sup> March, 2020 till 01.06.2020.
  - (d) The postal ballot forms were duly opened in our presence and scrutinized.



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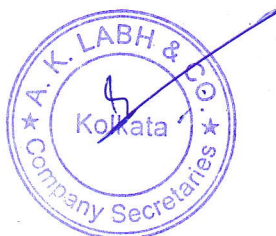
Website : [www.aklabh.com](http://www.aklabh.com)

- (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5:00 p.m. on Thursday, 26<sup>th</sup> day of March, 2020, the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5:00 p.m. on Thursday, 26<sup>th</sup> day of March, 2020, if any, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system ([www.evotingindia.com](http://www.evotingindia.com)).
- (j) The e-voting period remained open from 9:00 A.M. IST on Wednesday, the 26<sup>th</sup> day of February, 2020 up to 5:00 P.M. IST on Thursday, the 26<sup>th</sup> day of March, 2020.
- (k) The shareholders holding shares as on the "cut off" date, i.e. 14<sup>th</sup> day of February, 2020 were entitled to vote on the proposed resolutions as mentioned in the notice of the postal ballot and e-voting dated 22<sup>nd</sup> day of January, 2020.
- (l) The result of the electronic voting was downloaded after 5:00 p.m. on Thursday, the 26<sup>th</sup> day of March, 2020 from CDSL website providing the platform for e-voting system ([www.evotingindia.com](http://www.evotingindia.com)) and were unblocked in the presence of two witnesses, namely, Mr. Asit Kumar Labh, residing at 71, Narsingha Dutta Road, Kolkata – 700 008 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, and has been included in our report.
- (m) On scrutiny, we report that 17 (seventeen) shareholders have exercised their vote through remote e-voting and 14 (fourteen) shareholders have exercised their vote through physical ballot.
- (n) We now submit our Report under the consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVS No: 200219003)] as follows: -

## SPECIAL BUSINESS:

### **(a) Resolution 1: Special Resolution**

***"Approval to amend the Articles of Association of the Company"***



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



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(i) Voted *in favour* of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	17	543939	
Voting by ballot	14	168430	
<b>Total</b>	<b>31</b>	<b>712369</b>	<b>100.00%</b>

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) *Invalid* Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

## (b) Resolution 2: Special Resolution

***"Approval for Buyback of Equity Shares under Section 68 of the Companies Act, 2013, authorizing the Board of Directors for buyback of up to 1,79,874 equity shares of the face value of Rs.10/- each representing 24.99% of the total number of equity shares in the paid up capital of the Company, from all equity shareholders, on a proportionate basis through "Tender Offer" route as prescribed under the SEBI (Buy Back of Securities) Regulations, 2018, at a maximum price of Rs. 610/- per equity share aggregating to Rs. 10,97,23,140/-."***



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DIM, DHRD, PGHDSM, DIRPM  
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(i) Voted *in favour* of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	17	543939	
Voting by ballot	14	168430	
<b>Total</b>	<b>31</b>	<b>712369</b>	<b>100.00%</b>

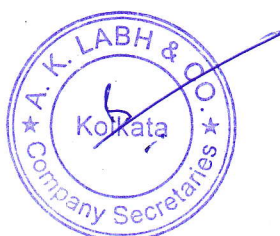
(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<b>0</b>	<b>0</b>

- The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
- You may accordingly declare the result of e-voting and Postal Ballot.
- The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting and thereafter the same will be handed over to the Director or any other person authorized by him in due course for safe keeping.



## A. K. LABH

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Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238

UDIN : F004848B000316676



Place: Kolkata

Dated: 04.06.2020

Witness:

1. (Asit Kumar Labh)  
162/2, Benaras Road  
Salkia, Howrah - 711106

2. (Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road  
Behala, Kolkata - 700060

Received the Report of the Scrutinizer  
For Genesis Exports Limited

(Nidhi Rath)  
Company Secretary

