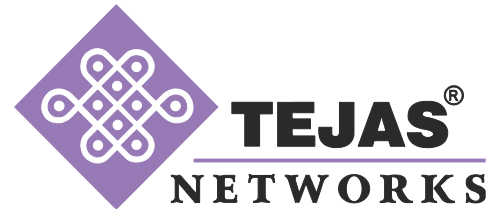


Tejas Networks Ltd.

Regd. Office: Plot No. 25, 5th Floor
J.P. Software Park, Electronic City Phase 1
Hosur Road, Bengaluru 560 100, India
Tel : +91- 80- 4179 4600/700/800
Fax: +91- 80- 2852 0201



June 29, 2024

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
NSE Symbol: TEJASNET

The Secretary
BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 540595

Dear Sir/Madam,

Re: Scrutinizer's report & Voting results of the 24th Annual General Meeting

In continuation to our letter dated June 28, 2024, pertaining to the 24th Annual General Meeting (AGM) held on June 28, 2024, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – A**.
2. Report of the Scrutinizer dated June 29, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure – B**.

As per the consolidated Scrutinizer's Report dated June 29, 2024, all the resolutions mentioned in the Notice of AGM were passed by the Members of the Company with the requisite majority.

The voting results along with the Scrutinizer's Report are also being uploaded on the Company's website at www.tejasnetworks.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com

Kindly take the above information on record.

Yours sincerely
For Tejas Networks Limited

N R Ravikrishnan
General Counsel, Chief Compliance Officer
& Company Secretary

Voting results	
Record date	21-06-2024
Total number of shareholders on record date	183432
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	82
No. of resolution passed in the meeting	7



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone Financial Statements				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	21509648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	21509648	0	100.0000
Public- Non Institutions	E-Voting	50030531	5225724	10.4451	5225177	547	99.9895	0.0105
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225724	10.4451	5225177	547	99.9895
Total		170900064	121641058	71.1767	121640511	547	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Consolidated Financial Statements				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	21509648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	21509648	0	100.0000
Public- Non Institutions	E-Voting	50030531	5225048	10.4437	5224501	547	99.9895	0.0105
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225048	10.4437	5224501	547	99.9895
Total		170900064	121640382	71.1763	121639835	547	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Arnob Roy (DIN: 03176672) as a Director (liable to retire by rotation) of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	21463175	46473	99.7839	0.2161
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	21463175	46473	99.7839
Public- Non Institutions	E-Voting	50030531	5225661	10.4449	5224907	754	99.9856	0.0144
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225661	10.4449	5224907	754	99.9856
Total		170900064	121640995	71.1767	121593768	47227	99.9612	0.0388
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve existing as well as new material related party transactions with Tata Consultancy Services Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	21509648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	21509648	0	100.0000
Public- Non Institutions	E-Voting	50030531	5225669	10.4450	5225098	571	99.9891	0.0109
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225669	10.4450	5225098	571	99.9891
Total		170900064	26735317	15.6438	26734746	571	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approve the increase in Borrowings in excess of paid-up capital and free reserves				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	20945019	564629	97.3750	2.6250
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	20945019	564629	97.3750
Public- Non Institutions	E-Voting	50030531	5225524	10.4447	5190701	34823	99.3336	0.6664
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225524	10.4447	5190701	34823	99.3336
Total		170900064	121640858	71.1766	121041406	599452	99.5072	0.4928
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21493680	82.7831	20945019	548661	97.4473	2.5527
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21493680	82.7831	20945019	548661	97.4473
Public- Non Institutions	E-Voting	50030531	5225516	10.4447	5191978	33538	99.3582	0.6418
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225516	10.4447	5191978	33538	99.3582
Total		170900064	121624882	71.1673	121042683	582199	99.5213	0.4787
Whether resolution is Pass or Not.							Yes	



Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the Remuneration of Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94905686	94905686	100.0000	94905686	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		94905686	94905686	100.0000	94905686	0	100.0000
Public-Institutions	E-Voting	25963847	21509648	82.8446	21509648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		25963847	21509648	82.8446	21509648	0	100.0000
Public- Non Institutions	E-Voting	50030531	5225516	10.4447	5223896	1620	99.9690	0.0310
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50030531	5225516	10.4447	5223896	1620	99.9690
Total		170900064	121640850	71.1766	121639230	1620	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	





COMBINED SCRUTINIZER'S REPORT ON REMOTE AND E-VOTING ON THE DAY OF ANNUAL GENERAL MEETING

To,

The Chairman
TEJAS NETWORKS LIMITED
(CIN: L72900KA2000PLC026980)
J P Software Park, Plot No 25,
Sy. No 13, 14,17,18 Konnapana Agrahara Village,
Begur Hobli, Bengaluru- 560100

Dear Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rules 20 of the Companies (Management & Administration) rules 20 14 as amended by Companies (Management & Administration) Amendment Rules, 2015 at the 24th Annual General Meeting of Tejas Networks Limited, held on Friday, June 28, 2024, at 3:00 p.m. through two-way video conferencing ('VC') or Other Audio-Visual Means ('OAVM').

I, Chennur Dwarakanath, Company Secretary in Practice have been appointed as the Scrutinizer by the Board of Directors of the Tejas Networks Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-voting as well as E-Voting at the 24th Annual General Meeting (AGM) of Tejas Networks Limited, Friday, June 28, 2024 at 3.00 p.m. IST through Video Conferencing ('VC') or other Audio-Visual Means ('OAVM').

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/ 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, No.02/2021 dated January 13, 2021, 19/2021 dated December 8. 2021, No. 21/2021 dated December 14, 2021, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 24th Annual General Meeting ("Meeting" or "AGM") of the Company was held through VC/OAVM on Friday, June 28, 2024 at 3:00 p.m. (IST). The proceedings of AGM deemed to be conducted at the Registered Office of the Company situated at J P Software Park, Plot No 25, Sy. No 13, 14,17,18 Konnapana Agrahara Village, Begur Hobli, Bengaluru- 560100.



Further, pursuant to the relevant circulars issued by the MCA and SEBI, the Notice of the AGM along with the Annual Report for FY 2023-24 was sent in electronic form only to those Members whose email addresses were registered with the Company/ Depositories. The Notice calling the 24th AGM had been uploaded on the website of the Company at https://www.tejasnetworks.com/shareholders_agm.php. The Notice could also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively and the AGM Notice was also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote eVoting facility) i.e. www.evoting.nsdl.com.

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

The notice dated April 22, 2024 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company on June 5, 2024 by e-mail.

The Company had availed of e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote c-voting by the Shareholders of the Company.

Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e., Friday, June 21, 2024 were allowed to cast their vote either by remote e-Voting before the meeting or e-voting during the meeting. The remote e-voting period commenced on Monday, June 24, 2024, at 9:00 a.m. (IST) and ended on Thursday, June 27, 2024, at 5:00 p.m. (IST). The remote e-voting module was disabled by NSDL as authorized by me for not voting thereafter. Once the vote on a resolution was cast by the Member, the Member was not allowed to change it subsequently.

Members, who were entitled to vote but have not yet voted through remote e-voting, were provided with the facility to exercise their voting rights through e-voting during the AGM. However, Members who have already cast their vote through remote e-voting were not permitted to vote again during the Annual General Meeting, although they were entitled to attend the meeting. The e-voting during the Annual General Meeting ended after 15 minutes from the conclusion of the meeting at 4:27 P.M. and 83 members attended the Annual General Meeting.

On completion of the e-voting at the AGM, the NSDL e-voting platform was un-blocked, and the result was downloaded for scrutiny.



The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting vote(s) through e-voting at the AGM on resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the Remote e-voting and the e-voting conducted at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Thanking You,

Yours Faithfully,

CHENNUR
DWARAK
ANATH
Chennu: Dwarakanath

Digitally signed
by CHENNUR
DWARAKANATH
Date: 2024.06.29
13:29:08 +05'30'



Company Secretary in Practice

(FCS: 7723 C.P. No: 4847)

Peer Review Certificate No.674/ 2020

UDIN No: F007723F000636791

Date: June 29, 2024

A handwritten signature in blue ink, appearing to be "NR" followed by a horizontal line.



.....
N R Ravikrishnan

General Counsel, Chief Compliance Officer
and Company Secretary
ACS Membership No: 7875

Date: June 29, 2024

CONSOLIDATED SUMMARY RESULT

AGM held on 28th June 2024

Tejas Networks Limited

J P Software Park, Plot No 25,

Sy. No 13, 14,17,18 Konnapana Agrahara Village,

Begur Hobli, Bengaluru- 560100

Resolution No. 1 – Adoption of Audited Standalone Financial Statements- Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
484	121640511	99.9996

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
10	547	0.0004

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0



Resolution No. 2 – Adoption of Audited Consolidated Financial Statements- Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.

i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
483	121639835	99.9996

(i) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
10	547	0.0004

(ii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0

Resolution No. 3 - Appointment of Arnob Roy (DIN: 03176672) as a Director (liable to retire by rotation) of the Company - Ordinary Resolution

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
474	121593768	99.9612

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
22	47227	0.0388

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0

Resolution No. 4 - To approve existing as well as new material related party transactions with Tata Consultancy Services Limited- Ordinary Resolution

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
480	26734746	99.9979

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
12	571	0.0021

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0



**Resolution No. 5 - Approve the increase in Borrowings in excess of paid-up capital and free reserves –
Special Resolution**

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
468	121041406	99.5072

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
29	599452	0.4928

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0



Resolution No. 6 - Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings – Special Resolution

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
467	121042683	99.5213

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
28	582199	0.4787

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0



Resolution No. 7 - Ratification of the Remuneration of Cost Auditors- Ordinary Resolution

(i) Voting "*in Favour*" of the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
475	121639230	99.9987

(ii) Voted "*against*" the resolution

Number of Members Voted	Number of Valid Votes Cast by them	% of total number of valid votes Cast
17	1620	0.0013

(iii) *Invalid Votes*

Number of Members whose votes were declared invalid	Number of Invalid votes cast by them
0	0

