



TITAN BIOTECH LTD.

AN ISO 9001:2015 CERTIFIED COMPANY



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To,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Date: 29/05/2019

Scrip code: 524717

Sub: Annual Secretarial Compliance Report for the year ended 31st March 2019

Dear Sir/Ma'am,

Pursuant to SEBI vide its circular no. CIR/CFD/CMD1/27/2019 Dated 8th February, 2019, read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we (Titan Biotech Limited) submit herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2019 issued by Mr. Amit Anand, Practicing Company Secretary.

Kindly take the above information on record.

**Thanking You,
For Titan Biotech Limited**


Charanjit Singh
Company Secretary
M.No A12726



Encl. as above

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Unit II: E-540, Industrial Area, Chopanki, Bhiwadi-301019, Rajasthan

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**Secretarial compliance report of TITAN BIOTECH LIMITED
for the year ended 31st March, 2019**

(Pursuant to SEBI vide its circular no. CIR/CFD/CMD1/27/2019 Dated 8th February, 2019)

I, Amit Anand, Practicing Company Secretary examined:

- (a) all the documents and records made available to us and explanation provided by **Titan Biotech Limited**,
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2019 in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the company during the Audit Period)**



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
(Not applicable to the company during the Audit Period)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the Audit Period)**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the Audit Period)**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
And circular/guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NONE	NONE	NONE	NONE

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:



CS AMIT ANAND, B.COM (HONS.), ACS
PRACTICING COMPANY SECRETARY

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NONE	NONE	NONE	NONE	NONE


(d) *The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NONE	NONE	NONE	NONE	NONE

***This being the first reporting since the notification of the requirement to submit the report, reporting on actions to comply with the observations made in the previous reports does not arise.**

Date: 22.05.2019

Place: Delhi


Amit Anand
(Practicing Company Secretary)
ACS: 13409
COP No.: 17101

