



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 March 14, 2022, sent for shareholders' consideration and approval. I am submitting my report as under:

1. 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 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the shareholders on the resolutions proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions.
2. In accordance with the Notice of the Postal Ballot dated March 14, 2022, the Company has completed dispatching of notice to the shareholders via email only to all the Members of the Company whose names appear on the Register of Members / list of Beneficial Owners as received from Depository participants / depositories, pursuant to 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. 23/ 2020 dated June 15, 2020, Circular No. 24/ 2020 dated June 15, 2020, Circular No. 25/ 2020 dated June 15, 2020, Circular No. 26/ 2020 dated June 15, 2020, Circular No. 27/ 2020 dated June 15, 2020, Circular No. 28/ 2020 dated June 15, 2020, Circular No. 29/ 2020 dated June 15, 2020, Circular No. 30/ 2020 dated June 15, 2020, Circular No. 31/ 2020 dated June 15, 2020, Circular No. 32/ 2020 dated June 15, 2020, Circular No. 33/ 2020 dated June 15, 2020, Circular No. 34/ 2020 dated June 15, 2020, Circular No. 35/ 2020 dated June 15, 2020, Circular No. 36/ 2020 dated June 15, 2020, Circular No. 37/ 2020 dated June 15, 2020, Circular No. 38/ 2020 dated June 15, 2020, Circular No. 39/ 2020 dated June 15, 2020, Circular No. 40/ 2020 dated June 15, 2020, Circular No. 41/ 2020 dated June 15, 2020, Circular No. 42/ 2020 dated June 15, 2020, Circular No. 43/ 2020 dated June 15, 2020, Circular No. 44/ 2020 dated June 15, 2020, Circular No. 45/ 2020 dated June 15, 2020, Circular No. 46/ 2020 dated June 15, 2020, Circular No. 47/ 2020 dated June 15, 2020, Circular No. 48/ 2020 dated June 15, 2020, Circular No. 49/ 2020 dated June 15, 2020, Circular No. 50/ 2020 dated June 15, 2020, Circular No. 51/ 2020 dated June 15, 2020, Circular No. 52/ 2020 dated June 15, 2020, Circular No. 53/ 2020 dated June 15, 2020, Circular No. 54/ 2020 dated June 15, 2020, Circular No. 55/ 2020 dated June 15, 2020, Circular No. 56/ 2020 dated June 15, 2020, Circular No. 57/ 2020 dated June 15, 2020, Circular No. 58/ 2020 dated June 15, 2020, Circular No. 59/ 2020 dated June 15, 2020, Circular No. 60/ 2020 dated June 15, 2020, Circular No. 61/ 2020 dated June 15, 2020, Circular No. 62/ 2020 dated June 15, 2020, Circular No. 63/ 2020 dated June 15, 2020, Circular No. 64/ 2020 dated June 15, 2020, Circular No. 65/ 2020 dated June 15, 2020, Circular No. 66/ 2020 dated June 15, 2020, Circular No. 67/ 2020 dated June 15, 2020, Circular No. 68/ 2020 dated June 15, 2020, Circular No. 69/ 2020 dated June 15, 2020, Circular No. 70/ 2020 dated June 15, 2020, Circular No. 71/ 2020 dated June 15, 2020, Circular No. 72/ 2020 dated June 15, 2020, Circular No. 73/ 2020 dated June 15, 2020, Circular No. 74/ 2020 dated June 15, 2020, Circular No. 75/ 2020 dated June 15, 2020, Circular No. 76/ 2020 dated June 15, 2020, Circular No. 77/ 2020 dated June 15, 2020, Circular No. 78/ 2020 dated June 15, 2020, Circular No. 79/ 2020 dated June 15, 2020, Circular No. 80/ 2020 dated June 15, 2020, Circular No. 81/ 2020 dated June 15, 2020, Circular No. 82/ 2020 dated June 15, 2020, Circular No. 83/ 2020 dated June 15, 2020, Circular No. 84/ 2020 dated June 15, 2020, Circular No. 85/ 2020 dated June 15, 2020, Circular No. 86/ 2020 dated June 15, 2020, Circular No. 87/ 2020 dated June 15, 2020, Circular No. 88/ 2020 dated June 15, 2020, Circular No. 89/ 2020 dated June 15, 2020, Circular No. 90/ 2020 dated June 15, 2020, Circular No. 91/ 2020 dated June 15, 2020, Circular No. 92/ 2020 dated June 15, 2020, Circular No. 93/ 2020 dated June 15, 2020, Circular No. 94/ 2020 dated June 15, 2020, Circular No. 95/ 2020 dated June 15, 2020, Circular No. 96/ 2020 dated June 15, 2020, Circular No. 97/ 2020 dated June 15, 2020, Circular No. 98/ 2020 dated June 15, 2020, Circular No. 99/ 2020 dated June 15, 2020, Circular No. 100/ 2020 dated June 15, 2020.



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 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on March 17, 2022, the e-voting commenced on Thursday, March 17, 2022 at 9.00 A.M IST and ended on Friday, April 15, 2022 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 05:05 PM on April 15, 2022 and the e-voting summary statement was downloaded from e-voting website of the NSDL i.e. <https://www.evoting.nsdl.com/>

3. The Equity Shareholders holding shares as on March 11, 2022 ("cut -off date") were entitled to vote on the resolution stated in the Notice of the Postal Ballot
4. 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.
5. The result of the voting is as under:



Resolution 1: Ordinary Resolution

Appointment of Mr. N. Ganapathy Subramaniam (DIN: 07006215) as Non-Independent and Non-Executive Director (liable to retire by rotation) of the Company and as Nominee Director of Panatone Finvest Limited

(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	747	3,33,35,170	96.9659
Total	747	3,33,35,170	96.9659

(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	53	10,43,082	3.0341
Total	53	10,43,082	3.0341

(iii) *Invalid Votes*

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



Resolution 2: Ordinary Resolution

Appointment of Mr. A. S. Lakshminarayanan (DIN: 08616830) as Non-Independent and Non-Executive Director (liable to retire by rotation) of the Company and as Nominee Director of Panatone Finvest Limited

(iv) 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	738	3,33,49,721	97.0058
Total	738	3,33,49,721	97.0058

(v) 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	59	10,29,370	2.9942
Total	59	10,29,370	2.9942

(vi) *Invalid Votes*

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



Resolution 3: Ordinary Resolution

To approve entering into Material Related Party Transactions with Tata Communications Limited, a related party of the Company.

(vii) 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	783	3,43,78,072	99.9970
Total	783	3,43,78,072	99.9970

(viii) 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	16	1,019	0.0030
Total	16	1,019	0.0030

(ix) *Invalid Votes*

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



Resolution 4: Ordinary Resolution

To approve entering into Material Related Party Transactions with Tata Consultancy Services Limited, a related party of the Company.

(x) 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	785	3,43,78,475	99.9970
Total	785	3,43,78,475	99.9970

(xi) 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	14	1,015	0.0030
Total	14	1,015	0.0030

(xii) *Invalid Votes*

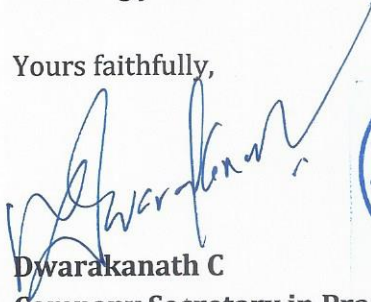
	Number of Members	Number of votes cast by them (no. of shares)
Voted by electronic mode	0	0
Total	0	0



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.: F007723D000128316
Peer Review Certificate No: 674/2020

Date: 15th April 2022

Place: Bengaluru