

To  
Titan Company Limited  
3, SIPCOT Industrial Complex,  
Hosur - 635126  
Tamil Nadu

Dear Sirs,

We have examined the relevant books, registers, forms, documents and papers produced before us by Titan Company Limited ('the Company') and its Registrars and Share Transfer Agents, TSR Darashaw Consultants Private Limited, in respect of Reconciliation of Share Capital Audit as per Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. To the best of our knowledge and according to the information and explanations given to us and as shown by the records examined by us, we certify the following:

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

1.	For Quarter Ended:	31 <sup>st</sup> December, 2019	
2.	ISIN:	INE280A01028	
3.	Face Value:	Re. 1/- per share	
4.	Name of the Company:	Titan Company Limited	
5.	Registered Office Address:	3, SIPCOT Industrial Complex, Hosur - 635126, Tamil Nadu.	
6.	Correspondence Address:	Company Secretary 'INTEGRITY', #193, Veerasandra, Electronics City P.O., Off Hosur Main Road, Bangalore - 560100.	
7.	Telephone Nos: Fax Nos:	080 - 67046600 080 - 67046262	
8.	Email Address:	dineshshetty@titan.co.in	
9.	Names of the Stock Exchanges where the Company's securities are listed:	BSE Limited National Stock Exchange of India Limited	
		Number of Shares	% of Total Issued Capital
10.	Issued Capital	88,77,86,160	100.000
11.	Listed Capital (as per Company records)	88,77,86,160 (Listed on both the aforesaid Stock Exchanges)	100.000



12.	Held in dematerialised form in CDSL	2,00,38,039	2.257
13.	Held in dematerialised form in NSDL	85,73,71,572	96.574
14.	Physical	1,03,76,549	1.169
15.	Total No. of shares (12+13+14)	88,77,86,160	100.000
16.	Reasons for difference if any, between (10&11), (10&15), (11&15)	N.A.	

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In prin. Appr. Pending for SE (Specify Names)
No Change						

\*\*\* Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).

18.	Register of Members is updated (Yes/No)	Yes
	If not, updated upto which date	- N. A. -
19.	Reference of previous quarter with regards to excess dematerialized shares, if any.	NIL
20.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?	Not Applicable

21. Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	N.A.
Pending for more than 21 days	Nil	Nil	N.A.



22.	Name, Telephone & Fax No. of the Company Secretary and Compliance Officer of the Company	Mr. Dinesh Shetty General Counsel , Company Secretary and Compliance Officer Membership No.: FCS 3879 Tel. No.: 080- 67046600 Fax No.: 080- 67046262
23.	Name, Address, Tel. & Fax No., Regn. No. of the CA/ CS	Mr. P. N. Parikh Parikh & Associates (P1988MH009800) 111,11 <sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp Laxmi Industrial Estate, Off Link Road, Andheri (West), Mumbai - 400053 Tel. Nos.: 26301232/26301233/26301240 FCS No.: 327 CP No.: 1228
24.	Appointment of common agency for share registry work (if yes, name and address)	TSR Darashaw Consultants Private Limited 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai : 400 011
25.	Any other detail that the CA/ CS may like to provide (e.g. BIFR Company, delisting from SE, company changed its name, etc.)	--

Place: Mumbai  
Date: January 06, 2020



Signature

Name of Company Secretary: **P. N. Parikh**

FCS: 327 CP: 1228

UDIN: F000327B000012075

For Parikh & Associates