



SEC 48 /2025-26

22<sup>nd</sup> July 2025

To  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Maharashtra, India  
Scrip Code: **500114**

National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai 400 051  
Maharashtra  
Symbol: **TITAN**

Dear Sirs/ Madam,

**Sub: Proceedings of the 41<sup>st</sup> Annual General Meeting (AGM) held on 22<sup>nd</sup> July 2025**

The 41<sup>st</sup> AGM of the Company was held on Tuesday, 22<sup>nd</sup> July 2025 at 2.30 p.m. (IST) through Video Conferencing/ Other Audio-Visual Means to transact the business as stated in the Notice dated 8<sup>th</sup> May 2025, convening the AGM.

The summary of Proceedings of the 41<sup>st</sup> AGM of the Company as required under Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) is enclosed herewith as **Annexure A**. Further, the details in accordance with SEBI LODR read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November 2024 is enclosed as **Annexure-B**.

The AGM concluded at 5.10 p.m. (IST).

This is for your information and records.

Yours truly,  
For **TITAN COMPANY LIMITED**

Dinesh Shetty  
General Counsel & Company Secretary

Encl. As stated

Titan Company Limited

`INTEGRITY` #193 Veerasandra Electronics City P.O. Off Hosur Main Road, Bangalore 560100 India. Tel: 9180 6704 7000 Fax: 9180 6704 6262  
Registered Office 3, SIPCOT Industrial Complex Hosur 635 126 TN India. Tel-91 4344 664 199 Fax 91 4344 276037, CIN: L74999TZ1984PLC001456  
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## Annexure A

### Summary of proceedings of the 41<sup>st</sup> Annual General Meeting

The 41<sup>st</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Titan Company Limited ('the Company') was held on Tuesday, 22<sup>nd</sup> July 2025 at 2:30 p.m. (IST) via Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Company, while conducting the Meeting, adhered to the provisions of the Companies Act, 2013, SEBI Listing Regulations and various circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Company Secretary welcomed the Members to the Meeting and briefed them on the points relating to the participation at the Meeting through VC.

Mr. Arun Roy, Chairman of the Company chaired the AGM and requested the Board Members to introduce themselves. The requisite quorum being present, the Chairman called the Meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

The Chairman informed the Members that, the proceedings of the AGM were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited ('NSDL'). The Company had taken requisite steps to enable Members to participate and vote on the business to be transacted at the AGM.

All the Directors attended the Meeting on VC from their respective locations including Mr. N N Tata, Vice-Chairman- Non-Executive Director; Mr. Ashwani Puri, Chairman of the Board Audit Committee, Mr. B Santhanam, Chairman of the Board Nomination and Remuneration Committee and the Board Stakeholders Relationship Committee; Mr. Sandeep Singhal, Chairman of the Risk Management Committee; Mr. Anil Chaudhry, Chairman of the Board Corporate Social Responsibility & Sustainability Committee and Board Ethics Committee; Dr. Mohanasankar Sivaprakasam, Ms. Shalini Kapoor, Independent Directors, and Mr. P B Balaji, Mr. Sandeep Nanduri and Ms. Mariam Pallavi Baldev, Non-Executive Directors.

Further, Mr. C K Venkataraman, Managing Director, Mr. Ajoy Chawla, CEO - Jewellery Division, Mr. Ashok Sonthalia, Chief Financial Officer and Mr. Dinesh Shetty, General Counsel & Company Secretary attended the Meeting from Corporate Office at Bengaluru along with other Senior Leadership Team of the Company.

The representatives of B S R & Co. LLP, Statutory Auditors, V Sreedharan and Associates, Secretarial Auditors, Scrutinizers, and BMP & Co LLP, were also present at the Meeting through VC.

The Meeting commenced with the Chairman paying homage to Padma Vibhushan Mr. Ratan Naval Tata, Chairman Emeritus of the Tata Group, who passed away on 9<sup>th</sup> October 2024. He was remembered as a visionary leader, compassionate soul, and unwavering advocate of Tata values-leadership that shaped Indian industry, global business, and society. He also touched upon the Theme of the Annual Report - Pragati and acknowledged the contributions made by various businesses.

The Chairman also acknowledged the outstanding contributions of Mr. C.K. Venkataraman, Managing Director in establishing Tanishq as one of India's most trusted and admired jewellery brands.

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Mr. Venkataraman will superannuate on 31<sup>st</sup> December 2025, passing the baton to Mr. Ajoy Chawla, who currently serves as the CEO of the Jewellery Division.

With the consent of the Members, the Chairman took the Notice of the Meeting as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications and hence, the same were not required to be read.

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. He further informed that the Board of Directors had appointed M/s. V Sreedharan and Associates as the Scrutinizer to supervise the remote e-voting and e-voting at the AGM.

The following items of businesses, as per the Notice of AGM dated 8<sup>th</sup> May 2025, were transacted at the meeting through remote e-voting:

Item No.	Details of the Agenda	Resolution required
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2025, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2025, together with the Report of the Auditors thereon.	Ordinary
3.	To declare dividend of ₹ 11/- per equity share of face value of ₹ 1/- each on equity shares for the Financial Year ended 31 <sup>st</sup> March 2025.	Ordinary
4.	To appoint a director in place of Ms. Mariam Pallavi Baldev, IAS (DIN: 09281201), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
5.	Appointment of Ms. Shalini Kapoor (DIN: 06742551) as an Independent Director	Special
6.	Appointment of M/s. BMP & Co. LLP (Firm registration No. L2017KR003200), as Secretarial Auditors	Ordinary

The Chairman then invited the Members to express their views, offer their comments, make observations and seek clarifications, if any, on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members who had been listed as speaker shareholders were given an opportunity to speak and the Managing Director initially briefed on some of the high-level issues raised by some of the shareholders and thereafter responded to the specific queries raised by them.

The Chairman authorized Mr. Dinesh Shetty, General Counsel & Company Secretary to carry out the voting procedure and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the

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AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI LODR and would be placed on the websites of the Company and NSDL.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Meeting was declared as closed at 5.10 p.m. (IST).

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## Annexure B

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with SEBI Circular No.

SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November 2024

1. Date of the Meeting	22 <sup>nd</sup> July 2025
2. Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the 41 <sup>st</sup> Annual General Meeting (AGM), on the resolutions as set out at Item Nos. 1 to 6 of the Notice of the AGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations
3. Manner of approval proposed for certain items (e-voting etc.)	The Company had provided remote e-Voting facility to the members to exercise their votes electronically from Friday, 18 <sup>th</sup> July 2025 at 9:00 a.m. (IST) and ended on Monday, 21 <sup>st</sup> July 2025 at 5:00 p.m. (IST) on the resolutions as set out at Item Nos. 1 to 6 of the Notice of the AGM. Members who participated at the 41 <sup>st</sup> AGM through VC/ OAVM facility and had not cast their votes on the Resolution(s) using remote e-Voting, and who were otherwise eligible, were provided facility to e-Vote on the NSDL portal during the AGM.

Yours truly,  
For **TITAN COMPANY LIMITED**

Dinesh Shetty  
General Counsel & Company Secretary

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