



TITAN COMPANY LIMITED
 CIN: L74999TZ1984PLC001456
 Registered Office: 3, SIPCOT Industrial Complex,
 Hosur - 635 126, Tamil Nadu.
 E-mail: investor@titan.co.in Tel.: +91-80-6704 7000
 Website: www.titancompany.in
 A **TATA** Enterprise

NOTICE OF 35th AGM, E-VOTING INFORMATION AND BOOK CLOSURE

1. NOTICE is hereby given that the Thirty-Fifth Annual General Meeting (AGM) of Titan Company Limited will be held on Tuesday, 6th August 2019 at 3, SIPCOT Industrial Complex, Hosur 635 126, Tamil Nadu at 2.30 p.m. to transact the Business, as set out in the Notice of the AGM dated 4th July 2019.

2. In compliance with Rule 11 of the Companies (Accounts) Rules, 2014 read with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Report of the Company for 2018-19 along with the Notice of the AGM has been e-mailed on 10th July 2019 to Members whose e-mail addresses have been made available by the depositories or are registered with the Company and sent by permitted mode, by 10th July 2019 to Members who have not registered their e-mail address. These documents are also available on the Company's website at www.titancompany.in

3. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'), provided by National Securities Depository Limited (NSDL) and the business may be transacted through such voting.

i) **The e-voting period commences at 9:00 a.m. IST on Friday, 2nd August 2019 and ends at 5:00 p.m. IST on Monday, 5th August 2019.** During this period, Members may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter.

ii) The voting rights of Members shall be in proportion to the equity shares held by them in the paid up equity share capital of the Company **as on 30th July 2019 ('cut-off date')**. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote on all the resolutions set forth in the Notice of the AGM using remote e-voting or voting at the AGM.

iii) The facility for voting, either through electronic voting system or polling paper shall also be made available at the AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

iv) A person who has acquired shares and become a Member of the Company after the dispatch of notice of the AGM and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to e-voting@nsdl.co.in. However, if the person is already registered with NSDL for remote e-voting then the existing user ID and password can be used for casting vote.

v) For details relating to remote e-voting and poll, please refer to the Notice of the AGM. In case of any queries relating to voting by electronic means, please refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or contact NSDL at the following Toll Free No. 1800-222-990. In case of any grievances connected with the facility for voting by electronic means, please contact Ms. Pallavi Mhatre, Assistant Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013. Email: pallavid@nsdl.co.in. Tel: 022 24994600.

vi) Persons entitled to attend and vote at the Meeting, may vote in person or by proxy through authorized representative, provided that all proxies in the prescribed form/authorization duly signed by the person entitled to attend and vote at the Meeting are deposited at the Registered Office of the Company, not later than 48 hours before the Meeting.

4. The Company has appointed Mr. Vijaykrishna K T, Practicing Company Secretary (Membership No. FCS No: 1788) as the scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

5. The relevant documents pertaining to the items of business to be transacted at the 35th AGM are available for inspection at the Registered Office of the Company during the working hours on all days, except Saturdays, Sundays and Public Holidays upto the date of 35th AGM.

6. The Directors have recommended a dividend of Rs. 5 per equity share of Re. 1 each of the Company for approval by the Shareholders at the forthcoming Annual General Meeting of the Company.

7. Notice is also given that pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rules framed there under and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the **Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 31st July 2019, to Tuesday, 6th August 2019 (both days inclusive)** for the purpose of AGM and payment of dividend, if declared at the AGM.

8. **Webcast of AGM:** The shareholders are informed that the Company will be providing a facility to view the live streaming of the AGM Webcast on the NSDL website. You may access the same at <https://www.evoting.nsdl.com> by using your remote e-voting credentials. The link will be available in shareholder login where the EVEN (110759) of the Company will be displayed. The webcast facility will be available from 2.30 p.m. onwards on 6th August 2019.

9. The details of the AGM are available on the website of the Company at www.titancompany.in NSDL at www.evoting.nsdl.com BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

10th July 2019
 Bengaluru

For TITAN COMPANY LIMITED
 Dinesh Shetty
 General Counsel & Company Secretary



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