



ANNEXURE TO DIRECTORS REPORT

ANNEXURE-3

Form No. MGT-9

(As on the financial year ended on 31st March, 2020)
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 , 011-49096502
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.**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of Main Products/ Services	NIC code of the product/Services	% of Total Turnover of Company
1.	Peptone	24235	46
2.	Culture Media	24299	18
3.	Chemicals	24231	34



III. Particulars of Holding, Subsidiary and Associate Companies

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

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

i) Category wise shareholding

Category of Shareholder	No. of Shares held at the beginning of the year 1 st April, 2019				No. of Shares held at the end of the year 31 st March, 2020				% change during the year
	Demat	Physical	Total	% age	Demat	Physical	Total	% age	
A. Promoters									
1. Indian									
a) Individuals / HUF	486519	0	486519	5.89	506603	0	506603	6.13	0.24%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporates	3603286	0	3603286	43.60	3984921	0	3984921	48.22	4.62
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1) :-	4089805	0	4089805	49.49	4491524	0	4491524	54.35	4.86
2. Foreign									
a) NRIs -Individuals	-	-	-	-	-	-	-	-	-
b) Other -Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2) :-	0	0	0	0	0	0	0	0	0
Total Promoter Shareholding (A)=(A) (1) + (A) (2)	4089805	0	4089805	49.49	4491524	0	4491524	54.35	4.86
B. Public Shareholding									
1. Institutions									
A) Mutual Funds	-	-	-	-	-	-	-	-	-
B) Banks / FI	-	-	-	-	-	-	-	-	-
C) Central Govt	-	-	-	-	-	-	-	-	-
D) State Govt(s)	-	-	-	-	-	-	-	-	-
E) Venture Capital Funds	-	-	-	-	-	-	-	-	-
F) Insurance Companies	-	-	-	-	-	-	-	-	-
G) FIs	-	-	-	-	-	-	-	-	-
H) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-



TITAN BIOTECH LIMITED

l) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non institutions									
a) (i) Bodies Corporate Indian	2208675	26000	2234675	27.04	1409778	26000	1435778	17.37	-9.67
(ii) Bodies Corporate Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	606656	1071667	1678323	20.31	862473	1052467	1914940	23.17	+2.86
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	98107	0	98107	1.19	238705	0	238705	2.89	+1.70
c) Others Non Resident Indians	11610	0	11610	0.14	11544	0	11544	0.14	0
d) Other - Clearing Member	1155	0	1155	0.01	16294	0	16294	0.20	+0.19
e) Other- Individual HUF	68633	0	68633	0.83	73523	0	73523	0.89	+0.06
f) IEPF	81392	0	81392	0.99	81392	0	81392	0.99	0
Total Public Shareholding (B)= (B)(1)+ (B)(2)	3076228	1097667	4173895	50.51	2693709	1078467	3772176	45.65	-4.86
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	7166033	1097667	8263700	100	7185233	1097667	8263700	100	-

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	2258831	27.33	0	2640466	31.95	0	4.62
2	Tanita Leasing & Finance Limited	784455	9.49	0	784455	9.49	0	0
3	Connoisseur Management Services Private Limited	560000	6.78	0	560000	6.78	0	0
4	Naresh Kumar Singla	34510	0.42	0	34510	0.42	0	0
5	Suresh Chand Singla	101969	1.23	0	101969	1.23	0	0
6	Manju Singla	71210	0.86	0	71210	0.86	0	0
7	Ravinder Gupta HUF	12427	0.15	0	12511	0.15	0	0



8	Madhu Singla	66510	0.80	0	66510	0.80	0	0
9	Raja Singla	51100	0.62	0	61100	0.74	0	0.12
10	Shivom Singla	35400	0.43	0	35400	0.43	0	0
11	Supriya Singla	54493	0.66	0	54493	0.66	0	0
12	Udit Singla	50000	0.61	0	50000	0.61	0	0
13	Ravinder Gupta	8900	0.11	0	8900	0.11	0	0
14	Naresh Kumar Singla HUF	0	0	0	10000	0.12	0	0.12

iii) Change in Promoters Shareholding (please specify if there is no change)

Sl. No		Shareholding at the beginning of the year				Increase/ Decrease in Shareholding	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Reason		No. of shares	% of total shares of the company
1	TITAN SECURITIES LIMITED							
	At the beginning of the year	2258831	27.33	-	-	-	2258831	27.33
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):			24-07-2019	Purchase	30900	2289731	27.71
				25-07-2019	Purchase	25250	2314981	28.01
				26-07-2019	Purchase	50000	2364981	28.62
				02-08-2019	Purchase	36601	2401582	29.06
				05-08-2019	Purchase	50000	2451582	29.67
				06-08-2019	Purchase	57750	2509332	30.37
				07-08-2019	Purchase	19450	2528782	30.6
				08-08-2019	Purchase	14700	2543482	30.78
				09-08-2019	Purchase	7000	2550482	30.86
				13-08-2019	Purchase	26900	2577382	31.19
				16-08-2019	Purchase	23000	2600382	31.47
				19-08-2019	Purchase	9000	2609382	31.58
				16-10-2019	Purchase	31084	2640466	31.95
	At the End of the year	2640466	31.95				2640466	31.95
2	RAJA SINGLA							
	At the beginning of the year	51100	0.62	-	-	-	51100	0.62
				25.6.2019	Purchase	10000	61100	0.74
	At the End of the year	61100	0.74	-	-	-	61100	0.74
3	NARESH KUMAR SINGLA HUF							
	At the beginning of the year	0	0	-	-	-	0	0
				11.06.2019	Purchase	10000	10000	0.12
	At the End of the year	10000	0.12				10000	0.12



4 SUPRIYA SINGLA							
At the beginning of the year	54493	0.66				54493	0.66
	NO CHANGES						
At the End of the year	54493	0.66				54493	0.66
5 MADHU GUPTA							
At the beginning of the year	66510	0.8				66510	0.8
	NO CHANGES						
At the End of the year	66510	0.8				66510	0.8
6 MANJU SINGLA							
At the beginning of the year	71210	0.86				71210	0.86
	NO CHANGES						
At the End of the year	71210	0.86				71210	0.86
7 NARESH KUMAR SINGLA							
At the beginning of the year	34510	0.42				34510	0.42
	NO CHANGES						
At the End of the year	34510	0.42				34510	0.42
8 SHIVOM SINGLA							
At the beginning of the year	35400	0.43				35400	0.43
	NO CHANGES						
At the End of the year	35400	0.43				35400	0.43
9 SURESH CHAND SINGLA							
At the beginning of the year	101969	1.23				101969	1.23
	NO CHANGES						
At the End of the year	101969	1.23				101969	1.23
10 UDIT SINGLA							
At the beginning of the year	50000	0.61				50000	0.61
	NO CHANGES						
At the End of the year	50000	0.61				50000	0.61
11 RAVINDER GUPTA (HUF)							
At the beginning of the year	12427	0.15				12427	0.15
			12.02.20	Purchase	84	12511	0.151
At the End of the year	12511	0.151				12511	0.151
12 RAVINDER GUPTA							
At the beginning of the year	8900	0.1077				8900	0.1077
	NO CHANGES						
At the End of the year	8900	0.1077				8900	0.1077



13	CONNOISSEUR MANAGEMENT SERVICES PRIVATE LTD						
	At the beginning of the year	560000	6.78			560000	6.78
		NO CHANGES					
	At the End of the year	560000	6.78			560000	6.78
14	TANITA LEASING AND FINANCE LTD						
	At the beginning of the year	784455	9.49			784455	9.49
		NO CHANGES					
	At the End of the year	784455	9.49			784455	9.49

iv) **Shareholding Pattern of Top 10 Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		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	Kanta Agrawal				
	Shares at beginning of the year	0	0	0	0
	Bought during the year	40951	0.49	40951	0.49
	Sold during the year	0	0	0	0
	At the end of the year	40951	0.49	40951	0.49
2	Priyadarshan Prabhakar Sir as				
	Shares at beginning of the year	0	0	0	0
	Bought during the year	36077	0.44	36077	0.44
	Sold during the year	0	0	0	0
	At the end of the year	36077	0.44	36077	0.44
3	Manish Agrawal				
	Shares at beginning of the year	0	0	0	0
	Bought during the year	34501	0.41	34501	0.41
	Sold during the year	0	0	0	0
	At the end of the year	34501	0.41	34501	0.41



TITAN BIOTECH LIMITED

4.	Pavan Kumar Agrawal				
	Shares at beginning of the year	0	0	0	0
	Bought during the year	34361	0.41	34361	0.41
	Sold during the year	0		0	0
	At the end of the year	34361	0.41	34361	0.41
5	Dr. Shekhar K B				
	Shares at beginning of the year	26608	0.32	26608	0.32
	Bought during the year	0	0	0	0
	Sold during the year	0	0	0	0
	At the end of the year	26608	0.32	26608	0.32
6	Dilip Hundrajmal Udhani				
	Shares at beginning of the year	14116	0.17	14116	0.17
	Bought during the year	8071	0.09	8071	0.09
	Sold during the year	0	0	0	0
	At the end of the year	22187	0.26	22187	0.26
7	Balkrishna Chaturbhuj Bhartia				
	Shares at beginning of the year	22100	0.26	22100	0.26
	Bought during the year	0	0	0	0
	Sold during the year	0	0	0	0
	At the end of the year	22100	0.26	22100	0.26
8	Ketaki Priyadarshan Siras				
	Shares at beginning of the year	0	0	0	0
	Bought during the year	21920	0.26	21920	0.26
	Sold during the year	0	0	0	0
	At the end of the year	21920	0.26	21920	0.26
9	Satya Prakash Mittal				
	Shares at beginning of the year	19211	0.23	19211	0.23
	Bought during the year	0	0	0	0
	Sold during the year	0	0	0	0
	At the end of the year	19211	0.23	19211	0.23
10	P S Somani				
	Shares at beginning of the year	18319	0.22	18319	0.22
	Bought during the year	0	0	0	0
	Sold during the year	0	0	0	0
	At the end of the year	18319	0.22	18319	0.22



v) **Shareholding of Directors and Key Managerial Personnel**

Sl No.	Name of Directors/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Naresh Kumar Singla				
	At the beginning of the year	34510	0.42	34510	0.42
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	513500	9.35	513500	9.35
2	Suresh Chand Singla				
	At the beginning of the year	101969	1.23	101969	1.23
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	101969	1.23	101969	1.23
3	Manju Singla				
	At the beginning of the year	71210	0.86	71210	0.86
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	71210	0.86	71210	0.86
4	Supriya Singla				
	At the beginning of the year	54493	0.659426	54493	0.659426
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	54493	0.659426	54493	0.659426



5	Jai Parkash Bansal				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	0	0	0	0
6	Rekha Dalmia				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	0	0	0	0
7	Charanjit Singh				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	0	0	0	0
8	Prem Shankar Gupta				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGES			
	At the End of the year	0	0	0	0
9	Raja Singla				
	At the beginning of the year	51100	0.62	51100	0.62
	Date wise Increase / Decrease in Share Holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	10000 Shares Brought From Open Market on 25-06-2019			
	At the End of the year	61100	0.74	61100	0.74



V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	132,023,219.02	86,322,616.00	Nil	218,345,835.02
ii. Interest due but not paid	Nil	1,665,998.00	Nil	1,665,998.00
iii. Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	132,023,219.02	87,988,614.00	-	220,011,833.02
Change in Indebtedness during the financial year				
Addition	1,200,000.00	38,381,321.00	Nil	39,581,321.00
Reduction	13,367,439.81	40,138,521.00	Nil	53,505,960.81
Net Change	(12,167,439.81)	(1,757,200.00)	-	(13,924,639.81)
Indebtedness at the end of the financial year				
i) Principal Amount	119,855,779.21	57,431,414.00	Nil	177,287,193.21
ii) Interest due but not paid	-	1,398,096.00	Nil	1,398,096.00
iii) Interest accrued but not due	-	-	Nil	-
Total (i+ii+iii)	119,855,779.21	58,829,510.00	-	178,685,289.21

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	4800000	4800000
	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	4800000	4800000

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 attend-ing 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 Nil/- 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	1467824	1152228
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	1467824	1152228

VII. Penalties/Punishment/Compounding of Offences

No Penalty or Punishment has been imposed on company or directors or officer in default during 2019-20 neither any offences were compounded.

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

**Date: 24.08.2020
Place: New Delhi**

**Suresh Chand Singla
Managing Director
DIN: 00027706**

**Naresh Kumar Singla
Managing Director
DIN: 00027448**