



TITAN BIOTECH LTD.



AN ISO 9001:2008 CERTIFIED COMPANY

Office : 903-909, 9th Floor, Bigjos Tower, Netaji Subash Place, Delhi-110034, India
Tel. : 011-27355742, 71239900 | Fax : +91-11-47619811 | CIN: L74999RJ1992PLC013387

To,
Corporate Services Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001

Date: 01/10/2024

Dear Sir(s),

Sub: Disclosure of scrutinizers' report of the 32nd Annual General Meeting ('AGM') of the Company

In furtherance to our letter dated September 6, 2024, we wish to inform that the members of the Company have duly passed the resolutions at the 32nd Annual General Meeting of the Company held on Monday, 30th September, 2024 at 03:00 P.M. through video conferencing:

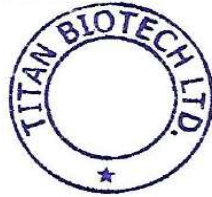
In this regard, please find attached the following:

1. Scrutinizer's Report on (remote e-voting and e-voting at the Meeting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;

The Scrutinizer's Report will also be available on the Company's website at www.titanbiotechltd.com.

Kindly take the aforesaid information on record and oblige.

Thanking you,
For Titan Biotech Limited



Charanjit Singh
Company Secretary
M.No A12726
Encl.: As above

PKG & ASSOCIATES
COMPANY SECRETARIES

A-642, III FLOOR, SHASTRI NAGAR,
DELHI -110052
Email: gu.pankaj@gmail.com
(M): 9810604144
(Peer Reviewed No.: 1728/2022)
(UDYAM – DL-06-0082025)

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (LODR) Regulations, 2015 read with various circulars issued by MCA and SEBI from time to time, as applicable)

To,
The Chairman

Name of the Company	TITAN BIOTECH LIMITED
CIN	L74999RJ1992PLC013387
Registered Office	A-902A, RIICO Industrial Area, Phase-III, Bhiwadi, Rajasthan-301019, India
Meeting	32 nd Annual General Meeting
Day, Date & Time	Monday, 30 th September, 2024 at 3.00 p.m. (IST)
Deemed Venue	Registered Office situated at A-902A, RIICO Industrial Area, Phase-III, Bhiwadi, Rajasthan-301019, India
Mode	Video Conferencing (VC) / Other Audio- Visual Means (OAVM)

Dear Sir,

I, **Pankaj Kumar Gupta**, Company Secretary in practice and Proprietor of **M/s PKG & Associates**, Company Secretaries, (Certificate of Practice No.19156) have been appointed as Scrutinizer by the Board of Directors of **Titan Biotech Limited** ("the Company") for the purpose of scrutinizing the remote e-voting process and e-voting during 32nd Annual General Meeting in a fair and transparent manner, in respect of the business as per



attached Annexure transacted at the 32nd Annual General Meeting of the Members of the Company held on 30th September, 2024 through VC/OAVM (AGM).

I hereby submit the report as under:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (“the Act”) and Rule 20 of Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended thereto and Ministry of Corporate Affairs (“MCA”) General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 (“MCA Circulars”) and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/2023/167 dated 7th October, 2023 issued by SEBI and in compliance with the provisions of the Act and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and said circulars permits to hold AGM via Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of Members at a common venue. The deemed venue of the 32nd AGM shall be the Registered Office of the Company. As confirmed by the Company vide its Notice dated 3rd September, 2024 sent to the Members in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the above mentioned circulars:

1. The Company has appointed Central Depository Services (India) Limited (“CDSL”) as the agency for providing the platform for remote e-voting and e-voting during the AGM. The Service provider accordingly has set up e-voting facility on their website <https://www.evotingindia.com>
2. The Company had also provided e-voting facility to the Members who attended the AGM through VC / OAVM and not casted their vote through remote e-voting earlier.
3. The Cutoff date for the purpose of determining the entitlement for voting, by remote e-voting or e-voting at the AGM on the proposed resolutions was 23rd September, 2024.
4. The remote e-voting facility started on 26th September, 2024 at 10.00 A.M. and ends on 29th September, 2024 at 5.00 P.M.
5. The requisite advertisements pursuant to Section 108 of the Act read with Rule 20(4) of the Rules, as amended and in compliance with the Ministry of Corporate Affairs (“MCA”) Circular No. 20/2020 dated 5th May, 2020 issued by MCA, were published in Financial Express (English) and Naya India (Hindi) on 7th September, 2024.
6. The vote casted through remote e-voting and through e-voting were unblocked after the conclusion of voting at the AGM held on Monday, 30th September, 2024 in presence of two witnesses, who were not employees of the Company.



7. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com) and the vote cast by the Members during AGM held through VC / OAVM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the AGM held on Monday, 30th September, 2024 are given in the Annexure enclosed herewith forming part of this Report.

CONCLUSION

All the Resolutions mentioned in the AGM Notice dated 3rd September, 2024 under the remote e-voting and e-voting through VC / OAVM during AGM have been passed with requisite majority.

Thanking you,

Yours faithfully,

For PKG & Associates
Company Secretaries



(Pankaj Kumar Gupta)
Company Secretary
M No. F6371
CP No. 19156
Peer Review No. 1728/2022
UDIN: F006371F001378511

Place: Delhi

Date: 30th September, 2024

Countersigned by

For Titan Biotech Limited

Charanjit Singh
Charanjit Singh

(Charanjit Singh) Secretary

Company Secretary

M. No. A12726

Place: Delhi

Date: 30th September, 2024

Annexure

CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM

Item No. 1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the financial year ended on 31st March, 2024 and the report of Auditors and Directors thereon

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	267	4779126	3	6405	270	4785531	99.98
Dissent	1	1017	0	0	1	1017	0.02
Invalid	0	0	0	0	0	0	0
Total	268	4780143	3	6405	271	4786548	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.1 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 2. To declare dividend on Equity Shares of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	268	4780143	3	6405	271	4786548	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	268	4780143	3	6405	271	4786548	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.2 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 3. To appoint director in place of Ms. Supriya Singla (DIN: 03526583), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	262	4497749	3	6405	265	4504154	99.98
Dissent	2	1020	0	0	2	1020	0.02
Invalid	0	0	0	0	0	0	0
Total	264	4498769	3	6405	267	4505174	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.3 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.



Item No. 4. To appoint a director in place of Mr. Shivom Singla (DIN: 03615519), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	258	4563592	3	6405	261	4569997	99.98
Dissent	2	1020	0	0	2	1020	0.02
Invalid	0	0	0	0	0	0	0
Total	260	4564612	3	6405	263	4571017	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.4 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 5. To authorization for Loan etc.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	248	153148	2	2	250	153150	90.60
Dissent	3	9480	1	6403	4	15883	9.40
Invalid	0	0	0	0	0	0	0
Total	251	162628	3	6405	254	169033	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.5 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 6. To Ratification of remuneration payable to Cost Auditors for FY 2024-25

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	266	4779123	3	6405	269	4785528	99.98
Dissent	2	1020	0	0	2	1020	0.02
Invalid	0	0	0	0	0	0	0
Total	268	4780143	3	6405	271	4786548	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.6 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 7. To Approval for Material Related Party Transactions

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	248	153148	2	2	250	153150	90.60
Dissent	3	9480	1	6403	4	15883	9.40
Invalid	0	0	0	0	0	0	0
Total	251	162628	3	6405	254	169033	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.7 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.



Item No. 8. To Mortgage of Property of the Company for Borrowing Funds and permission under Section 180 (1) (a) of the Companies Act, 2013

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	265	4779093	3	6405	268	4785498	99.98
Dissent	3	1050	0	0	3	1050	0.02
Invalid	0	0	0	0	0	0	0
Total	268	4780143	3	6405	271	4786548	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.8 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

Item No. 9. To Ratification of remuneration to Cost Auditors for FY 2021-22

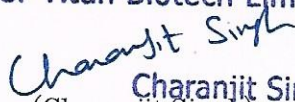
Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	266	4779123	3	6405	269	4785528	99.98
Dissent	2	1020	0	0	2	1020	0.02
Invalid	0	0	0	0	0	0	0
Total	268	4780143	3	6405	271	4786548	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.9 of the Notice of the AGM dated 30th September, 2024 has been passed with requisite majority.

For PKG & Associates
Company Secretaries

(Pankaj Kumar Gupta)
Company Secretary
M No. F6371
CP No. 19156
Peer Review No. 1728/2022
UDIN: F006371F001378511

Place: Delhi
Date: 30th September, 2024

Countersigned by
For Titan Biotech Limited

Charanjit Singh
(Charanjit Singh)
Company Secretary
M. No. A12726

Place: Delhi
Date: 30th September, 2024