

REPORT OF SCRUTINIZER

(Pursuant to Section 108 and 110 of the Companies Act 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules 2014 and Regulation 44 of the (Listing Obligation and Disclosure Requirements) Regulation 2015

To
The Chairman/ Director in charge
Kernex Microsystems (India) Limited
CIN: L30007TG1991PLC013211
Registered Office: Plot No 38 (part) -41, Survey No 1/1, Kancha Imarat, Raviryal
Village, Maheswaram Mandal, Ranga Reddy District, Hyderabad-500 005

Consolidated Scrutinizers Report on Postal Ballot Voting including voting by electronic means in respect of Passing of the Special resolution contained in the Postal Ballot Notice dated 10th March 2017

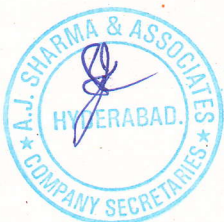
Dear Sir,

I, A.J.Sharma Proprietor of A.J.Sharma & Associates, Company Secretaries was appointed as Scrutinizer by the Board of Directors of Kernex Microsystems (India) Limited for Scrutinizing the Postal Ballot voting including voting by electronic means in a fair and transparent manner in respect of the Special resolution contained in the Notice of Postal Ballot dated 10th March 2017 proposed to be passed by the shareholders of the Company

The Management of the Company is responsible in respect of compliance with the requirement of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing obligations and Disclosure Requirements) Regulations 2015 in respect of passing of resolutions by Postal Ballot including voting by electronic means. My responsibility as a Scrutinizer is limited to making a Scrutinizer's report of the votes cast by the members for the resolution contained in the Notice dated 10th March 2017, on the basis of the report generated from the e-voting system provided by the authorized agency, Karvy Computershare Private Limited engaged by the Company to provide e-voting facility and scrutiny of the Physical Ballots received till the time fixed for closing of the voting process ie 5.00 P.M on 29th April 2017

I SUBMIT MY REPORT AS UNDER

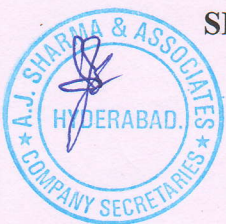
1. The Company pursuant to Section 110 of the Companies Act 2013 has completed dispatch of the Postal Ballot forms before 28th March 2017 together with the Postal Ballot Notice and Explanatory statement along with self addressed prepaid business reply envelope to those members of the Company whose names appeared on the Register of members on 10.03.2017. The said documents were



sent by e-mail to all the members whose names appeared on the Register of beneficial owners maintained by the Depository participants on March 10, 2017, the cutoff date

2. Members whose names were recorded the Register of members of the Company or in the Register of beneficial owners maintained by the Depositories as on March 10, 2017 being the cutoff date were entitled to cast their votes by Postal Ballot or e-voting
3. The voting through Postal Ballot and e-voting commenced on March 30, 2017 09.00 a.m) and ended on Saturday the April 29, 2017(5.00 p.m).The e-voting was blocked at 5.00 p.m on April 29, 2017 by Karvy Computershare Private Limited, the agency engaged by the Board of Directors of the Company
4. The Postal Ballot Forms received from the members were kept in a locked ballot box before commencement of the scrutiny
5. After the time fixed for closing of the e-voting ie 5.00 p.m on Saturday, April 29, 2017 a final electronic report of the e-voting was generated by accessing the data made available to me by the authorized agency, Karvy Computershare Private Limited. The e-voting data was diligently scrutinized
6. The Physical postal ballots received till the time fixed for closing the Postal Ballot ie 5.00 p.m on April 29, 2017 were diligently scrutinized and reconciled with the records maintained by the Company through Karvy Computershare Private Limited the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company
7. The Ballot papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. There were no defaced or mutilated ballot papers
8. On scrutiny I report that out of 19685 shareholders, 39 shareholders have exercised their vote through e-voting and 62 shareholders exercised their voting through Postal Ballot Forms
9. The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice dated 10th March 2017 through Postal Ballot is as under

SPECIAL RESOLUTION



Sale of Hardware Technology Park situated at Plot No 38 (part) - 41, Survey No 1/1, Kancha Imarat, Raviryal Village, Maheswaram Mandal, Ranga Reddy District, Hyderabad-501 359

a) Votes cast in favour of the resolution

Mode of Voting	Number of members who voted	Number of votes cast by them	Percentage of total number of valid votes cast
Physical	44	10,26,553	23.15
Electronic(e-voting)	28	34,06,570	76.83
TOTAL	72	44,33,123	99.98

b) Votes cast against the resolution

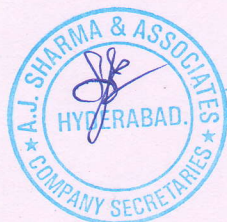
Mode of Voting	Number of members who voted	Number of votes cast by them	Percentage of total number of valid votes cast
Physical	14	521	0.012
Electronic(e-voting)	11	108	0.002
TOTAL	25	629	0.014

c) Invalid votes

Mode of Voting	Number of members whose votes were declared invalid	Number of votes cast by them
Physical	4	7,13,129
Electronic(e-voting)	0	0
TOTAL	4	7,13,129

SUMMARY OF THE POSTAL BALLOT

Category	Mode of Voting	No of shares held (1)	No of votes Polled (2)	% of votes polled on outstanding shares (3)=(2)/(1)* 100	No of votes in favor (4)	No of votes Against (5)	% of votes in Favor on votes Polled (6)={ (4)/(2) } * 100	% of votes against on votes polled (7)=[(5)/(2)] *
Promoter and Promoter Group	e-voting		31,36,438	63.8442	31,36,438	0	100.00	0.00
	Poll	49,12,644	-	-	-	-	-	-
	Postal Ballot if applicable		8,54,633	17.3966	8,54,633	0	100.00	0.00
Public Institutions	e-voting							
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot if applicable							
Public Non Institutions	e-voting		2,70,240	3.5619	2,70,132	108	99.9600	0.0399
	Poll	75,87,011	0	0.000	0.00	0	0.0000	0.0000
	Postal Ballot if applicable		1,72,441	2.2728	1,71,920	521	99.6978	0.3021
TOTAL		1,24,99,655	44,33,752	35.4710	44,33,123	629	99.9858	0.0142



RESULT

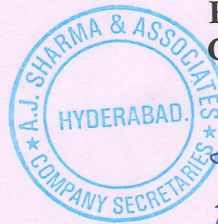
I report that the Special resolution under section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules 2014 as set out in the Notice of Postal Ballot dated 10th March 2017 has been passed with requisite majority. The resolution is deemed to be passed on the date of the announcement of the results by the Company

I further report that as per the Postal Ballot notice dated 10th March 2017 the Chairman/Director in charge may declare and confirm the above results on 1st May 2017 by displaying on the Company's website and shall also be communicated to the Stock Exchanges

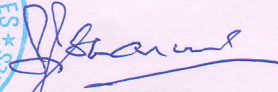
The electronic data and the Ballot papers and all other relevant records relating to the e-voting is under my custody and will be handed over to the Company for preserving safely , after signing of the minutes by the Director in charge

Place: Hyderabad

Date: 1st May 2017



For A.J.Sharma & Associates
Company Secretaries


A.J.SHARMA
FCS-2120, CP-2176