

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,
TSIC Layout, Raviryal (V),
Hyderabad - 501 510. Telangana, India.

18th September 2022

To The Listing / Compliance Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 BSE Scrip Code: 532686	To The Listing / Compliance Department National Stock Exchange of India Ltd Plot No. C/1, G Block, Exchange Plaza Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051 NSE Symbol: KERNEX
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Sub: Outcome of the Board Meeting

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Pursuant to Regulation 30 read with Part A of Schedule III, of the Listing Regulations, we hereby inform you that the Board of Directors of the Company at its 213th Board Meeting held on 18th September 2022, had, *inter-alia* considered and approved for:

1. Issue of upto 13,65,576 equity shares on preferential basis to the persons who comes under Promoter/Promoters group and Non-Promoters subject to the approval of shareholders, in accordance with the Companies Act, 2013 read with the rules made there under and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") read with other applicable regulations, if any at a price not being lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations and other applicable regulation, if any
2. Issue of upto 1,59,424 equity shares by conversion of Unsecured Loan to the persons who comes under the category of Promoter Group, on a Preferential basis ("Preferential Issue") subject to the approval of shareholders, in accordance with the Companies Act, 2013 read with the rules made there under and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") read with other applicable regulations, if any at a price not being lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations and other applicable regulation, if any
3. issue of upto 6,00,000 share warrants convertible into equal number of equity shares on preferential basis to the person who comes under Non-Promoters subject to the approval of shareholders, in accordance with the Companies Act, 2013 read with the rules made there under and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") read with other applicable regulations, if any at a price not being lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations and other applicable regulation, if any

4. Based on the recommendations of the Nomination and Remuneration Committee, Board of Directors has approved the proposal for the appointment of Sri. Narender Kumar (DIN: 03295345), as an Additional Director under Non-Executive category of the Company.
5. Authorizing Sri. M B Narayana Raju, Whole-Time Director and Company Secretary to finalize the respective resolutions so as to include the said resolutions in the Notice of Extra-Ordinary General Meeting being issued to the shareholders and also to do all the needful to obtain shareholders' approval and to make necessary applications to the stock exchanges to obtain necessary approvals in relation to the above-said preferential issue.

Please find enclosed as Annexure 'A', information required to be disclosed pursuant to Regulation 30 of SEBI LODR read with Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

The aforesaid Board Meeting commenced at 08:00 A.M. and concluded at 9:30 A.M.

Kindly take the above information on record and acknowledge.

Thanking you,

Yours faithfully

For **Kernex Microsystems (India) Limited**

M B Narayana Raju
Whole-Time Director
DIN: 07993925





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Annexure-A

Preferential Issue of Equity Shares

S No	Particulars	Remarks
1	type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Issue of upto 13,65,576 equity shares of Rs.10/- each on Preferential basis to the Promoter/Promoter group and non-promoters (Investors)
2	type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Issue of equity shares in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made there
3	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Issue of upto 13,65,576 equity shares of Rs.10/- each on Preferential basis to the Promoter/Promoter group and non-promoters (Investors) at a price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any.
4	Additional details to the stock exchange(s):	
a	Names of investors	<p>Promoter</p> <ol style="list-style-type: none"> Upto 4,40,576 equity shares of Rs.10/- each on Preferential Basis to Dr. Anji Raju Manthena Upto 80,000 equity shares of Rs.10/- each on Preferential Basis to Dr. Narasa Raju Manthena <p>Non-Promoter</p> <ol style="list-style-type: none"> upto 40,000 equity shares of Rs.10/- each on Preferential basis to Dr. Vinta Janardhan Reddy upto 1,00,000 equity shares of Rs.10/- each on Preferential basis to Sri, Raghu Rama Raju Gokaraju upto 1,00,000 equity shares of Rs.10/- each on Preferential basis to Sri. Penumatsa Venkata Raju Upto 50,000 equity shares of Rs. 10/- each on preferential basis to Sri. Nitin Siddamsetty Upto 40,000 equity shares of Rs. 10/- each on preferential basis to Sri. Bharat Kumar Anchalia Upto 40,000 equity shares of Rs. 10/- each on preferential basis to Ms. Shanti Swaroop Bhatia Upto 25,000 equity shares of Rs. 10/- each on preferential basis to Ms. Sheel Anchalia Upto 2,00,000 equity shares of Rs. 10/- each on preferential basis to M/s. Negen Capital Services Private Limited Upto 2,00,000 equity shares of Rs. 10/- each on preferential basis to M/s. M R T Signals Limited Upto 50,000 equity shares of Rs. 10/- each on preferential basis to M/s. United Infracore Limited





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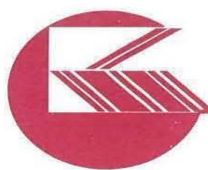
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Annexure-B

Preferential Issue of Equity Shares by conversion of unsecured loan

S No	Particulars	Remarks
1	type of securities proposed to be issued (viz. equity shares, convertibles etc.);	1,59,424 Equity Shares of face value of Rs. 10 each (Equity Shares") by conversion of unsecured loan extended by Dr. Anji Raju Manthena, Promoter Director.
2	type of issuance (further public offering, rights issue, depository receipts ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Issue of equity shares is in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made there
3	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	1,59,424 Equity Shares at a price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any.
4	Additional details to the stock exchange(s):	
a	Names of investors	Dr. Anji Raju Manthena, who comes under the category of "Promoter/Promoter Group"
b	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Issue price shall be the price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any.
c	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable
d	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable





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Annexure-C

Preferential Issue of Warrants

S No	Particulars	Remarks
1	type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Issue of upto 6,00,000 share warrants ("Warrants") which shall be converted into equal number of equity shares of Rs.10/- each on Preferential basis to the non-promoters (Investors)
2	type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Issue of Warrants in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made there
3	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Issue of upto 6,00,000 share warrants ("Warrants") which shall be converted into equal number of equity shares of Rs.10/- each at a price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any
4	Additional details to the stock exchange(s):	
a	Names of investors	Non-Promoter 1. upto 6,00,000 share warrants ("Warrants") which shall be converted into equal number of equity shares of Rs.10/- each on Preferential basis to M/s. Capgro Private Limited
b	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Issue price shall be the price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any.
c	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable
d	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable





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The details required under the Regulation 30 of listing regulations are read with the SEBI circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 for appointment of Sri. Narender Kumar as a Director of the Company:

Particulars	Remarks
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed Sri. Narender Kumar as an Additional Director under Non-Executive category
Date of appointment/cessation (as applicable) & term of appointment	18 th September 2022
Brief profile (in case of appointment);	<p>Sri. Narender Kumar, a national swimming champion, completed his Bachelor in Technology with Majors in Computer Science & Engineer from Punjab Engineering College, Chandigarh in 2003. During his degree, he was also awarded Advisor's Gold Medal for all-rounder achievements and performance for the batch of 1999-2003</p> <p>He is an investor and advisor too many startups implementing new age technologies to overcome real life challenges. Existing investments include Fintech company helping D2C companies with higher conversions and reduced RTO, Agritech company using IoT to automate operations, AI company using ANPR to build next generation Tolling System for the country, Power Sector company with platform to bring Green Energy to end consumers and an EV startup building charging infrastructure.</p> <p>In per-UPI days of 2015, he founded a digital payment company Trupay. To build Trupay, he successfully raised investment from international institutional funds. Trupay, a mini-UPI platform, was the country's first mobile based application that allows multi banking real time payment solutions in B2B2C ; a Mini-UPI. During demonetisation, he also contributed to the government's initiative to expand digital footprints as part of a committee that framed guidelines for current age digital solutions such as now omnipresent Universal QR code.</p>
Disclosure of relationships between directors (in case of appointment of a director).	Sri. Narender Kumar is not related to any of the directors of the Company.
Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively	Sri. Narender Kumar is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

