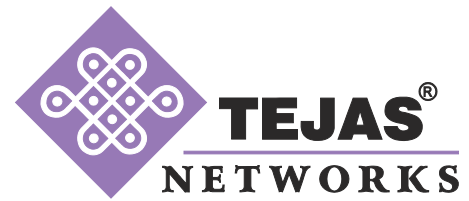


Tejas Networks Ltd.

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



July 29, 2020

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,
Fort, Mumbai – 400 001
BSE Scrip Code: 540595

Dear Sir/Madam,

Re: 20th Annual General Meeting – Voting Results

In continuation to our letter dated July 06, 2020, we hereby inform you that the 20th Annual General Meeting of the Company was held on July 28, 2020. In this regard, 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 – I.
2. Report of the Scrutinizer dated July 29, 2020, pursuant to Section 108 of the Companies Act, 2013 as Annexure – II.

This is for your information and records.

Yours sincerely

For Tejas Networks Limited

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

Encl: as above

Name of the Company		Tejas Networks Limited						
Resolution Required : (Ordinary)		1 - Adoption of Financial Statements						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	31529365	17477243	55.4316	17477243	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17477243	55.4316	17477243	0	100.0000	0.0000
Public Non Institutions	E-Voting	60805707	31115792	51.1725	31101520	14272	99.9541	0.0459
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31115792	51.1725	31101520	14272	99.9541	0.0459
Total		92335072	48593035	52.6268	48578763	14272	99.9706	0.0294

Name of the Company		Tejas Networks Limited						
Resolution Required : (Ordinary)		2 - Re-appointment of Dr. Gururaj Deshpande (DIN: 01979383) as a Director liable to retire by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	31529365	17477243	55.4316	16528131	949112	94.5694	5.4306
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17477243	55.4316	16528131	949112	94.5694	5.4306
Public Non Institutions	E-Voting	60805707	31115792	51.1725	31084454	31338	99.8993	0.1007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31115792	51.1725	31084454	31338	99.8993	0.1007
Total		92335072	48593035	52.6268	47612585	980450	97.9823	2.0177

Name of the Company		Tejas Networks Limited						
Resolution Required : (Special)		3 - Continuation of directorship of Amb. Leela K Ponappa (DIN: 07433990) as Independent Director in terms of Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	31529365	17477243	55.4316	17477243	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17477243	55.4316	17477243	0	100.0000	0.0000
Public Non Institutions	E-Voting	60805707	31115792	51.1725	31091927	23865	99.9233	0.0767
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		31115792	51.1725	31091927	23865	99.9233	0.0767
Total		92335072	48593035	52.6268	48569170	23865	99.9509	0.0491



FORM NO. MGT-13
Report of Scrutinizer

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman of the 20th Annual General Meeting of the equity shareholders of **Tejas Networks Limited** (the “**Company**”) held on Tuesday, July 28, 2020 at 4.00 p.m. (IST) through Video Conferencing (“**VC**”)/Other Audio Visual Means (“**OAVM**”).

Dear Sir,

I, Dwarakanath C, Company Secretary in Practice, appointed as Scrutinizer for the purpose of scrutinizing the votes cast through electronically at the 20th Annual General Meeting of the equity shareholders of Tejas Networks Limited, held on Tuesday, July 28, 2020 at 4.00 p.m. (IST) through Video Conferencing (“**VC**”)/Other Audio Visual Means (“**OAVM**”), submit my report as under:

1. The combined scrutinizer’s report on remote e-Voting and electronic voting at the Annual General Meeting is annexed herewith: Annexure A
2. The result of the electronic voting at the AGM is as under:

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

To receive, consider and adopt:

- a. The Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.

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

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
33	1,71,36,578	100

- (ii) Voted "*against*" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
00	00	00

- (iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

Resolution No. 2 - Re-appointment of Dr. Gururaj Deshpande (DIN: 01979383) as a Director liable to retire by rotation - Ordinary Resolution

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

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
32	1,71,28,037	99.9501

(ii) Voted "*against*" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
01	8,541	0.0498

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

Resolution No. 3 - Continuation of directorship of Amb. Leela K Ponappa (DIN: 07433990) as Independent Director in terms of Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Special Resolution

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

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
33	1,71,36,578	100

(ii) Voted "*against*" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
00	00	00

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

3. Soft copy containing a list of equity shareholders who voted electronically "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been e-mailed to the Company Secretary of the Company.
4. All other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Dwarakanath C
Company Secretary in Practice
(FCS: 7723 C.P. No: 4847)
UDIN No. F007723B000520752

Place: Bengaluru
Date: 29th July 2020

Encl: As above



Annexure A
COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ELECTRONIC VOTING AT THE
ANNUAL GENERAL MEETING

To,

The Chairman of the 20th Annual General Meeting of the equity shareholders of **Tejas Networks Limited** (the "**Company**") held on Tuesday, July 28, 2020 at 4.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

I, Dwarakanath C, Company Secretary in Practice, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- a. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. Voting through electronic voting system (AGM Voting) at the 20th Annual General Meeting ('AGM');

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by Ministry of Corporate Affairs ('MCA') and Securities Exchange Board of India ('SEBI') relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 20th Annual General Meeting of the Equity Shareholders held and conducted on 28th July 2020. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (the "**NSDL**") the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("AGM Voting").

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. (IST) Thursday, July 23, 2020 up to 5.00 p.m. (IST) Monday, July 27, 2020.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular No.20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
3. The voting rights were reckoned as on Tuesday, July 21, 2020 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 28, 2020 at 5.15 P.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

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

To receive, consider and adopt:

a. The Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.

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

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	170	31442185	64.7051
e-Voting at the AGM	33	17136578	35.2655
Total	203	48578763	99.9706

(ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	7	14272	0.0294
e-Voting at the AGM	0	0	0
Total	7	14272	0.0294

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting at the AGM	00	00
Total	00	00

Resolution No. 2 – Re-appointment of Dr. Gururaj Deshpande (DIN: 01979383) as a Director liable to retire by rotation - Ordinary Resolution

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

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	160	30484548	62.7344
e-Voting at the AGM	32	17128037	35.2479
Total	192	47612585	97.9823

(ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	17	971909	2.0001
e-Voting at the AGM	01	8541	0.0176
Total	18	980450	2.0177

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting at the AGM	00	00
Total	00	00

Resolution No. 3 – Continuation of directorship of Amb. Leela K Ponappa (DIN: 07433990) as Independent Director in terms of Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Special Resolution

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

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	158	31432592	64.6854
e-Voting at the AGM	33	17136578	35.2655
Total	191	48569170	99.9509

(ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	19	23865	0.0491
e-Voting at the AGM	0	0	0
Total	19	23865	0.0491

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting at the AGM	00	00
Total	00	00

8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

A separate Report of the Scrutinizer in Form MGT-13, of even date, has been issued for the results of the electronic voting at the AGM.

Thanking you.

Yours faithfully,

Dwarakanath C
Company Secretary in Practice
(FCS: 7723 C.P. No: 4847)

Date: 29th July 2020



.....
N R Ravikrishnan
General Counsel, Chief Compliance Officer and Company Secretary
ACS Membership No: 7875

Date:²⁹ July 2020