| 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 | Quarterly | | | | | | |
| Date of Report | 31-12-2019 | | | | | | |
| Risk management committee | Applicable | | | | | | |
| Market Capitalisation as per immediate previous Financial Year | Top 100 listed entities | | | | | | |

| | | | | | | | | | | Ann | exure I | | | | | | | | | |
|----|--------------------------------------|-------------------------|------------|----------|---|-------------------------|-------------------------------|---------------------|--|---|-----------------------------------|-----------------------|----------------|--------------------------------|--|--|--|--|--------------------------------------|--------------------------------------|
| | | | | | | | Annexu | ıre I | to be subr | nitted b | y listed en | itity on qu | arterly | basis | | | | | | |
| | I. Composition of Board of Directors | | | | | | | | | | | | | | | | | | | |
| | | | | | | | Disclosu | re of 1 | notes on com | | | | | | | | | | | |
| | | | | | | | | | | | entity has a l person is re | | | | | | | | | |
| 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 | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | Date of | 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 | NA | | 14-03-2019 | 14-03-2019 | | 9 | 3 | 0 | 0 | 0 | | |
| 2 | Mr | Ramesh Chand Meena | ABEPR6685F | 08009394 | Non- Executive - Nominee Director | Not Applicable | | 01- 09- 1965 | NA | | 03-01-2018 | 03-01-2018 | 14-10- 2019 | 22 | 0 | 0 | 0 | 0 | | |
| 3 | Ms | Kakarla Usha | AAAPU5455B | 07283218 | Non- Executive - Nominee Director | Not Applicable | | 06- 03- 1969 | NA | | 21-11-2019 | 21-11-2019 | | 1 | 2 | 0 | 0 | 0 | | |
| 4 | Mr | V Arun Roy | ADAPV6725C | 01726117 | Non- Executive - Nominee Director | Not Applicable | | 11- 03- 1979 | NA | | 26-11-2018 | 26-11-2018 | | 13 | 1 | 0 | 2 | 0 | | |

Executive

Nominee

Director Non-

Executive

Nominee Director

Executive

Director

Applicable

Applicable

Applicable

Not

11-

29-

08-

1954

30-

10-

1960

NA

1962

00478198

05228157

ABPPB0072K

AAVPV0807B

AANPB3013D 00148778

I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Wether the listed entity has a Regular Chairperson No of post No of Number of Independent Chairperson No of memberships Directorship Directorship in Audit/ Whether in Audit/ Stakeholder in listed Stakeholder special entities entities Committee Tenure Title resolution Date of Committee(s) Notes for Notes for Date Initial Date including including held in listed Category Category 2 Category (Mr Name of the passed? Date of Re-Date of including this passing DIN PAN 1 of of 3 of of director this listed this listed entities [Refer Reg. Director providing providing special appointment cessation listed entity directors directors directors Birth appointment entity (Refer entity including Ms) 17(1A) of resolution DIN (Refer PAN months) Regulation (Refer this listed Listing Regulation 17A of Regulation entity (Refer Regulations] 26(1) of 17A(1) of Regulation Listing Listing Regulations) Listing 26(1) of Regulations) Regulations Listing Regulations) Non-Executive 12-Not 00024713 5 Mr N N Tata AAAPT5602P 11-NA 07-08-2003 03-08-2018 196 Applicable 1956 Nominee Director Non-

31-07-2015

01-10-2019

01-10-

2019

0

06-08-2019

01-10-2019

01-10-2019 01-10-2019

6 Mr

Mr

Harish Bhat

Bhaskar Bhat

Venkataramar

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

| | | Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | |
|----|--------------------------|--|------------|----------|--|-------------------------------|-------------------------------|---------------------|--|---|-----------------------------------|-----------------------|-------------------|--|--|--|---|--|--------------------------------------|--------------------------------------|
| Sı | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | 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 | Hema Ravichandar | AASPR0583P | 00032929 | Non- Executive - Independent Director | Not Applicable | | 14- 05- 1961 | Yes | 01-08- 2019 | 01-08-2014 | 01-08-2019 | | 65 | 4 | 4 | 4 | 1 | | |
| 10 | Mrs | Ireena Vittal | AADPV1333J | 05195656 | Non- Executive - Independent Director | | | 02- 10- 1968 | Yes | 01-08- 2019 | 01-08-2014 | 01-08-2019 | | 65 | 4 | 4 | 5 | 0 | | |
| 11 | Mr | Ashwani Puri | AAAPP3876F | 00160662 | Non- Executive - Independent Director | | | 16- 11- 1956 | NA | | 06-05-2016 | 06-05-2016 | | 43 | 2 | 2 | 3 | 3 | | |
| 12 | . Mr | B Santhanam | AAEPS9909C | 00494806 | Non- Executive - Independent Director | | | 02- 03- 1957 | NA | | 10-05-2018 | 10-05-2018 | | 20 | 2 | 1 | 2 | 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 | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | 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 | Pradyumna Rameshchandra Vyas | AAXPV2039H | 02359563 | Non- Executive - Independent Director | Not Applicable | | 07- 12- 1958 | NA | | 25-03-2019 | 25-03-2019 | | 9 | 3 | 3 | 0 | 0 | | |
| 14 | Mr | Mohanasankar Sivaprakasam | BFMPM0608A | 08497296 | Non- Executive - Independent Director | Not Applicable | | 23- 05- 1980 | NA | | 03-07-2019 | 03-07-2019 | | 6 | 1 | 1 | 0 | 0 | | |

| Au | dit Commit | tee Details | | | | | |
|----|---------------|---------------------------|---|-------------------------|------------------------|----------------------|---------------------------|
| | | Wheth | er the Audit Committee has a Ro | egular 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 | 01-10-2019 | Textual Information(1) |
| 7 | 00148778 | Bhaskar Bhat | Non-Executive - Nominee Director | Member | 01-10-2019 | | |

| | Sr Text Block |
|-----------------------------|---|
| i rexillar information() i | Mr. Harish Bhat had tendered his resignation from the Board of the Company with effect from the close of business hours of 30th September 2019. |

| No | mination an | d remuneration commit | tee | | | | |
|----|---------------|---------------------------|---|-------------------------|------------------------|----------------------|---------|
| | Wh | ether the Nomination and | remuneration committee has a F | 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 | 14-10-2019 | |
| 3 | 05195656 | Ireena Vittal | Non-Executive - Independent Director | Member | 20-10-2016 | | |
| 4 | 00024713 | N N Tata | Non-Executive - Nominee Director | Member | 06-05-2014 | | |
| 5 | 00494806 | B Santhanam | Non-Executive - Independent Director | Member | 06-08-2019 | | |

| Sta | Stakeholders Relationship Committee | | | | | | | | | | |
|-----|-------------------------------------|---------------------------|---|-------------------------|---------------------|----------------------|---------------------------|--|--|--|--|
| | Wl | hether the Stakeholders R | Relationship Committee has a Re | egular 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 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | | | | | |
| 3 | 00478198 | Harish Bhat | Non-Executive - Nominee Director | Member | 17-03-2016 | 01-10-2019 | Textual Information(1) | | | | |
| 4 | 00148778 | Bhaskar Bhat | Non-Executive - Nominee Director | Member | 05-11-2019 | | | | | | |
| 5 | 05228157 | C K Venkataraman | Executive Director | Member | 05-11-2019 | | | | | | |

| | Sr Text Block |
|------------------------|---|
| Textual Information(1) | Mr. Harish Bhat had tendered his resignation from the Board of the Company with effect from the close of business hours of 30th September 2019. |

| Ris | Risk Management Committee | | | | | | | | | | | |
|-----|---------------------------|------------------------------|---|-------------------------|------------------------|----------------------|---------------------------|--|--|--|--|--|
| | | Whether the Risk M | 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 | 01-10-2019 | Textual Information(1) | | | | | |
| 2 | 05195656 | Ireena Vittal | Non-Executive - Independent Director | Chairperson | 05-10-2019 | | | | | | | |
| 3 | 01726117 | V Arun Roy | Non-Executive - Nominee Director | Member | 25-03-2019 | | | | | | | |
| 4 | 00160662 | Ashwani Puri | Non-Executive - Independent Director | Member | 20-10-2016 | | | | | | | |
| 5 | 08497296 | Mohanasankar Sivaprakasam | Non-Executive - Independent Director | Member | 05-11-2019 | | | | | | | |
| 6 | 05228157 | C K Venkataraman | Executive Director | Member | 05-11-2019 | | | | | | | |

| | Sr Text Block |
|------------------------|---|
| Textual Information(1) | Mr. Harish Bhat had tendered his resignation from the Board of the Company with effect from the close of business hours of 30th September 2019. |

| Co | rporate Soc | cial Responsibility Commit | tee | | | | |
|----|---------------|---------------------------------|---|--------------------|------------|--|--|
| | Whe | ether the Corporate Social Ro | esponsibility Committee has a R | egular Chairperson | Yes | | |
| Sr | DIN Number | 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 | 02359563 | Pradyumna Rameshchandra Vyas | Non-Executive - Independent Director | Member | 08-05-2019 | | |
| 5 | 05228157 | C K Venkataraman | Executive Director | Member | 05-11-2019 | | |

| Ot | 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 | 05228157 | C K Venkataraman | Ethics Committee | Executive Director | Member | | | |
| 4 | 00148778 | Bhaskar Bhat | Executive Committee of the Board | Non-Executive - Nominee Director | Member | | | |
| 5 | 00494806 | B Santhanam | Executive Committee of the Board | Non-Executive - Independent Director | Member | | | |

| | Annexure 1 | | | | | | | |
|----|---|---|---|---------------------------------------|--|------------------------------------|---|--|
| An | Annexure 1 | | | | | | | |
| Ш | III. Meeting of Board of Directors | | | | | | | |
| D | isclosure of notes on d | meeting of board of irectors explanatory | | | | | | |
| 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) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* | |
| 1 | 27-09-2019 | | | | Yes | 9 | 6 | |
| 2 | | 05-11-2019 | 38 | | 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 | Reson 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 | 05-08-2019 | | | | Yes | 4 | 3 |
| 2 | Audit Committee | 04-11-2019 | 90 | | | Yes | 4 | 4 |
| 3 | Nomination and remuneration committee | 05-08-2019 | | | | Yes | 3 | 2 |
| 4 | Nomination and remuneration committee | 04-11-2019 | 90 | | | Yes | 4 | 3 |
| 5 | Stakeholders Relationship Committee | | | | There was no Stakeholders Relationship Committee meeting in the previous quarter. The last meeting was held on 08-05-2019. | Yes | 3 | 1 |
| 6 | Stakeholders Relationship Committee | 05-11-2019 | 180 | | | Yes | 3 | 1 |

| | Annexure 1 | | | | | | | |
|-----|--|---|--|-------------------------|--|--|---------------------------------------|--|
| IV. | . Meeting of Co | nmittees | | | | | | |
| 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 | Reson for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 7 | Corporate Social Responsibility Committee | | | | There was no Corporate Social Responsibility Committee meeting in the previous quarter. The last meeting was held on 07-05-2019. | Yes | 3 | 2 |
| 8 | Corporate Social Responsibility Committee | 04-11-2019 | | | | Yes | 4 | 3 |

| | Annexure 1 | | | | |
|----|--|-------------------------------|--|--|--|
| V. | 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. | 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 | | |

| Signatory Details | |
|-----------------------|-------------------|
| Name of signatory | Dinesh Shetty |
| Designation of person | Company Secretary |
| Place | Bengaluru |
| Date | 14-01-2020 |