

TEJAS NETWORKS LIMITED

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AMENDED AND RESTATED FAMILIARISATION PROGRAMME FOR NON EXECUTIVE/ INDEPENDENT DIRECTORS OF THE COMPANY

Adopted by the Board of Directors on October 26, 2016 and amended and restated on August 26, 2017

Preamble

Regulation 25(7) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, requires a company to familiarize its Independent Directors inter alia with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates and the business model of the Company. Accordingly, Tejas Networks Limited (the “Company”), adopted a familiarization programme for its non-executive directors including independent directors (“Director(s)”) (“**Familiarization Programme**”).

Purpose and objective

The Familiarization Programme aims to provide various business, organizational, functional and other insights about the Company, to enable the Directors to understand the business of the Company and facilitate their active participation in the management of the Company and help them contribute significantly.

Administration

The Familiarization Programme for the Directors will be administered and monitored by the Nomination and Remuneration Committee of the Board of Directors.

Structure of the Programme

The Familiarization Programme comprises two segments –

1. Familiarization upon induction of new Directors:

- Inductee shall be provided with necessary documents, reports and copy of all the applicable codes and policies formulated and adopted by the Company.
- An orientation on the Company’s products, markets, customers and functions shall be provided.
- Introduction to and interaction with certain key members of the senior management of the Company shall be done.
- Detailed presentations on the duties and responsibilities of the inductee, as a Director in the Company shall be done.

2. Periodic Familiarization Programme:

- Presentations shall be made at various meetings of the Board of Directors, during the year, on business and performance updates of the Company, global business environment, business strategy and risks involved.
- The Company shall circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time to all the Directors.
- The Company shall on an annual basis brief its Directors inter alia about the Company's business model, shareholder profile, financial details, their roles, rights and responsibilities in the Company.
- The Directors shall be periodically briefed on the various changes in the regulations governing the conduct of Directors.

Disclosure

Company shall upload the details of the Familiarization Programme imparted to its Directors on its website and a web link for the same shall be provided in the corporate governance section in the Company's Annual Report.

Amendment

The Nomination and Remuneration committee of the Board, shall periodically review the programme to consider whether amendments are necessary, and, if so, it shall recommend such amendments to the board of directors for its consideration. The updated programme will be notified to the Directors from time to time.