

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

AMENDED ESOP SCHEME FOR INCREASE IN NUMBER OF ESOP SHARES PASSED AS A SPECIAL RESOLUTION:

“RESOLVED THAT, in furtherance to the resolution of the shareholders of the Company dated 12 January, 2022 and pursuant to Section 62(l)(b) of the Companies Act, read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions of the Companies Act and subject to the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEBSE Regulations”) for the time being in force and as may be modified from time to time, provisions contained in the memorandum of association and the articles of association of the Company, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations and guidelines of any/ various statutory/ regulatory authority(ies) that are or may become applicable (collectively referred herein as the “Applicable Laws”) and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, and based on the recommendation of the board of directors of the Company, which may be agreed to by the board of directors of the Company (hereinafter referred to as the “Board”), the consent of the shareholders be and is hereby accorded to amend the Kaynes ESOP 2022, to create, grant, vest and allot, from time to time, and in one or more tranches, options under the Employee Stock Option Plan not more than 9,23,160 (Nine Lakhs Twenty Three Thousand One Hundred and Sixty only) (“the **Scheme**” or “**Plan**”) in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority, to or for the benefit of Permanent Employees whether working in India or outside India and Directors whether a Whole-Time Director or not (other than Promoters of the Company, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding Equity Shares of the Company) of the Company and such other Employees as may be permitted under the applicable laws and as may be approved by the Board of Directors, from time to time at such price or prices in one or more tranches and on such terms and conditions as may be determined by the Board of Directors in accordance with the applicable laws and as per the terms of the Scheme.

“RESOLVED FURTHER THAT, Board of Directors of the Company be and are hereby severally authorized to do all such acts, things and deeds on behalf of the Company to effectively implement this resolution.”

KAYNES TECHNOLOGY INDIA LIMITED

CIN: U29128KA2008PLC045825

Visit us at: www.kaynestechology.net

E-mail: 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 or any other official(s) of the company, as may be authorised by the Board be and is hereby authorized to make any modifications or revisions in the Kaynes ESOP 2022 as it may deem fit, from time to time, provided that the same is in conformity with the Companies Act, the Companies (Share Capital and Debenture) Rules, 2014, as amended, the SEBI SBEB Regulations, the memorandum and articles of association of the Company and any other applicable laws.”

“RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary wherever required.

//CERTIFIED TRUE COPY//
For Kaynes Technology India Limited

Jairam Paravastu Sampath

Jairam Paravastu Sampath
Wholtime Director
DIN: 08064368



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