



KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO 9001-2015 Certified Company)

Tel : +91 8414-667600
Fax : +91 8414-667695
email : kernex@kernex.in
Website : www.kernex.in



Registered Office :

"TECHNOPOLIS", Plot Nos : 38-41,
Hardware Technology Park,
TSIIC Layout, Raviryal (V),
Hyderabad – 501 510. Telangana, India.

PROCEEDINGS OF THE THIRTY SECOND (32nd) ANNUAL GENERAL MEETING OF MEMBERS KERNEX MICROSYSTEMS (INDIA) LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2024 AT 04:00 P.M. THROUGH VIDEO CONFERENCE/OTHER AUDIO VISUAL MEANS (VC/OAVM).

MEMBERS PRESENT:

A total of 76 (Seventy-Six) members were present in the video conference including promoters / promoter group.

DIRECTORS PRESENT:

Sri. A Seshagiri Rao	Chairman and Independent Director
Sri. A V Sarma	Independent Director
Sri. A V S Krishna Mohan	Independent Director
Dr. Anji Raju Manthena	Non-Executive Director
Ms. Sreelakshmi Manthena	Non-Executive Director
Sri. Narender Kumar	Non-Executive Director
Sri. Sitarama Raju Manthena	Whole Time Director
Sri. Badari Narayana Raju Manthena	Whole Time Director

ALSO PRESENT:

Sri. E B Rao	Chief Operating Officer
Sri. Vishnu Vardhan Varma	Chief Technical Officer
Sri. Prasada Rao Kalluri	Company Secretary & Compliance Officer
Sri. Srikanth	Chief Financial Officer
Sri. P Raja	Statutory Auditor
Sri. D.S. Rao	Secretarial Auditor & Scrutinizer
Sri. Tirupati Reddy	Internal Auditor
Sri. N Gangadhar	Statutory Auditor

The meeting commenced at 04:00 P.M. (IST) and concluded at 05.30 P.M. (IST)

Sri. Prasada Rao Kalluri, Company Secretary of the Company, welcomed the Directors and shareholders. Further he handed over to Sri. A Seshagiri Rao to conduct the proceedings of the 32nd Annual General Meeting. After ascertaining the presence of the requisite quorum, Sri. A Seshagiri Rao, Chairman called the meeting to order and commenced the proceedings.



Chairman has introduced all the Directors, KMPs, Statutory Auditors, Secretarial Auditors and Internal Auditors participating the meeting through VC/OAVM.

The Chairman announced that, we are conducting today's meeting through video conference/other audio-visual means (VC/OAVM) mode pursuant to the directions of the Ministry of Corporate affairs and Securities Exchange Board of India. The live streaming of this meeting is being webcasted on NSDL platform.

As the notice is already circulated to all members, the notice convening the 32nd Annual General Meeting and the Report of Directors of the Company, along with Auditors' report were taken as read.

The Chairman of the Company addressed the members highlighting the business operations, achievements of the company, future prospects, industry scenario etc.

The Company Secretary informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (LODR) Regulation, 2015, the Company has provided remote e-voting facility to its members in respect of all the businesses to be transacted at the 32nd AGM of the Company. The e-voting commenced on 27th September, 2023 (09:00 am) and ended on 29th September, 2023 (17:00 hours).

He further informed that Sri. D S Rao, Practicing Company Secretary was appointed as scrutinizer to scrutinize the votes casted during remote e-voting process and e voting during AGM in a fair and transparent manner.

The Company Secretary instructed the members to cast their votes in respect of all the resolutions proposed in the notice. AGM is being held VC/OAVM, and the resolutions mentioned in the notice convening this AGM, have been already put to vote through remote e-voting there is no proposing and seconding of resolutions

ORDINARY BUSINESS:

1. To receive consider and adopt

- a. the audited Standalone Financial Statements of the company for the financial year ended march 31, 2024 and the report of the board of directors and auditors thereon; and
- b. the audited Consolidated Financial Statements of the company for the financial year ended march 31, 2024 and the report of auditors thereon as an **Ordinary Resolution.**



2. To appoint a director in place of Mr. Narender Kumar (DIN: 03295345) non-executive director, who retires by rotation and being eligible offers himself for re-appointment as a director in the company as an **Ordinary Resolution**.
3. To appoint a director in place of Dr. Anji Raju Manthena (DIN: 01022368), who retires by rotation and being eligible offers himself for re-appointment as a director in the company as an **Ordinary Resolution**.
4. To approve the appointment of Statutory Auditors to fill the Casual Vacancy caused by the Resignation as an **Ordinary Resolution**.

SPECIAL BUSINESS:

5. To approve the appointment of Statutory Auditors for a period of Five Consecutive Years, from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting to be held in 2029, and to fix their remuneration as an **Ordinary Resolution**.
6. To consider and approve appointment of Mr. Adabala Seshagiri Rao (DIN: 09608973) as an Independent Director of the Company as a **Special Resolution**
7. To consider and approve appointment of Mr. Ayyagari Viswanadha Sarma (DIN: 00499468) as an Independent Director of the Company as a **Special Resolution**
8. To consider and approve appointment of Mr. Pasupuleti Dinakara Rao (DIN: 00009801) as an Independent Director of the Company as a **Special Resolution**

The Chief Operating Officer / Chief Financial Officer answered the queries, raised by the speaker shareholders and Shareholders. The members seem satisfied with the replies and presentation made by the management.

The shareholders were also informed that the results of e-voting along with the Scrutinizer's Report shall be submitted to the Stock Exchanges and the same shall be placed on the website of the Company, stock exchanges and NSDL.

The Chairman authorized Sri. M B Narayana Raju, Whole Time Director and Sri. Prasada Rao K, Company Secretary of the Company to counter sign on the Scrutinizers Report.

The resolution, if passed, shall be considered as passed effective today i.e. 30th September, 2024.

Then the meeting was concluded with vote of thanks. The e-voting opened for the Members who were present in the Meeting and who did not cast their vote earlier for 15 minutes of conclusion of meeting.

For Kernex Microsystems (India) Limited

Place: Hyderabad
Date: 30.09.2024



M B Narayana Raju
Whole Time Director
DIN: 07993925