

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	Yearly
Date of Report	31-03-2020
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	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 (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		12	2	0	0	0		
2	Ms	Kakarla Usha	AAAPU5455B	07283218	Non-Executive - Nominee Director	Not Applicable		06-03-1969	NA		21-11-2019	21-11-2019		4	2	0	0	0		
3	Mr	V Arun Roy	ADAPV6725C	01726117	Non-Executive - Nominee Director	Not Applicable		11-03-1979	NA		26-11-2018	26-11-2018		16	1	0	2	0		
4	Mr	N N Tata	AAAPT5602P	00024713	Non-Executive - Nominee Director	Not Applicable		12-11-1956	NA		07-08-2003	03-08-2018		199	5	1	3	1		

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Whether 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 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)
5	Mr	Bhaskar Bhat	AANPB3013D	00148778	Non-Executive - Nominee Director	Not Applicable		29-08-1954	NA		01-10-2019	01-10-2019		6	5	1	5	0
6	Mr	C K Venkataraman	AAVPV0807B	05228157	Executive Director	Not Applicable		30-10-1960	NA		01-10-2019	01-10-2019		6	1	0	1	0
7	Mrs	Hema Ravichandar	AASPR0583P	00032929	Non-Executive - Independent Director	Not Applicable		14-05-1961	Yes	01-08-2019	01-08-2014	01-08-2019		68	4	4	4	1
8	Mrs	Ireena Vittal	AADPV1333J	05195656	Non-Executive - Independent Director	Not Applicable		02-10-1968	Yes	01-08-2019	01-08-2014	01-08-2019		68	4	4	5	0

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Whether 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 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 pos of Chairpers in Audit/ Stakehold Committe held in list entities including this listed entity (Ref Regulation 26(1) of Listing Regulation)
9	Mr	Ashwani Puri	AAAAPP3876F	00160662	Non-Executive - Independent Director	Not Applicable		16-11-1956	NA		06-05-2016	06-05-2016		46	2	2	3	3
10	Mr	B Santhanam	AAEPS9909C	00494806	Non-Executive - Independent Director	Not Applicable		02-03-1957	NA		10-05-2018	10-05-2018		23	3	1	2	1
11	Mr	Pradyumna Rameshchandra Vyas	AAXPV2039H	02359563	Non-Executive - Independent Director	Not Applicable		07-12-1958	NA		25-03-2019	25-03-2019		12	3	3	0	0
12	Mr	Mohanasankar Sivaprakasam	BFMPM0608A	08497296	Non-Executive - Independent Director	Not Applicable		23-05-1980	NA		03-07-2019	03-07-2019		9	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	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	01-10-2019		

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	07283218	Kakarla Usha	Non-Executive - Nominee Director	Member	04-02-2020		
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		

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	01726117	V Arun Roy	Non-Executive - Nominee Director	Member	25-03-2019		
3	00148778	Bhaskar Bhat	Non-Executive - Nominee Director	Member	05-11-2019		
4	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		

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	05195656	Ireena Vittal	Non-Executive - Independent Director	Chairperson	05-10-2019		
2	01726117	V Arun Roy	Non-Executive - Nominee Director	Member	25-03-2019		
3	00160662	Ashwani Puri	Non-Executive - Independent Director	Member	20-10-2016		
4	08497296	Mohanasankar Sivaprakasam	Non-Executive - Independent Director	Member	05-11-2019		
5	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		

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	02359563	Pradyumna Rameshchandra Vyas	Non-Executive - Independent Director	Member	08-05-2019		
5	05228157	C K Venkataraman	Executive Director	Member	05-11-2019		

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	07283218	Kakarla Usha	Ethics Committee	Non-Executive - Nominee Director	Member	
4	05228157	C K Venkataraman	Ethics Committee	Executive Director	Member	
5	00148778	Bhaskar Bhat	Executive Committee of the Board	Non-Executive - Nominee Director	Member	
6	07283218	Kakarla Usha	Executive Committee of the Board	Non-Executive - Nominee Director	Member	
7	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	05-11-2019				Yes	9	6
2		04-02-2020	90		Yes	12	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	04-11-2019				Yes	4	4
2	Audit Committee	03-02-2020	90			Yes	6	4
3	Audit Committee	09-03-2020	34			Yes	5	4
4	Nomination and remuneration committee	04-11-2019				Yes	4	3
5	Nomination and remuneration committee	04-02-2020	91			Yes	4	3
6	Risk Management Committee	09-03-2020				Yes	4	3

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 II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.titancompany.in
2	Terms and conditions of appointment of independent directors	Yes		www.titancompany.in
3	Composition of various committees of board of directors	Yes		www.titancompany.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.titancompany.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.titancompany.in
6	Criteria of making payments to non-executive directors	Yes		www.titancompany.in
7	Policy on dealing with related party transactions	Yes		www.titancompany.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.titancompany.in

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.titancompany.in
11	email address for grievance redressal and other relevant details	Yes		www.titancompany.in
12	Financial results	Yes		www.titancompany.in
13	Shareholding pattern	Yes		www.titancompany.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.titancompany.in
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.titancompany.in
18	Credit rating or revision in credit rating obtained	Yes		www.titancompany.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.titancompany.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.titancompany.in
21	Materiality Policy as per Regulation 30	Yes		www.titancompany.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.titancompany.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.titancompany.in

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	No	The company does not have any unlisted material subsidiary
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Dinesh Shetty
2	Designation	Company Secretary

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Dinesh Shetty
2	Designation	Company Secretary

Signatory Details	
Name of signatory	Dinesh Shetty
Designation of person	Company Secretary
Place	Bangalore
Date	13-04-2020

