

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L72900KA2000PLC026980

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT1670M

(ii) (a) Name of the company

TEJAS NETWORKS LIMITED

(b) Registered office address

J P Software Park, Plot No 25, Sy. No 13, 14,17,18 Konnapa
na Agrahara Village, Begur Hobli NA
Bangalore
Karnataka
560100



(c) *e-mail ID of the company

corporate@tejasnetworks.com

(d) *Telephone number with STD code

08041794600

(e) Website

www.tejasnetworks.com

(iii) Date of Incorporation

24/04/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1


S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C9	Computer, electronic, Communication and scientific measuring & control equipment	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Tejas Communication Pte. Ltd		Subsidiary	100
2	Tejas Communications (Nigeria) 		Subsidiary	100

3	Saankhya Labs Inc		Subsidiary	100
4	Panatone Finvest Limited		Holding	53.83

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	307,685,000	209,050,370	176,322,440	176,322,440
Total amount of equity shares (in Rupees)	3,076,850,000	2,090,503,700	1,763,224,400	1,763,224,400

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	307,685,000	209,050,370	176,322,440	176,322,440
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,076,850,000	2,090,503,700	1,763,224,400	1,763,224,400

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	217,139	170,490,921	170708060	1,707,080,6	1,707,080,6	
		+		+	+	
Increase during the year	0	5,662,220	5662220	56,622,200	56,622,200	26,194,080
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	1,743,296	1743296	17,432,960	17,432,960	26,194,080
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		3,918,924	3918924	39,189,240	39,189,240	0
Scheme of Amalgamation and Conversion of physical shares into demat					+	
Decrease during the year	47,840	0	47840	478,400	478,400	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	47,840		47840	478,400	478,400	
Conversion of physical shares into demat						
At the end of the year	169,299	176,153,141	176322440	1,763,224,4	1,763,224,4	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE010J01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
Total			0

Details of debtentures

Class of debtentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

89,157,368,248

(ii) Net worth of the Company

33,932,709,921

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	94,905,686	53.83	0	
10.	Others	0	0	0	
	Total	94,905,686	53.83	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	41,925,443	23.78	0	
	(ii) Non-resident Indian (NRI)	1,840,935	1.04	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	11,630	0.01	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	21,254	0.01	0	

4.	Banks	101	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	12,484,240	7.08	0	
7.	Mutual funds	7,578,388	4.3	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,741,942	3.82	0	
10.	Others Alternate Investment Fund: +	10,812,821	6.13	0	
	Total	81,416,754	46.17	0	0

Total number of shareholders (other than promoters)

302,353

**Total number of shareholders (Promoters+Public/
Other than promoters)**

302,354

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	172,997	302,353
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	3	2	3	0.21	0

(i) Non-Independent	2	0	2	0	0.21	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	1	0	1	0	0
Total	2	4	2	4	0.21	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GANAPATHY SUBRAMANIAM	07006215	Nominee director	0	
RAMAMURTHI BHASKAR	01914155	Director	0	
PRATHIVADIBHAYAN	01915274	Director	0	
ALICE GEEVARGHES	07394437	Director	0	
ARNOB ROY	03176672	Whole-time director	295,898	
ANAND ATHREYA SUNDAR	10118880	Managing Director	76,175	
RANGACHARI RAVIKIRAN	AAIPR6210P	Company Secretary	35,356	
SUMIT DHINGRA	AHPPD7438K	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	28/06/2024	183,432	83	

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2024	6	6	100
2	19/07/2024	6	5	83.33
3	23/09/2024	6	6	100
4	18/10/2024	6	6	100
5	23/01/2025	6	6	100
6	17/03/2025	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

22

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/04/2024	3	3	100
2	Audit Committee	19/07/2024	3	3	100
3	Audit Committee	18/10/2024	3	3	100
4	Audit Committee	23/01/2025	3	3	100
5	Nomination and Remuneration	22/04/2024	3	3	100
6	Nomination and Remuneration	19/07/2024	3	3	100
7	Nomination and Remuneration	18/10/2024	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Nomination an	23/01/2025	3	3	100
9	Stakeholders F	22/04/2024	3	3	100
10	Stakeholders F	19/07/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	GANAPATHY	6	4	66.67		4	100	
2	RAMAMURTH	6	6	100		20	100	
3	PRATHIVADIE	6	6	100		12	100	
4	ALICE GEEVA	6	6	100		16	100	
5	ARNOB ROY	6	6	100		8	100	
6	ANAND ATHR	6	6	100		0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	ANAND ATHREYA	Managing Director	102,874,096	0	60,753,268	0	163,627,364
2	ARNOB ROY	Whole-time director	25,560,268	0	39,257,105	0	64,817,373
	Total		128,434,364	0	100,010,373	0	228,444,737

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	SUMIT DHINGRA	Cheif Financial Officer	14,455,145	0	18,960	0	14,474,105

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	N R RAVIKRISHNA	Company Secre	7,876,630	0	5,141,499	0	13,018,129
	Total		22,331,775	0	5,160,459	0	27,492,234

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMAMURTHI BH	Independent Dir	6,731,000	0	0	600,000	7,331,000
2	PRATHIVADIBHAY	Independent Dir	5,654,000	0	0	600,000	6,254,000
3	ALICE GEEVARGH	Independent Dir	5,115,000	0	0	600,000	5,715,000
4	GANAPATHY SUB	Nominee Directo	0	0	0	80,000	80,000
	Total		17,500,000	0	0	1,880,000	19,380,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Chennur Dwarakanath

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

4847

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

32

dated

25/04/2025

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

10118880

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

17134

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach**Attach****Attach****Attach****List of attachments**

FII.pdf
Committee Meetings Continued.pdf
Draft - MGT-8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Note:

This e-form MGT-7 (draft) along placed on the website of the Company in compliance of the Companies (Amendment) Act, 2017, effective August 28, 2020. The e-form MGT-7 shall be filed with Ministry of Corporate Affairs upon the completion of 25th Annual General Meeting of the Company as required under Section 92, of Companies Act, 2013, and the Rules made thereunder and the copy of the same shall be available on the website of the Company.

Tejas Networks Limited			
Details in respect of shares held by or on behalf of the FIIs/ FPIs.			
Sr. No	Name Of FII/FPI	No. of Shares	% of share holding
1	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	10797	0.0061
2	COEUS GLOBAL OPPORTUNITIES FUND	40700	0.0231
3	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	43719	0.0248
4	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	4952	0.0028
5	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	3717	0.0021
6	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	163849	0.0929
7	ISHARES CORE MSCI EMERGING MARKETS ETF	748444	0.4245
8	NEXUS GLOBAL OPPORTUNITIES FUND	1000	0.0006
9	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	14913	0.0085
10	STATE STREET MSCI ACWI EX USA IMI SCREENED NON-LENDING COMMON TRUST FUND	6102	0.0035
11	VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP UCITS ETF	1429	0.0008
12	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMERGING MARKETS ALL CAP EQUITY INDEX FUND	8221	0.0047
13	ANTARA INDIA EVERGREEN FUND LTD	1000	0.0006
14	BOFA SECURITIES EUROPE SA - ODI	140	0.0001
15	HSBC ETFS PLC - HSBC S&P INDIA TECH UCITS ETF	5037	0.0029
16	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	10731	0.0061
17	MULTITUDE GROWTH FUNDS LIMITED	25000	0.0142
18	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	54056	0.0307
19	VANGUARD ESG INTERNATIONAL STOCK ETF	12805	0.0073
20	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	62	0.0000
21	ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	150585	0.0854
22	KIM INDIA LEADING CONGLOMERATES INVESTMENT TRUST(EQUITY)	10238	0.0058
23	KUWAIT INVESTMENT AUTHORITY FUND F238	1332726	0.7558
24	PREMIER INVESTMENT FUND LIMITED	200000	0.1134
25	THRIFT SAVINGS PLAN	175221	0.0994

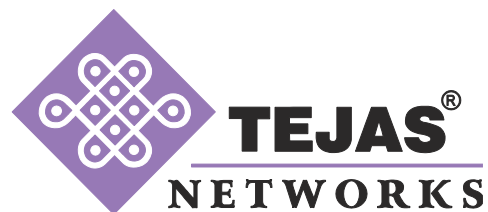
26	VIKASA INDIA EIF I FUND- SHARE CLASS P	18000	0.0102
27	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	115132	0.0653
28	FUNDPARTNER SOLUTIONS (SUISSE) SA- TURICUM - AKTIEN - UND IMMOBILIENWERTSCHRIFTEN	4410	0.0025
29	ISHARES CORE MSCI EM IMI UCITS ETF	213094	0.1209
30	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	41155	0.0233
31	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	8019	0.0045
32	RAMS INVESTMENT UNIT TRUST - NIPPON INDIA SMALL AND MID-CAP EQUITIES PORTFOLIO FUND	46500	0.0264
33	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	19541	0.0111
34	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	16777	0.0095
35	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 34	28160	0.0160
36	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	24675	0.0140
37	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	82748	0.0469
38	ALBULA INVESTMENT FUND LTD	40000	0.0227
39	ASHMORE SICAV INDIA EQUITY FUND	10730	0.0061
40	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	32057	0.0182
41	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	8083	0.0046
42	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNATIONAL INDEX FUND	35193	0.0200
43	GSA QMS MASTER FUND LIMITED	13124	0.0074
44	HSBC ETFS PLC - HSBC MSCI EMERGING MARKETS SMALL CAP ESG UCITS ETF	2029	0.0012
45	INTERNATIONAL MONETARY FUND	1086	0.0006
46	RAMS INVESTMENT UNIT TRUST - INDIA EQUITIES PORTFOLIO FUND II	468531	0.2657
47	BVK PERSONALVORSORGE DES KANTONS ZURICH	23370	0.0133
48	CITRINE FUND LIMITED	24000	0.0136
49	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	64555	0.0366
50	INDIA MAX INVESTMENT FUND LIMITED	300	0.0002
51	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	1470	0.0008
52	ISHARES MSCI INDIA SMALL-CAP ETF	160080	0.0908
53	NUVAMA INDIA OPPORTUNITIES FUND - CLASS C	5705	0.0032

54	PUB EQUITIES EMERGING MARKETS 1	5448	0.0031
55	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	18188	0.0103
56	TEACHER RETIREMENT SYSTEM OF TEXAS- SELF MANAGED 40	245	0.0001
57	UNICO GLOBAL OPPORTUNITIES FUND LIMITED	11000	0.0062
58	VANECK DIGITAL INDIA ETF	9732	0.0055
59	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	8477	0.0048
60	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	63429	0.0360
61	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	2859	0.0016
62	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	7750	0.0044
63	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND-NON LENDING	3586	0.0020
64	PROTEA UCITS II - PRANA INDIA EQUITY	7980	0.0045
65	SANSO LONGCHAMP ASSET MANAGEMENT - INDIA GROWTH FUND	8000	0.0045
66	SPDR PORTFOLIO EMERGING MARKETS ETF	304146	0.1725
67	TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINOIS - ACADIAN ASSET MANAGEMENT LLC - EM SMALL CAP	99	0.0001
68	TRANS EXT GLOBAL EMRG MKTS	596	0.0003
69	VANGUARD FUNDS PLC - VANGUARD ESG EMERGING MARKETS ALL CAP UCITS ETF	433	0.0002
70	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	1069854	0.6068
71	ABU DHABI INVESTMENT AUTHORITY - MONSOON	334075	0.1895
72	BNYM MELLON DB SL ACWI EX-U.S. SMALL CAP FUND	1383	0.0008
73	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	93087	0.0528
74	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	276730	0.1569
75	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	1873	0.0011
76	GOVERNMENT PENSION FUND GLOBAL	3431071	1.9459
77	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY	122000	0.0692
78	ISHARES MSCI EM SMALL CAP UCITS ETF	17574	0.0100
79	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	21285	0.0121
80	SOCIETE GENERALE - ODI	365	0.0002

81	SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF	3300	0.0019
82	SPDR S&P EMERGING MARKETS EX-CHINA ETF	181	0.0001
83	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	942266	0.5344
84	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	554395	0.3144
85	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	243253	0.1380
86	VANGUARD TOTAL WORLD STOCK INDEX FUND	44480	0.0252
87	TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 3	34644	0.0196
88	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	23087	0.0131
89	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FUND	8744	0.0050

Tejas Networks Ltd.

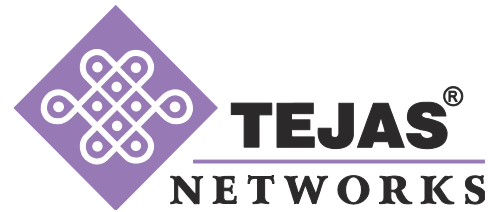
Regd. Office: Plot No. 25, 5th Floor
J.P. Software Park, Electronic City Phase 1
Hosur Road, Bengaluru 560 100, India
Tel : +91- 80- 4179 4600/700/800
Fax: +91- 80- 2852 0201

**IX. MEETINGS OF MEMBERS/ CLASS OF MEMBERS/ BOARD/ COMMITTEES OF THE BOARD OF DIRECTORS****C. COMMITTEE MEETINGS****Number of Committee Meetings held – 22 (Continued)**

S. No.	Type of meeting	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Stakeholders Relationship Committee	18/10/2024	3	3	100
12	Stakeholders Relationship Committee	23/01/2025	3	3	100
13	Risk Management Committee	22/04/2025	3	3	100
14	Risk Management Committee	19/07/2024	3	3	100
15	Risk Management Committee	18/10/2024	3	3	100
16	Risk Management Committee	23/01/2025	3	3	100
17	Corporate Social Responsibility Committee	22/04/2025	3	3	100
18	Corporate Social Responsibility Committee	19/07/2024	3	3	100

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19	Corporate Social Responsibility Committee	18/10/2024	3	3	100
20	Corporate Social Responsibility Committee	23/01/2025	3	3	100
21	Independent Directors Meeting	23/01/2025	3	3	100
22	Independent Directors Meeting	17/03/2025	3	3	100

For Tejas Networks Limited
Sd/-
Anantha Murthy N
Company Secretary and Compliance Officer

Form No. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Tejas Networks Limited (CIN: L72900KA2000PLC026980)** (the “**Company**”) as required to be maintained under the Companies Act, 2013 (the “**Act**”) and the rules made thereunder for the financial year ended on 31st March 2025. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 - 3. filing of forms and returns with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within the prescribed time *except for an instance where company has filed form beyond due date, with additional fee and the same were approved by the Ministry of Corporate Affairs;*
 - 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 - 5. Closure of Register of Members;
 - 6. advances / loans to its directors and/or persons or firms or companies referred in Section 185 of the Act; - **Not Applicable**

7. contracts / arrangements with related parties as specified in Section 188 of the Act, to the extent applicable, at arm's length basis;
8. ~~issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures / alteration or reduction of share capital /conversion of shares/ securities and issue of security certificates~~, where applicable;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; – **Not applicable.**
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;- **Not applicable.**
11. signing of audited financial statement, for the financial year ended 31st March 2025, is as per the provisions of Section 134 of the Act, and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ ~~filling up casual vacancies/~~ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act; – **Not applicable.**
14. approvals required to be taken from the ~~Central Government, Tribunal, Regional Director, Registrar, Court~~ or such other authorities under the various provisions of the Act, where applicable;
15. acceptance/ renewal/ repayment of deposits; – **Not applicable.**
16. borrowings from ~~its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable~~;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act, to the extent applicable;
18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company; – **Not applicable.**

Place: Bengaluru
Date:

C. Dwarakanath
Company Secretary in Practice
FCS No: 7723; CP No: 4847
UDIN:
Peer Review Certificate No: 6436/2025

DRAFT