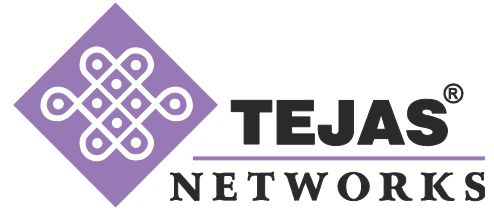


## Tejas Networks Ltd.

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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



February 9, 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: Summary of Proceedings of the Meeting of the Equity Shareholders of Tejas Networks Limited convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Bengaluru Bench**

We refer to our letter dated January 4, 2024 and January 30, 2024, wherein Tejas Networks Limited (the "Company") had submitted the Notice of the Meeting of the Equity Shareholders of the Company vide order of the National Company Law Tribunal, Bengaluru Bench (the Tribunal") dated December 7, 2023.

Pursuant to the Tribunal Order dated December 7, 2023 in the Company Scheme Application CA (CAA) NO. 29/BB/ 2023 ('Order') and pursuant to the General Circulars issued by the Ministry of Corporate Affairs and by the Securities and Exchange Board of India, the meeting of the Equity Shareholders of the Company ('Members') was held on Friday February 9, 2024 at 10.00 A.M. (IST) through Video-Conference / Other Audio Visual Means ("VC / OAVM") to approve the Scheme of Amalgamation of Saankhya Labs Private Limited and Saankhya Strategic Electronics Private Limited with Tejas Networks Limited and their respective shareholders ("Scheme"). The Company also facilitated the live webcast of the proceedings of the Meeting. The Meeting started at 10.00 A.M. (IST) and concluded at 10.43 A.M.(IST).

In this regard, please find enclosed the summary of the proceedings of the Meeting of the Company, as required under Regulation 30 and Part A of Schedule III of the SEBI Listing Regulations enclosed as **Annexure - A**.

The above information is also being made available on the website of the Company at [www.tejasnetworks.com](http://www.tejasnetworks.com)

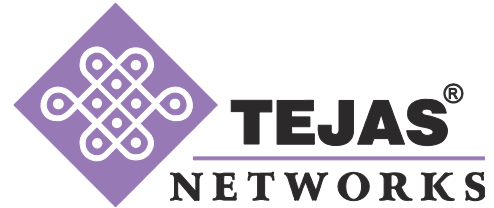
Kindly take the above information on record and acknowledge.

Yours sincerely  
**For Tejas Networks Limited**

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

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**Annexure - A**

### **Summary of the Proceedings of the meeting of Equity Shareholders of Tejas Networks Limited held through Video-Conferencing and Audio-visual means pursuant to the directions of the National Company Law Tribunal, Bengaluru Bench ('NCLT') held on Friday, February 9, 2024.**

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The Meeting of the Equity Shareholders of Tejas Networks Limited (the "Company"), pursuant to the directions of the National Company Law Tribunal, Bengaluru Bench (the "Tribunal") vide its order dated December 7, 2023 was convened today, (i.e.) Friday, February, 9, 2024, by way of video conferencing / other audio-visual means ('VC/OAVM') ('Meeting'). The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('Act'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2').

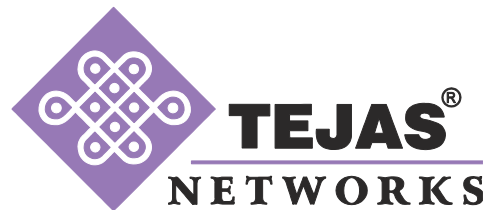
Mr. N R Ravikrishnan, General Counsel, Chief Compliance Officer and Company Secretary welcomed the Shareholders to the Meeting and provided them with the necessary details relating to their participation in the Meeting through VC/OAVM. He informed that the Company had provided its members with the facility to cast their votes prior to the Meeting, through remote e-voting electronically, using the facility provided by National Securities Depository Limited. He further informed that the voting facility was also made available during the Meeting for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

Mr. N R Ravikrishnan, General Counsel, Chief Compliance Officer and Company Secretary further informed that in pursuance of the Tribunal Order dated December 7, 2023, Mr. Pradeep Kulkarni, (Membership No. 7260 and CP No. 7835), Practicing Company Secretary was appointed as Scrutinizer to scrutinize the votes cast by remote e-voting prior to the Meeting as well as e-voting during the Meeting, in a fair and transparent manner

The Hon'ble Tribunal, vide its order dated December 7, 2023, had appointed Mr. Uday Shankar R M, Advocate, to be the Chairperson for the Meeting including for any adjournment or adjournments thereof. Accordingly, Mr. Uday Shankar R M, Advocate, presided as the Chairperson for the Meeting. He informed the Members that the Meeting of the Equity Shareholders of the Company, is held to consider and if thought fit to approve the Scheme of Amalgamation of Saankhya Labs Private Limited and Saankhya Strategic Electronics Private Limited with Tejas Networks Limited and their respective shareholders.

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The following Directors/ Key Managerial Personnel were in attendance through VC/OAVM at a common venue at the Registered Office of the Company in Bengaluru

- Mr. Anand Athreya – Managing Director and Chief Executive Officer.
- Mr. Arnob Roy – Executive Director and Chief Operating Officer.
- Mr. Sumit Dhingra – Chief Financial Officer.
- Mr. N R Ravikrishnan- General Counsel, Chief Compliance Officer and Company Secretary.

The Chairperson then informed the Members that a representative of M/s. Price Waterhouse and Company, Statutory Auditors of the Company, a representative of M/s. Singhi, Dev and Unni, Internal Auditors of the Company, a representative of M/s. C Dwarakanath, Secretarial Auditors of the Company and other Senior Management Team of the Company who are attending this meeting through VC/OAVM and also Mr. Pradeep Kulkarni, Practicing Company Secretary to assist us and Mr. Falguni Chakraborty from NSDL to advise in the technical aspects of the audio visual means of the meeting.

The Chairperson of the Meeting informed that (a) the Notice of the Meeting, (b) the Statement under Section 102 read with Section 230 to Section 232 of the Companies Act, 2013, the rules framed thereunder, SEBI Listing Regulations, Secretarial Standards and other applicable SEBI Circulars, (c) the Scheme and (d) other relevant documents in connection with the said Scheme and as referred to in the Notice had been dispatched to the Members through electronic means via e-mail to those shareholders whose e-mail addresses were registered with the Company/ Registrar & Transfer Agent/Depository Participant(s)/Depositories as on December 29, 2023. In addition, the advertisements containing the details of the Meeting, sending of the Notice to the Meeting and details on e-voting were duly published in newspapers, in accordance with the directions of the Tribunal.

The Chairperson of the meeting informed that there is no requirement of physical attendance of Members and hence the requirement of appointing proxies was not applicable. Further, it was informed to the Members that the documents that were referred to in the Notice were available for inspection in electronic mode for the Members, on request as well as made available on the website of the Company at [www.tejasnetworks.com](http://www.tejasnetworks.com)

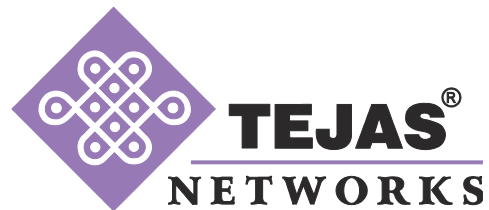
The Chairperson informed that 38 Members attended the meeting virtually. In terms of the MCA circulars and SEBI circular, the requirement of appointing proxies was not applicable. The requisite quorum as required under Section 103 of the Companies Act, 2013 was present throughout the meeting.

With the consent of the Members, the Notice convening the Meeting was taken as read.

The Chairperson informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the remote e-voting facility to the Members in respect of business to be

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transacted at the Meeting. The remote e-voting commenced at 9.00 A.M. (IST) on Monday, February 5, 2024, and ended at 5:00 P.M. (IST) on Thursday, February 08, 2024. Further, the Company had also provided the facility for e-voting during the Meeting to facilitate the Members who were attending the meeting and had not cast their votes earlier through remote e-voting.

The following resolution as set out in the Notice convening the Meeting was put to vote by Remote e-voting and e-voting during the meeting:

Item No.	Details of the Resolution
1	Approve the Scheme of Amalgamation of Saankhya Labs Private Limited and Saankhya Strategic Electronics Private Limited with Tejas Networks Limited and their respective shareholders

The Chairperson then invited the Shareholders who had registered themselves as speaker to express their views, make comments and seek clarifications on the resolutions set out in the Notice of the Meeting. The Shareholders were given an opportunity to speak in the order in which they had registered their names.

The Chairperson stated that the consolidated results of the remote e-voting and e-voting during the Meeting would be announced within 2 working days of the conclusion of the meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and National Securities Depository Limited (NSDL), and would also be available on the website of the Company.

The Chairperson then thanked the Shareholders for their continued support and for attending and participating in the meeting. He also thanked the Directors for joining the meeting virtually. The e-voting facility remained available until 15 minutes from the conclusion of the meeting, allowing Members to cast their votes.

The Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

### For Tejas Networks Limited

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