

November 11, 2025

BSE Limited

Corporate Relationship Dept.,
14th floor, P. J. Tower,
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Scrip Code – 543664**Scrip Symbol – KAYNES**

Dear Sir/Madam,

Subject: Intimation of Postal Ballot Notice under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In furtherance to our letter dated September 24, 2025 and pursuant to the provisions of the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the Postal Ballot Notice for seeking approval of Members of the Company for the following special businesses through ordinary resolutions:

- a. Appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as Director and Managing Director of the Company, liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from 24th September 2025 to 23rd September 2030
- b. Change in Designation of Mr. Ramesh Kunhikannan (DIN: 02063167) as an Executive Vice Chairman in the category of Whole Time Director of the Company

In compliance with the applicable provisions of the Companies Act 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant circulars of the Ministry of Corporate Affairs, the Postal Ballot Notice is being sent electronically only to those Members, whose e-mail addresses are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., Friday, November 07, 2025.

The Company has engaged the National Securities Depository Limited (“NSDL”) to provide remote e-voting facility to its members.

The remote e-voting shall commence on **Thursday, November 13, 2025 at 9.00 AM (IST)** and shall end on **Friday, December 12, 2025, at 5.00 PM (IST)**. The e-voting module shall be disabled by NSDL for voting thereafter.

The postal ballot notice will be available on the website of the Company at www.kaynestechnology.co.in and NSDL website at www.evoting.nsdl.com.

Kindly take the above information on record and acknowledge it.

Thanking You,

Yours sincerely

For **Kaynes Technology India Limited**

Anuj Mehtha

Company Secretary and Compliance Officer
ICSI Membership No. FCS 13802

Enclosed: As above

KAYNES TECHNOLOGY INDIA LIMITED

CIN: L29128KA2008PLC045825

Website: www.kaynestechnology.co.in email ID: kaynestechnology@kaynestechnology.net

H.O & Registered office Address: 23-25, Belagola, Food Industrial Estate, Metagalli PO, Mysore 570016, Karnataka, India
Telephone No: +91 8212582595



Registered Office: 23-25, Belagola, Food Industrial Estate Metagalli PO,
Mysore, Karnataka, India, 570016
CIN: L29128KA2008PLC045825

Website: <https://www.kaynestechology.co.in>, **Email Id:** kaynestechcs@kaynestechology.net,
Tel: +91 8212582595

INFORMATION AT A GLANCE

Details of Resolution	:	a. Appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as a Director and the Managing Director of the Company, liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from 24th September 2025 to 23 rd September 2030 b. Change in designation of Mr. Ramesh Kunhikannan (DIN: 02063167) as an Executive Vice Chairman in the category of Whole Time Director of the Company.
Type of Resolution	:	Ordinary Resolutions
Cut-off date for sending the Notice to eligible shareholders	:	Friday, 07th November, 2025
Cut-off date for determining eligibility for e-voting	:	
E-voting start date and time	:	Thursday, 13th November, 2025 at 09:00 A.M. (IST)
E-voting end date and time	:	Friday, 12th December, 2025 at 05:00 P.M. (IST)

NOTICE OF POSTAL BALLOT

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, (the Act), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (MCA Circulars) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), the Ordinary Resolutions as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only.

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Listing Regulations) and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice along with the instructions for e-voting is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant(s). The details of the procedure to cast the vote form part of the Notes to this Notice.

The e-voting period commences from 09.00 A.M. (IST) on Thursday, 13th November 2025 and ends at 05.00 P.M. (IST) on Friday, 12th December 2025.

At its meeting held on 24th September, 2025, the Board authorised to appoint Mrs. Kalaivani S (ACS: 57112 and COP No.: 22158) Practicing Company Secretary, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner. The Scrutinizer will submit her report to the Chairperson of the Company (the Chairperson), and the results of the voting by Postal Ballot will be announced not later than 2 (two) working days of the conclusion of the e-voting. The results declared along with the Scrutinizer's Report shall be communicated in the manner provided in this Postal Ballot Notice.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website at www.kaynestechology.co.in and on the website of on the website of NSDL at www.evoting.nsdl.com.

SPECIAL BUSINESS:

1. Appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as a Director and the Managing Director of the Company

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 161(1) and applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded for appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535), who was appointed as an Additional Director of the Company by the Board, with effect from 24th September, 2025 and who holds office up to the date of three months from the date of his appointment by the Board or the date of the next General meeting of the Company, whichever is earlier, and shall be liable to retire by rotation, be and is hereby appointed .

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196,197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded for appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as Managing Director of the Company, liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from 24th September 2025 to 23rd September 2030 (both days inclusive), on the terms and conditions including those relating to remuneration as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising of salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration comprising salary, perquisites and benefits as detailed in the explanatory statement to Dr. Muthukumar Narayanaswamy, subject to such revisions as may be approved by the Board from time to time.

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 of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Dr. Muthukumar Narayanaswamy pursuant to the annual increment procedure as may be applicable under the Company's Policy.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors or any duly constituted Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

2. Change in designation of Mr. Ramesh Kunhikannan (DIN: 02063167) as an Executive Vice Chairman in the category of Whole Time Director of the Company

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Sections 196, 197, 198, 203, Schedule V of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members be and is hereby accorded for the change in designation of Mr. Ramesh Kunhikannan (DIN: 02063167) from Managing Director to Executive Vice Chairman in the category of Whole Time Director of the Company for residual term i.e., from September 24, 2025 up to March 31, 2029 within the original term (April 01, 2024 to March 31, 2029) and that the remuneration be paid to Mr. Ramesh Kunhikannan (DIN: 02063167) on the terms and conditions including those relating to remuneration as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising of salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration comprising salary, perquisites and benefits as detailed in the explanatory statement to Mr. Ramesh Kunhikannan (DIN: 02063167) subject to such revisions as may be approved by the Board from time to time.

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 of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Ramesh Kunhikannan (DIN: 02063167) pursuant to the annual increment procedure as may be applicable under the Company’s Policy.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors or any duly constituted Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company.”

**By Order of the Board of Directors
For Kaynes Technology India Limited**

CIN: L29128KA2008PLC045825
E-mail ID: kaynestechcs@kaynestechology.net
Website: www.kaynestechology.co.in
Tel: +91 8212582595

**Anuj Mehtha
Company Secretary & Compliance Officer
ICSI Membership No.: FCS 13802**

Date: 11 November 2025

Registered Office: 23-25, Belagola, Food Industrial Estate, Metagalli PO, Mysore 570016, Karnataka, India

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company and as received from National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) as on Friday, 07th November 2025 and whose e-mail IDs are registered with the Company / Depository Participants. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 8.
3. In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. The Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 07th November 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 07th November 2025, being the cut-off date fixed for the purpose.
5. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Members for voting on the resolution set forth in the Notice. For this purpose, the Company has availed the service of services of National Securities Depository Limited ('NSDL').
6. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.kaynestechnology.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the NSDL at www.evoting.nsdl.com.
7. All the material documents referred to in the Explanatory Statement, shall be available for inspection for Members through electronic mode until the last date of e-voting, basis the request being sent on kaynestechnology@kaynestechnology.net mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
8. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants and members holding shares in physical mode are requested to update their email addresses with the Company by sending an email to kaynestechnology@kaynestechnology.net to receive the Notice in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the Notice, user ID / password for e-voting
9. The Scrutinizer will submit her report, after the completion of scrutiny, within the prescribed timelines, to the Chairperson of the Company or any person authorised by her. The results of e-voting will be announced within specified time and will be displayed on the Company's website at www.olaelectric.com and the website of NSDL www.evoting.nsdl.com. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.
10. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Friday, December 12, 2025.
11. Corporate/ Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to kalaivanis0511@gmail.com with a copy marked to evoting@nsdl.com. Institutional members can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

12. The instructions for Members for e-voting are as under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kalaivanis0511@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Falguni Chakraborty Assistant Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to kaynestechnology@kaynestechnology.net.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to kaynestechnology@kaynestechnology.net. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors
For Kaynes Technology India Limited**

CIN: L29128KA2008PLC045825
E-mail ID: kaynestechnology@kaynestechnology.net
Website: www.kaynestechnology.co.in
Tel: +91 8212582595

**Anuj Mehtha
Company Secretary & Compliance Officer
ICSI Membership No.: FCS 13802**

Date: 11 November 2025

Registered Office: 23-25, Belagola, Food Industrial Estate, Metagalli PO, Mysore 570016, Karnataka, India

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (the Act)

ITEM NO.1

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors (the Board) had, at its meeting held on 24th September 2025, approved the appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as an Additional Director of the Company and also as Managing Director effective 24th September 2025, subject to necessary approvals. Accordingly, approval of the Shareholders is being sought to the terms, conditions and stipulations for the appointment of Dr. Muthukumar Narayanaswamy (DIN: 06708535) as Director and the Managing Director and the remuneration payable to him.

Dr. Muthukumar Narayanaswamy is a distinguished business leader and technocrat with nearly four decades of experience driving operational excellence, technological transformation, and sustainable business strategies across leading industrial organizations in India. He has led major enterprises through phases of transformation, including TTK-LIG Limited, TVS Group companies, Sundaram Rubber, and most notably Cummins Meritor (now part of the Meritor–Cummins – Kalyani JV), where he rose to the role of President & COO and India Leader. His experience extends across automotive, rubber, and industrial products sectors, with proven capabilities in managing P&L, driving operational efficiency, fostering innovation, and steering organizational excellence. He holds a Ph.D. in Operations Management (2014) from Annamalai University. He earned an MBA in International Marketing from Thiagarajar School of Management, Madurai, gaining insights into global business strategy and international trade. He also holds an M.Sc. in Applied Sciences (Rubber Technology), 1987 from the College of Engineering, Guindy, Anna University, specializing in polymer technology and manufacturing optimization. His academic background combines technical expertise, business acumen, and research excellence, supporting his leadership in operations, innovation, and strategic growth.

Dr. Muthukumar Narayanaswamy is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be appointed on the Board of the Company.

The brief details about the proposed appointment & remuneration of Dr. Muthukumar Narayanaswamy are given herein:

Tenure of Appointment	24 th September 2025 to 23 rd September 2030
Nature of Duties	<ul style="list-style-type: none">The Managing Director operates under the supervision and control of the Board of Directors, managing the business and affairs of the Company. Powers are exercised by him as delegated by the Board, subject to limitations imposed by the Act, the Memorandum and Articles of Association, or resolutions passed by the Board or the Company in General Meeting.The Managing Director shall devote full time and attention to the Company's operations, acting in the best interest of the Company and its subsidiaries, joint ventures, and associate companies.
Other Conditions	<ul style="list-style-type: none">The terms and conditions governing the appointment of the Managing Director include provisions requiring adherence to the Company's Code of Conduct and the maintenance of confidentiality.Furthermore, all Company Policies and associated Rules applicable to other employees of the Company shall also apply to the Managing Director, except where expressly stated otherwise.
Remuneration:	
Particulars	Details (Gross in INR)
Fixed Remuneration (inclusive of basic salary and allowances)	1,80,00,000 per annum
Insurance	Medical Insurance as per the applicable Company Policy
Leave Encashment	Leave and encashment of unavailed leave as per the Company Policy
Gratuity Pay	As per Statutory Regulation
Minimum Remuneration	In the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising of salary,

	perquisites and benefits approved herein be continued to be paid as minimum remuneration comprising salary, perquisites and benefits as detailed above to Dr. Muthukumar Narayanaswamy subject to such revisions as may be approved by the Board from time to time
Other conditions	<ul style="list-style-type: none"> • Dr. Muthukumar Narayanaswamy shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. • The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. • Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

- *Other terms and conditions including on separation consistent with past practice and applicable policies.*

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, is provided in this Notice. Dr. Muthukumar Narayanaswamy, being the appointee, is interested in the proposed resolution. Further, his relatives are also deemed to be interested in the resolution, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board, based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Dr. Muthukumar Narayanaswamy in the interest of the Company and recommends the Ordinary Resolution as set out in the Notice for approval of Members.

ITEM NO. 2

Change in designation of Mr. Ramesh Kunhikannan (DIN: 02063167) as an Executive Vice Chairman in the category of Whole Time Director of the Company

Shareholders may recall that Mr. Ramesh Kunhikannan, was re-appointed as the Managing Director of the Company by the members at the 15th Annual General Meeting of the Company held on 15th September 2023 for a period of 5 (five) years with effect from 1st April, 2024 to 31st March, 2029. Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 24th September approved the change of designation of Mr. Ramesh Kunhikannan from the Managing Director to Executive Vice Chairman in the category of the Whole- time Director of the Company for residual term i.e., from September 24, 2025 up to March 31, 2029 within the original term (April 01, 2024 to March 31, 2029) to concentrate more on the strategic and business growth .

Being served as the Director of the Company from the date of incorporation, Mr. Ramesh Kunhikannan has played a key role in the growth and performance of the Company, undertaken various strategic initiatives and continues to provide valuable industry knowledge and leadership to the Company.

The Nomination and Remuneration Committee, having considered the skills, expertise and competencies required for the effective functioning of the Board in the context of the Company's business, is of the view that Mr. Ramesh Kunhikannan continues to possess the core attributes essential to the role.

Mr. Ramesh Kunhikannan has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. He is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

The brief details about the proposed change in designation & remuneration of Mr. Ramesh Kunhikannan are given herein:

Tenure of Appointment	24 th September 2025 to 31 st March 2029
Nature of Duties	<ul style="list-style-type: none"> The Executive Vice Chairman in the category of Whole Time Director operates under the supervision of the Board of Directors. Powers are exercised by him as delegated by the Board subject to limitations imposed by the Act, the Memorandum and Articles of Association, or resolutions passed by the Board or the Company in General Meeting. The Executive Vice Chairman shall devote full time and attention to the Company's operations, acting in the best interest of the Company and its subsidiaries, joint ventures, and associate companies.
Other Conditions	<ul style="list-style-type: none"> The terms and conditions governing the Change in designation from the Managing Director to Executive Vice Chairman in the category of Whole Time Director include provisions requiring adherence to the Company's Code of Conduct and the maintenance of confidentiality. Furthermore, all Company Policies and associated Rules applicable to other employees of the Company shall also apply to the Executive Vice Chairman, except where expressly stated otherwise.
Remuneration:	
Particulars	Details (Gross in INR)
Fixed Remuneration (inclusive of basic salary, allowances)	1,80,00,000 per annum
Insurance	Medical Insurance as per the applicable Company Policy
Leave Encashment	Leave and encashment of unavailed leave as per Company Policy
Gratuity Pay	As per Statutory Regulation
Minimum Remuneration	In the absence, or, inadequacy of the profits in any Financial Year, the remuneration to Mr. Ramesh Kunhikannan including the perquisites will be paid in accordance with the applicable provisions of Schedule V of the Act.
Other conditions	<ul style="list-style-type: none"> Except with the permission of the Shareholders, the remuneration paid shall not exceed the limits specified under the provisions of Section 197 and other applicable provisions of the Act read with Schedule V of the Act. Mr. Ramesh Kunhikannan shall not be entitled to sitting fees for attending the meetings of the Board of Directors or Committees thereof. The Board and/or the Nomination and Remuneration Committee of the Company are authorised to determine the increments, if any during the subsequent years and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the performance of the incumbent. Any variation to the terms and conditions of this appointment and remuneration, including basic salary, fixed remuneration, bonus, perquisites including shares grant and allowances, if any will be subject to review and approval of the Board and/or the Nomination and Remuneration Committee and the Shareholders (if applicable), in accordance with the applicable law, including the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Other terms and conditions including on separation consistent with past practice and applicable policies.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, is provided in this Notice. Mr. Ramesh Kunhikannan, being the appointee, is interested in the proposed resolution.

Mr. Ramesh Kunhikannan is spouse of Mrs. Savitha Ramesh, Chairperson and Whole-time Director of the Company. Further, his relatives are also deemed to be interested in the resolution, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives except Mrs. Savitha Ramesh and his relatives, to whom the resolution relates, are concerned or interested, financially or otherwise in the resolution set out at Item No.2 of this Notice.

Considering the above, the Board, based on the recommendation of the Nomination and Remuneration Committee considers the resolution and recommends the Ordinary Resolution as set out in the Item No.2 of this Notice for approval of Members.

**By Order of the Board of Directors
For Kaynes Technology India Limited**

CIN: L29128KA2008PLC045825
E-mail ID: kaynestechcs@kaynestechtechnology.net
Website: www.kaynestechtechnology.co.in
Tel: +91 8212582595

**Anuj Mehtha
Company Secretary & Compliance Officer
ICSI Membership No.: FCS 13802**

Date: 11 November 2025

Registered Office: 23-25, Belagola, Food Industrial Estate, Metagalli PO, Mysore 570016, Karnataka, India

DETAILS OF DIRECTOR SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of the Director	Dr. Muthukumar Narayanaswamy
DIN	06708535
Date of Birth	15 th June 1965
Age	60 years
Date of first appointment on the Board	24.09.2025
Qualification	Dr. Muthukumar Narayanaswamy holds M.Sc. in Applied Sciences (Rubber Technology) from the College of Engineering, Guindy, Anna University, Chennai and holds a MBA International Marketing degree from Thiagarajar school of Management, Madurai. He also holds PhD in Operations Management, Annamalai University, Chidambaram.
Experience	37 years
Nature of expertise in specific functional areas	<ul style="list-style-type: none"> • Strategic planning and Business Development • Technological transformation and product strategy • Understanding of Emerging Markets and Consumer Insights • Contract negotiation, strategic alliances, Merger & acquisitions. • Experience of overseeing large and complex business operations requiring proven administrative & managerial skills • Corporate Governance and Legal Framework • Purposeful Business & Sustainability/ ESG • People & Talent Development <p>For further details, refer Notice and Explanatory Statement</p>
Terms and conditions of appointment	Appointment as the Managing Director for a period of 5 (five) consecutive years effective from 24 th September, 2025 to 23 rd September 2030. (for further details refer the Notice and Explanatory Statement).
Details of remuneration last drawn (FY 2024-25)	Not Applicable
Details of remuneration sought to be paid	Refer Notice and Explanatory Statement
Directorships in other listed Companies (excluding foreign companies)	Nil
Membership/ Chairpersonship of Committees in other listed companies (excluding foreign companies)	Not Applicable
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Not Applicable
No. of Board Meetings attended during 2025-26 (upto the date of this Notice)	2 (Two)
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None
No. of shares held (as on the date of this Notice):	
(a) Own	50
(b) For other persons on a beneficial basis	Nil

DETAILS OF DIRECTOR SEEKING CHANGE IN DESIGNATION

(Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of the Director	Mr. Ramesh Kunhikannan
DIN	02063167
Date of Birth	28 th February 1964
Age	61 years
Date of first appointment on the Board	28 th March 2008
Qualification	Mr. Ramesh Kunhikannan holds a bachelor's degree in electrical engineering from National Institute of Engineering, Mysore
Experience	36 years
Nature of expertise in specific functional areas	<ul style="list-style-type: none"> • Strategic planning and Business Development • Understanding of Emerging Markets and Consumer Insights • Experience of overseeing large and complex business operations requiring proven managerial skills • Management function of the Company and oversees the senior management responsibility for the implementation of strategy in respect of such management function. • Investor relationship • Technology transfer collaboration • Global M&A analysis & execution. <p>For further details, refer Notice and Explanatory Statement</p>
Terms and conditions of appointment	Mr. Ramesh Kunhikannan is re-designated as Executive Vice Chairman in the category of Whole Time Director for a residual term i.e., from September 24, 2025 up to March 31, 2029 within the original term (April 01, 2024 to March 31, 2029). (for further details refer the Notice and Explanatory Statement).
Details of remuneration last drawn (FY 2024-25)	INR 1,80,00,000 per annum
Details of remuneration sought to be paid	Refer Notice and Explanatory Statement
Directorships in other listed Companies (excluding foreign companies)	Nil
Membership/ Chairpersonship of Committees in other listed companies (excluding foreign companies)	Not Applicable
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Not Applicable
No. of Board Meetings attended during 2025-26 (upto the date of this Notice)	5 (Five)
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Mr. Ramesh Kunhikannan is spouse of Mrs. Savitha Ramesh, Chairperson and Whole-time Director of the Company.
No. of shares held (as on the date of this Notice):	
(a) Own	3,58,18,633
(b) For other persons on a beneficial basis	100