

<b>General information about company</b>	
Scrip code	500114
NSE Symbol	TITAN
MSEI Symbol	
ISIN	INE280A01028
Name of the entity	TITAN COMPANY LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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
1	Mr	S. Krishnan	AADPK3840P	03439632	Non-Executive - Nominee Director	Chairperson		29-06-1967
2	Ms	Jayashree Muralidharan	ACGPJ1391M	03048710	Non-Executive - Nominee Director	Not Applicable		24-01-1967
3	Ms	Mariam Pallavi Baldev	CHAPS1374J	09281201	Non-Executive - Nominee Director	Not Applicable		07-08-1979
4	Mr	N N Tata	AAAPT5602P	00024713	Non-Executive - Nominee Director	Not Applicable		12-11-1956
5	Mr	Bhaskar Bhat	AANPB3013D	00148778	Non-Executive - Nominee Director	Not Applicable		29-08-1954
6	Mr	C K Venkataraman	AAVPV0807B	05228157	Executive Director	Not Applicable		30-10-1960
7	Mr	Ashwani Puri	AAAPP3876F	00160662	Non-Executive - Independent Director	Not Applicable		16-11-1956
8	Mr	B Santhanam	AAEPS9909C	00494806	Non-Executive - Independent Director	Not Applicable		02-03-1957
9	Mr	Pradyumna Rameshchandra Vyas	AAXPV2039H	02359563	Non-Executive - Independent Director	Not Applicable		07-12-1958
10	Mr	Mohanasankar Sivaprakasam	BFMPM0608A	08497296	Non-Executive - Independent Director	Not Applicable		23-05-1980
11	Ms	Sindhu Gangadharan	AFIPG1897A	08572868	Non-Executive - Independent Director	Not Applicable		07-04-1976
12	Mr	Sandeep Singhal	APUPS5269Q	00422796	Non-Executive - Independent Director	Not Applicable		21-10-1966

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg-17(1A) of Listing Regulations]	Date of passing special resolution	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		10-12-2021	10-12-2021		22	3	0	0	0		
2	NA		11-08-2021	11-08-2021		26	3	0	1	0		
3	NA		04-01-2023	04-01-2023		9	2	0	1	0		
4	NA		07-08-2003	07-08-2003		241	5	0	2	1		
5	NA		01-10-2019	01-10-2019		48	5	2	5	0		
6	NA		01-10-2019	01-10-2019		48	1	0	1	0		
7	Yes	02-08-2021	06-05-2016	06-05-2016		89	2	2	2	2		
8	Yes	01-08-2023	10-05-2018	10-05-2018		66	3	1	5	1		
9	NA		25-03-2019	25-03-2019		54	3	3	5	2		
10	NA		03-07-2019	03-07-2019		51	1	1	1	0		
11	NA		08-06-2020	08-06-2020		41	2	2	1	0		
12	NA		11-11-2020	11-11-2020		35	2	2	1	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	00494806	B Santhanam	Non-Executive - Independent Director	Member	10-05-2018		
3	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	01-10-2019		
4	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	01-08-2020		
5	08572868	Sindhu Gangadharan	Non-Executive - Independent Director	Member	01-10-2020		
6	00422796	Sandeep Singhal	Non-Executive - Independent Director	Member	27-10-2021		
7	09281201	Mariam Pallavi Baldev	Non-Executive - Nominee Director	Member	06-01-2023		

<b>Nomination and remuneration committee</b>							
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	00494806	B Santhanam	Non-Executive - Independent Director	Chairperson	01-08-2020		
2	00024713	N N Tata	Non-Executive - Nominee Director	Member	06-05-2014		
3	08572868	Sindhu Gangadharan	Non-Executive - Independent Director	Member	08-06-2020		
4	02359563	Pradyumna Rameshchandra Vyas	Non-Executive - Independent Director	Member	27-10-2021		
5	00422796	Sandeep Singhal	Non-Executive - Independent Director	Member	27-10-2021		
6	03048710	Jayashree Muralidharan	Non-Executive - Nominee Director	Member	06-01-2023		

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	00494806	B Santhanam	Non-Executive - Independent Director	Chairperson	06-08-2019		
2	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	05-11-2019		
3	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
4	03048710	Jayashree Muralidharan	Non-Executive - Nominee Director	Member	11-08-2021		

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	00422796	Sandeep Singhal	Non-Executive - Independent Director	Chairperson	01-04-2021		
2	00160662	Ashwani Puri	Non-Executive - Independent Director	Member	20-10-2016		
3	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	05-11-2019		
4	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
5	09281201	Mariam Pallavi Baldev	Non-Executive - Nominee Director	Member	06-01-2023		



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	02359563	Pradyumna Rameshchandra Vyas	Non-Executive - Independent Director	Chairperson	27-01-2021		
2	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	08-06-2020		
3	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		
4	03048710	Jayashree Muralidharan	Non-Executive - Nominee Director	Member	11-08-2021		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	02359563	Pradyumna Rameshchandra Vyas	Ethics Committee	Non-Executive - Independent Director	Chairperson	
2	00160662	Ashwani Puri	Ethics Committee	Non-Executive - Independent Director	Member	
3	05228157	C K Venkataraman	Ethics Committee	Executive Director	Member	
4	09281201	Mariam Pallavi Baldev	Ethics Committee	Non-Executive - Nominee Director	Member	
5	00148778	Bhaskar Bhat	Executive Committee of the Board	Non-Executive - Nominee Director	Member	
6	00494806	B Santhanam	Executive Committee of the Board	Non-Executive - Independent Director	Member	
7	03048710	Jayashree Muralidharan	Executive Committee of the Board	Non-Executive - Nominee Director	Member	
8	00160662	Ashwani Puri	Investment Committee	Non-Executive - Independent Director	Member	
9	00422796	Sandeep Singhal	Investment Committee	Non-Executive - Independent Director	Member	
10	00148778	Bhaskar Bhat	Investment Committee	Non-Executive - Nominee 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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	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	03-05-2023				Yes	12	11	6
2		02-08-2023	90		Yes	12	12	6
3		19-08-2023	16		Yes	12	11	5
4		07-09-2023	18		Yes	12	11	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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	02-05-2023				Yes	7	5	4	0
2	Audit Committee	02-08-2023	91			Yes	7	7	5	0
3	Audit Committee	18-08-2023	15			Yes	7	7	5	0
4	Nomination and remuneration committee	03-05-2023				Yes	6	5	4	0
5	Nomination and remuneration committee	02-08-2023	90			Yes	6	6	4	0
6	Risk Management Committee	02-08-2023				Yes	5	5	3	0

**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	Yes	
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 1000 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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				



**Annexure III**

1	Name of signatory	Dinesh Shetty
2	Designation	Company Secretary

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Ashok Kumar Sonthalia		
Designation	CFO		
Place	Bangalore		
Date	20-10-2023		

**Details of Cyber security incidence**

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		Yes	
Date of the event	17-08-2023	Brief details of the event	A third party reported a vulnerability in the SMS gateway service provider which is integrated with one of the Company applications and there was no data loss or breach occurred. This was categorised as a security incident internally and the vulnerability has been completely remediated.

**Signatory Details**

Name of signatory	Dinesh Shetty
Designation of person	Company Secretary
Place	Bangalore
Date	20-10-2023

