

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(l) (a) Statement showing Shareholding Pattern

Name of the Company:		TITAN COMPANY LIMITED	
Scrip Code. Name of the scrip, class of security			
Quarter ended.		30th September 2015	
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by Promoter / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoters Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>	<b>887786160</b>		



Category code (I)	Category of Shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialised form (V)	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a Percentage (IX)=(VIII) / (IV)*100
(A)	Shareholding of Promoter and Promoter Group <sup>1</sup>							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government / State Governments	-	247,476,720	247,476,720	27.88	27.88	-	-
(c)	Bodies Corporate	13	223,531,200	223,531,200	25.18	25.18	-	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (A) (1)	14	471,007,920	471,007,920	63.06	63.06	-	-
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (A) (2)	-	-	-	-	-	-	-
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>14</b>	<b>471,007,920</b>	<b>471,007,920</b>	<b>63.06</b>	<b>63.06</b>		
(B)	Public Shareholding <sup>2</sup>						N/A	N/A
(1)	Institutions						N/A	N/A
(a)	Mutual Funds / UTI	101	19,387,928	19,342,728	2.18	2.18	-	-
(b)	Financial Institutions / Banks	24	839,546	780,366	0.09	0.09	-	-
(c)	Central Government / State Governments	2	875,330	875,330	0.10	0.10	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	27	16,272,632	16,272,632	1.93	1.93	-	-
(f)	Foreign Institutional Investors	167	170,436,220	170,409,220	19.20	19.20	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-
	Foreign Portfolio Investments Corpn	51	16,589,669	16,580,569	1.87	1.87	-	-
	Sub-Total (B) (1)	372	224,371,228	224,268,846	28.28	28.28	-	-
(2)	Non-Institutions						N/A	N/A
(a)	Bodies Corporate	1,375	12,464,157	12,378,537	1.40	1.40	-	-
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs 1 lakh	115,553	90,440,627	69,850,400	10.19	10.19	-	-
ii	Individual shareholders holding nominal share capital in excess of Rs 1 lakh	52	86587223	87627823	10.02	10.02	-	-
(c)	Qualified Foreign Investor	-	-	-	-	-	-	-
(d)	Any Other (specify):							
i	Trust	18	508,006	506,008	0.06	0.06	-	-
ii	C.C.B.	1	9,000	9,000	0.00	0.00	-	-
	Sub-Total (B) (2)	116,999	192,407,815	170,672,768	21.67	21.67	-	-
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>117,371</b>	<b>416,778,240</b>	<b>394,839,615</b>	<b>46.96</b>	<b>46.96</b>	<b>N/A</b>	<b>N/A</b>
	<b>TOTAL (A)+(B)</b>	<b>117,385</b>	<b>887,786,160</b>	<b>865,847,533</b>	<b>100.00</b>	<b>100.00</b>		
(C)	Shares held by Custodians and against which Depository Receipts have been issued						N/A	N/A
i	Public	-	-	-	-	-	-	-
ii	Promoter/ Promoter Group	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>117,385</b>	<b>887,786,160</b>	<b>865,847,533</b>		<b>100.00</b>		

<sup>1</sup> For determining public shareholding for the purpose of Clause 40A

<sup>2</sup> For definitions of "Promoter" and "Promoter Group", refer to Clause 40A

<sup>3</sup> For definitions of "Public Shareholding", refer to Clause 40A



(I) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No. (I)	Name of the shareholder (II)	Details of Shares held		Encumbered Share			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital (XII)
		No of Shares held (III)	As a % of Grand Total (A)+(B)+(C) (IV)	Number of Shares (V)	As a Percentage (VI) = (V)/(III) * 100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) (VII)	No of warrants held (VII)	As a % of total numbers of warrants of the same class (IX)	No of convertible securities held (X)	As a % of total numbers of convertible securities of same class (XI)	
1		TOTAL		Refer Annexure A							



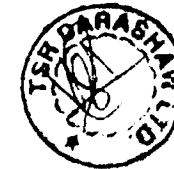
(I) (c) (i) Statement showing holding of securities (including shares,warrants,convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No. (I)	Name of the shareholder (II)	Details of Shares held		Details of warrants		Details of convertible securities		Total shares(including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No.of Shares held	Shares as a percentage of total number of shares {i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I) (a) above}	No.of warrants held	As a % of total number of warrants of the same class	No.of convertible securities held	% w.r.t. total number of convertible securities of same class	
1	RAKESH JHUNJHUNWALA	59 550 645	6.71	0	0.00	0	0.00	6.71
2	MATTHEWS PACIFIC TIGER FUND	24,797,915	2.79	0	0.00	0	0.00	2.79
3	DENDANA INVESTMENTS (MAURITIUS) LIMITED	19,526,000	2.20	0	0.00	0	0.00	2.20
4	JHUNJHUNWALA REKHA RAKESH	16,481,575	1.86	0	0.00	0	0.00	1.86
5	NATIONAL WESTMINSTER BANK PLC AS DEPOSITARY OF FIRST STATE ASIA PACIFIC LEADERS FUND A SUB FUND OF FIRST STATE INVESTMENTS ICVC	15,276,170	1.72	0	0.00	0	0.00	1.72
6	Life Insurance Corporation Of India	11,327,747	1.28	0	0.00	0	0.00	1.28
7	COPTHALL MAURITIUS INVESTMENT LIMITED	10,994,032	1.24	0	0.00	0	0.00	1.24
8	MATTHEWS INDIA FUND	9,030,467	1.02	0	0.00	0	0.00	1.02
	<b>TOTAL</b>	<b>166,984,551</b>	<b>18.81</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>18.81</b>



(I) (c) (ii) Statement showing holding of securities (including shares,warrants,convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No. (I)	Name of the shareholder (II)	Details of Shares held		Details of warrants		Details of convertible securities		Total shares(including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No.of Shares held	Shares as a percentage of total number of shares {i.e. Grand Total (A)+(B)+(C) indicated in Statement at para (I) (a) above}	No.of warrants held	As a % of total number of warrants of the same class	No.of convertible securities held	% w.r.t. total number of convertible securities of same class	
1	RAKESH JHUNJHUNWALA	59,550,645	6.71	0	0.00	0	0.00	6.71
<b>TOTAL</b>		<b>59,550,645</b>	<b>6.71</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>6.71</b>



(I) (d) Statement showing details of locked-in shares.

Sr. No.	Name of the Shareholder	Category of Shareholders (Promoters / Public)	Number of locked-in Shares	Locked-in shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I) (a) above)
			NIL	
TOTAL				

(II) (a) Statement showing details of Depository Receipts (DRs).

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I) (a) above)
			N.A	
TOTAL				

(II) (b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'Promoter / Promoter Group' are in excess of 1% of the total number of shares.

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I) (a) above)
			N.A	
TOTAL				



(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.

Category code (I)	Category of Shareholder (II)	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)
(A)	Shareholding of Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals / Hindu Undivided Family						
(b)	Central Government / State Governments(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions / Banks						
(e)	Any Other (Trust)						
	<b>Sub-Total (A) (1)</b>	0	0	0	0.00	0.00	0.00
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)						
(b)	Bodies Corporate						
(c)	Institutions						
(d)	Any Other (specify)						
	<b>Sub-Total (A) (2)</b>	0	0	0	0.00	0.00	0.00
	<b>Total Shareholding of Promoter and Promoter</b>	0	0	0	0.00	0.00	0.00
(B)	Public Shareholding						
(1)	Institutions						
(a)	Mutual Funds / UTI						
(b)	Financial Institutions / Banks						
(c)	Central Government / State Governments(s)						
(d)	Venture Capital Funds						
(e)	Insurance Companies						
(f)	Foreign Institutional Investors						
(g)	Foreign Venture Capital Investors						
(h)	Any Other (specify)						
	<b>Sub-Total (B) (1)</b>	0	0	0	0.00	0.00	0.00
(2)	Non-Institutions						
(a)	Bodies Corporate						
(b)	Individuals -						
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh						
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh						
(c)	Any Other (specify)						
i	Trusts						
ii	Foreign Corporate Bodies						
	<b>Sub-total (B) (2)</b>	0	0	0	0.00	0.00	0.00
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	0	0	0	0.00	0.00	0.00
	<b>TOTAL (A)+(B)</b>	0	0	0	0.00	0.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
	<b>GRAND TOTAL (A)+(B)+(C)</b>	0	0	0	0.00	0.00	0.00

Note

Only one class of Securities is issued by the Company, hence column (III) (a) is not applicable



## Annexure - A

- (I)  
 (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr No (i)	Name of the shareholder (ii)	Details of Shares held		Encumbered Share			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital (XII)
		No of Shares held (iii)	As a % of Grand Total (A)+(B)+(C) (iv)	Number of Shares (v)	As a Percentage (vi)=(v)/(iii)*100	As a % of grand total (A)+(B)+(C) of sub-clause (i)(a) (vii)	No of warrants held (viii)	As a % of total numbers of warrants of the same class (ix)	No of convertible securities held (x)	As a % of total numbers of convertible securities of same class (xi)	
1	TAMILNADU INDUSTRIAL DEVELOPMENT CORPORATION LTD	247476720	27.88	-	-	-	-	-	-	-	27.88
2	TATA SONS LIMITED	173801251	19.59	-	-	-	-	-	-	-	19.59
3	TATA INVESTMENT CORPORATION LTD	17875640	2.01	-	-	-	-	-	-	-	2.01
4	TATA CHEMICALS LIMITED	13826180	1.56	-	-	-	-	-	-	-	1.56
5	TATA GLOBAL BEVERAGES LIMITED	9248060	1.04	-	-	-	-	-	-	-	1.04
6	EWART INVESTMENTS LIMITED	4864480	0.56	-	-	-	-	-	-	-	0.56
7	TATA INTERNATIONAL LIMITED	1909589	0.22	-	-	-	-	-	-	-	0.22
8	PIEM HOTELS LIMITED	1806000	0.20	-	-	-	-	-	-	-	0.20
	<b>TOTAL</b>	<b>471007920</b>	<b>53.05</b>	-	-	-	-	-	-	-	<b>53.05</b>

#TATA AIA LIFE INSURANCE COMPANY LIMITED is not considered part of Promoter Group holds 1276743 Equity Shares representing 0.14% of the paidup Equity Share Capital. Accordingly their holding is included under Public Shareholding under the head "Institutions" Insurance Companies.

