



**SECRETARIAL COMPLIANCE REPORT**  
**OF**  
**KERNEX MICROSYSTEMS (INDIA) LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2020**

We, **P.S. Rao & Associates**, Company Secretaries, have examined:

All the documents and records made available to us and the explanation provided by **Kernex Microsystems (India) Limited**, having its registered office at Plot No.77, Jubilee Enclave, Opp.: Hitex , Madhapur, Hyderabad-500081, hereinafter referred to as "**the listed entity**";

- (a) The filings/ submissions made by the listed entity to the Stock Exchanges;
- (b) Website of the listed entity; and
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31<sup>st</sup> March, 2020** ("01.04.2019 to 31.03.2020"), in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars and guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), the rules made thereunder and the regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI")

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- *Not applicable to the listed entity during the audit period;*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- *Not applicable to the listed entity during the audit period;*



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- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014- *Not applicable to the listed entity during the audit period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- *Not applicable to the listed entity during the audit period;*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013- *Not applicable to the listed entity during the audit period;*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996;
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (k) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993

and based on the above examination, we hereby report that, during the Review Period;

- a. The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder;
- b. The listed entity has maintained proper records under the provisions of the above regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records;
- c. The following are the actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary, if any
1	BSE Limited & National Stock Exchange of India Limited	<i>the Company has not achieved 100% of Promoters' and Promoters Group's shareholding in dematerialized form</i>	Shares were put under trade-to-trade segment	Suggested to request the Promoter Group Persons to get dematerialized their shares.

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*Signature*



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- d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31 <sup>st</sup> March, 2019	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the action taken by the listed entity
Not Applicable				

- e. Since the auditor has already been appointed, the terms of appointment of the auditor have been suitably modified to give effect to clauses 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

For **P.S. Rao & Associates**  
Company Secretaries



**D.S. Rao**  
Partner

ACS No.12394

C.P. No. 14487

UDIN: 012394B000511266

Place: **Hyderabad**  
Date : **27/07/2020**