



RESULTS OF VOTING – 30th AGM

The results of the Voting conducted by Poll / Postal ballot / E-voting pertaining to the 30th Annual General Meeting of Titan Company Limited held on 1st 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|---|---------------------------------------|-------------------------|---------------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution No 1 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | | [1] | [2] | [3]=[2]/(1)*100 | [4] | [5] | [6]=[4]/(2)*100 | [7]=[5]/(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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|---|---------------------------------------|-------------------------|---------------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Resolution No 2 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(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 | 110797 | 0.05 | 110776 | 21 | 99.98 | 0.02 |
| | Grand Totals | 117937 | 887786160 | 614098713 | 69.17 | 614098692 | 21 | 100 | 0 |

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

| Details for reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 3 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2) / (1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4) / (2)]*100 | % of Votes against on votes polled [7]=[(5) / (2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | Promoter and Promoter Group | 14 | 471007920 | 471007920 | 100 | 471007920 | 0 | 100 | 0 |
| | Public - Institutional holders | 327 | 208583702 | 142979996 | 68.55 | 134531118 | 8448878 | 94.09 | 5.91 |
| | Public-Others | 117596 | 208194538 | 114147 | 0.05 | 112244 | 1903 | 98.33 | 1.67 |
| | Grand 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|---|---------------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 4 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[2]/(1)*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[4]/(2)*100 | % of Votes against on votes polled [7]=[5]/(2)*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | Promoter and Promoter Group | 14 | 471007920 | 471007920 | 100 | 471007920 | 0 | 100 | 0 |
| | Public - Institutional holders | 327 | 208583702 | 142979996 | 68.55 | 134531118 | 8448878 | 94.09 | 5.91 |
| | Public-Others | 117596 | 208194538 | 114352 | 0.05 | 111664 | 2688 | 97.65 | 2.35 |
| | 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.

| Details for reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No 5 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 |
| | Promoter and Promoter Group | 14 | 471007920 | 471007920 | 100 | 471007920 | 0 | 100 | 0 |
| | Public - Institutional holders | 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 6 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4)/(2)]*100 | % of Votes against on votes polled [7]=[(5)/(2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 |
| | 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 7 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4)/(2)]*100 | % of Votes against on votes polled [7]=[(5)/(2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 8 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4)/(2)]*100 | % of Votes against on votes polled [7]=[(5)/(2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 |
| | 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 per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 9 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[2]/(1)*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[4]/(2)*100 | % of Votes against on votes polled [7]=[5]/(2)*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 | 114512 | 0.06 | 109432 | 5080 | 95.56 | 4.44 |
| | Grand Totals | 117937 | 887786160 | 614102428 | 69.17 | 614097348 | 5080 | 100 | 0 |

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

| Details for reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 10 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4)/(2)]*100 | % of Votes against on votes polled [7]=[(5)/(2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | Promoter and Promoter Group | 14 | 471007920 | 471007920 | 100 | 471007920 | 0 | 100 | 0 |
| | Public - Institutional holders | 327 | 208583702 | 142409996 | 68.27 | 61487522 | 80922474 | 43.18 | 56.82 |
| | Public-Others | 117596 | 208194538 | 114112 | 0.05 | 109215 | 4897 | 95.71 | 4.29 |
| | Grand 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No 11 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | | [1] | [2] | $[3]=[(2)/(1)]*100$ | [4] | [5] | $[6]=[(4)/(2)]*100$ | $[7]=[(5)/(2)]*100$ |
| | 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 12 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[2]/(1)*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[4]/(2)*100 | % of Votes against on votes polled [7]=[5]/(2)*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 13 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[(4)/(2)]*100 | % of Votes against on votes polled [7]=[(5)/(2)]*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|--|--------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 14 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[2]/(1)*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[4]/(2)*100 | % of Votes against on votes polled [7]=[5]/(2)*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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%

| Details for reporting as per Clause 35A of listing agreement based on result of Poll | | | | | | | | | |
|---|---------------------------------------|------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|
| Resolution No 15 | | | | | | | | | |
| | Promoter/Public | Total No of A/Cs | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares [3]=[2]/(1)*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled [6]=[4]/(2)*100 | % of Votes against on votes polled [7]=[5]/(2)*100 |
| | | | [1] | [2] | | [4] | [5] | | |
| | 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 | 105937 | 8640 | 92.46 | 7.54 |
| | Grand Totals | 117937 | 887786160 | 614102493 | 69.17 | 614093853 | 8640 | 100 | 0 |