

**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF M/S KAYNES TECHNOLOGY INDIA LIMITED HELD ON FRIDAY, 01 APRIL, 2022 AT 03.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 23-25, BELAGOLA, FOOD INDUSTRIAL ESTATE METAGALLI P O, MYSORE - 570016, KARNATAKA**

**RE-APPOINTMENT OF THE WHOLE-TIME DIRECTOR PASSED AS AN ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of section 196 and 197 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Jairam Paravastu Sampath (DIN: 08064368) as Whole time Director of the Company for a period of 5 years with effect from **31 March, 2022 to 30 March, 2027** on the terms and conditions including remuneration of Rs.60 Lakhs per annum with a variable component of Rs. 12 Lakhs per annum for the aforesaid period (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year) on the terms and conditions which are set out in Explanatory Statement annexed to the notice convening this meeting, as approved by the Board of Directors in its meeting held on March 31, 2022, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

**RESOLVED FURTHER THAT** Mr. Jairam Paravastu Sampath (DIN: 08064368), Whole time Director:

- (a) Shall be liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013.
- (b) Shall not be paid any sitting fee for attending any meeting of the Board of Directors or Committee(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted/to be constituted by the Board) be and is hereby authorized to vary, alter, enhance, or widen the scope of remuneration (including Fixed Salary, Incentives & Increments thereto and retirement benefits) payable to Mr. Jairam Paravastu Sampath during his tenure.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Whole Time Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, in accordance with the provisions of the Companies Act, 2013.

**KAYNES TECHNOLOGY INDIA LIMITED**

CIN: U29128KA2008PLC045825

Visit us at: [www.kaynestechology.net](http://www.kaynestechology.net)

E- mail: [commercial@kaynestechology.net](mailto:commercial@kaynestechology.net)

An ISO 9001:2015; ISO 14001:2015; OHSAS 18001:2007; IATF 16949:2016; ISO TS 22163:2017; AS 9100 Rev D; ISO 13485:2016; ANSI s 2020:2014; IEC 61350 and Nadcap certified company

H.O & Regd. Off.: #23-25, Belagola Food Industrial Area, Metagalli PO, Mysore – 570 016, india.

Tel.:+91 821 4280259, 4002800, Fax: +91 821 2582701

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendments/ modifications in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

**//CERTIFIED TRUE COPY//**

**For Kaynes Technology India Limited**

*Jairam Paravastu Sampath*

**Jairam Paravastu Sampath**  
**Wholetime Director**  
**DIN: 08064368**



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