



KERNEX MICROSYSTEMS (INDIA) LTD.

(An ISO-9001 : 2008 Certified Company)

CIN : L30007TG1991PLC013211

Phone : +91-40-23113192-94
Fax : +91-40-23114187
Email : kernex@kernexmail.in
Website : www.kernex.in



Registered Office :
'THRUSHNA', Plot No. 7,
Software Units Layout, Infocity
Madhapur, Hyderabad - 500 081.
Telangana, India.

Date: 28-09-2014

The General Manager
The Department of Corporate Services,
Bombay stock Exchange Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 532686

The Manager
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

Dear Sir,

Sub: Voting Results under clause 35A of the Listing Agreement.- M/s.Kernex Microsystems (India) Limited.

We wish to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on 27th September, 2014 at 3.00 P.M at the Hotel Minerva Grand Sarojini Devi Road, Secunderabad-500 003.

Pursuant to Clause 35B of the listing Agreement and as per Section 108 of the Company Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the share holders of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting (e-voting) during the period commencing from 21st September, 2014 10.00 A.M. IST to 23rd September, 2014 6.00 P.M. IST.

Further, the Company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting.



All the resolutions contained in the Notice of the above AGM were approved by requisite majority of share holders through e-voting and ballot voting at the venue of AGM.

In accordance with the Clause 35A of the Listing Agreement, we enclose the consolidated voting results in the prescribed format along with Scrutinizer report for e-voting and poll conducted physically through ballot forms at the AGM venue.

This is for your information and for your records please.

Thanking you

Yours faithfully

For **KERNEX MICROSYSTEMS (INDIA) LIMITED**


COL.LV.RAJU (Retd)
Managing Director





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22nd ANNUAL GENERAL MEETING HELD ON 27th SEPTEMBER, 2014

Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 as also clause 35B of the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 22nd Annual General Meeting (AGM). The e-voting was open from 21st September 2014 to 23rd September, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the annual general meeting where e-voting has been offered to the Shareholders. Therefore, at the 22nd AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. A.J.Sharma,, Practising Company Secretary as the Scrutinizer for e-voting and poll to be conducted at the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of working hours on 23rd September, 2014 and poll received till the conclusion of the meeting and submitted his Report on 27th September, 2014.

Based on the Consolidated Results as per the Scrutinizers' Report dated 27th September, 2014 I declare that all the nine resolutions set out in the notice of 22nd AGM have been duly passed as detailed below:



No	Description of resolution	Type Resolution	Total Votes Polled	Votes in favor & %	Votes against & %	Result
1.	Adoption of Audited Statement of Profit and Loss, Balance Sheet, reports of Directors and Auditors for the year ended March 31, 2014	Ordinary	35,86,329	35,86,304 (99.9993)	25(0.0007)	Passed with requisite majority
2.	Re-Appointment of Dr Anji Raju Manthena as Director	Ordinary	35,86,329	35,86,104 (99.9937)	225(0.0063)	Passed with requisite majority
3.	Re-Appointment of Dr Vinta Janardhan Reddy as Director	Ordinary	35,86,329	35,86,104 (99.9937)	225(0.0063)	Passed with requisite majority
4.	Re-Appointment of M/s GMK Associates as Statutory Auditors	Ordinary	35,86,329	35,86,304 (99.9993)	25(0.0007)	Passed with requisite majority
5.	Appointment of Sri Venkata Ratnam Anugolu as Independent director	Ordinary	35,86,329	35,85,944 (99.9893)	385(0.0107)	Passed with requisite majority
6.	Appointment of Sri Gopalakrishna Muddusetty as an Independent Director	Ordinary	35,86,329	35,85,944 (99.9893)	385(0.0107)	Passed with requisite majority
7.	Appointment of Sri Arun Kumar Sanwalka as an Independent Director	Ordinary	35,86,329	35,85,944 (99.9893)	385(0.0107)	Passed with requisite majority
8.	Creation of charge on Company's properties	Special	35,86,329	35,86,297 (99.9991)	32(0.0009)	Passed with requisite majority
9.	Borrowing Powers of the Board	Special	35,86,329	35,86,297 (99.9983)	62(0.0017)	Passed with requisite majority

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 22nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Date: 28th September, 2014
Place: Hyderabad

For Kernex Microsystems (India) Limited

Col L.V. Raju (Retd)
Chairman



KERNEX MICROSYSTEMS (INDIA) LIMITED

**OUTCOME OF VOTING OF 22ND ANNUAL GENERAL MEETING
(As per clause 35 A of the listing Agreement)**

Date of Annual General Meeting	27 th September 2014			
Total number of shareholders as on record date	22,376			
Number of shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group		Public	
	In person		In person	Through proxy
	01		401	85
Number of shareholders attended the meeting through video conferencing	NOT APPLICABLE			

AGENDA WISE

The mode of voting for all the resolutions was

1. E-Voting conducted between 21st September 2014 to 23rd September 2014
2. Poll conducted at the meeting by ballot

Given below is the resolution wise combined result of e-voting and Poll

Resolution No 1: Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014 (**ORDINARY RESOLUTION**)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565722	25	99.9955	0.0044
TOTAL	12499655	3586329		3586304	25		

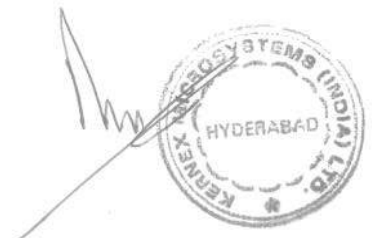
A handwritten signature in blue ink is written over a circular stamp. The stamp contains the text "KERNEX MICROSYSTEMS (INDIA) LTD." around the perimeter and "HYDERABAD" in the center.

Resolution No 2: Re-Appointment of Dr Anji Raju Manthena as Director
(ORDINARY RESOLUTION)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565522	225	99.9602	0.0397
TOTAL	12499655	3586329		3586104	225		

Resolution No 3: Re-Appointment of Dr Vinta Janardhan Reddy as Director
(ORDINARY RESOLUTION)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565522	225	99.9602	0.0397
TOTAL	12499655	3586329		3586104	225		



Resolution No 4: Re-Appointment of M/s GMK Associates as Statutory Auditors of the Company-
(ORDINARY RESOLUTION)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565722	25	99.9955	0.0044
TOTAL	12499655	3586329		3586304	25		

Resolution No 5: Appointment of Sri Venkata Ratnam Anugolu as an Independent Director **(ORDINARY RESOLUTION)**

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565362	385	99.9319	0.068
TOTAL	12499655	3586329		3585944	385		



Resolution No 6: Appointment of Sri Gopalakrishna Muddusetty as an Independent Director. **(ORDINARY RESOLUTION)**

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565362	385	99.9319	0.068
TOTAL	12499655	3586329		3585944	385		

Resolution No 7: Appointment of Sri Arun Kumar Sanwalka as an Independent Director. **(ORDINARY RESOLUTION)**

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565362	385	99.9319	0.068
TOTAL	12499655	3586329		3585944	385		



Resolution No 8: Creation of charge on Company's properties (**SPECIAL RESOLUTION**)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565715	32	99.9943	0.0056
TOTAL	12499655	3586329		3586297	32		

Resolution No 9: Borrowing Powers of the Board (**SPECIAL RESOLUTION**)

Promoter /Public	No of shares held #	No of votes polled @	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
	1	2	3=(2)/(1) *100	4	5.	6=(4)/(2) *100	7=(5)/(2) *100
Promoters and promoter group	4962823	3020582	60.8642	3020582	0	100	0
Public Institutional holders	2050	0	0	0	0	0	0
Public-others	7534782	565747	7.5085	565685	62	99.989	0.0109
TOTAL	12499655	3586329		3586267	62		

Voting rights are in proportion to shares held as on

@ Excludes invalid votes

As per the consolidated results of e-voting and poll on item no 1 to 9 of the Notice of AGM-All the resolutions are passed by the requisite majority



**SCRUTINIZER'S REPORT ON E-VOTING CARRIED OUT FOR
KERNEX MICROSYSTEMS (INDIA) LIMITED**

The Chairman
Kernex Microsystems (India) Limited,
Hyderabad

22nd Annual General Meeting of the equity shareholders of Kernex Microsystems (India) Limited to be held on Saturday the 27th September 2014 at 3.00 P.M at Hotel Minerva Grand, Sarojinidevi Road, Secunderabad-500003

Sub: Passing of Resolutions through e-voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules 2014

The Board of Directors of Kernex Microsystems (India) Limited passed a resolution at their meeting held on 20th August 2014 appointing me as scrutinizer for the e-voting process to be conducted in a fair and transparent manner in terms of clause (ix) sub rule (3) of Rule 20 of the Companies (Management and Administration) Rules 2014. I am well versed with the concept of e-voting system as required under the aforesaid rules as also the SEBI Circular issued in this regard dated 17th April 2014.

The Company has appointed Karvy Computer Share Private Limited its Registrar and Transfer agents as the service provider for extending the facility of e-voting to the shareholders of the Company. The service provider had provided a system for recording the votes cast by the shareholders electronically on all the nine items of business (ordinary and special) sought to be transacted in the 22nd Annual General Meeting to be held on Saturday the 27th September 2014. The service provider has set up the e-voting facility on their web site [http:// evoting.karvy.com](http://evoting.karvy.com). The Company has uploaded all the items of business to be transacted on their web site and also the service provider facilitating the shareholders to cast their votes by e-voting.

The service provider has sent the notices of the AGM to share holders as on 22nd August 2014 being the cutoff date to the demat shareholders whose e-mail addresses are provided by the Depositories and are available and also to the shareholders holding shares in physical form by courier. The notice sent by e-mail and in physical form was containing the detailed procedure as to casting of votes by the shareholders as provided in Rule 20 of the Companies (Management and Administration) Rules 2014. The e-voting facility was kept open for three days commencing from 10.00 A.M on 21st September 2014 and ending at 06.00 P.M on 23rd September 2014.



In terms of the requirement of clause (v) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules 2014 the Company has released news paper advertisements carrying the information as required under clause (v) (a) to (g) of sub rule 3 of Rule 20

At the end of the voting period on 23rd September 2014 at 06.00 P.M the voting portal of the service provider was blocked. On 24th September 2014 the votes cast through e-voting was duly unblocked by me in presence of two witnesses who are not in the employment of the Company as required under clause 3(xi) of Rule 20.

The signature of the witnesses in confirmation of the unblocking of votes in their presence is taken below.

1. Witness

Name: V. MUDDU KRISHNA.


Signature-----

2. Witness

Name: M. SAMBASIVARAO


Signature-----

There after the details containing the list of shareholders who voted "for" or "against" were downloaded from the e-voting web site and the report of e-voting was compiled, the details of which are as under.

E-VOTING DETAILS

Number of shareholders participated in e-voting – 27

Aggregate Number of votes of participating members – 27,64,643

E-VOTING RESULT

Resolution No1 (Ordinary Resolution): Passed with requisite majority

Subject matter: Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.

	No of members voted through e-voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	27	27,64,643	100.00%
Voted against	0	0	0
Total	27	27,64,643	100.00%
Invalid Votes	0	0	0



Resolution No 2 (Ordinary Resolution): Passed with requisite majority

Subject matter: Re-Appointment of Dr Anji Raju Manthena as Director

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	26	27,64,443	99.99 %
Voted against	1	200	0.01 %
Total	27	27,64,643	100.00 %
Invalid Votes	0	0	0

Resolution No 3 (Ordinary Resolution): Passed with requisite majority

Subject matter: Re-Appointment of Dr Vinta Janardhan Reddy as Director

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	26	27,64,443	99.99 %
Voted against	01	200	0.01 %
Total	27	27,64,643	100.00%
Invalid Votes	0	0	0

Resolution No 4 (Ordinary Resolution): Passed with requisite majority

Subject matter: Re-Appointment of M/s GMK Associates as Statutory Auditors of the Company.

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	27	27,64,643	100.00%
Voted against	0	0	0
Total	27	27,64,643	100.00%
Invalid Votes	0	0	0



Resolution No 5 (Ordinary Resolution): Passed with requisite majority

Subject matter: Appointment of Sri Venkata Ratnam Anugolu as an Independent Director.

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	25	27,64,283	99.99 %
Voted against	02	360	0.01 %
Total	27	27,64,643	100.00 %
Invalid Votes	0	0	0

Resolution No 6 (Ordinary Resolution): Passed with requisite majority

Subject matter: Appointment of Sri Gopalakrishna Muddusetty as an Independent Director.

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	25	27,64,283	99.99 %
Voted against	02	360	0.01 %
Total	27	27,64,643	100.00 %
Invalid Votes	0	0	0

Resolution No 7 (Ordinary Resolution): Passed with requisite majority

Subject matter: Appointment of Sri Arun Kumar Sanwalka as an Independent Director.

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	25	27,64,283	99.99 %
Voted against	02	360	0.01 %
Total	27	27,64,643	100.00 %
Invalid Votes	0	0	0



Resolution No 8 (Special Resolution): Passed with requisite majority

Subject matter: Creation of charge on Company's properties

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	25	27,64,636	100.00%
Voted against	02	7	0.00 %
Total	27	27,64,643	100.00%
Invalid Votes	0	0	0

Resolution No 9 (Special Resolution): Passed with requisite majority

Subject matter: Borrowing Powers of the Board

	No of members voted through e- voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	24	27,64,606	100.00%
Voted against	3	37	0.00 %
Total	27	27,64,643	100.00%
Invalid Votes	0	0	0

All the resolutions stand passed with the requisite majority under the e-voting

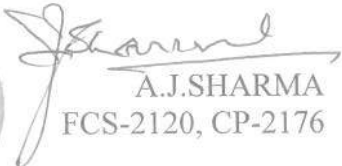
The Registers and other relevant records and documents relating to the electronic voting shall remain in our custody until the chairman considers, approves and signs the minutes of the Annual General Meeting and thereafter will be handed over to the Company.

Thanking You,
Yours faithfully

Place: Hyderabad
Date: 24th September 2014

For A.J.SHARMA & ASSOCIATES
COMPANY SECRETARIES




A.J.SHARMA
FCS-2120, CP-2176

FORM NO MGT-13

Report of Scrutinizer(s)

Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules 2014

To
The Chairman,
22nd Annual General Meeting of the Equity Shareholders of Kernex Microsystems (India)
Limited held on Saturday the 27th September 2014 at 3.00 P.M at Hotel Minerva Grand,
Sarojinidevi Road, Secunderabad-500003

Dear Sir,

I, A.J.Sharma, appointed as scrutinizer(s) for the purpose of the Poll taken on the below
mentioned resolution(s) at the 22nd Annual General Meeting of the equity shareholders of
Kernex Microsystems (India) Limited held on Saturday the 27th September 2014 at 3.00
P.M at Hotel Minerva Grand, Sarojinidevi Road, Secunderabad-500003, submit my
report as under

1. After the time fixed for closing of the Poll by the Chairman, the Ballot Box kept for
polling was locked in my presence with due identification mark placed by me
2. The locked ballot boxes were subsequently opened in my presence and poll papers
were diligently scrutinized. The Poll papers were reconciled with the records
maintained by the Company/Registrar and Transfer agents of the Company and the
authorizations/Proxies lodged with the Company
3. The Poll papers which were incomplete and /or which were otherwise found
defective have been treated as invalid and kept separately
4. The result of the Poll is as under



(A) AS AN ORDINARY RESOLUTION- ITEM NO 1

Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0

(B) AS AN ORDINARY RESOLUTION- ITEM NO 2

Re-appointment of Dr. Anji Raju Manthena as a Director of the Company..

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0



(C) AS AN ORDINARY RESOLUTION- ITEM NO 3

Re-appointment of Dr. Vinta Janardhana Reddy as a Director of the Company

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0

(D) AS AN ORDINARY RESOLUTION- ITEM NO 4

Re-Appointment of M/s GMK Associates as Statutory Auditors of the Company

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0



(E) AS AN ORDINARY RESOLUTION- ITEM NO 5
Appointment of Sri. Venkata Ratnam Anugolu as an Independent Director

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0

(F) AS AN ORDINARY RESOLUTION- ITEM NO 6

Appointment of Sri.Gopalakrishna Muddusetty as an Independent Director

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0



(G) AS AN ORDINARY RESOLUTION- ITEM NO 7

Appointment of Sri Arun Kumar Sanwalka as an Independent Director

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0

(H) AS A SPECIAL RESOLUTION- ITEM NO 8

Creation of Charge on Company's Properties.

(i) Voted in favor of the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) Voted against the Resolution

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) Invalid Votes

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0



I) AS A **SPECIAL RESOLUTION**- ITEM NO **9**

Borrowing Powers of the Board

(i) **Voted in favor of the Resolution**

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
35	8,21,661	99.997

(ii) **Voted against the Resolution**

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	25	0.003

(iii) **Invalid Votes**

Number of members present and voting(in person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
1	20	0

5. A Compact Disc (CD) containing a list of equity shareholders who voted **“FOR”**, **“AGAINST”** and those whose votes were declared invalid for each resolution is enclosed
6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully

For A.J.SHARMA & ASSOCIATES
COMPANY SECRETARIES




A.J.SHARMA
FCE-2120, CP-2176

Place: Hyderabad
Date: 27.09.2014

**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL
FOR**

KERNEX MICROSYSTEMS (INDIA) LIMITED

(Pursuant to section 108 /109 of the Companies Act, 2013 and Rule 20/21 of the
Companies (Management and Administration) Rules 2014

The Chairman
22nd Annual General Meeting of Kernex Microsystems (India) Limited,
"Thrushna", Plot No 7, Software Units Layout,
Madhapur, Hyderabad-500081

Dear Sir,

Sub: Passing of Resolutions through e-voting and Poll conducted at the 22nd Annual
General Meeting of Kernex Microsystems (India) Limited held on Saturday, the
27th September 2014 at 3.00 P.M at Hotel Minerva Grand, Sarojinidevi Road,
Secunderabad-500003

I A.J. Sharma, Company Secretary in Practice have been appointed as Scrutinizer by

- i) The Board of Directors of Kernex Microsystems(India) Limited for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out in pursuance of section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014 on the resolutions referred to in this report
- ii) The Chairman of the Annual General Meeting on poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21(2) of the rules on the resolutions contained in the Notice of the 22nd AGM of the members of the Company held on Saturday the 27th September 2014 at 3.00 P.M at Hotel Minerva Grand, Sarojinidevi Road, Secunderabad-500003

The Company has appointed Karvy Computer Share Private Limited their Registrars and Share Transfer Agents as the service Provider for extending the facility of e-voting to the members and the voting was kept open for three days from 21st September 2014 at 10.00 A.M to 23rd September 2014 at 6.00 P.M. The e-voting was unblocked by me on 24th September 2014 in the presence of two witnesses who are not in the employment of the Company and a scrutinizer's report for the e-voting dated 24th September 2014 was issued

At the 22nd Annual General Meeting the Chairman called for Poll to facilitate the members who could not participate in the e-voting to record their votes on all the resolutions contained in the Notice calling the AGM. I have issued a separate scrutinizer report in Form MGT-13 dated 27th September 2014.



I now submit my consolidated report of the e-voting together with that of the Poll as under

Item No of AGM Notice	Subject matter of resolution	Method of voting &(valid no voted)	No of valid votes	Votes in favor of resolution		Votes against the resolution		Invalid Votes		RESULT
				No	% age	No	%age	No	%	
1.Ordinary resolution	Adoption of accounts for 2013-14	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,643 8,21,661 35,86,304	99.9993	- 25 25	0.0007	- 20 20	0	Passed with requisite majority
2.Ordinary resolution	Re-appointment of Dr Anji Raju Manthena as Director	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,443 8,21,661 35,86,104	99.9937	200 25 225	0.0063	- 20 20	0	Passed with requisite majority
3.Ordinary resolution	Re-appointment of Mr Vinta Janardhan Reddy as Director	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,443 8,21,661 35,86,104	99.9937	200 25 225	0.0063	- 20 20	0	Passed with requisite majority
4.Ordinary resolution	Appointment of GMK associates as auditors	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,643 8,21,661 35,86,304	99.9993	-- 25 25	0.0007	- 20 20	0	Passed with requisite majority
5.Ordinary resolution	Appointment of Mr Venkata Ratnam Anugolu as independent director	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,283 8,21,661 35,85,944	99.9893	360 25 385	0.0107	- 20 20	0	Passed with requisite majority
6.Ordinary resolution	Appointment of Mr Gopalakrishna Muddusetty as independent director	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,283 8,21,661 35,85,944	99.9893	360 25 385	0.0107	- 20 20	0	Passed with requisite majority
7.Ordinary resolution	Appointment of Mr Arun kumar Sanwalka as independent director	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,283 8,21,661 35,85,944	99.9893	360 25 385	0.0107	- 20 20	0	Passed with requisite majority
8.SPECIAL resolution	Creation of charge/mortgage in favor of lenders	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,636 8,21,661 35,86,297	99.9991	7 25 32	0.0009	- 20 20	0	Passed with requisite majority
9.SPECIAL resolution	Borrowing Powers of the Board	e-voting (27) Poll (37) Total (64)	27,64,643 8,21,686 35,86,329	27,64,606 8,21,661 35,86,267	99.9983	37 25 62	0.0017	- 20 20	0	Passed with requisite majority

All the Nine Resolutions contained in the notice of the 22nd AGM are passed with requisite majority.

I am maintaining the Registers received from the service provider Karvy Computer share Private Limited both electronically and manual in respect of the casting of votes by e-voting and Poll at the venue of AGM by the shareholders of the Company and all other relevant records and documents and are in my safe custody and the same will be handed over to the Company after the chairman considers, approves and signs the minutes of the aforesaid 22nd Annual General Meeting

Thanking you,
Yours faithfully

Place: Hyderabad
Date: 27.09.2014



For A. J SHARMA & ASSOCIATES
COMPANY SECRETARIES

(Signature)
A.J.SHARMA
FCS-2120, CP-2176