

**COMPLIANCE CERTIFICATE**

[Pursuant to Regulation 13 of the Securities Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,

The Members,

Tejas Networks Limited

J P Software Park, Plot No 25, Sy. No 13, 14,17,18

Konnapana Agrahara Village,

Begur Hobli

Bengaluru- 560100

We have been appointed by the Board of Directors of **Tejas Networks Limited** (hereinafter referred to as 'the Company') having CIN: **L72900KA2000PLC026980** and having its registered office at, **J P Software Park, Plot No 25, Sy. No 13, 14,17,18 Konnapana Agrahara Village, Begur Hobli, Bengaluru- 560100** at its meeting held on April 25, 2025 as the Secretarial Auditors of the Company.

This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations") for the year ended March 31, 2026.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.



Verification:

The Company has implemented Tejas Employees Stock Option Plan 2024, Tejas Employees Stock Option Plan 2014, Tejas Employees Stock Option Plan 2014-A, Tejas Employees Stock Option Plan 2016, Tejas Networks Limited Restricted Stock Units Plan 2017 and Tejas Networks Limited Restricted Stock Units Plan 2022' in accordance with the Regulations and the Special Resolution(s) passed by the members at the General Meeting(s) of the Company held on August 20, 2024, September 24, 2014, July 25, 2016, August 29, 2016, September 27, 2017 and July 26, 2022 respectively.

For the purpose of verifying the compliance of the Regulations, we have examined the following:

1. Schemes (Six Nos.) received from the Company.
2. Articles of Association of the Company.
3. Resolutions passed at the meeting of the Board of Directors.
4. Shareholders resolutions passed at the General Meeting(s).
5. Minutes of the meetings of the Compensation/NRC Committee.
6. Trust Deed
7. Details of trades in the securities of the company executed by the trust through which the scheme is implemented.
8. Detailed terms and conditions of the scheme as approved by Compensation/ NRC Committee.
9. Details of acceptance of Application money received under the scheme(s);
10. Exercise Price / Pricing formula.
11. Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations.
12. Disclosure by the Board of Directors.
13. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder.
14. Other relevant document / filing / records / information as sought and made available to us and the explanations provided by the Company.



Further, we have been informed by the Company that the relevant Accounting Standards relating to ESOPs as prescribed by the Central Government have been complied with.

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its officers, we certify that the Company has implemented the 'Tejas Employees Stock Option Plan 2024', 'Tejas Employees Stock Option Plan 2014', 'Tejas Employees Stock Option Plan 2014-A', 'Tejas Employees Stock Option Plan 2016', 'Tejas Networks Limited Restricted Stock Units Plan 2017 and Tejas Networks Limited Restricted Stock Units Plan 2022, schemes in accordance with the applicable provisions of the Regulations and Resolution(s) of the Company in the General Meeting(s).

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

**For V SREEDHARAN & ASSOCIATES
Company Secretaries**



**(V. Sreedharan)
Partner
FCS: 2347; CP No. 833**



**Date: April 15, 2026
Place: Bengaluru**

**UDIN: F002347H000108222
Peer Review Certificate No. 5543/2024**