



SEC 51 / 2024-25

17th June 2024

The General Manager, DCS – CRD
BSE Limited
Corporate Relationship Department
1st 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 3rd May 2024.

The remote e-voting commenced on Friday, 17th May 2024, at 9:00 a.m. (IST) and concluded on Saturday, 15th June 2024, 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 15th June 2024, 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 rd May 2024
Record Date	10 th May 2024
Total Number of shareholders as on record date	8,93,451
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. Anil Chaudhry (DIN: 03213517) as an Independent Director	Approved as a Special Resolution
2	Re-appointment of Dr. Mohanasankar Sivaprakasam (DIN: 08497296) as an Independent Director	Approved as a Special 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 – A.**
2. The Scrutinizers' Report dated 17th June 2024, 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 -B.**

The Voting Results along with the Scrutinizer's Report are available on the website of the Company at 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

Annexure – A

Titan Company Limited								
Resolution Required :Special			1 - APPOINTMENT OF MR. ANIL CHAUDHRY (DIN: 03213517) AS AN INDEPENDENT DIRECTOR					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	469601920	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
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	257993993	228389990	88.5253	227875767	514223	99.7748	0.2252
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		228389990	88.5253	227875767	514223	99.7748	0.2252
Public Non Institutions	E-Voting	160190247	49829570	31.1065	49808153	21417	99.9570	0.0430
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49829570	31.1065	49808153	21417	99.9570	0.0430
Total		887786160	747821480	84.2344	747285840	535640	99.9284	0.0716

Titan Company Limited

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Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	469601920	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
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	257993993	228389990	88.5253	227875767	514223	99.7748	0.2252
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		228389990	88.5253	227875767	514223	99.7748	0.2252
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Total		887786160	747821480	84.2344	747285840	535640	99.9284	0.0716

**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 May 03, 2024, 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 May 03, 2024 on May 15, 2024 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, May 10, 2024.

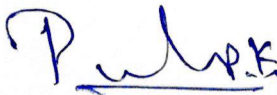
- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical Postal Ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on June 15, 2024, 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, May 10, 2024.
- 2.5 Votes cast through electronic means up to 5.01 PM on June 15, 2024, 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 May 03, 2024.

Thanking you,

For V SREEDHARAN & ASSOCIATES



(Pradeep B Kulkarni)
Partner

FCS: 7260; CP No.7835

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



Place: Bengaluru

Date: June 17, 2024

UDIN: F007260F000578248

Peer Review Certificate No. 5543/2024

Annexure I

Titan Company Limited

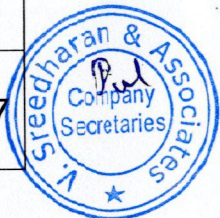
Regd. Office: 3 SIPCOT INDUSTRIAL COMPLEX HOSUR-635126

Summary of votes cast through electronic means for the resolutions mentioned in the Postal Ballot Notice dated May 03, 2024

1. APPOINTMENT OF MR. ANIL CHAUDHRY, (DIN: 03213517) AS AN INDEPENDENT DIRECTOR.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 10/05/2024) (88,77,86,160 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.	9,349	74,78,21,480	84.23
(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)	9,349	74,78,21,480	84.23
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	9,128	74,72,85,840	99.93
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	221	5,35,640	0.07



2. RE-APPOINTMENT OF DR. MOHANASANKAR SIVAPRAKASAM, (DIN: 08497296) AS AN INDEPENDENT DIRECTOR

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 10/05/2024) (88,77,86,160 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.	9,333	74,78,18,310	84.23
(e) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)			
(f) Net valid e-votes (as per register)	9,333	74,78,18,310	84.23
(f) e-votes with assent for the Resolution as a percentage of net valid e-votes	9,015	73,92,60,056	98.86
(g) e-votes with dissent for the Resolution as a percentage of net valid e-votes	318	85,58,254	1.14

