

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U29128KA2008PLC045825

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCK3295K

(ii) (a) Name of the company

KAYNES TECHNOLOGY INDIA L

(b) Registered office address

23-25, Belagola, Food Industrial Estate
Metagalli P O,
Mysore
Karnataka
570016

(c) *e-mail ID of the company

kaynes.acc@gmail.com

(d) *Telephone number with STD code

08214280270

(e) Website

(iii) Date of Incorporation

28/03/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C9	Computer, electronic, Communication and scientific measuring & control equipment	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KAYNES EMBEDDED SYSTEMS	U72200KA2009PTC051856	Subsidiary	60
2	KEMSYS TECHNOLOGIES PRIVA	U72900KA2009PTC101281	Subsidiary	100
3	KAYNES TECHNOLOGY EUROP		Subsidiary	60
4	KAYNES INTERNATIONAL DESI	U74999KA2018PTC118692	Subsidiary	95.21
5	KAYNES ELECTRONICS MANUF	U29299KA2022PTC159417	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	63,000,000	46,158,006	46,158,006	46,158,006
Total amount of equity shares (in Rupees)	630,000,000	461,580,060	461,580,060	461,580,060

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	63,000,000	46,158,006	46,158,006	46,158,006
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	630,000,000	461,580,060	461,580,060	461,580,060

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,000,000	379,146	379,146	379,146
Total amount of preference shares (in rupees)	20,000,000	3,791,460	3,791,460	3,791,460

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,000,000	379,146	379,146	379,146
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	20,000,000	3,791,460	3,791,460	3,791,460

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	4,560,752	2,239,250	6800002	68,000,020	68,000,020	

Increase during the year	0	39,358,004	39358004	434,498,260	434,498,260	11,800
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	38,590,118	38590118	385,901,180	385,901,180	0
iv. Private Placement/ Preferential allotment	0	20	20	200	200	11,800
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	767,866	767866	7,678,660	7,678,660	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				40,918,220	40,918,220	
Conversion from physical to Demat						
Decrease during the year	0	0	0	40,918,220	40,918,220	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				40,918,220	40,918,220	
Conversion from physical to Demat						
At the end of the year	4,560,752	41,597,254	46158006	461,580,060	461,580,060	
Preference shares						
At the beginning of the year	1,079,990	0	1079990	10,799,900	10,799,900	
Increase during the year	379,146	0	379146	3,791,460	3,791,460	223,696,140
i. Issues of shares	379,146	0	379146	3,791,460	3,791,460	223,696,140
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	10,799,900	10,799,900	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				10,799,900	10,799,900	
Conversion to Equity Shares						
At the end of the year	1,459,136	0	1459136	3,791,460	3,791,460	

ISIN of the equity shares of the company

INE918Z01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	29/11/2021		
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	1,700	100000	170,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			170,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	170,000,000	0	0	170,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

6,713,930,000

(ii) Net worth of the Company

2,027,850,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	40,799,720	88.39	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others RK FAMILY TRUST	100	0	0	0
	Total	40,799,820	88.39	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	252	0	129,146	34.06
	(ii) Non-resident Indian (NRI)	4,889,256	10.59	250,000	65.94
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	468,678	1.02	0	0
10.	Others	0	0	0	0
	Total	5,358,186	11.61	379,146	100

Total number of shareholders (other than promoters)

27

**Total number of shareholders (Promoters+Public/
Other than promoters)**

30

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	3
Members (other than promoters)	23	30
Debenture holders	1	1

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	87.67	0
B. Non-Promoter	2	0	1	5	0	0
(i) Non-Independent	2	0	1	0	0	0
(ii) Independent	0	0	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	4	0	3	5	87.67	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SEEPLAPUTHUR GAN.	00348902	Director	0	
EEPLAPUTHUR GANA	00348902	Additional director	0	
POORNIMA RANGANA	00349450	Additional director	0	
SAVITHA RAMESH	01756684	Whole-time directo	19,800	
RAMESH KUNHIKANN.	02063167	Managing Director	40,779,920	
ANUP KUMAR BHAT	06470857	Director	0	
VIVEKANANDAH RAMA	06563820	Director	0	
ALEXANDER KOSHY	07896084	Director	0	
JAIRAM PARAVASTU S	08064368	Director	0	
RAJESH SHARMA	AQQPS3558R	CEO	0	
ALEXANDER KOSHY	07896084	Additional director	0	
VENKATA RAMANA M/	ACQPM1387A	CFO	0	08/04/2022

(ii) Particulars of change in director(s) and Key managerial personnel during the year

10

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SEEPLAPUTHUR GAN	00348902	Director	21/02/2022	APPOINTMENT
SEEPLAPUTHUR GAN	00348902	Additional director	21/02/2022	APPOINTMENT
POORNIMA RANGANA	00349450	Additional director	31/03/2022	APPOINTMENT
RAJESH SHARMA	AQQPS3558R	CEO	20/12/2021	APPOINTMENT
ANUP KUMAR BHAT	06470857	Director	12/01/2022	APPOINTMENT
VIVEKANANDAH RAMA	06563820	Director	12/01/2022	APPOINTMENT
ALEXANDER KOSHY	07896084	Director	21/02/2022	APPOINTMENT
ALEXANDER KOSHY	07896084	Additional director	21/02/2022	APPOINTMENT
SATHEESH KUMAR GO	03425296	Whole-time director	22/10/2021	APPOINTMENT
LAKSHMI NARAYANA	09393293	Director	01/02/2022	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

7

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	29/11/2021	25	2	99.99
EXTRA ORDINARY GENERAL MEETING	22/10/2021	25	2	99.99
EXTRA ORDINARY GENERAL MEETING	24/12/2021	25	2	99.99
EXTRA ORDINARY GENERAL MEETING	12/01/2022	25	2	88.39
EXTRA ORDINARY GENERAL MEETING	21/02/2022	25	2	88.39
EXTRA ORDINARY GENERAL MEETING	26/02/2022	25	2	88.39
EXTRA ORDINARY GENERAL MEETING	24/03/2022	30	2	88.39

B. BOARD MEETINGS

*Number of meetings held

20

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/04/2021	4	4	100
2	23/04/2021	4	4	100
3	28/05/2021	4	4	100
4	04/06/2021	4	4	100
5	23/07/2021	4	4	100
6	13/09/2021	4	4	100
7	22/10/2021	4	3	75
8	22/10/2021	4	3	75
9	24/10/2021	3	3	100
10	01/11/2021	3	3	100
11	01/11/2021	3	3	100
12	27/11/2021	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held

4

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR COMMIT	03/04/2021	2	2	100
2	CSR COMMIT	13/09/2021	2	2	100
3	CSR COMMIT	27/12/2021	2	2	100
4	CSR COMMIT	21/02/2022	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	04/07/2022
								(Y/N/NA)
1	SEEPLAPUTH	4	0	0	0	0	0	No
2	EEPLAPUTHU	4	0	0	0	0	0	No
3	POORNIMA R	0	0	0	0	0	0	No
4	SAVITHA RAM	20	20	100	4	4	100	Yes
5	RAMESH KUN	20	20	100	4	4	100	Yes
6	ANUP KUMAR	5	0	0	0	0	0	No
7	VIVEKANAND	5	0	0	0	0	0	No
8	ALEXANDER	5	0	0	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAVITHA RAMESH	WHOLE TIME D	11,540,000	0	0	0	11,540,000
2	RAMESH KUNHIKA	MANAGING DIF	13,140,000	0	0	0	13,140,000
3	JAIRAM PARAVAS	WHOLE TIME D	4,800,000	0	0	0	4,800,000
	Total		29,480,000	0	0	0	29,480,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJESH SHARMA	CEO	3,350,000	0	0	0	3,350,000
2	NARAYANAN SRIV	COMPANY SEC	850,000	0	0	0	850,000
	Total		4,200,000	0	0	0	4,200,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

4

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
KAYNES TECHOL	REGIONAL DIREC	21/01/2022	87	RS. 12,000	NA
KAYNES TECHOL	REGIONAL DIREC	21/01/2022	87	RS. 15,000	NA
KAYNES TECHOL	REGIONAL DIREC	19/01/2022	87	RS. 15,000	NA
KAYNES TECHOL	REGIONAL DIREC	21/01/2022	87	RS. 15,000	NA

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

KALAIVANI SHANMUGAM

Whether associate or fellow

Associate Fellow

Certificate of practice number

22158

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SAVITHA Digitally signed by
SAVITHA RAMESH
RAMESH
Date: 2022.09.07
13:17:29 +05'30'

DIN of the director

01756684

To be digitally signed by

NARAYANA Digitally signed by
NARAYANA
SRIVIDHYA
SRIVIDHYA
Date: 2022.09.07
13:18:02 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

26168

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

ListofShareholdersDebentureoldersason31
MGT 8.pdf
ListofTransfersason31032022.pdf
Board meeting of FY 21-22.pdf
Attendance of Directors.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company