



Form MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]**

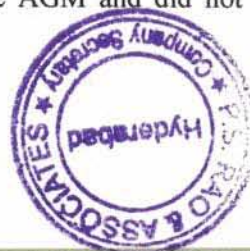
To,
The Chairman,
M/s. Kernex Microsystems (India) Limited
Plot No. 38 (part) to 41, Survey No. 1/1,
Kancha Imarat, Raviryal Village,
Maheswaram Mandal, Hyderabad-501 510

Dear Sir,

Subject: Consolidated Report on e-voting as well as physical voting for items proposed at 27th Annual General Meeting ("AGM") of M/s. Kernex Microsystems (India) Limited ("the Company") held on Monday, the 30th day of September, 2019 at the Registered office of the Company at Plot No. 38 (part) to 41, Survey No. 1/1, Kancha Imarat, Raviryal Village, Maheswaram Mandal, Hyderabad-501 510

With reference to the above subject, I, N. Vanitha, Practicing Company Secretary, state that I was appointed as the Scrutinizer by the Board of Directors of the Company for scrutinizing the e-voting process opened during the period from 09:00 A.M. on 27.09.2019 to 05:00 P.M. on 29.09.2019 and physical voting conducted through poll at the 27th AGM held at the Registered office of the Company at Plot No. 38 (part) to 41, Survey No. 1/1, Kancha Imarat, Raviryal Village, Maheswaram Mandal, Hyderabad-501 510, Telangana, India in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 31st August, 2019. I report as under:

1. The Company availed the e-voting services of Karvy Fintech Private Limited (hereinafter referred to as the "Service Provider") to offer the electronic voting facility to its Shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders during the period from 09:00 A.M. on 27th September, 2019 to 05:00 P.M. on 29th September, 2019. The Shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 23rd September, 2019 (i.e. cut-off date) were allowed to participate and vote electronically on all the items of business proposed at the 27th AGM during the aforesaid period of e-voting. On the 30th day of September, 2019, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.
2. At the 27th AGM of the Company held on Monday, the 30th day of September, 2019, at 11:00 A.M. at the Registered office of the Company at Plot No. 38 (part) to 41, Survey No. 1/1, Kancha Imarat, Raviryal Village, Maheswaram Mandal, Hyderabad-501 510, the Company provided the Poll facility at the venue to the Shareholders who attended the AGM and did not participate in the E-voting facility to cast their votes at the AGM.



Handwritten signature of N. Vanitha.

3. Subsequent to the completion of voting process at the 27th AGM, the votes cast by the Shareholders at the 27th AGM were diligently scrutinized by me. The votes cast at the 27th AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.
4. As per the voting, I report that all the 5 (Five) resolutions proposed at the 27th AGM may be considered as duly passed in accordance with the provisions of the Companies Act, 2013 as the said resolutions have requisite number of votes cast "IN FAVOUR" in excess of the number of votes cast "AGAINST". I am herewith enclosing the details of votes cast through e-voting conducted during the period from 09:00 A.M. on 27th September, 2019 to 05:00 P.M. on 29th September, 2019 and details of the physical voting at the 27th AGM on each of the resolutions as Annexure-I.
5. I further report that, in relation to Resolutions Two Directors are interested for resolution no. 2 and 4 and one director is interested in resolution no. 5.
6. The poll papers and relevant records relating to electronic voting and Poll at 27th AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

For P.S. Rao & Associates
Company Secretaries



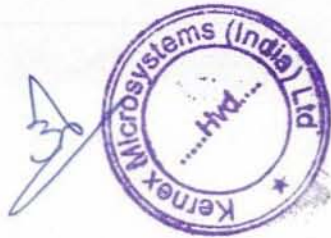
A handwritten signature in blue ink, appearing to read "N. Vanitha".

N. Vanitha
Company Secretary
M. No.: 26859
C.P. No: 10573

Date: 01.10.2019
Place: Hyderabad



Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone and Consolidated financial statements for the year ended on 31st March, 2019 together with the reports of the Director's and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,791,245	2,642,534	94.6722	2,642,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,642,534	94.6722	2,642,534	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,708,410	228,342	2.3520	228,288	54	99.9763	0.0236
	Poll		22,681	0.2336	22,681	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		251,023	2.5856	250,969	54	99.9785	0.0215
Total		12,499,655	2,893,557	23.1491	2,893,503	54	99.9981	0.0019



N. S. Rao



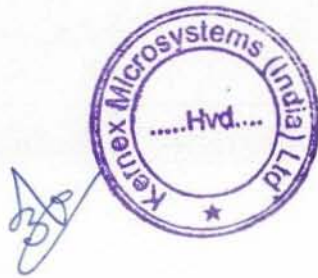
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mrs. Sreelakshmi Manthena DIN 07996443, who retires by rotation and being eligible offers herself for re-appointment as a director in the company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,791,245	2,642,534	94.6722	2,642,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,642,534	94.6722	2,642,534	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,708,410	228,342	2.3520	228,288	54	99.9763	0.0236
	Poll		22,681	0.2336	22,681	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		251,023	2.5856	250,969	54	99.9785	0.0215
Total		12,499,655	2,893,557	23.1491	2,893,503	54	99.9981	0.0019



N.P. Rao



Resolution No.	3							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve appointment of Mr. Dinakara Rao Pasupuleti DIN 00009801 as an Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,791,245	2,642,534	94.6722	2,642,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,642,534	94.6722	2,642,534	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,708,410	228,342	2.3520	228,288	54	99.9763	0.0236
	Poll		22,681	0.2336	22,681	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		251,023	2.5856	250,969	54	99.9785	0.0215
Total		12,499,655	2,893,557	23.1491	2,893,503	54	99.9981	0.0019



Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve appointment of Dr. Anji Raju Manthena DIN 01022368 as a Non-Executive Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,791,245	2,642,534	94.6722	2,642,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,642,534	94.6722	2,642,534	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,708,410	228,342	2.3520	228,288	54	99.9763	0.0236
	Poll		22,681	0.2336	22,681	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		251,023	2.5856	250,969	54	99.9785	0.0215
Total		12,499,655	2,893,557	23.1491	2,893,503	54	99.9981	0.0019



Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve appointment of Dr. Vinta Janardhana Reddy DIN 02414912 as a Non-Executive Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,791,245	2,642,534	94.6722	2,642,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,642,534	94.6722	2,642,534	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,708,410	228,342	2.3520	228,288	54	99.9763	0.0236
	Poll		22,681	0.2336	22,681	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		251,023	2.5856	250,969	54	99.9785	0.0215
Total		12,499,655	2,893,557	23.1491	2,893,503	54	99.9981	0.0019



N. S. Rao

