

<b>General information about company</b>	
Scrip code	532686
NSE Symbol	KERNEX
MSEI Symbol	
ISIN	INE202H01019
Name of the entity	KERNEX MICROSYSTEMS (INDIA) LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

## Disclosure of notes on composition of board of directors explanatory

## Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	ANJI RAJU MANTHENA	ARHPM7137J	01022368	Non-Executive - Non Independent Director	Not Applicable		09-08-2016			1	2	0		
2	Mr	VINTA JANARDHANA REDDY	AGAPV5054F	02414912	Non-Executive - Non Independent Director	Not Applicable		09-08-2016			1	0	0		
3	Mr	RAJU NARASA MANTENA	ALKPM7432M	02666074	Non-Executive - Non Independent Director	Not Applicable		10-08-2017			1	4	0		
4	Mr	T V S N RAJU	AAWPT7634D	02254926	Non-Executive - Independent Director	Not Applicable		10-02-2018		14	1	4	1		

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

##### Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	MANTHENA BADARI NARAYANA RAJU	AFYPM7323P	07993925	Executive Director	Not Applicable		20-11-2017			1	0	0		
6	Mr	ASHOK GOPAL RAO KALMANKAR	ADMMPK2438H	01557687	Non-Executive - Independent Director	Chairperson		12-08-2018		8	1	2	0		
7	Mr	P DINAKARA RAO	ABKPP2312B	00009801	Non-Executive - Independent Director	Not Applicable		10-11-2018		5	1	1	0		
8	Ms	SREE LAKSHMI MANTHENA	ARJPM3530B	07996443	Non-Executive - Non Independent Director	Not Applicable		20-11-2017			1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02254926	T V S N RAJU	Non-Executive - Independent Director	Chairperson	10-02-2018		
2	01557687	ASHOK GOPAL RAO KALMANKAR	Non-Executive - Independent Director	Member	12-08-2018		
3	02666074	RAJU NARASA MANTENA	Non-Executive - Non Independent Director	Member	10-08-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02254926	T V S N RAJU	Non-Executive - Independent Director	Chairperson	10-02-2018		
2	01557687	ASHOK GOPAL RAO KALMANKAR	Non-Executive - Independent Director	Member	12-08-2018		
3	02666074	RAJU NARASA MANTENA	Non-Executive - Non Independent Director	Member	10-08-2017		
4	01022368	ANJI RAJU MANTHENA	Non-Executive - Non Independent Director	Member	09-08-2016		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02254926	T V S N RAJU	Non-Executive - Independent Director	Chairperson	10-02-2018		
2	02666074	RAJU NARASA MANTENA	Non-Executive - Non Independent Director	Member	10-08-2017		
3	00009801	P DINAKARA RAO	Non-Executive - Independent Director	Member	29-03-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	12-10-2018			
2	10-11-2018		28	
3	10-12-2018		29	
4		10-01-2019	30	
5		27-01-2019	16	
6		29-03-2019	60	

### Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	27-01-2019	Yes	3	10-11-2018	77		
2	Nomination and remuneration committee	10-01-2019	Yes	2	10-11-2018	60		

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	MANTHENA BADARI NARAYANA RAJU
2	Designation	Director

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.kernex.in
2	Terms and conditions of appointment of independent directors	Yes		www.kernex.in
3	Composition of various committees of board of directors	Yes		www.kernex.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.kernex.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kernex.in
6	Criteria of making payments to non-executive directors	Yes		www.kernex.in
7	Policy on dealing with related party transactions	Yes		www.kernex.in
8	Policy for determining 'material' subsidiaries	Yes		www.kernex.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.kernex.in

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kernex.in
11	email address for grievance redressal and other relevant details	Yes		www.kernex.in
12	Financial results	Yes		www.kernex.in
13	Shareholding pattern	Yes		www.kernex.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	NA	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	MANTHENA BADARI NARAYANA RAJU
2	Designation	Director

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	MANTHENA BADARI NARAYANA RAJU
2	Designation	Director

<b>Signatory Details</b>	
Name of signatory	PRASADA RAO KALLURI
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	09-04-2019

