

#### RESULTS OF VOTING – 30th AGM

The results of the Voting conducted by Poll / Postal ballot / E-voting pertaining to the 30<sup>th</sup> Annual General Meeting of Titan Company Limited held on 1<sup>st</sup> August 2014 is furnished in the annexure.

Date: 4th August 2014

Place: Bangalore

A.R. Rajaram

Head – Legal & Company Secretary

#### TITAN COMPANY LIMITED

Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.

Details for rep	orting as	per Clause 35	A of listing agi	reement bas	sed on result o	of Poll		
Resolution No 1								
				% of			% of	% of
				Votes			Votes in	Votes
	Total			Polled on			favour on	against on
	No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
Public - Institutional holders	327	208583702	142236633	68.19	142236633	0	100	0
Public-Others	117596	208194538	114577	0.06	114556	21	99.98	0.02
Grand Totals	117937	887786160	613359130	69.09	613359109	21	100	0

## TITAN COMPANY LIMITED Declaration of dividend on equity shares for the financial year 2013-14

Details for r	eporting a	s per Clause 3	5A of listing ag	reement ba	sed on result o	of Poll		
Resolution No 2								
				% <b>o</b> r			% <b>O</b> T	% <b>O</b> T
				Votes			Votes in	Votes
	Total			Polled on			favour on	against on
	No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	(
Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	
Public-Others	117596	208194538	110797	0.05	110776	21	99.98	0.02
Grand Totals	117937	887786160	614098713	69.17	614098692	21	100	(

### TITAN COMPANY LIMITED Re-appointment of Mr. N.N. Tata as a Director

	Details for rep	orting as p	er Clause 35A	of listing agree	ement based	d on result of P	oll		
Resolution	No 3								
					% of			% of	% of
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandin	No. of Votes -	No. of Votes -	votes	votes
Pr	romoter/Public	A/Cs	Shares Held	polled	g shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	
Pr	romoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
Pı	ublic - Institutional holders	327	208583702	142979996	68.55	134531118	8448878	94.09	5.91
	abite institutional notation	327	200505702	142373330	00.55	154551116	0440070	34103	3.52
Pt	ublic-Others	117596	208194538	114147	0.05	112244	1903	98.33	1.67
Gı	rand Totals	117937	887786160	614102063	69.17	605651282	8450781	98.62	1.38

## TITAN COMPANY LIMITED Re-appointment of Mr. T.K. Arun as a Director.

Details for I	reporting a	as per Clause 3	SA of listing a	greement ba	ased on result	of Poll		
Resolution No 4								
				% <b>o</b> r			% <b>o</b> r	% <b>or</b>
				Votes			Votes in	Votes
	Total			Polled on			favour on	against or
	No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled			against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	(
Public - Institutional holders	327	208583702	142979996	68.55	134531118	8448878	94.09	5.9:
Public-Others	117596	208194538	114352	0.05	111664	2688	97.65	2.3
Grand Totals	117937	887786160	614102268	69.17	605650702	8451566	98.62	1.38

#### TITAN COMPANY LIMITED

Appointment of Auditors for a term of three years and fixing their remuneration.

Det	ails for reporting	as per Clause	35A of listing a	agreement	based on resul	t of Poll		
Resolution No 5								
Promoter/Public	Total No of A/Cs			% of Votes Polled on outstandi ng shares	No. of Votes -	No. of Votes -		% of Votes against on votes polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter	Group 14	471007920	471007920	100	471007920	0	100	0
Public - Institutional hol	Iders 327	208583702	142409996	68.27	141910417	499579	99.65	0.35
Public-Others	117596	208194538	100585	0.05	96383	4202	95.82	4.18
Grand Totals	117937	887786160	613518501	69.11	613014720	503781	99.92	0.08

## TITAN COMPANY LIMITED Appointment of Mr. T. K. Balaji as an Independent Director

Details for r	eporting a	s per Clause 3	5A of listing ag	reement ba	ased on result	of Poll		
Resolution No 6								
				% <b>or</b>			% <b>o</b> r	% <b>OT</b>
				Votes			Votes in	Votes
	Total			Polled on			favour on	against on
	No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
Public - Institutional holders	327	208583702	142979996	68.55	64346968	78633028	45	55
Public-Others	117596	208194538	114552	0.06	113200	1352	98.82	1.18
Count Tabala	117027	007706460	614102460	60.17	F3F460000	70624200	07.3	12.0
Grand Totals	117937	887786160	614102468	69.17	535468088	78634380	87.2	12.8

# TITAN COMPANY LIMITED Appointment of Dr. C.G. Krishnadas Nair as an Independent Director.

	Details for r	reporting a	s per Clause 3	5A of listing ag	reement ba	ased on result	of Poll		
Resoluti	on No 7								
					% <b>o</b> r			% <b>OT</b>	% <b>o</b> r
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	136889000	6090996	95.74	4.26
	Public-Others	117596	208194538	113191	0.05	108729	4462	96.06	3.94
	Grand Totals	117937	887786160	614101107	69.17	608005649	6095458	99.01	0.99

# TITAN COMPANY LIMITED Appointment of Ms. Vinita Bali as an Independent Director.

	Details for	reporting	as per Clause 3	S5A of listing a	greement b	ased on result	of Poll		
Resoluti	ion No 8								
					% <b>OT</b>			% <b>OT</b>	% <b>OT</b>
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	69582296	73397700	48.67	51.33
	Fublic - Institutional noiders	327	200303702	1729/9990	08.55	09382290	73397700	40.07	51.55
	Public-Others	117596	208194538	114465	0.05	113151	1314	98.85	1.15
	Grand Totals	117937	887786160	614102381	69.17	540703367	73399014	88.05	11.95

# TITAN COMPANY LIMITED Appointment of Mrs. Hema Ravichandaras an Independent Director.

Details for	reporting as p	er Clause 35A	of listing agree	ement base	d on result of P	oll		
Resolution No 9								
				% of			% of	% of
				Votes			Votes in	Votes
	Total			Polled on			favour on	against o
	No of	Total No. of	No. of votes	outstandin	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled	g shares	in favour	against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	
Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	
Public-Others	117596	208194538	114512	0.06	109432	5080	95.56	4.4
	117000		11.011	0.00	100 101	3000	33.33	
Grand Totals	117937	887786160	614102428	69.17	614097348	5080	100	

# TITAN COMPANY LIMITED Appointment of Prof. Das Narayandas as an Independent Director.

	Details for r	eporting	as per Clause 3	35A of listing a	greement b	ased on result	of Poll		
Resolution I	No 10								
					% <b>OT</b>			% <b>or</b>	% <b>or</b>
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Pro	omoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Pro	omoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
Pul	blic - Institutional holders	327	208583702	142409996	68.27	61487522	80922474	43.18	56.82
Pul	blic-Others	117596	208194538	114112	0.05	109215	4897	95.71	4.29
Gra	and Totals	117937	887786160	613532028	69.11	532604657	80927371	86.81	13.19

# TITAN COMPANY LIMITED Appointment of Mrs. Ireena Vittal as an Independent Director.

	Details for r	reporting	as per Clause	35A of listing a	agreement	based on resul	t of Poll		
Resolution	ion No 11	1							
					% of			% of	% of
		1	ļ		Votes			Votes in	Votes
		Total	ļ		Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
		1			[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	135275669	7704327	94.61	5.39
	Public-Others	117596	208194538	113600	0.05	111674	1926	98.3	1.7
	Grand Totals	117937	887786160	614101516	69.17	606395263	7706253	98.75	1.25

## TITAN COMPANY LIMITED Appointment of Mr. C.V. Sankar as a Director

	Details for I	reporting	as per Clause	35A of listing	agreement	based on resul	t of Poll		
Resoluti	on No 12								
					% of			% of	% of
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	0
	Public-Others	117596	208194538	114546	0.06	109676	4870	95.75	4.25
	Grand Totals	117937	887786160	614102462	69.17	614097592	4870	100	0

## TITAN COMPANY LIMITED Ratification of Cost Auditors' Remuneration

	Details for r	eporting	as per Clause 3	35A of listing a	greement b	ased on result	of Poll		
Resolutio	n No 13								
					% <b>OT</b>			% <b>OT</b>	% <b>o</b> r
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	0
	Public-Others	117596	208194538	114031	0.05	112690	1341	98.82	1.18
	Grand Totals	117937	887786160	614101947	69.17	614100606	1341	100	0

## TITAN COMPANY LIMITED Appointment of Branch Auditors

	Details for i	reporting	as per Clause	35A of listing	agreement	based on resul	t of Poll		
Resoluti	ion No 14								
					% of			% of	% of
					Votes			Votes in	Votes
		Total			Polled on			favour on	against on
		No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
	Promoter/Public	A/Cs	Shares Held	polled	ng shares	in favour	against	polled	polled
					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
	Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	0
	Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	0
	Public-Others	117596	208194538	114577	0.06	113706	871	99.24	0.76
	Grand Totals	117937	887786160	614102493	69.17	614101622	871	100	0

## TITAN COMPANY LIMITED Increase in the limit of FIIs holding up to 35%

	reporting a	as per Clause 3	SA of listing a	<u>greement b</u>	ased on result	of Poll	T	•
Resolution No 15								
				% <b>OT</b>			% <b>or</b>	% <b>or</b>
				Votes			Votes in	Votes
	Total			Polled on			favour on	against on
	No of	Total No. of	No. of votes	outstandi	No. of Votes -	No. of Votes -	votes	votes
Promoter/Public	A/Cs	Shares Held	polled	ng shares		against	polled	polled
				[3]=[(2)/			[6]=[(4)/	[7]=[(5)/
		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
Promoter and Promoter Group	14	471007920	471007920	100	471007920	0	100	(
Public - Institutional holders	327	208583702	142979996	68.55	142979996	0	100	(
				00.00				
Public-Others	117596	208194538	114577	0.06	105937	8640	92.46	7.54
Grand Totals	117937	887786160	614102493	69.17	614093853	8640	100	1