



KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO 9001-2015 Certified Company)

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Website : www.kernex.in



Registered Office :

"TECHNOPOLIS", Plot Nos : 38-41,
Hardware Technology Park,
TSIIC Layout, Raviryal (V),
Hyderabad - 501 510. Telangana, India.

KMIL:SE:22:23:018

29th May'22

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| To The Listing / Compliance Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 BSE Scrip Code: 532686 | To The Listing / Compliance Department National Stock Exchange of India Ltd Plot No.C/1, G Block,Exchange Plaza Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051 NSE Symbol: KERNEX |
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Dear Sir/Madam,

Sub: Submission of Annual Secretarial Compliance Report Compliance Certificate under Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2022

With reference to the Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of the SEBI Circular vide: CIR/CFD/CMD1/27/2019 datcd February 08, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March'2022.

Kindly take the same on record.

Thanking you,
Yours Faithfully,

For Kernex Microsystems (India) Limited


M B Narayana Raju
Whole-Time Director
DIN: 07993925



**SECRETARIAL COMPLIANCE REPORT
OF
KERNEX MICROSYSTEMS (INDIA)LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022.**

I, **D.S. Rao**, Practising Company Secretary, have examined:

- (a) 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. 38(part) to 4survey no 1/1, kancha imarat Raviryal village, Maheswaram Mandal Hyderabad Telangana 500005 hereinafter referred to as "**the listed entity**";
- (b) The filings/ submissions made by the listed entity to the Stock Exchanges;
- (c) Website of the listed entity; and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2022** ("April 01, 2021 to March 31, 2022"), 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;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;


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- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *Not applicable to the listed entity for the audit period;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 or Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; *Not applicable to the listed entity for the audit period;*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - *Not applicable to the listed entity for 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 for 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; and
- (k) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 and the circulars/ guidelines issued thereunder;

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:



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| 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 |
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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 2021 | Actions taken by the listed entity, if any | Comments of the Practising Company Secretary on the action taken by the listed entity |
|---------|---|---|---|---|
| 1. | The Company has not achieved 100% of Promoters' and Promoters Group's shareholding in dematerialized form | Observation made in the Secretarial Compliance Report for the year ended 31st March, 2021 | The Company is pursuing the same but unable to get fulfil the condition as the promoters were not responded | Suggested to request the Promoter Group Persons to get dematerialized their shares. |

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.



D.S. Rao

CS D.S.Rao
M. No. 12394
C.P. No. 14487

UDIN: A012394D000419801

Place: Hyderabad

Date: May 28, 2022