

ANNEXURE TO DIRECTORS REPORT

Form No. MGT-9

(as on the financial year ended on 31st March, 2018)

Pursuant to Section 92(3) of the Companies Act, 2013 and
Rule 12(1) of Companies (Management and Administration Rules), 2014

I. Registration and Other Details

- (i) CIN Number : L74999RJ1992PLC013387
- (ii) Registration Date :18/02/1992
- (iii) Name of the Company : Titan Biotech Limited
- (iv) Category / Sub Category of the Company :Public Company / Limited by Shares
- (v) Address of the Registered Office and
Contact Details : A-902A, RIICO Industrial Area,
Phase-III, Bhiwadi, Rajasthan
cs@titanbiotechltd.com
011-27355742
website: www.titanbiotechltd.com
- (vi) Whether Listed Company : Yes
- (vii) Name, Address, Contact Details of
Registrar and Share Transfer Agent, if any : Beetal Financial & Computer Services
Pvt. Ltd
Beetal House, Third Floor,
99, Madangir, behind LSC,
Near Dada Harsukhdas Mandir,
New Delhi 110062.
Ph: 011-29961281-83
Email:beetal@beetalfinancial.com
Website: www.beetalfinancial.com

II. Principal Business Activities of the Co.

Sl. No.	Name and Description of Product	NIC code of the product	% of Total Turnover of Company
1.	Peptone	24235	31.30
2.	Extract	24235	1.82
3.	Culture Media	24299	24.10
4.	Chemicals	24231	42.78

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name & Address of Company	CIN	% of shares held	Applicable Section
	Holding Company	NIL	NIL	NA
	Peptech Biosciences Limited (Subsidiary Company)	U33110RJ2011PLC037007	53.12	2(87)
	Associate Company	NIL	NIL	NA

IV. SHAREHOLDING PATTERN (Equity Share Capital Break Up as percentage of Total Equity)

i) Category wise shareholding

No. of Shares held at the beginning of the year 1 st April, 2017					No. of Shares held at the end of the year 31 st March, 2018				% change during the year
Category of Shareholder	Demat	Physical	Total	%age	Demat	Physical	Total	% age	
A. Promoters									
1. Indian									
Individuals	164289	322230	486519	6.29	164289	322230	486519	6.29	0.00
Bodies Corporates	3226786	1900	3228686	41.71	3226786	1900	3228286	41.71	0.00
2. Foreign	-	-	-	-	-	-	-	-	-
Total Promoter Shareholding (A)	3391075	323730	3714805	48.01	3391075	323730	3714805	48.00	0.00
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
2. Non institutions									
Bodies Corporate Indian	1029812	1027900	2057712	26.58	1029812	1027900	2057712	26.58	0.00
Bodies Corporate Overseas	-	-	-	-	-	-	-	-	-
Individuals									
Holding nominal capital upto Rupees one lakh	635914	1239161	1875075	24.24	635914	1239161	1875075	24.24	0.00
Holding nominal share capital in excess of Rupees one lakh	42208	48900	91108	1.18	42208	48900	91108	1.18	0.00
Others Non Resident Indians	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)	1707934	2315961	4023895	52.00	1707934	2315961	4023895	52.00	0.00
C. Shares held by Custodians	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4408641	3330059	7738700	100.00	5099009	2639691	7738700	100.00	-

ii) Shareholding of Promoters

Sl. No	Shareholder Name	Shareholding at the beginning of year			Shareholding at the end of year			% change in shareholding during the year
		No. of Shares	% of Shares Total of Company	% of shares pledged/ encumbered to total shares	No. of Shares	% of Shares Total of Company	% of shares pledged/ encumbered to total shares	
1	Titan Securities Limited	2033831	26.28	0	2033831	26.28	0	0
2	Tanita Leasing & Finance Limited	784855	10.14	0	784855	10.14	0	0
3	Connoisseur Management Services Private Limited	410000	5.30	0	410000	5.30	0	0
4	Naresh Kumar Singla	34510	0.45	0	34510	0.45	0	0
5	Suresh Chand Singla	101469	1.30	0	101969	1.32	0	0
6	Manju Singla	71210	0.92	0	71210	0.92	0	0
7	Ravinder Gupta	8900	0.12	0	8900	0.12	0	0
8	Madhu Singla	66510	0.86	0	66510	0.86	0	0
9	Raja Singla	51100	0.66	0	51100	0.66	0	0
10	Shivom Singla	35400	0.46	0	35400	0.46	0	0
11	Supriya Singla	54493	0.70	0	54493	0.70	0	0
12	Udit Singla	50000	0.65	0	50000	0.65	0	0
13	Ravinder Gupta HUF	12427	0.16	0	12427	0.16	0	0

iii) Change in Promoters Shareholding (please specify if there is no change)
 During the year there was minor increase or decrease in promoters holdings as reflected in the above table.

iv) Shareholding Pattern of Top 10 Shareholders(other than directors, promoters as on 31st March, 2018)

Sl No.	Name of Shareholder	Shareholding No. of Shares	Shareholding % of Total Shares of Co.	Cumulative Shareholding During the year No. of Shares	Cumulative Shareholding during the year % of Shares
1	Balkrishna Chaturbuj Bhartia Shares at beginning of the year Bought during the year Sold during the year At the end of the year	22000 0 0 22000	0.28 0 0 0.28	22000 0 0 22000	0.28 0.00 0.00 0.28
2	Dr. Shekhar K B Shares at beginning of the year Bought during the year Sold during the year At the end of the year	20208 0 0 20208	0.26 0 0 0.26	20208 0 0 20208	0.26 0.00 0.00 0.26
3	P S Somani Shares at beginning of the year	18319 0	0.24 0.00	18319 0	0.24 0.00

	Bought during the year	0	0	0	0.00
	Sold during the year	18319	0.24	18319	0.24
	At the end of the year				
4.	Ashwiny Kumar Shares at beginning of the year	17147	0.22	17147	0.22
	Bought during the year	7853	0.10	25000	0.32
	Sold during the year	0	0	0	0
	At the end of the year	25000	0.32	25000	0.32
5	Dilip Hundrajmal Udhani Shares at beginning of the year	0	0	0	0
	Bought during the year	12730	0.16	12730	0.16
	Sold during the year	0	0	0	0
	At the end of the year	12730	0.16	12730	0.16
6	Sunil Periwal Shares at beginning of the year	0	0	0	0
	Bought during the year	9650	0.12	9650	0.12
	Sold during the year	0	0	0	0
	At the end of the year	9650	0.12	9650	0.12

7	Sanjay Periwal Shares at beginning of the year Bought during the year Sold during the year At the end of the year	0 8773 0 8773	0 0.11 0 0.11	0 8773 0 8773	0 0.11 0 0.11
8	Prerit Jaysukhlal Doshi Shares at beginning of the year Bought during the year Sold during the year At the end of the year	0 8762 0 8762	0 0.11 0 0.11	0 8762 0 8762	0 0.11 0 0.11
9	Indumati U Goda Shares at beginning of the year Bought during the year Sold during the year At the end of the year	10000 0 0 10000	0.13 0 0 0.13	10000 0 0 10000	0.13 0.00 0.00 0.13
10	Vikas Goel Shares at beginning of the year Bought during the year	10000 0	0.13 0	10000 0	0.13 0

	Sold during the year	1210	0.02	1210	0.02
	At the end of the year	8790	0.11	8790	0.11

v) Shareholding of Directors and Key Managerial Personnel

Sl No.	Name of Directors/KMP	Shareholding at the beginning of the year No. of Shares	Shareholding at the beginning of the year % of Total Shares of Co.	Cumulative Shareholding During the year No. of Shares	Cumulative Shareholding during the year % of Total Shares of Co.
1	Mr. Naresh Kumar Singla, Managing Director	34510	0.45	34510	0.45
2	Mr. Suresh Chand Singla	101969	1.32	101969	1.32
3	Mrs. Manju Singla	71210	0.92	71210	0.92
4	Mr. Raja Singla	51100	0.66	51100	0.66
5	Mr. Prem Shankar Gupta	500	0.00	500	0.00
6	Mr. Charanjit Singh	0	0	0	0

V. Indebtedness

The short term borrowings during the year ended 31st March, 2018 was Rs. 7.10 Crores and Long Term Borrowings were Rs. 18.26 Crores. The schedules showing the figures in detail and nature are separately shown in notes to the accounts.

VI. Remuneration of Directors and Key Managerial Personnels

Sr. No.	Particulars of Remuneration	Name of MD Suresh Chand Singla	Name of MD Naresh Kumar Singla
1.	Gross Salary		
	a) Salary as per provision contained in section 17(1) of the Income Tax Act, 1961	36,00,000	36,00,000
	b) Value of perquisite u/s 17(2) of the income tax act 1961	0	0
	c) Profits in lieu of salary u/s 17(3) of the income tax act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
5	Others (contribution to PF and superannuation)	0	0
	Total A	36,00,000	36,00,000

		Due to inadequacy of profits , the salary payable to managing director is being paid under the limits provided and in compliance of Schedule V of the Companies Act, 2013
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B. Remuneration of other directors

Particulars of Remuneration	Chairman Sachin Gupta	Independent Director Praveen Somani	Independent Director Hitesh Kohli	Independent Director Parvesh Goel	Raja Singla	Supriya Singla	Manju Singla
Fee for attending Board Meeting and Committee Meeting	0	0	0	0	0	0	0
Commission	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0
Total Managerial Remuneration (A+B)	Total: 72,00,000/- p.a						
Total	Due to inadequacy of profits, the remuneration is paid pursuant to Schedule V of the Companies Act, 2013.						

C. Remuneration of Key Managerial Personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel Mr. Charanjit Singh	Key Managerial Personnel Mr. Prem Shankar Gupta
1	Salary as per section 17(1) of income Tax Act	1235421	963595
2	Perquisites u/s 17 (2) of Income Tax Act	0	0
3	Profit in lieu of salary u/s 17(3) of Income Tax Act	0	0
4	Stock Option	0	0
5	Sweat Equity	0	0
6	Commission	0	0
7	Contribution to PF and superannuation	0	0
	Total	1235421	963595

VII. Penalties/Punishment/Compounding of Offences

No Penalty or Punishment has been imposed on company or directors or officer in default during 2017-18 neither any offences were compounded.

For and on behalf of the Board of Directors of
Titan Biotech Limited

Date: 01.09.2018

Place: New Delhi

Suresh Chand Singla
Managing Director

Naresh Kumar Singla
Managing Director