



## SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

Board of Directors

**Tejas Networks Limited**

CIN: L72900KA2000PLC026980

J P Software Park, Plot No 25,

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

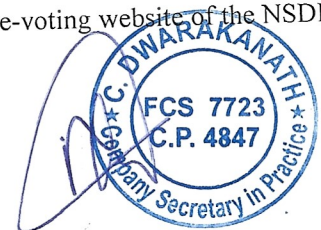
Begur Hobli, Bangalore 560100

Dear Sir,

I, C. Dwarakanath, Company Secretary in Practice, appointed as Scrutinizer by the Board of Directors of Tejas Networks Limited (the "Company") for the purpose of scrutinizing Postal Ballot process (through e-voting) in the fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated February 21, 2024, sent for shareholders' consideration and approval.

Pursuant to the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot i.e. Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circular No. 14/ 2020 dated April 8, 2020, Circular No.17/ 2020 dated April 13, 2020, Circular No. 22/ 2020 dated June 15, 2020, Circular No.33/2020 dated September 28, 2020, Circular No.39/2020 dated December 31, 2020, 10/2021 dated 23, 2021 and 20/2021 dated December 08, 2021 General Circular No. 03/2022 dated May 05, 2022, General Circular Nos. 11/2022 dated December 28, 2022 and 9/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), a Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Secretarial standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and pursuant to other applicable laws and regulations in a fair and transparent manner and do hereby submit the report as under:

1. In accordance with the Notice of the Postal Ballot dated February 21, 2024, the Company has completed dispatching of notice to the shareholders via email only to the Members of the Company whose names appear on the Register of Members / list of Beneficial Owners as received from Depository participants /depositories, on February 16, 2024, the e-voting commenced on Saturday, February 24, 2024 at 9.00 A.M IST and ended on Sunday, March 24, 2024 at 5:00 P.M IST. The e-voting facility was provided by National Securities Depository Ltd (the "NSDL"). The e-votes were unblocked at 1:45 PM on March 25, 2024 and the e-voting summary statement was downloaded from e-voting website of the NSDL i.e. <https://www.evoting.nsdl.com/>



2. The Equity Shareholders holding shares as on February 16, 2024 ("cut -off date") were entitled to vote on the resolution stated in the Notice of the Postal Ballot
3. My report on the results of the voting is based on the data downloaded from the e-voting website of the NSDL i.e. <https://www.evoting.nsdl.com/> in respect of the resolutions contained in the Notice of the Postal Ballot.
4. The Management of the Company is responsible to ensure compliance with the requirements of the Act, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the Notice of the Postal Ballot. My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolutions.
5. The result of the voting is as under:



Resolution 1: Special Resolution

**RE-APPOINTMENT OF ARNOB ROY (DIN: 03176672) AS WHOLE-TIME DIRECTOR, DESIGNATED AS EXECUTIVE DIRECTOR AND CHIEF OPERATING OFFICER AND PAYMENT OF REMUNERATION THEREOF.**

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

	Number of Members	Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Voted by electronic mode	831	106566312	95.0405
<b>Total</b>	<b>831</b>	<b>106566312</b>	<b>95.0405</b>

(ii) Voted "*against*" the resolution

	Number of Members	Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Voted by electronic mode	95	5560956	4.9595
<b>Total</b>	<b>95</b>	<b>5560956</b>	<b>4.9595</b>

(iii) *Invalid Votes*


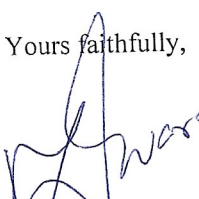
	Number of Members	Number of votes cast by them (no. of shares)
Voted by electronic mode	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



6. Register of postal ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ Person authorized by him for safe keeping.

Thanking you.

Yours faithfully,



**Dwarakanath C**  
**Company Secretary in Practice**  
**(FCS: 7723 C.P. No: 4847)**  
**UDIN NO.: F007723E003628703**  
**Peer Review Certificate No: 674/2020**

**Date: March 25, 2024**

**Place: Bengaluru**