



# KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO 9001-2015 Certified Company)

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Hyderabad – 501 510, Telangana, India.

**PROCEEDINGS OF THE THIRTY THIRD (33<sup>rd</sup>) ANNUAL GENERAL MEETING OF MEMBERS KERNEX MICROSYSTEMS (INDIA) LIMITED HELD ON MONDAY, 29<sup>TH</sup> SEPTEMBER, 2025 AT 11:00 A.M. THROUGH VIDEO CONFERENCE/OTHER AUDIO VISUAL MEANS (VC/OAVM).**

**MEMBERS PRESENT:**

A total of 96 (Ninety-Six) members were present in the video conference including promoters / promoter group.

**DIRECTORS PRESENT:**

Mr. A Seshagiri Rao	Chairman and Independent Director
Mr. A V Sarma	Independent Director
Mr. P Dinakara Rao	Independent Director
Mr. Anji Raju Manthana	Non-Executive Director
Ms. Sreelakshmi Manthana	Managing Director
Mr. Sitarama Raju Manthana	Whole Time Director
Mr. Badari Narayana Raju Manthana	Whole Time Director

**ALSO PRESENT:**

Mr. E B Rao	Chief Operating Officer
Mr. Prasada Rao Kalluri	Company Secretary & Compliance Officer
Mr. Srikanth	Chief Financial Officer
Mr. Ganesh Kumar Dwivedy	President of Kavach Operations
Mr. D.S. Rao	Secretarial Auditor & Scrutinizer
Mr. Tirupati Reddy	Internal Auditor
Mr. N Gangadhar	Statutory Auditor

The meeting commenced at 11:00 A.M. (IST) and concluded at 12:20 P.M. (IST)

Mr. Prasada Rao Kalluri, Company Secretary of the Company, welcomed the Directors and shareholders. Further he handed over to Mr. A Seshagiri Rao, Chairman and Independent Director to conduct the proceedings of the 33<sup>rd</sup> Annual General Meeting. After ascertaining the presence of the requisite quorum, Mr. 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 33<sup>rd</sup> 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 33<sup>rd</sup> AGM of the Company. The e-voting commenced on 26<sup>th</sup> September, 2025 (09:00 am) and ended on 28<sup>th</sup> September, 2025 (05:00 pm).

He further informed that Mr. 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, 2025 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, 2025 AND THE REPORT OF AUDITORS THEREON AS AN ORDINARY RESOLUTION**





2. TO APPOINT A DIRECTOR IN PLACE OF MR. JANARDHANA REDDY VINTA (DIN: 02414912) 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 MR. MANTHENA BADARI NARAYANA RAJU (DIN: 07993925), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR IN THE COMPANY. AS AN ORDINARY RESOLUTION

#### **SPECIAL BUSINESS**

4. APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY AS AN ORDINARY RESOLUTION
5. TO RATIFY THE REMUNERATION PAYABLE TO M/S. M P R & ASSOCIATES., COST ACCOUNTANTS, HYDERABAD AS THE "COST AUDITORS" OF THE COMPANY FOR THE FINANCIAL YEAR 2025- 26 AS AN ORDINARY 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 Ms. Sreelakashmi Manthana, Managing Director or Mr. M B Narayana Raju, Whole Time Director and Mr. 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. 29<sup>th</sup> September, 2025.

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: 29.09.2025

**Prasada Rao K**  
**Company Secretary**

