

**D.S. RAO**

Practicing Company Secretary

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The Chief General Manager  
Listing Operation, BSE Limited,  
20<sup>th</sup> Floor, P. J. Towers,  
**Dalal Street, Mumbai – 400 001.**

Dear Sir,

**Sub: Application for "In-principal approval" prior to issue and allotment of 13,00,000 Equity Warrants on preferential basis by Kernex Microsystems (India) Limited under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

I, D.S.Rao, Practicing Company Secretary have verified the relevant records and documents of Kernex Microsystems (India) Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- None of the proposed allottee(s) has/ have sold any equity shares of the Company during the 90 trading days preceding the Relevant Date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.
- The allottees except as disclosed in the table provided under point No.(c), do not hold any equity shares of the issuer for a period starting from the relevant date till this date.
- The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from 31<sup>st</sup> August 2023 till 15<sup>th</sup> September, 2023. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID & Client ID	Qty	Lock-in details	
			From	To
Neeta Hemanth Ashar	12062900 00262618	8,100	12/09/2023	28/02/2024
Penang Enterprises Private Limited	12010900 12564941	1,06,528	12/09/2023	28/02/2024
Vanaja Sunder Iyer	12011300 00068120	Nil	NA	NA
Saurav Raidhani	12011300 01429981	Nil	NA	NA
Prakash Diwan	12023000 01074496	Nil	NA	NA
Sunil Kabra	IN301991 11021544	Nil	NA	NA
Dhoot Industrial Finance Ltd	12088600 00119525	Nil	NA	NA
Prabhudas Lilladher advisory services Pvt Ltd	12011300 00068120	Nil	NA	NA

Contd.....2



Address: 6-3-347/22/2, Flat No. 10, 4<sup>th</sup> Floor, Iswarya Nilayam, Dwarakapuri Colony, Punjagutta, Hyderabad - 500082



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- d) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the Company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MOA) and Article of Association (AOA) of the Company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AOA of the Company."
- g) ~~The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. \_\_\_\_\_ is more than 5% of the post issue fully diluted share capital of the issuer.~~
- OR

The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e., 2023-24 is less than 5% of the post issue fully diluted share capital of the issuer.

**Place: Hyderabad**  
**Date: 15/09/2023**



**CS D S RAO; PCS**  
**M. No.: A12394**  
**C P No.: 14487**  
**UDIN: A012394E001013790**