

## **Transcript of the Extraordinary General Meeting of Kaynes Technology India Limited held on Saturday, December 16, 2023.**

**The Extraordinary General Meeting (“EGM”) of the Members of Kaynes Technology India Limited (‘the Company’) held on Saturday, December 16, 2023 at 03:30 P.M. (IST) through Video conference (VC) / Other Audio-Visual Means (OAVM).**

**The Meeting commenced at 03:30 P.M. (IST) and concluded at 04:24 P.M. (IST) (including time allowed for e-voting at EGM).**

**Savitha Ramesh-** Good afternoon, Ladies and Gentlemen, I as the chairperson of your company have the honour and privilege to welcome you all to this Extraordinary General Meeting of your company being held through video conferencing. On behalf of the board of directors of the company, I extend a very warm welcome to all of you to this EGM. In view of the disruptions caused by COVID-19, the Ministry of Corporate Affairs and SEBI have permitted the companies to hold the general meetings through video conferencing or other audio-visual means. Accordingly, this EGM of your company is being held through video conferencing, I have been informed that the requisite quorum is present. So, I call the meeting to order as we have the requisite quorum present through video conferencing to conduct the proceedings of this meeting. Participation of members through video conferencing is being reckoned for the purpose of the quorum as per the circulars issued by MCA and as per section 1(3) of the Companies Act 2013. This meeting is being held through video conferencing, in accordance with the circulars issued by the MCA and SEBI. MCA and SEBI circulars dispensed with the requirement of dispatching the physical copies of the notice for this EGM. Hence, notice of this EGM has been sent electronically to all the members entitled to receive the same. I therefore, Ladies and Gentleman, with your permission, take the notice as read. Before we start the main proceedings of the meeting, I take this opportunity of announcing my colleagues on the Board of your company and other participants who are participating in this video conference. Mr. Ramesh Kunhikannan, Managing Director participating from Mysore, Jairam Paravastu Sampath Whole time Director and CFO participating from Mysore, Mr. Anup Kumar Bhat, Independent Director participating from Bangalore, Mr. S G Murali, Independent Director participating from Bangalore, Mr. Alexander Koshy, Independent Director participating from Bangalore, Mrs. Poornima Ranganath, Independent Director. Due to personal exigency, Mrs. Poornima Ranganath has regretted participation. Mr. Heinz Franz Moitzi, Independent Director participating from Austria, Mr. Rajesh Sharma, Chief Executive Officer participating from Mysore. Mr. S.M Adithya Jain, Company Secretary and Compliance Officer participating from Mysore. I further acknowledge the participation of Mrs. Kalaivani as scrutinizer for this meeting. I now request Mr. S.M Adithya Jain, Company Secretary and Compliance Officer to provide general instructions to the members participating regarding this meeting.

**S.M Adithya Jain-** Thank you, madam. Good afternoon, everyone. The company has enabled members to participate at the EGM through video conferencing facility provided by Link Intime India Private Limited. Registrar and share transfer agents in compliance with the applicable circulars issued by the Ministry of Corporate Affairs and SEBI. Members have been provided with the facility to exercise their right to vote by electronic means, both through remote E-voting and E-voting at the EGM in accordance with the provisions of Companies Act 2023 and SEBI listing regulations. Members joining the meeting through video conferencing who have not already cast their vote by means of remote E-voting may cast through E-voting facility provided by Link Intime Private Limited. Company has appointed Mrs. Kalaivani, Practicing Company

Secretary as the scrutinizer who will collect the voting results for the remote E-voting for each of the items as per the notice. Members are requested to refer the additional information provided in the notes to EGM notice. As the EGM is being held through video conferencing, the facility for appointing proxies by members is not applicable and hence the proxy register for inspection is not available. Now the company has received requests from a few members to register them as speakers at the meeting, accordingly the floor will be open for these members to ask questions or express their views. The moderator will facilitate the session once the chairperson opens the floor for question and answers. Thank you very much. I hand over to the chairperson to continue with the proceedings.

**Savitha Ramesh-** Thankyou Mr. Adithya. The company has taken all the efforts capable under the circumstances to enable members to participate and vote on the item being considered at the meeting. This meeting is convened for the purpose of considering the agenda item that is raising of funds through issuance of security as a special business has been passed as a special resolution. Considering the funding required.

**Moderator-** Madam you are not audible.

**Savitha Ramesh-** Or by way of an issue of equity shares or by way of an issue of any instrument or security including convertible redeemable preference shares, fully or partially convertible debentures or by way of a composite issue of non-convertible debentures, issue of depository receipts or any other eligible securities and or any financial instruments convertible into equity shares, including warrants or otherwise and or securities linked to equity shares and or any combination of any of the aforementioned securities, secured or unsecured listed on recognized stock exchanges in India or abroad from time to time in one or more tranches, or one or more issuances simultaneously or collectively or otherwise through one or more public and or private offerings and or on a preferential allotment basis and or a qualified institutional placement pursuant to chapter 6 of the SEBI or ICDR regulations 2018 and are or any combination thereof, or any other methods as may be permitted under applicable laws through issue of prospectus and or preliminary placement document, placement document and or other permissible or requisite offer documents to any eligible investors. Since this EGM is being held through video conferencing facility, we have requested the members to register themselves as speakers in advance. Before proceeding for voting on the resolutions, I invite those registered members to offer comments and seek clarifications if any on resolution contained in the notice. The moderator, representative from Link Intime India Private Limited will facilitate the question on the video feature. Members may also note that the company reserves the right to limit the number of members asking questions depending on the availability of time. Members are requested to mention their names and their folio ID or client ID before asking their questions. I shall now request Mr. Rajesh Sharma CEO to take down questions and to furnish replies, explanations, and observations to the members. I shall now request the moderator to give his general instructions to the members who are present and who wish to seek clarifications one by one.

**Moderator-** Thank you madam. I now request our first speaker for the meeting, Mr. Ramesh. Mr. Ramesh you are in the panel. Kindly enable your video and you may speak now. It seems some connectivity issue, so we move to the next speaker. Now I invite our next speaker for the meeting, Mr. Prakash Rao. Mr. Prakash, you are in the panel. Kindly enable your video and you may speak now. It seems some connectivity issue, so we move to the last speaker. Now I invite our last speaker for the meeting Mr. Jaindra. Mr. Jaindra, you are in the panel, kindly enable your video and you may speak now.

**Rajesh Sharma-** He is the speaker or mute by any chance on the other end.

**Moderator-** Mr. Jaindra, it seems some connectivity issue. So, we move to the first speaker as the connective issue is resolved. I invite Mr. Ramesh, kindly enable your video and you may speak now.

**Ramesh-** Very good afternoon respected Sir and Madam. This is Ramesh, my demat account is 52931301. I have got a question for the Board of Directors, first of all, congratulations, I got information and seeing the current trend of how the Kaynes Technology is going, really very happy with where the progress happening in the stock market as well as the growth of the company. So, congratulations to everybody, to respected Sir and Madam. So, I have got a question, so, can I proceed with the question?

**Rajesh Sharma-** Please go ahead.

**Ramesh-** We just got information that there is additional money being raised/planned for the implementation of OSAT project at Telangana and the company has announced this in reasoned to the Stock Exchange filing. I want to know to get the share, sorry the project details at this stage, is the project details ready at the current stage?

**Rajesh Sharma-** Maybe what we can do moderator if we can have all the speakers put the question, then we can combine the responses and give. Moderator can dial the next speaker who has registered for his question.

**Moderator-** Now I invite our next speaker, Mr. Prakash Rao. Mr. Prakash, you are in the panel kindly enable your video and you may speak now.

**Prakash Rao-** I am Prakash Rao, holding the shares of the company. I am from Mysore, my demat number is 48723066. Good afternoon to all, I have been seeing Kaynes information through different medias. Kaynes is a pride of Mysore. Congratulations to the Kaynes team, Kaynes is growing well. I am sure it has more plans. I have a question here. Is the company looking for expansion of its operations outside of India? Thank you.

**Rajesh Sharma-** Thank you, Mr. Rao. Moderator, the next speaker I think you had one more speaker, if you can take that question as well.

**Moderator-** Sure sir. Now I invite Mr. Jaindra to ask his question. Kindly enable your video and you may speak now. Still there is some connectivity issue, so with this we complete with the speaker shareholder queries. Now I hand over the proceeding to the management, over to you sir. Thank you.

**Rajesh Sharma-** Thank you so much, Mr. Ramesh and Mr. Rao, for your interesting questions. And yes, Mr. Ramesh you asked your question relating to investment in OSAT, the objective of this fundraise is predominantly for this proposed capex investment which will happen in our OSAT facility, as well as the new PCB fab facility that we are talking about. As you probably also would have read in various Stock Exchange filings that we have already been awarded a government order from the state government of Telangana, and the land has also been allotted for the project there. So, at this stage, we are at a very early stage on the drawing board yet, so maybe not all the details I can share at this stage, the government has allotted us about 46 acres of land in which we will be coming up with our OSAT facility, the phase one near Hyderabad, it's a place called Kongara Kalan. And the work has already planned to be started in the coming weeks there and as we had made an announcement during our groundbreaking ceremony, that we are looking at our first line be up and operational there by the end of this financial year. The complete capacity, what we are looking at when the whole facility is up and running, it would have the total capacity of manufacturing about 3.6 billion components. So that is the capacity size, we are talking about the OSAT, we are in the stage, we have signed up a few technology agreements with our global technology partners and these agreements would also take effect as the production starts in the plant. At this point in time, we can share this as

the information. So, the projects are going very aggressive, and we should be on the timeline as we have committed. Coming to the question that was raised by Mr. Rao, relating to operations outside of India, so Mr. Rao, as you would have observed also in our annual report of FY 2023, and also the returns that we have been filing on quarterly basis, we are already a global player, if you see almost 15% of our revenue comes from our export businesses. So, we have been exporting to almost about 20 countries across three continents and it has been very steadily. We are already having our global presence and global footprint and certainly we look at an opportunity to growing this footprint, exporting into more countries as the opportunity increases. And we will certainly have a larger share coming in from the global business in the future. I hope and understand your question was relating to our export of our products in these countries. But in case your question was more focused on inorganic opportunity if we are exploring outside of India, any progressive company, which is at a very rapid growth phase is never shy of looking at inorganic opportunities, but we certainly have to find the right target, which will complement and simply supplement our objectives and our goals. So, we are always on the lookout if we get a good opportunity company, and the management team is always looking forward for such arrangements. So currently, yes, we are having plans for our global expansions across the world. With this I have addressed the questions that were raised by the shareholders. If there's any other question, comment or we can move to the next item of agenda.

**Moderator-** Thank you, sir. Mr. Jaindra connectivity issue is now restored. So, with the permission of chairperson, can we allow him to speak?

**Rajesh Sharma-** Okay, we can allow.

**Moderator-** Thank you, madam. Mr. Jaindra, you are in the panel. Kindly enable your video and you may speak now.

**Jaindra-** Good afternoon. I am Jaindra and I am the shareholder of the company. I am calling from Bangalore and my DP IDs 1208160070061973. So, I come across Kaynes had remarkable strides in the post IPO period and it is evident that Kaynes strategic vision and commitment to excellence played a vital role in steering Kaynes towards new heights. I have few questions; my question is the company had raised funds over ₹650 Crore last year through IPO for expansion. What is the status of those expansion projects? When can we expect the benefits from that expansion? Again, through these private placements, company is raising ₹1400 crores, what kind of expansion or capex plan is the company envisioning? Thank you all.

**Rajesh Sharma-** So, thank you, Mr. Jaindra for your question. And as you have probably heard the response to one of the earlier speakers that asked the question for, we are certainly yes raising this ₹1400 crore for additional capexs and expansion we have in mind. But answering your first question first, we did raise about ₹660 crores in the IPO last year, almost about 55% of those funds have already been deployed in the first year since we listed, and we expect that the rest of the deployment will happen in the balance financial year by March 2024. And once this deployment is completed, if you recollect from the offer document of the past that this deployment was for predominantly expansion of our existing facilities in Mysore and Manesar and also setting up a new facility at Chamarajanagar under our subsidiary Kaynes Electronics Manufacturing Private Limited. So, the work is going on in full swing there, the total capacity in terms of built-up area we are talking of almost 29,000 square meters or roughly about 300,000 square feet. The phase one and phase two of the production lines and production buildings are already ready. The construction work for the third building is already in progress and we should be completing in the next couple of months. At the full capacity, we are looking at setting up another 12 SMT lines there with capacity, we will be able to also expand their further. So, the deployment of complete money that we raised in IPO should get completed by the end of this financial year, as I said earlier, and the object of use for these particular funds that we are raising in the current private placement is towards our diversification and expansion of facilities.

Diversification in semiconductor through OSAT facility and the PCB fab plan that we talked about, so, this fund will be applied for these two objects. The OSAT facility is coming up near Hyderabad in Kongara Kalan and PCB facility, we are yet to find the exact location where we will be putting it up as a project. As the plans get firmed up, we will be announcing that also very soon. As happens in any placement, about not exceeding 25% of the total fundraise is earmarked for general corporate purposes. We will identify the opportunities where these funds can be applied for expansion, projections etc and putting up newer facilities, newer capex's, so overall this will be the objective of investing these ₹1400 crores and taking company towards achieving its goals and vision that the management team has set in place for the years to come. I hope this addresses your query. Thank you.

**Moderator-** Thank you sir, there are no further speaker for the meeting. We will proceed with the agenda.

**Savitha Ramesh-** Thank you moderator and thank you Rajesh Sharma for answering the questions. Members may note that the voting on the platform facilitated by Link Intime India Private Limited will continue to be available for the next 30 minutes. Therefore, members who have not cast their vote and yet are requested to do so. The Board of Directors has appointed Mrs. Kalaivani as Practicing Company Secretary as the scrutinizer to supervise the E-voting process. Further, I hereby authorize Mr. Adithya Jain, Company Secretary and Compliance Officer to declare the result of the voting and place the results on the website of the company, Link Intime India Private Limited and stock exchanges. The resolution as set forth in the notice shall be deemed to be passed today subject to receipt of requisite number of votes. We are grateful to all our shareholders for attending the meeting and I hereby declare the proceedings of this EGM as closed. Thank you very much. Good evening.

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