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

TEJAS NETWORKS

Mr. Srikumar Vijayasekharan
Ritsika, No.2, 1st Cross Atmananda Colony,
Sultanpalya, Bangalore – 560032

July 10, 2026

Dear Srikumar, Welcome.

We thank you for your confirmation to Tejas Networks Limited (the "Company") that you meet the "independence" criteria as envisaged in Section 149(6) of the Companies Act, 2013 ("2013 Act") read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

We are pleased to inform you that based on the recommendation of the Nomination Committee and approval by the Board of Directors, the Shareholders at the 26th Annual General Meeting held on June 26, 2026, approved your appointment as an Independent Director of the Company for a period of 5 years with effect from April 15, 2026.

This letter is being issued to comply with the requirements of Schedule IV to the 2013 Act, pertaining to the Code of Independent Directors and SEBI LODR. This letter sets out the broad terms of your appointment as an Independent Director, on the Board of the Company. The terms of your appointment, as set out in this letter, are subject to the extant provisions of the (i) applicable laws, including 2013 Act and SEBI LODR (as amended from time to time) and (ii) Articles of Association of the Company ("AOA").

1. Appointment

a) In accordance with the provisions of the Companies Act, 2013 and other applicable laws, you will serve as an Independent Director of the Board up to Five (5) years from the date of your appointment, not liable to retire by rotation. Further, the tenure is subject to you meeting the criteria of being an Independent Director and not being disqualified to be a Director under the applicable regulations.

b) You will be eligible for re-appointment, subject to fulfilling the criteria for being an Independent Director, not being disqualified to be a Director and also based on report of your performance evaluation by the Board. Further, the re-appointment for another term shall be based on recommendation of the Nomination and Remuneration Committee and subject to the approval of the Board and the Shareholders' of the Company.

c) An Independent Director may resign from the directorship of the Company by giving a notice in writing to the Company stating the reasons for resignation. The resignation shall take effect from the date on which notice is received by the Company or date, if specified by a Director in the Notice whichever is later.

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2. Role on the Board, Duties and Responsibilities

a) The duties and liabilities that come with your appointment would be as per the applicable laws, Company policies and the Articles of Association of the Company. All Independent Directors have the same general legal responsibilities as any other Director of the Company, consistent with the Act and the Rules made thereunder. In case you so desire, Company would provide support to help you familiarize yourself with the relevant duties and obligations.

b) As advised by the Board, during the tenure of office, you may be required to serve on one or more of the Committees of the Board established by the Company. The appointment on such Committee(s) will be subject to the applicable regulations. Currently, the Board has five committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility (CSR) Committee. The Board is responsible for constituting, assigning, co-opting and fixing terms of service for committee members.

a) The laws that currently govern the duties and liabilities of an Independent Director are:

i. The Companies Act, 2013 (including Rules thereunder).
ii. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, some of which are outlined below.
iii. The Code for Independent Director as per Schedule IV of the Companies Act, 2013.
iv. The duties of the Directors as per Section 166 of the Companies Act 2013.
v. An annual declaration on the adherence to the Companies Code of Conduct.
vi. Disclosure of interest as per the requirements of Section 184 of the Companies Act, 2013.
vii. Not to participate in the meeting of the Board where any contract or arrangement in which you are interested is discussed.

3. Remuneration

a) You will be entitled to remuneration in accordance with the criteria, as approved by the Board, based on the recommendation by the Nomination and Remuneration Committee, within the overall limits approved by the Shareholders' and the applicable legal provisions.

b) You will also be entitled to sitting fees for attending the meetings of the Board or Committee thereof either personally or through Video Conference or other audio-visual means as may be decided by the Board of Directors.

c) In addition to the above, non-executive/independent directors would be entitled to the reimbursement of the following items of expenditure that may be incurred in traveling to the place of the Board meetings and other committee meetings of the Company

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and back to their normal place of residence.

i. Business / Economy airfare from the normal place of residence to the place of the Board or committee meetings and back to their normal place of residence.

ii. Accommodation at any hotel as determined by the Company for the duration of Board and committee meetings, and during the day prior to and after such meetings.

iii. Out-of-pocket expenses, like conveyance, food, and incidentals that are incurred during the days of the Board and committee meetings.

4. Conflict of Interest

a) The Board of Directors of the Company inter alia has given due consideration to your declaration of being qualified as 'independent' in accordance with the provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. You are expected to continue to be qualified as 'independent' during your tenure and provide periodic declaration to the effect as required by regulations.

b) In the circumstance which seem likely to change and might give rise to a conflict of interest or, when applicable, circumstances that might lead the Board to revise its judgment on the Independence of Director, the same should be disclosed to the Chairman of the Board. It is expected that Independent Directors will not serve on the Boards of competing companies.

5. Participation in the meetings

a) The dates for the Board meeting for the ensuing year are decided in advance and communicated to the Directors. Generally, the Board meetings are held at the Registered Office of the Company, Bangalore, India. Draft the agenda for each meeting, along with explanatory notes, are sent in advance to the Board members. Every Board member is free to suggest the inclusion of items on the agenda. Normally, the Board meets once a quarter to review the quarterly results and other items on the agenda.

b) The Company provides video/ teleconference facilities for participation by the Directors, in case, it may not be possible for each one of them to be physically present at all the Board meetings. The Directors may give their consent by advance notification to the Chairman or Company Secretary to participate in any meeting(s) of the Board or Committee of Board, when necessary, through video conferencing or other audio-visual means, except for matters not to be so dealt under the Companies Act, 2013. When necessary, the Directors can also participate through telephone, electronic means or any other technology which permits them to communicate with every other Director, though such participation would not be reckoned as attending the meeting under the Companies Act, 2013.

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c) The Directors have full and unfettered access to any information of the Company, and to any employee of the Company. At Board meetings, the Board invites managers of the Company when additional details into the items being discussed are required.

6. Evaluation Process

a) The Chairperson of the Nomination and Remuneration Committee conducts an annual Board evaluation and a peer evaluation survey to assess the performance of the Board as a whole and that of an individual Board member. Performance is assessed based on clearly defined objective criteria. This is in line with the Company's policy of being data-oriented in every transaction and decision.

b) Each Independent Board member makes a presentation to the Board highlighting his or her contributions and thought leadership initiatives pursued during the year. Independent directors have three key roles (i.e.) Governance, Control and Guidance. Some of the performance indicators based on which the independent directors are evaluated are:

- Ability to contribute to and monitor our corporate governance practices;
- Ability to contribute by introducing international best practices to address top-management issues;
- Active participation in long-term strategic planning;
- Commitment to the fulfilment of a director's obligations; and
- Fiduciary responsibilities.

7. Code of Conduct and Confidentiality

a) The Directors are expected to follow the Company's Code of Conduct and furnish an annual affirmation of the same. All information acquired during your tenure is confidential to the Company and should not be released, even after your resignation (by whatever means) to third parties without prior clearance from the Chairman of the Board unless required by law or by the rules of any regulatory body.

b) Attention is also drawn to the requirements under the applicable regulations concerning the disclosure of price sensitive information and dealing in the securities of the Company. You are expected to follow the Company's Policy on Insider Trading and the requirements under the Companies Act, 2013 and SEBI Regulations, which inter-alia requires that price sensitive information is not used or transmitted and maintained securely. The Directors are expected not make any statements that might risk a breach of these requirements without prior clearance from the Chairman of the Board.

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8. Directors and Officers Liability Insurance

a) The Company maintains a Directors and Officers insurance policy (D & Opolicy) amounting to Rs. 250.00 crore to pay for the personal liability of directors and officers for claims made against them while serving on the Board of the Company.

b) The Company shall not be liable for acts, if any, carried out which do not form part of the normal fiduciary duties and responsibilities as Director of the Company or acts which arise out of negligence, willful omission or commission or willful concealment of fact(s) in prior knowledge or coming to the fore during the course of tenure as Director.

9. General

All the terms mentioned above including your appointment, remuneration, professional conduct, role and functions, duties and evaluation shall be governed by the Companies Act, 2013 and Rules made thereunder and Corporate Governance requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

This Letter and any non-contractual obligations arising out of or in connection with this letter are governed by and shall be construed in accordance with the laws of India and subject to the exclusive jurisdiction of the Courts of India.

We are confident that the Board and the Company will benefit immensely from your rich experience. It is a pleasure to have you on board. I am confident that your association, expertise and advice will immensely benefit the Company and the Board.

With best regards

N Ganapathy Subramaniam
Chairman of the Board