



# TITAN BIOTECH LTD.



AN ISO 9001:2008 CERTIFIED COMPANY

Office : 903-909, 9th Floor, Bigjos Tower, Netaji Subash Place, Delhi-110034, India  
Tel. : 011-27355742, 71239900 | Fax : +91-11-47619811 | CIN: L74999RJ1992PLC013387

To,  
Corporate Services Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

Date: 30/09/2023

Dear Sir(s),

**Sub: Disclosure of Voting results and scrutinizers' report of the 31<sup>st</sup> Annual General Meeting ('AGM') of the Company**

In furtherance to our letter dated September 5, 2023, we wish to inform that the members of the Company have duly passed the resolutions at the 31<sup>st</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September, 2023 at 03:01 P.M. (IST) through video conferencing:

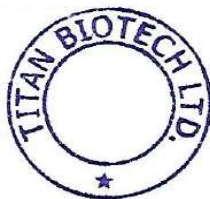
In this regard, please find attached the following:

1. Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations;
2. Scrutinizer's Report on (remote e-voting and e-voting at the Meeting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;

The voting results along with Scrutinizer's Report will also be available on the Company's website at [www.titanbiotechltd.com](http://www.titanbiotechltd.com).

Kindly take the aforesaid information on record and oblige.

Thanking you,  
**For Titan Biotech Limited**



**Charanjit Singh**  
Company Secretary  
M.No A12726  
Encl.: As above

General information about company		
Scrip code	524717	
NSE Symbol		
MSEI Symbol		
ISIN	INE150C01011	
Name of the company	TITAN BIOTECH LIMITED	
Type of meeting	AGM	
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023	
Start time of the meeting	03:01 PM	
End time of the meeting	04:01 PM	
Scrutinizer Details		
Name of the Scrutinizer	Pankaj Kumar Gupta	
Firms Name	PKG & Associates	
Qualification	CS	
Membership Number	F6371	
Date of Board Meeting in which appointed	29-05-2023	
Date of Issuance of Report to the company	30-09-2023	
Voting results		
Record date	22-09-2023	
Total number of shareholders on record date	17785	
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group	14	
b) Public	17771	
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group	14	
b) Public	223	
No. of resolution passed in the meeting	13	

## Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated Financial Statements) for the financial year ended on 31st March, 2023 and the report of Auditors and Directors thereon

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153533	14491	91.3756	8.6244
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153533	14491	91.3756	8.6244
Total		8263790	4714329	57.0480	4699838	14491	99.6926	0.3074
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on equity shares of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	168024	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							

	Total	3646275	168024	4.6081	168024	0	100.0000	0.0000
Total		8263790	4714329	57.0480	4714329	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mrs. Manju Singla (DIN: 00027790), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	4336141	93.9064	4336141	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4336141	93.9064	4336141	0	100.0000	0.0000
	E-Voting							

Public- Institutions	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		168024	4.6081	153533	14491	91.3756	8.6244
	Poll	3646275						
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153533	14491	91.3756	8.6244
Total		8263790	4504165	54.5048	4489674	14491	99.6783	0.3217
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Raja Singla (DIN: 03523719), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100

Promoter and Promoter Group	E-Voting	4617515	4330774	93.7901	4330774	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4330774	93.7901	4330774	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	156824	4.3009	142330	14494	90.7578	9.2422
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	156824	4.3009	142330	14494	90.7578	9.2422
Total		8263790	4487598	54.3044	4473104	14494	99.6770	0.3230
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

Description of resolution considered				To Ratification of remuneration to Cost Auditors for FY 2023-24				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153330	14694	91.2548	8.7452
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153330		91.2548	0.0000
Total		8263790	4714329	57.0480	4699635	0	99.6883	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To authorization for Loan etc.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	4120610	89.2387	4120610	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4120610	89.2387	4120610	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	156824	4.3009	135727	21097	86.5473	13.4527
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	156824	4.3009	135727		86.5473	0.0000
Total		8263790	4277434	51.7612	4256337	0	99.5068	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Ratification of remuneration to Cost Auditors for FY 2022-23				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	45,46,305	98.4578	45,46,305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153333	14691	91.2566	8.7434
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153333	14691	91.2566	8.7434

Total	8263790	4714329	57.0480	4699638	14691	99.6884	0.3116
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution						<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approval for Related Party Transactions to be entered into by the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							

	Total							
Public- Non Institutions	E-Voting	3646275	156824	4.3009	135930	20894	86.6768	13.3232
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	156824	4.3009	135930		86.6768	0.0000
Total		8263790	156824	1.8977	135930	0	86.6768	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appointment of Mr. Shivom Singla (DIN: 03615519) as Whole Time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	42,76,281	92.6100	42,76,281	0	100.0000	0.0000
	Poll							

	Postal Ballot (if applicable)							
	Total	4617515	4276281	92.6100	4276281	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		156824	4.3009	142133	14691	90.6322	9.3678
	Poll	3646275						
	Postal Ballot (if applicable)							
	Total	3646275	156824	4.3009	142133		90.6322	0.0000
Total		8263790	4433105	53.6449	4418414	0	99.6686	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (10)	
Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To regularization of appointment of Mr. Abhishek Agarwal (DIN: 07286832) as an Independent Non-executive Director

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	45,46,305	98.4578	45,46,305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153533	14491	91.3756	8.6244
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153533		91.3756	0.0000
Total		8263790	4714329	57.0480	4699838	0	99.6926	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appointment of Mr. Udit Singla (DIN: 03526575) as Whole Time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	43,36,141	93.9064	43,36,141	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4336141	93.9064	4336141	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153333	14691	91.2566	8.7434
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153333		91.2566	0.0000
Total		8263790	4504165	54.5048	4489474	0	99.6738	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

\* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appointment of Mr. Dhairya Madan (DIN: 10284820) as an Independent Non-executive Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	45,46,305	98.4578	45,46,305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3646275	168024	4.6081	153333	14691	91.2566	8.7434
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153333		91.2566	0.0000
Total		8263790	4714329	57.0480	4699638	0	99.6884	0.0000



Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	<div>Add Notes</div>

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (13)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appointment of Mr. Brijesh Kumar Singh (DIN: 10297977) as an Independent Non-executive Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4617515	45,46,305	98.4578	45,46,305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	4617515	4546305	98.4578	4546305	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							

Public- Non Institutions	E-Voting	3646275	168024	4.6081	153333	14691	91.2566	8.7434
	Poll							
	Postal Ballot (if applicable)							
	Total	3646275	168024	4.6081	153333		91.2566	0.0000
Total		8263790	4714329	57.0480	4699638	0	99.6884	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Titan Biotech Ltd

NARESH KUMAR SINGLA

Naresh Kumar Singla

(DIN:00027448)

Chairman of Annual General Meeting

Digitally signed by NARESH KUMAR SINGLA

DN: cn=NARESH KUMAR SINGLA, o=TITAN BIOTECH LIMITED, ou=Corporate, email=NARESH.K.SINGLA@TITANBIOTECH.COM, c=IN

2.5.4.20=127b5a0b0c36602556d9f6ff68b9aa765997e8a9

3658ba38b0db57bd60863a, postalCode=301019,

to=Registrar,

serialNumber=033925302054c12b0c93a1c5a78a34c9ba63

345a02035856789c2c3f9f999c, cn=NARESH KUMAR SINGLA

Date: 2023.09.30 15:42:24 +05'30'

**CONSOLIDATED SCRUTINIZER'S REPORT**

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended)

To  
The Chairman

Name of the Company	TITAN BIOTECH LIMITED
CIN	L74999RJ1992PLC013387
Registered Office	A-902A, RIICO Industrial Area, Phase-III, Bhiwadi, Rajasthan-301019, India
Meeting	31 <sup>st</sup> Annual General Meeting
Day, Date & Time	Friday, 29 <sup>th</sup> September, 2023 at 3.00 p.m. (IST)
Deemed Venue	Registered Office situated at A-902A, RIICO Industrial Area, Phase-III, Bhiwadi, Rajasthan-301019, India
Mode	Video Conferencing (VC) / Other Audio- Visual Means (OAVM)

Dear Sir,

I, Pankaj Kumar Gupta, Company Secretary in practice and Proprietor of M/s PKG & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of M/s Titan Biotech Limited ("the Company") for the purpose of scrutinizing the remote e-voting process and e-voting at the AGM as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended on the resolutions set out in the notice dated 1<sup>st</sup> September, 2023 of 31<sup>st</sup> Annual General Meeting of the Members of M/s Titan Biotech Limited held on 29<sup>th</sup> September, 2023 at 3.00 P.M.(IST)



The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the Authorized Agency to provide e-voting facilities, engaged by the Company.

Accordingly, I hereby submit the report as under:

1. The remote e-voting period remained opened from 26<sup>th</sup> September, 2023 at 10.00 A.M. upto 28<sup>th</sup> September, 2023 at 5.00 P.M. The Company had sent the AGM Notice to all the Members of the Company electronically on 5<sup>th</sup> September, 2023, whose e-mail IDs were registered with the Company/Depository Participants.
2. The Company appointed Central Depository Services (India) Limited ("CDSL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.
3. The Cutoff date for the purpose of determining the entitlement for voting, by remote e-voting or e-voting at the AGM on the proposed resolutions was 22<sup>nd</sup> September, 2023.
4. The Company hosted the Notice of AGM on its website i.e. [www.titanbiotechltd.com](http://www.titanbiotechltd.com), website of CDSL i.e. [www.cdslindia.com](http://www.cdslindia.com), the agency providing the platform for remote e-voting and e-voting at the AGM and also intimated the same to BSE Limited.
5. In accordance with sub-rule (4)(v) of Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA General Circulars Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020 and 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021 and 21/2021 dated 14<sup>th</sup> December, 2021, 02/2022 dated 5<sup>th</sup> May, 2022, 10/2022 and 11/2022 dated 28<sup>th</sup> December, 2022 respectively issued by Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 followed by Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the public notice by way of advertisement was published on, 6<sup>th</sup> September, 2023 by



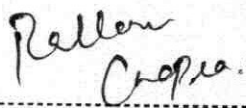


the Company in Financial Express in English Newspaper and Naya India in Hindi Newspaper giving intimation of date and time of Annual General Meeting and that the copy of Notice of AGM along with Annual Report of the Company for the FY 2022-23 was sent on 5<sup>th</sup> September, 2023, who have registered their e-mail ID's with the Depository Participants/Registrar and Transfer Agent (RTA) of the Company.

6. After the time fixed for closing of the e-voting by the Chairman, the system recording the e-voting at the AGM was locked by CDSL.

7. I monitored the process of electronic voting (i.e. remote e-voting) through scrutinizer' secured link provided by CDSL through its designated website.

8. The vote casted under remote e-voting facility for the AGM were unblocked after the expiry of the period as stipulated in presence of Mr. Pallav Chopra and Ms. Megha Malhotra, who were not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
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Name: Pallav Chopra

  
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Name: Megha Malhotra

9. The system recording the e-voting was scrutinized on test check basis. The votes were reconciled with the records maintained by the Company/Beetal Financial & Computer Services Private Limited (The Registrar and Transfer Agent of the Company) and the authorizations lodged with the Company/Beetal Financial & Computer Services Private Limited on test check basis.

10. Particulars of the e-voting at the AGM and votes casted through remote e-voting have been entered in the register separately maintained for the purpose.

11. Votes cast by the Members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorization lodged with the Company.

12. Based on the report generated from the website of Central Depository Services (India) Limited (CDSL), the Consolidated Report on the result of voting on each resolution are given hereunder:



Item No. 1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated Financial Statements) for the financial year ended on 31<sup>st</sup> March, 2023 and the report of Auditors and Directors thereon

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	266	4699833	1	5	267	4699838	99.69
Dissent	2	14491	0	0	2	14491	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.1 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 2. To declare dividend on equity shares of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	268	4714324	1	5	269	4714329	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.2 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 3. To appoint a director in place of Mrs. Manju Singla (DIN: 00027790), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	263	4489669	1	5	264	4489674	99.68
Dissent	2	14491	0	0	2	14491	0.32
Invalid	0	0	0	0	0	0	0
Total	265	4504160	1	5	266	4504165	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.3 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 4. To appoint a director in place of Mr. Raja Singla (DIN: 03523719), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	255	4473099	1	5	256	4473104	99.68
Dissent	3	14494	0	0	3	14494	0.32
Invalid	0	0	0	0	0	0	0
Total	258	4487593	1	5	259	4487598	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.4 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.





**Item No. 5. To Ratification of remuneration to Cost Auditors for FY 2023-24**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	264	4699630	1	5	265	4699635	99.69
Dissent	4	14694	0	0	4	14694	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

*Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.5 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.*

**Item No. 6. To authorization for Loan etc.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	250	4256332	1	5	251	4256337	99.51
Dissent	5	21097	0	0	5	21097	0.49
Invalid	0	0	0	0	0	0	0
Total	255	4277429	1	5	256	4277434	100

*Based on the aforesaid results, I report that the Special Resolution as set out in Item No.6 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.*

**Item No. 7. To Ratification of remuneration to Cost Auditors for FY 2022-23**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	265	4699633	1	5	266	4699638	99.69
Dissent	3	14691	0	0	3	14691	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

*Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.7 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.*

**Item No. 8. To Approval for Related Party Transactions to be entered into by the Company**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	247	135925	1	5	248	135930	86.68
Dissent	3	20894	0	0	3	20894	13.32
Invalid	0	0	0	0	0	0	0
Total	250	156819	1	5	251	156824	100

*Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No.8 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.*



Item No. 9. To appointment of Mr. Shivom Singla (DIN: 03615519) as Whole Time Director of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	254	4418409	1	5	255	4418414	99.67
Dissent	3	14691	0	0	3	14691	0.33
Invalid	0	0	0	0	0	0	0
Total	257	4433100	1	5	258	4433105	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.9 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 10. To regularization of appointment of Mr. Abhishek Agarwal (DIN: 07286832) as an Independent Non-executive Director

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	266	4699833	1	5	267	4699838	99.69
Dissent	2	14491	0	0	2	14491	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.10 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 11. To appointment of Mr. Udit Singla (DIN: 03526575) as Whole Time Director of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	262	4489469	1	5	263	4489474	99.67
Dissent	3	14691	0	0	3	14691	0.33
Invalid	0	0	0	0	0	0	0
Total	265	4504160	1	5	266	4504165	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.11 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.





Item No. 12. To appointment of Mr. Dhairya Madan (DIN: 10284820) as an Independent Non-executive Director

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	265	4699633	1	5	266	4699638	99.69
Dissent	3	14691	0	0	3	14691	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.12 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Item No. 13. To appointment of Mr. Brijesh Kumar Singh (DIN: 10297977) as an Independent Non-executive Director

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Numbers	Votes	Numbers	Votes	Numbers	Votes	
Assent	265	4699633	1	5	266	4699638	99.69
Dissent	3	14691	0	0	3	14691	0.31
Invalid	0	0	0	0	0	0	0
Total	268	4714324	1	5	269	4714329	100

Based on the aforesaid results, I report that the Special Resolution as set out in Item No.13 of the Notice of the AGM dated 29<sup>th</sup> September, 2023 has been passed with requisite majority.

Thanking you,  
Yours faithfully,

For PKG & Associates  
Company Secretaries

(Pankaj Kumar Gupta)  
Company Secretary  
M No. F6371  
CP No. 19156  
UDIN: F006371E001139602

Place: Delhi  
Date: 30<sup>th</sup> September, 2023

Countersigned By:

**NARESH  
KUMAR SINGLA**

Naresh Kumar Singla (DIN: 00027448)  
Chairman  
Titan Biotech Ltd  
Date: 30/09/2023  
Place: Delhi

Digitally signed by NARESH KUMAR SINGLA  
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KUMAR SINGLA  
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