

CIN No. L65910DL1990PLC040705

Regd. Office: 4, MMTC/STC Market, Geetanjali, New Delhi-110017

Phone No: 011-42181244, Email ID: genesis599@gmail.com, Website: www.genesisfinance.net

November 14, 2023

To,
The Listing Executive
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai – 400070

Symbol: GENESISFIN
ISIN: INE421K01019

Subject: Submission of voting passed through Postal Ballot and E-Voting held pursuant to Section 108 and 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including statutory modification or re-enactment thereof) to approve delisting of Equity Shares of the Company

Dear Sir/Ma'am,

In terms of Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), it is to inform that the following resolution as set out for approval by members of the Company vide Postal Ballot notice dated October 06, 2023 have been passed with requisite majority:

1. Voluntary Delisting of Equity Shares of the Company from Metropolitan Stock Exchange of India Limited (MSEI).

In this regard, please find enclosed herewith the Voting Results and Scrutinizer's Report for resolution set out in the Postal Ballot notice dated October 06, 2023.

Above results are also available on the website of the Company i.e. www.genesisfinance.net and of the RTA www.skylinerta.com.

Thanking You,

For and on behalf of
Genesis Finance Company Limited

Naresh Garg
Managing Director and Chairperson
DIN: 00916814
Office Address: 4, MMTC/STC Market, Geetanjali, New Delhi-110017

Place: New Delhi

Encl: Copy of Scrutinizer's Report dated November 14, 2023



A.UPADHYAYA & ASSOCIATES

Mob-9312271115

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E-mail: updacs@yahoo.co.in, updacs@gmail.com

Peer Review Certificate No. 2070/2022

SCRUTINIZER'S REPORT

To,
The Chairman,
GENESIS FINANCE COMPANY LIMITED
4, MMTC/STC Market, Geetanjali, New Delhi – 110 017

Subject: Passing of Resolution(s) through remote e-voting and postal ballot under the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

Dear Sir,

Please refer to your letter dated October 6, 2023, appointing me as a Scrutinizer for the purpose of ascertaining the result(s) of the below mentioned resolution(s) to be passed by means of remote e-voting and Postal Ballot under the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (*including any statutory modification or re-enactment thereof*):

- 1. Voluntary Delisting of equity shares of the company having face value of INR 10/- (Rupees Ten Only) each ('Equity Shares') of Genesis Finance Company Limited ('Company') from Metropolitan Stock Exchange of India Limited, where presently the Equity Shares of the Company are listed, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021.**

In compliance with provisions of Sections 108 and 110 of the Companies Act, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility (referred to as 'remote e-voting') arranged by NSDL and CDSL in addition to vote cast through postal ballot.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.genesisfinance.net and on the website of the NSDL at www.evoting.nsdl.com and CDSL at www.evoting.cdslindia.com immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to



Metropolitan Stock Exchange of India Limited at www.msei.in, where the Equity Shares of the Company are listed and on the website of Company's Registrar and Transfer Agent, Skyline Financial Services Private Limited ("Skyline") at www.skylinerta.com.

All postal ballot forms received up to the close of working hours (05:00 P.M. hours) on Saturday, November 11, 2023 were considered and all the envelopes containing postal ballot forms received after the working hours (05:00 hours) Saturday, November 11, 2023 were not considered for the purpose of this report.

The shareholders exercised their voting either by electronic or physical mode. There was no shareholder who opted for both the facilities.

As per the information furnished to us by the Company and according to the scrutiny of Postal Ballot Forms received (through physical and electronic mode) from members of the Company, we hereby submit our report as under:

S. No.	Particulars	Date
1.	The date of determination of entitlement to receive Postal Ballot Forms.	October 6, 2023
2.	Date of completion of dispatch of Notice and other enclosures thereon together with Postal Ballot Form(s) and Business Reply Envelope.	October 12, 2023
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers: Financial Express (English daily) and Jansatta (Hindi daily)	October 13, 2023 October 14, 2023
4.	Last date to receive the Postal Ballot Forms/E-Voting from members of the Company.	November 11, 2023

We report that, we have considered and taken on record the sealed envelopes containing postal ballot forms including postal ballot forms received by hand delivery at M/s. A. Upadhyaya & Associates as well as voting through e-voting facility by shareholders of the company up to Saturday, November 11, 2023 (05:00 P.M).

The sealed envelopes were opened on Saturday, November 11, 2023 at our office. Further, we did not find any defaced or mutilated Postal Ballot Form.



We further report that the signature verification in respect of these postal ballots have been done on the basis of authority letter of the shareholders of the Company (body corporate) authorising the person to sign the postal ballot forms on their behalf.

Brief summary containing details of postal ballot(s):

➤ Postal ballot forms dispatched and received:

1.	Total number of Postal Ballot Forms issued and dispatched (including e-voting)	220
2.	Total number of Postal Ballot Forms received	8
3.	Total number of Shareholders who have exercised e-voting facility	15
4.	Total number of Valid Postal Ballots including e-voting	23
5.	Total number of Postal Ballots marked invalid due to incomplete	Nil

➤ Valid Postal ballot forms/e-voting for **Resolution No. (1):**

	Particulars	In terms of Number of Postal Ballot Form	In terms of Number of Shares voted
Physical Mode:			
1.	Total Postal Ballot Forms received:	8	19,21,884
2.	Less: Rejected ballots/ Remained neutral	Nil	Nil
3.	Net Valid Postal Ballot Forms (A)	8	19,21,884
Electronic Mode:			
4.	Total e-voting:	15	3,81,150
5.	Less: Remained neutral	Nil	Nil
6.	Net Valid e-voting (B)	Nil	Nil
	Total Net Valid Postal Ballot (Physical and voting through electronic mode) (A+B)	15	3,81,150

We further report that, following are the details of voting, in respect of the above mentioned resolution(s):



Res. No.	Resolutions	Votes in assent		Votes in dissent		Remark
		Number	%	Number	%	
1.	Voluntary Delisting of equity shares of the company having face value of INR 10/- (rupees ten only) each ('equity shares') of Genesis Finance Company Limited ('Company') from Metropolitan Stock Exchange of India Limited, where presently the equity shares of the company are listed, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Special Resolution)	23	100%	Nil	Nil	Passed with requisite majority

- SPECIAL RESOLUTION IN ACCORDANCE WITH COMPANIES ACT, 2013: VOTES CAST ON THE RESOLUTION BY THE SHAREHOLDERS (INCLUDING PROMOTER AND PUBLIC} AS ON CUT OFF DATE I.E. OCTOBER 6, 2023

I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting and Postal ballot forms	Total No. of votes casted through E-voting and Postal ballot forms	% of Total number of valid votes cast
23	2303034	100%

II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting and Postal ballot forms	Total No. of votes casted through E-voting and Postal ballot forms	% of Total number of valid votes cast
Nil	Nil	Nil



III) INVALID VOTES OF THE RESOLUTION:

No. of members voted in E-voting	No. of Votes casted through E-voting	Number of Members voted in Physical ballot forms	Number of Votes Cast through Physical ballot forms	Total Number of votes cast through E-voting and Postal Ballot
Nil	Nil	Nil	Nil	Nil

- IN TERMS OF REGULATION 11(4) OF THE SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2021: VOTES CAST ON THE RESOLUTION BY THE PUBLIC SHAREHOLDERS (EXCLUDING PROMOTERS) AS ON CUT OFF DATE I.E. OCTOBER 6, 2023

I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting and Postal ballot forms	Total No. of votes casted through E-voting and Postal ballot forms	% of Total number of valid votes cast
23	2303034	100%

II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting and Postal ballot forms	Total No. of votes casted through E-voting and Postal ballot forms	% of Total number of valid votes cast
Nil	Nil	Nil

III) INVALID VOTES OF THE RESOLUTION:

No. of members voted in E-voting	No. of Votes casted through E-voting	Number of Members voted in Physical ballot forms	Number of Votes Cast through Physical ballot forms	Total Number of votes cast through E-voting and Postal Ballot
Nil	Nil	Nil	Nil	Nil



RESULT:

We report that the Special resolution with regard to Resolution as set out in the Notice of Postal ballot is passed in favour of the resolution as Special Resolution with requisite majority as per provisions of the Companies Act, 2013 read with Regulation 11(4) of SEBI (Delisting of Equity Shares) Regulations, 2021 based on the following parameters:

- A. That the number of votes casted in favour of the resolution are more than three times of the number of votes casted against; and
- B. That the number of votes casted by the public shareholders in favour of the resolution are more than two times of the vote casted by the public shareholders against the resolution.

The register, all other papers and relevant records relating to postal ballot including voting by electronic means shall remain in our safe custody until the Chairman consider, approve and sign the Postal Ballot Minutes and thereafter, the same would be handed over to the Company.

Thanking you.

**For A. Upadhyaya & Associates
Company Secretaries**



**Abhimanyu Upadhyaya
(Practicing Company Secretaries)
M. No.:F5921
C.P. No.:4729**

UDIN: F005921E001854671

Date: 14th November, 2023
Place: New Delhi