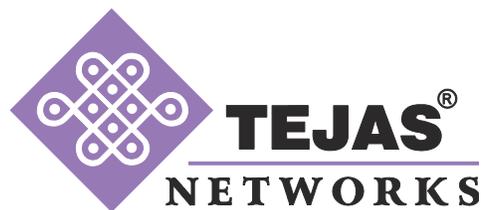


## Tejas Networks Ltd.

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



September 29, 2022

To,  
General Manager  
**BSE Limited**  
P J Towers, Dalal Street, Fort,  
Mumbai – 400 001  
**BSE Scrip Code: 540595**

Dear Sirs/Madam

**Sub: Compliance report in connection with application filed for approval under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015) for the proposed Scheme of Amalgamation of Saankhya Labs Private Limited (“Transferor Company 1”) and Saankhya Strategic Electronics Private Limited (“Transferor Company 2”) (Collectively referred as “Transferor Companies”) with Tejas Networks Limited (“Company” or “Transferee Company”) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Act”) (“Scheme”)**

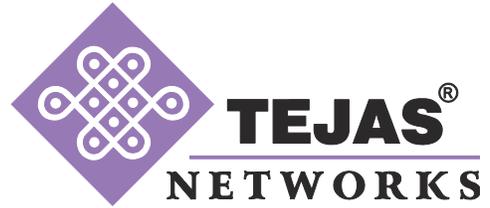
It is hereby certified that the draft scheme of arrangement involving Saankhya Labs Private Limited, Saankhya Strategic Electronics Private Limited, and Tejas Networks Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sr. No	Reference	Particulars	Remarks
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, complied since it does not violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s)



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### Requirements of this Circular

a	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
b	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes, will be complied.
c	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes, complied and the valuation report is attached.
d	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, complied and auditor certificate is attached.
e	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Requirement of obtaining approval of majority of public shareholders of the company is not applicable to the present Scheme. The company undertakes to provide facility of e-voting to its shareholders, whilst approving the Scheme

Company Secretary



Managing Director

**Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation of Saankhya Labs Private Limited and Saankhya Strategic Electronics Private Limited with Tejas Networks Limited are in compliance with all the Accounting Standards applicable to a listed entity.**

Chief Financial Officer



Managing Director