



TITAN COMPANY LIMITED

CIN: L74999TZ1984PLC001456

Registered Office: 3, SIPCOT Industrial Complex, Hosur - 635 126, Tamil Nadu.

Corporate Office: 'INTEGRITY' No.193, Veerasandra, Electronics City P.O.,

Off Hosur Main Road, Bengaluru - 560 100, Karnataka

E-mail: investor@titan.co.in Tel.: +91-80-6704 7000

Website: www.titancompany.in

A TATA Enterprise

NOTICE OF THE 38th ANNUAL GENERAL MEETING AND REMOTE E-VOTING

NOTICE is hereby given that the Thirty-Eighth (38th) Annual General Meeting ('AGM' or 'Meeting') of the Members of Titan Company Limited ('the Company') will be held on **Tuesday, July 26, 2022 at 10.30 a.m. (IST) through Video Conference / Other Audio Visual Means ONLY**, to transact the business as set out in the Notice of the AGM. In accordance with the General Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as 'MCA Circulars') and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India ('SEBI Circulars'), the Company has sent Notice of the 38th AGM along with a weblink to access the Integrated Annual Report 2021-22 on Monday, July 4, 2022, through electronic mode to those Members whose email addresses are registered with the Company / Registrar & Transfer Agent / Depository Participants ('DPs'). The Company shall send a physical copy of the Integrated Annual Report 2021-22 to those Members who request for the same at investor@titan.co.in mentioning their Folio No. / DP ID and Client ID. The Integrated Annual Report 2021-22 of the Company along with Notice and the Explanatory Statement of the 38th AGM is available on the website of the Company at <https://www.titancompany.in/investors/investor-relations/annual-reports> and on the websites of the Stock Exchanges viz. www.bseindia.com and www.nseindia.com. A copy of the same is also available on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com

Remote e-Voting:

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the MCA Circulars, the Company is providing to its Members the facility of remote e-Voting before/during the AGM in respect of the business to be transacted as mentioned in the Notice of the 38th AGM and for this purpose, the Company has appointed NSDL for facilitating voting through electronic means.

The detailed instructions for remote e-Voting are given in the Notes to the Notice of the 38th AGM. Members are requested to note the following:

- a. The remote e-Voting facility would be available during the following period:

Commencement of remote e-Voting	Saturday, July 23, 2022 (9.00 a.m. IST)
Conclusion of remote e-Voting	Monday, July 25, 2022 (5.00 p.m. IST)

The remote e-Voting module shall be disabled by NSDL for voting thereafter and Members will not be allowed to vote electronically beyond the said date and time.

- b. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on Tuesday, July 19, 2022 ('cut-off date'). The facility of remote e-Voting shall also be made available during the Meeting and shall be disabled 15 minutes after the conclusion of the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-Voting shall be able to exercise their right during the Meeting. Once the vote on a resolution is cast by the Member, the same shall not be allowed to be changed subsequently. A person whose name is recorded in the Register of Members / Register of Beneficial Owners as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before / during the AGM. Members who have cast their vote by remote e-Voting prior to the Meeting may attend the Meeting electronically but shall not be entitled to vote again on such resolution(s).
- c. A non-individual shareholder or shareholder holding securities in physical mode and who becomes a Member of the Company after the despatch of the Notice and holds shares as on the cut-off date, may obtain the User ID and password for remote e-Voting by sending a request at evoting@nsdl.co.in. However, if the Member is already registered with NSDL for remote e-Voting, then he/she can use his/her existing User ID and password for casting the vote.
- d. Individual shareholders holding securities in electronic mode and who acquires shares of the Company and becomes a Member of the Company after despatch of the Notice and holds shares as on the cut-off date may follow the login process mentioned at point 19(ii) of the Notes to the Notice of the AGM. Members can also login by using the existing login credentials of the demat account held through DPs registered with NSDL or Central Depository Services (India) Limited ('CDSL') for remote e-Voting facility.
- e. A person who is not a Member as on the cut-off date should treat the Notice of the AGM for information purposes only.

Mr. Pradeep Kulkarni of M/s. Sreedharan & Associates, Practicing Company Secretaries has been appointed as the Scrutiniser to scrutinise the remote e-Voting process before / during the AGM in a fair and transparent manner.

In case of any queries / grievances pertaining to remote e-Voting (before / during the AGM), you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-Voting user manual for shareholders available in the 'Downloads' section of www.evoting.nsdl.com or call NSDL on the toll-free number: 1800 1020 990/1800 224 430 or send a request at evoting@nsdl.co.in or contact Ms. Sarita Mote, Assistant Manager, NSDL at the designated email IDs: saritam@nsdl.co.in

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Securities with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no: 1800 1020 990 or 1800 224 430
Securities with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-2305 8738 or 022-2305 8542/43.

For TITAN COMPANY LIMITED

Dinesh Shetty

General Counsel & Company Secretary

Date: 5th July 2022

Place: Bengaluru

