

**General information about company**

Scrip code	500114
NSE Symbol	TITAN
MSEI Symbol	
ISIN	INE280A01028
Name of the entity	TITAN COMPANY LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	V. Arun Roy		01726117	Non-Executive - Nominee Director	Chairperson		11-03-1979
2	Mr	Sandeep Nanduri		07511216	Non-Executive - Nominee Director	Not Applicable		31-05-1982
3	Ms	Mariam Pallavi Baldev		09281201	Non-Executive - Nominee Director	Not Applicable		07-08-1979
4	Mr	N N Tata		00024713	Non-Executive - Nominee Director	Not Applicable		12-11-1956
5	Mr	Bhaskar Bhat		00148778	Non-Executive - Nominee Director	Not Applicable		29-08-1954
6	Mr	C K Venkataraman		05228157	Executive Director	Not Applicable		30-10-1960
7	Mr	Ashwani Puri		00160662	Non-Executive - Independent Director	Not Applicable		16-11-1956
8	Mr	B Santhanam		00494806	Non-Executive - Independent Director	Not Applicable		02-03-1957
9	Mr	Mohanasankar Sivaprakasam		08497296	Non-Executive - Independent Director	Not Applicable		23-05-1980
10	Ms	Sindhu Gangadharan		08572868	Non-Executive - Independent Director	Not Applicable		07-04-1976
11	Mr	Sandeep Singhal		00422796	Non-Executive - Independent Director	Not Applicable		21-10-1966
12	Mr	Anil Chaudhry		03213517	Non-Executive - Independent Director	Not Applicable		11-03-1961

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		17-10-2023	17-10-2023		12	3	0	0	0			
2	NA		03-11-2023	03-11-2023		11	3	0	1	0			
3	NA		04-01-2023	04-01-2023		21	2	0	1	0			
4	NA		07-08-2003	07-08-2003		253	5	0	2	1			
5	NA		01-10-2019	01-10-2019	29-08-2024	59	1	1	1	0	Tenure Completion		
6	NA		01-10-2019	01-10-2019		60	1	0	1	0			
7	Yes	02-08-2021	06-05-2016	06-05-2016		101	2	2	2	2			
8	Yes	01-08-2023	10-05-2018	10-05-2018		78	3	1	5	1			
9	Yes	15-04-2024	03-07-2019	03-07-2019		63	1	1	1	0			
10	NA		08-06-2020	08-06-2020		53	2	2	1	0			
11	NA		11-11-2020	11-11-2020		47	2	2	1	0			
12	NA		20-03-2024	20-03-2024		7	3	2	0	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00160662	Ashwani Puri	Non-Executive - Independent Director	Chairperson	20-10-2016		
2	00494806	B Santhanam	Non-Executive - Independent Director	Member	10-05-2018		
3	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	01-10-2019	29-08-2024	Textual Information(1)
4	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	01-08-2020		
5	08572868	Sindhu Gangadharan	Non-Executive - Independent Director	Member	01-10-2020		
6	00422796	Sandeep Singhal	Non-Executive - Independent Director	Member	27-10-2021		
7	09281201	Mariam Pallavi Baldev	Non-Executive - Nominee Director	Member	06-01-2023		

**Sr Text Block**

Textual Information(1)

Mr. Bhaskar Bhat completed his tenure as an Non-Executive Non Independent Director and ceased to be a part of the Board of Directors w.e.f. 29th August 2024.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00494806	B Santhanam	Non-Executive - Independent Director	Chairperson	01-08-2020		
2	00024713	N N Tata	Non-Executive - Nominee Director	Member	06-05-2014		
3	08572868	Sindhu Gangadharan	Non-Executive - Independent Director	Member	08-06-2020		
4	00422796	Sandeep Singhal	Non-Executive - Independent Director	Member	27-10-2021		
5	07511216	Sandeep Nanduri	Non-Executive - Nominee Director	Member	23-11-2023		
6	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	25-03-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00494806	B Santhanam	Non-Executive - Independent Director	Chairperson	06-08-2019		
2	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	05-11-2019	29-08-2024	Textual Information(1)
3	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
4	07511216	Sandeep Nanduri	Non-Executive - Nominee Director	Member	23-11-2023		



**Sr Text Block**

Textual Information(1)

Mr. Bhaskar Bhat completed his tenure as an Non-Executive Non Independent Director and ceased to be a part of the Board of Directors w.e.f. 29th August 2024.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00422796	Sandeep Singhal	Non-Executive - Independent Director	Chairperson	01-04-2021		
2	00160662	Ashwani Puri	Non-Executive - Independent Director	Member	20-10-2016		
3	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	05-11-2019		
4	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
5	09281201	Mariam Pallavi Baldev	Non-Executive - Nominee Director	Member	06-01-2023		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	08-06-2020		
2	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
3	07511216	Sandeep Nanduri	Non-Executive - Nominee Director	Member	23-11-2023		
4	03213517	Anil Chaudhry	Non-Executive - Independent Director	Chairperson	28-03-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	03213517	Anil Chaudhry	Ethics Committee	Non-Executive - Independent Director	Chairperson	
2	00160662	Ashwani Puri	Ethics Committee	Non-Executive - Independent Director	Member	
3	05228157	C K Venkataraman	Ethics Committee	Executive Director	Member	
4	09281201	Mariam Pallavi Baldev	Ethics Committee	Non-Executive - Nominee Director	Member	
5	00148778	Bhaskar Bhat	Executive Committee of the Board	Non-Executive - Nominee Director	Member	Textual Information(1)
6	00494806	B Santhanam	Executive Committee of the Board	Non-Executive - Independent Director	Member	
7	07511216	Sandeep Nanduri	Executive Committee of the Board	Non-Executive - Nominee Director	Member	
8	00494806	B Santhanam	Debenture Committee	Non-Executive - Independent Director	Member	
9	00148778	Bhaskar Bhat	Debenture Committee	Non-Executive - Nominee Director	Member	Textual Information(2)
10	05228157	C K Venkataraman	Debenture Committee	Executive Director	Member	

**Other Committee Text Block**

Textual Information(1)	Mr. Bhaskar Bhat completed his tenure as an Non-Executive Non Independent Director and ceased to be a part of the Board of Directors w.e.f. 29th August 2024.
Textual Information(2)	Mr. Bhaskar Bhat completed his tenure as an Non-Executive Non Independent Director and ceased to be a part of the Board of Directors w.e.f. 29th August 2024.

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	03-05-2024				Yes	12	9	6
2		02-08-2024	90		Yes	12	10	6

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	22-05-2024				Yes	7	6	5	0
2	Audit Committee	02-08-2024	71			Yes	7	7	5	0
3	Stakeholders Relationship Committee	02-08-2024				Yes	4	4	1	0
4	Risk Management Committee	01-08-2024				Yes	5	4	2	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Dinesh Shetty
2	Designation	Company Secretary

**Annexure III**

**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

**Annexure III**

1	Name of signatory	Dinesh Shetty
2	Designation	Company Secretary

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Ashok Kumar Sonthalia		
Designation	CFO		
Place	Bangalore		
Date	17-10-2024		

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	Dinesh Shetty
Designation of person	Company Secretary
Place	Bangalore
Date	17-10-2024

