



SEC 169 / 2023-24

29<sup>th</sup> December 2023

The General Manager, DCS – CRD  
BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort,  
MUMBAI - 400 001  
Scrip Code: **500114**

The General Manager, DCS – CRD  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra-Kurla Complex,  
Bandra (East),  
MUMBAI - 400 051  
Symbol: **TITAN**

Dear Sirs,

**Sub: Voting Results of Postal Ballot through remote e-voting**

This is to inform that pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company conducted the Postal Ballot through remote e-voting process, seeking approval of the Members for the resolutions as set out in the Notice of Postal Ballot ('Notice') dated 3<sup>rd</sup> November 2023.

The remote e-voting commenced on Wednesday, 29<sup>th</sup> November 2023, at 9.00 a.m. (IST) and concluded on Thursday, 28<sup>th</sup> December 2023, at 5.00 p.m. (IST). Based on the report of the Scrutinizer, all the resolutions as set in the Notice have been duly approved by the Members of the Company with requisite majority. The resolutions are deemed to have been passed on 28<sup>th</sup> December 2023, the last date specified for receipt of votes through remote e-voting process.

**Voting Results of Postal Ballot Activity through remote e-Voting**

Date of Notice of Postal Ballot	3 <sup>rd</sup> November 2023
Record Date	17 <sup>th</sup> November 2023
Total Number of shareholders as on record date	7,47,197
No. of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter group b) Public	Not applicable (Resolutions passed through Postal Ballot)
No. of shareholders attended the meeting through video conferencing: a) Promoters and Promoter group b) Public	Not applicable (Resolutions passed through Postal Ballot)

Titan Company Limited

INTEGRITY #193 Veerasandra Electronics City P.O. Off Hosur Main Road, Bangalore 560100 India. Tel: 9180 6704 7000 Fax: 9180 6704 6262  
Registered Office 3, Sipcot Industrial Complex Hosur 635 126 TN India. Tel-91 4344 664 199 Fax 91 4344 276037, CIN: L74999TZ1984PLC001456  
www.titancompany.in

**A TATA Enterprise**



Brief of resolutions as approved by the Members through Postal Ballot are given below:

Item No.	Resolutions	Type of Resolution
1	Appointment of Mr. Arun Roy, IAS (DIN: 01726117) as a Director	Approved as an Ordinary Resolution
2	Appointment of Mr. Sandeep Nanduri, IAS (DIN: 07511216) as a Director	Approved as an Ordinary Resolution

In this regard, please find enclosed the following:

1. In terms of Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the Postal Ballot through remote e-voting on the aforesaid resolutions are enclosed in the prescribed format, as **Annexure – 1**.
2. The Scrutinizers' Report dated 29<sup>th</sup> December 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions passed through Postal Ballot is enclosed as **Annexure -2**.

The Voting Results along with the Scrutinizer's Report are available on the website of the Company at [www.titancompany.in](http://www.titancompany.in).

This is for your information and records.

Yours truly,  
For TITAN COMPANY LIMITED

Dinesh Shetty  
General Counsel & Company Secretary

Encl.: as stated

Titan Company Limited								
Resolution Required :Ordinary			1 - APPOINTMENT OF MR. ARUN ROY, IAS (DIN:01726117) AS A DIRECTOR.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601944	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>469601920</b>	<b>100.0000</b>	<b>469601920</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	259717839	225661227	86.8871	217662871	7998356	96.4556	3.5444
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>225661227</b>	<b>86.8871</b>	<b>217662871</b>	<b>7998356</b>	<b>96.4556</b>	<b>3.5444</b>
Public Non Institutions	E-Voting	158466377	49925050	31.5051	49907184	17866	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49925050</b>	<b>31.5051</b>	<b>49907184</b>	<b>17866</b>	<b>99.9642</b>	<b>0.0358</b>
<b>Total</b>		<b>887786160</b>	<b>745188197</b>	<b>83.9378</b>	<b>737171975</b>	<b>8016222</b>	<b>98.9243</b>	<b>1.0757</b>

## Titan Company Limited

Resolution Required :Ordinary		2 - APPOINTMENT OF MR. SANDEEP NANDURI, IAS (DIN:07511216) AS A DIRECTOR.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601944	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>469601920</b>	<b>100.0000</b>	<b>469601920</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	259717839	225843237	86.9572	215679276	10163961	95.4996	4.5004
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>225843237</b>	<b>86.9572</b>	<b>215679276</b>	<b>10163961</b>	<b>95.4996</b>	<b>4.5004</b>
Public Non Institutions	E-Voting	158466377	49921348	31.5028	49897583	23765	99.9524	0.0476
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49921348</b>	<b>31.5028</b>	<b>49897583</b>	<b>23765</b>	<b>99.9524</b>	<b>0.0476</b>
<b>Total</b>		<b>887786160</b>	<b>745366505</b>	<b>83.9579</b>	<b>735178779</b>	<b>10187726</b>	<b>98.6332</b>	<b>1.3668</b>



**SCRUTINIZER'S REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule  
22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
**Titan Company Limited**  
3 SIPCOT INDUSTRIAL COMPLEX  
HOSUR-635126

Dear Sir,

1. The Board of Directors of the Company in the Board meeting held on November 03, 2023, appointed me as a Scrutinizer for scrutinizing the Postal Ballot through remote e-voting process.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated November 03, 2023 on November 27, 2023 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA).





The Notice of Postal Ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, November 17, 2023.

- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical Postal Ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on December 28, 2023, at 5:01 PM.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, November 17, 2023.
- 2.5 Votes cast through electronic means up to 5.00 PM on December 28, 2023, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing Postal Ballot form received after due date and up to the date of this report does not arise.
- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing Postal Ballot forms returned undelivered also does not arise.
- 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.

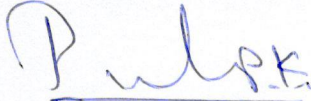




3. A summary of votes cast through electronic means is given in Annexure-I.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated November 03, 2023.

Thanking you,

For V SREEDHARAN & ASSOCIATES



(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No.7835

Address: Plot No.293, #201, 2<sup>nd</sup> Floor, 10<sup>th</sup> Main Road,  
3<sup>rd</sup> Block, Jayanagar-560011



Place: Bengaluru

Date: December 29, 2023

UDIN: F007260E003063621

Peer Review Certificate No. 589/2019



Annexure 1

Titan Company Limited

Regd. Office: 3 SIPCOT INDUSTRIAL COMPLEX HOSUR-635126

Summary of votes cast through electronic means for the resolutions mentioned in the Postal Ballot Notice dated November 03, 2023

1. APPOINTMENT OF MR. ARUN ROY, IAS (DIN: 01726117) AS A DIRECTOR.

*Ordinary Resolution*

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/11/2023)  (887,786,160 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system.  (Equity Shares of Re. 1/- each)	
(a) Total e-votes received.	9,651	74,51,88,197	83.94
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	Nil	Nil	Nil
(c) Net valid e-votes (as per register)	9,651	74,51,88,197	83.94
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	9,464	73,71,71,975	98.92
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	187	80,16,222	1.08





2. APPOINTMENT OF MR. SANDEEP NANDURI, IAS (DIN: 07511216) AS A DIRECTOR

*Ordinary Resolution*

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 17/11/2023)  (887,786,160 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system.  (Equity Shares of Re. 1/- each)	
(d) Total e-votes received.	9,635	74,53,66,505	83.95
(e) <b>Less:</b> Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	Nil	Nil	Nil
(f) Net valid e-votes (as per register)	9,635	74,53,66,505	83.95
(f) e-votes with assent for the Resolution as a percentage of net valid e-votes	9,411	73,51,78,779	98.63
(g) e-votes with dissent for the Resolution as a percentage of net valid e-votes	224	101,87,726	1.37

