

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 | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|----------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | N Muruganandam | AAKPM0966H | 00540135 | Non-Executive - Nominee Director | Chairperson | | 23-12-1967 | 14-03-2019 | | | 6 | 3 | 0 | 0 | 0 | | |
| 2 | Mr | Ramesh Chand Meena | ABEPR6685F | 08009394 | Non-Executive - Nominee Director | Not Applicable | | 01-09-1965 | 03-01-2018 | | | 21 | 2 | 0 | 2 | 0 | | |
| 3 | Mr | V Arun Roy | ADAPV6725C | 01726117 | Non-Executive - Nominee Director | Not Applicable | | 11-03-1979 | 26-11-2018 | | | 10 | 2 | 0 | 3 | 0 | | |
| 4 | Mr | N N Tata | AAAPT5602P | 00024713 | Non-Executive - Nominee Director | Not Applicable | | 12-11-1956 | 07-08-2003 | | | 193 | 5 | 1 | 3 | 1 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5 | Mr | Harish Bhat | ABPPB0072K | 00478198 | Non-Executive - Nominee Director | Not Applicable | | 08-11-1962 | 31-07-2015 | | | 50 | 4 | 0 | 4 | 1 | | |
| 6 | Mr | Bhaskar Bhat | AANPB3013D | 00148778 | Executive Director | Not Applicable | | 29-08-1954 | 01-04-2002 | 01-04-2017 | 30-09-2019 | 210 | 5 | 1 | 4 | 0 | | |
| 7 | Mr | T K Balaji | AAFPB7797J | 00002010 | Non-Executive - Independent Director | Not Applicable | | 12-07-1948 | 01-03-1986 | 01-08-2014 | 31-07-2019 | 401 | 2 | 0 | 2 | 0 | | |
| 8 | Mrs | Hema Ravichandar | AASPR0583P | 00032929 | Non-Executive - Independent Director | Not Applicable | | 14-05-1961 | 30-03-2009 | 01-08-2019 | | 126 | 4 | 4 | 4 | 1 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|------------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 9 | Mrs | Ireena Vittal | AADPV1333J | 05195656 | Non-Executive - Independent Director | Not Applicable | | 02-10-1968 | 30-01-2013 | 01-08-2019 | | 80 | 4 | 4 | 5 | 0 | | |
| 10 | Mr | Ashwani Puri | AAAPP3876F | 00160662 | Non-Executive - Independent Director | Not Applicable | | 16-11-1956 | 06-05-2016 | | | 40 | 2 | 2 | 0 | 3 | | |
| 11 | Mr | B Santhanam | AAEPS9909C | 00494806 | Non-Executive - Independent Director | Not Applicable | | 02-03-1957 | 10-05-2018 | | | 17 | 2 | 1 | 1 | 1 | | |
| 12 | Mr | Pradyumna Rameshchandra Vyas | AAXPV2039H | 02359563 | Non-Executive - Independent Director | Not Applicable | | 07-12-1958 | 25-03-2019 | | | 6 | 3 | 3 | 0 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|---------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 13 | Mr | Mohanasankar Sivaprakasam | BFMPM0608A | 08497296 | Non-Executive - Independent Director | Not Applicable | | 23-05-1980 | 03-07-2019 | | | 2 | 1 | 1 | 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 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | |
| 3 | 00032929 | Hema Ravichandar | Non-Executive - Independent Director | Member | 06-08-2019 | | |
| 4 | 05195656 | Ireena Vittal | Non-Executive - Independent Director | Member | 31-10-2013 | | |
| 5 | 00494806 | B Santhanam | Non-Executive - Independent Director | Member | 10-05-2018 | | |
| 6 | 00478198 | Harish Bhat | Non-Executive - Nominee Director | Member | 20-04-2015 | | |
| 7 | 00002010 | T K Balaji | Non-Executive - Independent Director | Member | 21-03-2001 | 31-07-2019 | |

| 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 | 00032929 | Hema Ravichandar | Non-Executive - Independent Director | Chairperson | 06-05-2014 | | |
| 2 | 08009394 | Ramesh Chand Meena | Non-Executive - Nominee Director | Member | 28-03-2018 | | |
| 3 | 05195656 | Ireena Vittal | Non-Executive - Independent Director | Member | 20-10-2016 | | |
| 4 | 00002010 | T K Balaji | Non-Executive - Independent Director | Member | 06-05-2014 | 31-07-2019 | |
| 5 | 00024713 | N N Tata | Non-Executive - Nominee Director | Member | 06-05-2014 | | |
| 6 | 00494806 | B Santhanam | Non-Executive - Independent Director | Member | 06-08-2019 | | |

| 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 | 00002010 | T K Balaji | Non-Executive - Independent Director | Chairperson | 17-03-2016 | 31-07-2019 | |
| 2 | 00494806 | B Santhanam | Non-Executive - Independent Director | Chairperson | 06-08-2019 | | |
| 3 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | |
| 4 | 00478198 | Harish Bhat | Non-Executive - Nominee Director | Member | 17-03-2016 | | |
| 5 | 00148778 | Bhaskar Bhat | Executive Director | Member | 06-05-2014 | 30-09-2019 | |

| 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 | 00478198 | Harish Bhat | Non-Executive - Nominee Director | Chairperson | 10-05-2018 | | |
| 2 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | |
| 3 | 00032929 | Hema Ravichandar | Non-Executive - Independent Director | Member | 07-05-2015 | 06-08-2019 | |
| 4 | 00160662 | Ashwani Puri | Non-Executive - Independent Director | Member | 20-10-2016 | | |
| 5 | 00148778 | Bhaskar Bhat | Executive Director | Member | 01-04-2017 | 30-09-2019 | |
| 6 | 08497296 | Mohanasankar Sivaprakasam | Non-Executive - Independent Director | Member | 06-08-2019 | | |

| 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 | 05195656 | Ireena Vittal | Non-Executive - Independent Director | Chairperson | 03-05-2013 | | |
| 2 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | |
| 3 | 00032929 | Hema Ravichandar | Non-Executive - Independent Director | Member | 08-11-2018 | | |
| 4 | 00148778 | Bhaskar Bhat | Executive Director | Member | 03-05-2013 | 30-09-2019 | |
| 5 | 02359563 | Pradyumna Rameshchandra Vyas | Non-Executive - Independent Director | Member | 08-05-2019 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|----------------------------------|--------------------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 00032929 | Hema Ravichandar | Ethics Committee | Non-Executive - Independent Director | Chairperson | |
| 2 | 00160662 | Ashwani Puri | Ethics Committee | Non-Executive - Independent Director | Member | |
| 3 | 08009394 | Ramesh Chand Meena | Ethics Committee | Non-Executive - Nominee Director | Member | |
| 4 | 00478198 | Harish Bhat | Executive Committee of the Board | Non-Executive - Nominee Director | Member | |
| 5 | 08009394 | Ramesh Chand Meena | Executive Committee of the Board | Non-Executive - Nominee Director | Member | |
| 6 | 00494806 | B Santhanam | Executive Committee of the Board | Non-Executive - Independent Director | Member | |

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|--|---|--|---|------------------------------|--|------------------------------|---|
| 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) | | | | |
| 1 | 08-05-2019 | | | | Yes | 9 | 5 |
| 2 | | 19-07-2019 | 71 | | Yes | 11 | 7 |
| 3 | | 06-08-2019 | 17 | | Yes | 10 | 6 |
| 4 | | 27-09-2019 | 51 | | Yes | 9 | 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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 07-05-2019 | | | | Yes | 5 | 4 |
| 2 | Audit Committee | 05-08-2019 | 89 | | | Yes | 4 | 3 |
| 3 | Nomination and remuneration committee | 07-05-2019 | | | | Yes | 5 | 3 |
| 4 | Nomination and remuneration committee | 05-08-2019 | 89 | | | Yes | 3 | 2 |
| 5 | Risk Management Committee | 07-03-2019 | | | | Yes | 4 | 2 |
| 6 | Risk Management Committee | 18-07-2019 | 132 | | | Yes | 4 | 2 |

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 500 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 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|-------------------|
| 1 | Name of signatory | Dinesh Shetty |
| 2 | Designation | Company Secretary |

Signatory Details

| | |
|-----------------------|-------------------|
| Name of signatory | Dinesh Shetty |
| Designation of person | Company Secretary |
| Place | Bengaluru |
| Date | 10-10-2019 |

