

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L74999RJ1992PLC013387

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAAC10070

(ii) (a) Name of the company

TITAN BIOTECH LTD. (TRANSFE

(b) Registered office address

A-902 A,RIICO.INDL.AREA  
PHASE-III,  
BHIWADI  
Rajasthan  
301019

(c) \*e-mail ID of the company

cs@titanbiotechltd.com

(d) \*Telephone number with STD code

01171239900

(e) Website

www.titanbiotechltd.com

(iii) Date of Incorporation

18/02/1992

| (iv) | Type of the Company | Category of the Company   | Sub-category of the Company   |
|------|---------------------|---------------------------|-------------------------------|
|      | Public Company      | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|---------------------|------|
| 1      | BSE LIMITED         | 1    |
|        |                     |      |

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR, B/4, LOCAL SHOPPING CENTRE,  
NEAR DADA HARSUKH DAS MANDIR

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

29/09/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity  | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|---|------------------------------|
| 1    | C                        | Manufacturing                      | C6                     | Chemical and chemical products, pharmaceuticals, medicinal chemical and | 100                          |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

1

Pre-fill All

| S.No | Name of the company         | CIN / FCRN            | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|-----------------------|--|------------------|
| 1    | PEPTECH BIOSCIENCES LIMITED | U33110RJ2011PLC037007 | Associate                                    | 36.87            |

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

**(i) \*SHARE CAPITAL****(a) Equity share capital**

| Particulars                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares             | 10,000,000         | 8,263,700      | 8,263,700          | 8,263,700       |
| Total amount of equity shares (in Rupees) | 100,000,000        | 82,637,000     | 82,637,000         | 82,637,000      |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
|   |                    |                |                    |                 |
| Number of equity shares                   | 10,000,000         | 8,263,700      | 8,263,700          | 8,263,700       |
| Nominal value per share (in rupees)       | 10                 | 10             | 10                 | 10              |
| Total amount of equity shares (in rupees) | 100,000,000        | 82,637,000     | 82,637,000         | 82,637,000      |

**(b) Preference share capital**

| Particulars                                   | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares             | 0                  | 0              | 0                  | 0               |
| Total amount of preference shares (in rupees) | 0                  | 0              | 0                  | 0               |

Number of classes

0

| Class of shares                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
|   |                    |                |                    |                 |
| Number of preference shares                   |                    |                |                    |                 |
| Nominal value per share (in rupees)           |                    |                |                    |                 |
| Total amount of preference shares (in rupees) |                    |                |                    |                 |

**(c) Unclassified share capital**

| Particulars                         | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0                  |

**(d) Break-up of paid-up share capital**

| Class of shares                     | Number of shares |           |         | Total nominal amount | Total Paid-up amount | Total premium |
|-------------------------------------|------------------|-----------|---------|----------------------|----------------------|---------------|
| <b>Equity shares</b>                | Physical         | DEMAT     | Total   |                      |                      |               |
| <b>At the beginning of the year</b> | 403,611          | 7,860,089 | 8263700 | 82,637,000           | 82,637,000           |               |

|   |         |           |         |            |            |   |
|---|---------|-----------|---------|------------|------------|---|
| <b>Increase during the year</b>               | 0       | 0         | 0       | 0          | 0          | 0 |
| i. Pubic Issues                               | 0       | 0         | 0       | 0          | 0          | 0 |
| ii. Rights issue                              | 0       | 0         | 0       | 0          | 0          | 0 |
| iii. Bonus issue                              | 0       | 0         | 0       | 0          | 0          | 0 |
| iv. Private Placement/ Preferential allotment | 0       | 0         | 0       | 0          | 0          | 0 |
| v. ESOPs                                      | 0       | 0         | 0       | 0          | 0          | 0 |
| vi. Sweat equity shares allotted              | 0       | 0         | 0       | 0          | 0          | 0 |
| vii. Conversion of Preference share           | 0       | 0         | 0       | 0          | 0          | 0 |
| viii. Conversion of Debentures                | 0       | 0         | 0       | 0          | 0          | 0 |
| ix. GDRs/ADRs                                 | 0       | 0         | 0       | 0          | 0          | 0 |
| x. Others, specify<br><div></div>             |         |           |         |            |            |   |
| <b>Decrease during the year</b>               | 0       | 0         | 0       | 0          | 0          | 0 |
| i. Buy-back of shares                         | 0       | 0         | 0       | 0          | 0          | 0 |
| ii. Shares forfeited                          | 0       | 0         | 0       | 0          | 0          | 0 |
| iii. Reduction of share capital               | 0       | 0         | 0       | 0          | 0          | 0 |
| iv. Others, specify<br><div></div>            |         |           |         |            |            |   |
| <b>At the end of the year</b>                 | 403,611 | 7,860,089 | 8263700 | 82,637,000 | 82,637,000 |   |
|   |         |           |         |            |            |   |
| <b>Preference shares</b>                      |         |           |         |            |            |   |
| <b>At the beginning of the year</b>           | 0       | 0         | 0       | 0          | 0          |   |
| <b>Increase during the year</b>               | 0       | 0         | 0       | 0          | 0          | 0 |
| i. Issues of shares                           | 0       | 0         | 0       | 0          | 0          | 0 |
| ii. Re-issue of forfeited shares              | 0       | 0         | 0       | 0          | 0          | 0 |
| iii. Others, specify<br><div></div>           |         |           |         |            |            |   |
| <b>Decrease during the year</b>               | 0       | 0         | 0       | 0          | 0          | 0 |
| i. Redemption of shares                       | 0       | 0         | 0       | 0          | 0          | 0 |

|                                 |   |   |   |   |   |   |
|---------------------------------|---|---|---|---|---|---|
| ii. Shares forfeited            | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify             |   |   |   |   |   |   |
|                                 |   |   |   |   |   |   |
| <b>At the end of the year</b>   | 0 | 0 | 0 | 0 | 0 |   |

ISIN of the equity shares of the company

**(ii) Details of stock split/consolidation during the year (for each class of shares)**

0

| Class of shares              |                      | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares     |     |      |       |
|                              | Face value per share |     |      |       |
| After split / Consolidation  | Number of shares     |     |      |       |
|                              | Face value per share |     |      |       |

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☐

Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☒

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

|  |                      |  |
|--|----------------------|--|
| Date of the previous annual general meeting        |                      | <input type="text"/>   |
| Date of registration of transfer (Date Month Year) |                      | <input type="text"/>   |
| Type of transfer                                   | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock     |
| Number of Shares/ Debentures/ Units Transferred    | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/> |

|                            |         |             |            |
|----------------------------|---------|-------------|------------|
| Ledger Folio of Transferor |         |             |            |
| Transferor's Name          |         |             |            |
|                            | Surname | middle name | first name |
| Ledger Folio of Transferee |         |             |            |
| Transferee's Name          |         |             |            |
|                            | Surname | middle name | first name |

|  |         |  |            |
|--|---------|--|------------|
| Date of registration of transfer (Date Month Year) |         |  |            |
| Type of transfer                                   |         | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |            |
| Number of Shares/ Debentures/ Units Transferred    |         | Amount per Share/ Debenture/Unit (in Rs.)                  |            |
| Ledger Folio of Transferor                         |         |  |            |
| Transferor's Name                                  |         |  |            |
|  | Surname | middle name  | first name |
| Ledger Folio of Transferee                         |         |  |            |
| Transferee's Name                                  |         |  |            |
|  | Surname | middle name  | first name |

**(iv) \*Debentures (Outstanding as at the end of financial year)**

| Particulars                   | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures    | 0               | 0                      | 0           |
| Partly convertible debentures | 0               | 0                      | 0           |
| Fully convertible debentures  | 0               | 0                      | 0           |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------|-----------------|------------------------|-------------|
| Total       |                 |                        | 0           |

**Details of debentures**

| Class of debentures           | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures    | 0   | 0                        | 0                        | 0                                     |
| Partly convertible debentures | 0   | 0                        | 0                        | 0                                     |
| Fully convertible debentures  | 0   | 0                        | 0                        | 0                                     |

**(v) Securities (other than shares and debentures)**

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
|                    |                      |                            |                     |                            |                     |
|                    |                      |                            |                     |                            |                     |
| Total              |                      |                            |                     |                            |                     |

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

1,439,993,262

**(ii) Net worth of the Company**

854,960,597

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

| S. No. | Category                                | Equity           |            | Preference       |            |
|--------|---|------------------|------------|------------------|------------|
|        |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |
|        | (i) Indian                              | 496,905          | 6.01       | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |

|     |   |           |       |   |   |
|-----|---|-----------|-------|---|---|
| 3.  | Insurance companies                     | 0         | 0     | 0 |   |
| 4.  | Banks                                   | 0         | 0     | 0 |   |
| 5.  | Financial institutions                  | 0         | 0     | 0 |   |
| 6.  | Foreign institutional investors         | 0         | 0     | 0 |   |
| 7.  | Mutual funds                            | 0         | 0     | 0 |   |
| 8.  | Venture capital                         | 0         | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 4,120,610 | 49.86 | 0 |   |
| 10. | Others                                  | 0         | 0     | 0 |   |
|     | <b>Total</b>                            | 4,617,515 | 55.87 | 0 | 0 |

**Total number of shareholders (promoters)**

17

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

| S. No. | Category                                | Equity           |            | Preference       |            |
|--------|---|------------------|------------|------------------|------------|
|        |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |
|        | (i) Indian                              | 2,704,962        | 32.73      | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 117,898          | 1.43       | 0                |            |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |
| 3.     | Insurance companies                     | 0                | 0          | 0                |            |
| 4.     | Banks                                   | 0                | 0          | 0                |            |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |
| 6.     | Foreign institutional investors         | 0                | 0          | 0                |            |
| 7.     | Mutual funds                            | 0                | 0          | 0                |            |



|     |   |           |       |   |   |
|-----|---|-----------|-------|---|---|
| 8.  | Venture capital                         | 0         | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 137,638   | 1.67  | 0 |   |
| 10. | Others Clearing House/Members Ir        | 685,687   | 8.3   | 0 |   |
|     | <b>Total</b>                            | 3,646,185 | 44.13 | 0 | 0 |

**Total number of shareholders (other than promoters)**

19,022

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

19,039

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

| Details                           | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters                         | 17                           | 17                     |
| Members<br>(other than promoters) | 20,401                       | 19,022                 |
| Debenture holders                 | 0                            | 0                      |

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

| Category                                     | Number of directors at the<br>beginning of the year |               | Number of directors at the end<br>of the year |               | Percentage of shares held by<br>directors as at the end of year |               |
|--|---|---------------|---|---------------|---|---------------|
|  | Executive   | Non-executive | Executive                                     | Non-executive | Executive   | Non-executive |
| <b>A. Promoter</b>                           | 2   | 2             | 3   | 2             | 2.44  | 1.52          |
| <b>B. Non-Promoter</b>                       | 0   | 2             | 0   | 3             | 0   | 0             |
| (i) Non-Independent                          | 0   | 0             | 0   | 0             | 0   | 0             |
| (ii) Independent                             | 0   | 2             | 0   | 3             | 0   | 0             |
| <b>C. Nominee Directors<br/>representing</b> | 0   | 0             | 0   | 0             | 0   | 0             |
| (i) Banks & FIs                              | 0   | 0             | 0   | 0             | 0   | 0             |
| (ii) Investing institutions                  | 0   | 0             | 0   | 0             | 0   | 0             |
| (iii) Government                             | 0   | 0             | 0   | 0             | 0   | 0             |
| (iv) Small share holders                     | 0   | 0             | 0   | 0             | 0   | 0             |

|            |   |   |   |   |      |      |
|------------|---|---|---|---|------|------|
| (v) Others | 0 | 0 | 0 | 0 | 0    | 0    |
| Total      | 2 | 4 | 3 | 5 | 2.44 | 1.52 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

| Name              | DIN/PAN  | Designation         | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|----------|---------------------|--------------------------------|--|
| SURESH CHAND SING | 00027706 | Managing Director   | 105,671                        |  |
| NARESH KUMAR SING | 00027448 | Managing Director   | 34,510                         |  |
| MANJU SINGLA      | 00027790 | Director            | 71,210                         |  |
| SUPRIYA SINGLA    | 03526583 | Director            | 54,493                         |  |
| REKHA DALMIA      | 08369528 | Director            | 0                              | 25/07/2023   |
| ROHIT JAIN        | 07191154 | Director            | 0                              |  |
| RAJA SINGLA       | 03523719 | Whole-time director | 61,100                         |  |
| ABHISHEK AGARWAL  | 07286832 | Additional director | 0                              |  |

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

2

| Name             | DIN/PAN  | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|------------------|----------|--|---|--|
| RAJA SINGLA      | 03523719 | Whole-time director                                      | 01/10/2022  | APPOINTMENT  |
| ABHISHEK AGARWAL | 07286832 | Additional director                                      | 01/10/2022  | APPOINTMENT  |

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

| Type of meeting        | Date of meeting | Total Number of Members entitled to attend meeting | Attendance                 |                         |
|------------------------|-----------------|--|----------------------------|-------------------------|
|                        |                 |  | Number of members attended | % of total shareholding |
| ANNUAL GENERAL MEETING | 30/09/2022      | 20,418   | 189                        | 5.41                    |

**B. BOARD MEETINGS**

\*Number of meetings held

15

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 21/04/2022      | 6  | 5                            | 83.33           |
| 2      | 19/05/2022      | 6  | 5                            | 83.33           |
| 3      | 30/05/2022      | 6  | 5                            | 83.33           |
| 4      | 16/06/2022      | 6  | 6                            | 100             |
| 5      | 16/07/2022      | 6  | 6                            | 100             |
| 6      | 10/08/2022      | 6  | 6                            | 100             |
| 7      | 26/08/2022      | 6  | 6                            | 100             |
| 8      | 17/09/2022      | 6  | 6                            | 100             |
| 9      | 01/10/2022      | 8  | 8                            | 100             |
| 10     | 19/10/2022      | 8  | 7                            | 87.5            |
| 11     | 14/11/2022      | 8  | 8                            | 100             |
| 12     | 10/01/2023      | 8  | 8                            | 100             |

### C. COMMITTEE MEETINGS

Number of meetings held

38

| S. No. | Type of meeting                     | Date of meeting | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|--------|-------------------------------------|-----------------|---|----------------------------|-----------------|
|        |                                     |                 |   | Number of members attended | % of attendance |
| 1      | Audit Committee                     | 21/04/2022      | 3   | 3                          | 100             |
| 2      | Audit Committee                     | 30/05/2022      | 3   | 3                          | 100             |
| 3      | Audit Committee                     | 16/06/2022      | 3   | 3                          | 100             |
| 4      | Audit Committee                     | 10/08/2022      | 3   | 3                          | 100             |
| 5      | Audit Committee                     | 26/08/2022      | 3   | 3                          | 100             |
| 6      | Audit Committee                     | 14/11/2022      | 3   | 3                          | 100             |
| 7      | Audit Committee                     | 04/02/2023      | 3   | 3                          | 100             |
| 8      | Nomination & Remuneration Committee | 16/06/2022      | 3   | 3                          | 100             |

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
|        |                 |                 |   | Number of members attended | % of attendance |
| 9      | Nomination & I  | 26/08/2022      | 3   | 3                          | 100             |
| 10     | Nomination & I  | 01/10/2022      | 3   | 3                          | 100             |

#### D. \*ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings   |                             |                 | Committee Meetings                                       |                             |                 | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
|        |                      | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 29/09/2023                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | SURESH CHA           | 15   | 13                          | 86.67           | 24   | 24                          | 100             | Yes                          |
| 2      | NARESH KUM           | 15   | 13                          | 86.67           | 27   | 27                          | 100             | Yes                          |
| 3      | MANJU SINGI          | 15   | 15                          | 100             | 10   | 10                          | 100             | Yes                          |
| 4      | SUPRIYA SIN          | 15   | 15                          | 100             | 0  | 0                           | 0               | Yes                          |
| 5      | REKHA DALM           | 15   | 15                          | 100             | 14   | 14                          | 100             | Not Applicable               |
| 6      | ROHIT JAIN           | 15   | 15                          | 100             | 38   | 38                          | 100             | Yes                          |
| 7      | RAJA SINGLA          | 7  | 7                           | 100             | 0  | 0                           | 0               | Yes                          |
| 8      | ABHISHEK AC          | 7  | 7                           | 100             | 1  | 1                           | 100             | Yes                          |

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

| S. No. | Name           | Designation     | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total Amount |
|--------|----------------|-----------------|--------------|------------|-------------------------------|--------|--------------|
| 1      | NARESH KUMAR S | Managing Direct | 4,800,000    | 0          | 0                             | 0      | 4,800,000    |
| 2      | SURESH CHAND S | Managing Direct | 4,800,000    | 0          | 0                             | 0      | 4,800,000    |
| 3      | RAJA SINGLA    | Whole-time Dire | 2,340,000    | 0          | 0                             | 0      | 2,340,000    |
|        | Total          |                 | 11,940,000   | 0          | 0                             | 0      | 11,940,000   |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name               | Designation   | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |
|--------|--------------------|---------------|--------------|------------|-------------------------------|---------|-----------------|
| 1      | Charanjit Singh    | Company Secre | 2,140,008    | 0          | 0                             | 170,539 | 2,310,547       |
| 2      | Prem Shankar Gupta | CFO           | 1,687,280    | 0          | 0                             | 104,458 | 1,791,738       |
|        | Total              |               | 3,827,288    | 0          | 0                             | 274,997 | 4,102,285       |

Number of other directors whose remuneration details to be entered

0

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
|  |  |               |  |                                |   |

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
|  |  |               |   |                        |                                   |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

AMIT ANAND

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

17101

#### I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

27

dated

01/09/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director

NARESH  
KUMAR  
SINGLA  
Digitally signed by  
NARESH KUMAR  
SINGLA  
Date: 2023.11.25  
16:18:00 +05'30'

DIN of the director

00027448

#### To be digitally signed by

Amit  
Anand  
Digitally signed by  
Amit Anand  
Date: 2023.11.25  
16:18:24 +05'30'

☐ Company Secretary

☒ Company secretary in practice

Membership number

13409

Certificate of practice number

17101

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

**Attach****Attach****Attach****Attach****List of attachments**

MGT-8 2023.pdf  
MEETINGS OF BOARD ND COMMITTEE  
Letter\_TBL.pdf  
List of Transfer.pdf  
List of Shareholders\_2023.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

Auto-approved By





# TITAN BIOTECH LTD.

AN ISO 9001:2015 CERTIFIED COMPANY



Office : 903-909, 9<sup>th</sup> Floor, Bigjos Tower, Netaji Subhash Place, Delhi-110034, India  
Tel. : 011-27355742, 71239900 (44 Lines) | Fax : +91-11-47619811 | CIN: L74999RJ1992PLC013387

To,

Registrar of Companies  
Ministry Of Corporate Affairs,  
C/6-7, 1st Floor, Residency Area,  
Civil Lines, Jaipur-302001, Rajasthan

**Sub: Clarification to Annual Return (MGT-7) for the Financial Year 2022-2023**

Dear Sir/Ma'am,

We would like to bring your attention towards error in master data of Ministry of Corporate Affairs site. Mr. Charanjit Singh is a Company Secretary of the Titan Biotech Ltd. from 01/07/2004 having PAN ~~XXXXXXXXXX~~ and membership number A12726. His name is not showing in the master data. The company is continuously follow up with the concern authority for such correction.

Hence, Mr. Charanjit Singh is unable to sign this form and we are submitting for MGT-7 duly signed by Practising Company Secretary namely Mr. Amit Anand, having Membership number A13409 and Certificate of practice number 17101.

Thanking you,  
For Titan Biotech Limited

**NARESH KUMAR SINGLA**

Digitally signed by NARESH KUMAR SINGLA  
Date: 2023.11.23 17:48:50 +05'30'

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

*Encl: Copy of Application filed with MCA*

**R.O. & Works:** Unit I: A-902 A, RIICO Industrial Area, Phase-III, Bhiwadi-301019, Rajasthan

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

**E-mail:** marketing@titanbiotechltd.com

**Website:** www.titanbiotechltd.com | www.titanmedia.in





# TITAN BIOTECH LIMITED



AN ISO 9001:2005 CERTIFICATED COMPANY

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

To,  
Ministry of Corporate Affairs,  
A" Wing Shastri Bhawan Garage, No.14,  
Dr Rajendra Prasad Rd, New Delhi, Delhi 110001

Date: 06-11-2023

Ministry of Corporate Affairs

Dy. No. 2136.../R & I/MCA

**Sub: Correction in Master Data**

Date ..... 06/11/2023

Dear Sir,

We would like to bring your attention towards the mismatch in Master Data of M/S Titan Biotech Limited.  
We have two concern as mention below:

1. Name of Company Secretary is not appearing in Master Data of the Company.  
CIN: L74999RJ1992PLC013387  
TITAN BIOTECH LTD. (TRANSFER FROM DELHI TO RAJ.) Mr. Charanjit Singh is a Company Secretary of the Titan Biotech Ltd. from 01/07/2004 having PAN APOPA2700Q and membership number A12726. His name is not showing in the masterdata. Kindly note that Mr. Charanjit Singh is still associate with the company and not resigned from the company nor filed any form.
2. Name of Mr. Naresh Kumar Singla, Managing Director (DIN: 00027448) was not showing correctly displaying in the Master data and Signatories.  
CIN: L74999RJ1992PLC013387  
U33110RJ2011PLC037007 and other CIN(s).  
Name of the Director was not correctly displayed in the Master data and Signatories where he holds the directorship.  
Actual Detail:  
DIN: 00027448  
Name: Naresh Kumar Singla  
Data showing in MCA data base:  
DIN: 00027448  
Name: Naresh Singla  
Kindly note that no form has been filed with ROC for change in details of Director via DIR-3.  
Attaching the masterdata showing the correct name of the director .  
Kindly look into the same and do the needful as soon as possible.

We have reached the MCA helpdesk and also create multiple Service Request to resolve this matter, our issue does not resolved till date. As per last resolution provided by the MCA support team is "Please visit nearest ROC to resolve your issue".

Hence, we also make visit to Registrar of Companies office at IFCI Tower, Nehru Place, Delhi. They asked us to reach out your office to resolve the matter.

Resulting we have shared an email dated 26<sup>th</sup> October 2023 at [sanjay2jain@nic.in](mailto:sanjay2jain@nic.in) and [ddegov@mca.gov.in](mailto:ddegov@mca.gov.in) for the same.

We are enclosing the following documents with this letter:

1. Master Data of Various period stating the actual/correct details;

R.O. & Works: Unit I: A-902A, RIICO Industrial Aea, Phase III, Bhiwadi-301019, Rajasthan

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

E-mail: [hrd@titanbiotechltd.com](mailto:hrd@titanbiotechltd.com), [accounts@titanbiotechltd.com](mailto:accounts@titanbiotechltd.com), [purchase@titanbiotechltd.com](mailto:purchase@titanbiotechltd.com)

Website: [www.titanbiotechltd.com](http://www.titanbiotechltd.com) | [www.tmmedia.in](http://www.tmmedia.in)



# TITAN BIOTECH LIMITED



AN ISO 9001:2005 CERTIFICATED COMPANY

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

2. Annual Return of the Company;
3. MR-1 of Director;
4. Mail Copy ;
5. MCA Service Ticket.

Kindly look into the matter and resolve the matter as soon as possible. We face facing this issue from last 10 months and we under obligation to comply with compliances which is getting affected due to this issue. You are requested to resolve this matter hence we can file respective forms with ROC and other authorities.

**Thanking you,  
For Titan Biotech Limited**

*Charanjit Singh*  
**Charanjit Singh  
Company Secretary  
M.No A12726**



Enclosed: As above




## Company Master Data

|  |  |
|--|--|
| CIN  | L74999RJ1992PLC013387  |
| Company Name   | TITAN BIOTECH LTD. (TRANSFER FROM DELHI TO RAJ.)                 |
| ROC Code   | RoC-Jaipur   |
| Registration Number  | 013387   |
| Company Category   | Company limited by Shares  |
| Company SubCategory  | Non-govt company   |
| Class of Company   | Public   |
| Authorised Capital(Rs)   | 100000000  |
| Paid up Capital(Rs)  | 82637000   |
| Number of Members(Applicable in case of company without Share Capital)             | 0  |
| Date of Incorporation  | 18/02/1992   |
| Registered Address   | A-902 A,RIICO.INDL.AREA PHASE-III, BHIWADI RJ 301019 IN          |
| Address other than R/o where all or any books of account and papers are maintained | 303-305,LUSA TOWER AZADPUR COMMERCIAL COMPLEX DELHI 110033 DL IN |
| Email Id   | cs@titanbiotechltd.com   |
| Whether Listed or not  | Listed   |
| ACTIVE compliance  |  |
| Suspended at stock exchange  | -  |
| Date of last AGM   | 25/09/2020   |
| Date of Balance Sheet  | 31/03/2020   |
| Company Status(for efilng)   | Active   |

## Charges

| Assets under charge                        | Charge Amount | Date of Creation | Date of Modification | Status |
|--|---------------|------------------|----------------------|--------|
|  | 4000000       | 15/12/1997       | 16/12/1997           | CLOSED |
|  | 50000000      | 15/12/1997       | 01/08/2014           | CLOSED |
| Immovable property or any interest therein | 170000000     | 22/08/2015       | 22/10/2019           | OPEN   |

## Directors/Signatory Details

| DIN/PAN  | Name                | Begin date | End date | Surrendered DIN |
|--|---------------------|------------|----------|-----------------|
| 00027448   | NARESH KUMAR SINGLA | 01/05/2002 | -        |                 |
| 00027706   | SURESH CHAND SINGLA | 01/10/2012 | -        |                 |
| 00027790   | MANJU SINGLA        | 23/06/2001 | -        |                 |
| 01499470   | JAI PARKASH BANSAL  | 07/03/2019 | -        |                 |
|  03526583 | PREM SHANKAR GUPTA  | 01/05/2014 | -        |                 |
|  03526583 | SUPRIYA SINGLA      | 01/10/2012 | -        |                 |
|  03526583 | CHARANJIT SINGH     | 01/07/2004 | -        |                 |
| 08369528   | REKHA DALMIA        | 20/03/2019 | -        |                 |

**B. BOARD MEETINGS**

Number of Meetings Held

15

| S.NO | Type of Meeting | Date Of Meeting | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|------|-----------------|-----------------|---|----------------------------|-----------------|
|      |                 |                 |   | Number of members attended | % of attendance |
| 1    | Board Meeting   | 21-04-2022      | 6   | 5                          | 83              |
| 2    | Board Meeting   | 19-05-2022      | 6   | 5                          | 83              |
| 3    | Board Meeting   | 30-05-2022      | 6   | 5                          | 83              |
| 4    | Board Meeting   | 16-06-2022      | 6   | 6                          | 100             |
| 5    | Board Meeting   | 16-07-2022      | 6   | 6                          | 100             |
| 6    | Board Meeting   | 10-08-2022      | 6   | 6                          | 100             |
| 7    | Board Meeting   | 26-08-2022      | 6   | 6                          | 100             |
| 8    | Board Meeting   | 17-09-2022      | 6   | 6                          | 100             |
| 9    | Board Meeting   | 01-10-2022      | 8   | 8                          | 100             |
| 10   | Board Meeting   | 19-10-2022      | 8   | 7                          | 88              |
| 11   | Board Meeting   | 14-11-2022      | 8   | 8                          | 100             |
| 12   | Board Meeting   | 10-01-2023      | 8   | 8                          | 100             |
| 13   | Board Meeting   | 04-02-2023      | 8   | 8                          | 100             |
| 14   | Board Meeting   | 01-03-2023      | 8   | 8                          | 100             |
| 15   | Board Meeting   | 27-03-2023      | 8   | 8                          | 100             |

**C. COMMITTEE MEETINGS**

Number of Meetings Held

38

| S.NO | Type of Meeting                           | Date Of Meeting   | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|------|---|-------------------|---|----------------------------|-----------------|
|      |   |                   |   | Number of members attended | % of attendance |
| 1    | Audit Committee                           | 21 April 2022     | 3   | 3                          | 100             |
| 2    | Audit Committee                           | 30 May 2022       | 3   | 3                          | 100             |
| 3    | Audit Committee                           | 16 June 2022      | 3   | 3                          | 100             |
| 4    | Audit Committee                           | 10 August 2022    | 3   | 3                          | 100             |
| 5    | Audit Committee                           | 26 August 2022    | 3   | 3                          | 100             |
| 6    | Audit Committee                           | 14 November 2022  | 3   | 3                          | 100             |
| 7    | Audit Committee                           | 04 February 2023  | 3   | 3                          | 100             |
| 8    | Nomination & Remuneration Committee       | 16 June 2022      | 3   | 3                          | 100             |
| 9    | Nomination & Remuneration Committee       | 26 August 2022    | 3   | 3                          | 100             |
| 10   | Nomination & Remuneration Committee       | 01 October 2022   | 3   | 3                          | 100             |
| 11   | Corporate Social Responsibility Committee | 16 July 2022      | 3   | 3                          | 100             |
| 12   | Corporate Social Responsibility Committee | 10 March 2023     | 3   | 3                          | 100             |
| 13   | Corporate Social Responsibility Committee | 18 March 2023     | 3   | 3                          | 100             |
| 14   | Independent Director                      | 18 March 2023     | 2   | 2                          | 100             |
| 15   | Stakeholder Relationship Committee        | 15 April 2022     | 3   | 3                          | 100             |
| 16   | Stakeholder Relationship Committee        | 23 April 2022     | 3   | 3                          | 100             |
| 17   | Stakeholder Relationship Committee        | 25 April 2022     | 3   | 3                          | 100             |
| 18   | Stakeholder Relationship Committee        | 05 May 2022       | 3   | 3                          | 100             |
| 19   | Stakeholder Relationship Committee        | 07 June 2022      | 3   | 3                          | 100             |
| 20   | Stakeholder Relationship Committee        | 13 June 2022      | 3   | 3                          | 100             |
| 21   | Stakeholder Relationship Committee        | 24 June 2022      | 3   | 3                          | 100             |
| 22   | Stakeholder Relationship Committee        | 05 August 2022    | 3   | 3                          | 100             |
| 23   | Stakeholder Relationship Committee        | 23 August 2022    | 3   | 3                          | 100             |
| 24   | Stakeholder Relationship Committee        | 06 September 2022 | 3   | 3                          | 100             |
| 25   | Stakeholder Relationship Committee        | 27 September 2022 | 3   | 3                          | 100             |
| 26   | Stakeholder Relationship Committee        | 28 October 2022   | 3   | 3                          | 100             |
| 27   | Stakeholder Relationship Committee        | 04 November 2022  | 3   | 3                          | 100             |
| 28   | Stakeholder Relationship Committee        | 18 November 2022  | 3   | 3                          | 100             |



|    |                                    |                  |   |   |     |
|----|------------------------------------|------------------|---|---|-----|
| 29 | Stakeholder Relationship Committee | 22 November 2022 | 3 | 3 | 100 |
| 30 | Stakeholder Relationship Committee | 26 November 2022 | 3 | 3 | 100 |
| 31 | Stakeholder Relationship Committee | 01 December 2022 | 3 | 3 | 100 |
| 32 | Stakeholder Relationship Committee | 13 December 2022 | 3 | 3 | 100 |
| 33 | Stakeholder Relationship Committee | 12 January 2023  | 3 | 3 | 100 |
| 34 | Stakeholder Relationship Committee | 18 January 2023  | 3 | 3 | 100 |
| 35 | Stakeholder Relationship Committee | 28 January 2023  | 3 | 3 | 100 |
| 36 | Stakeholder Relationship Committee | 04 February 2023 | 3 | 3 | 100 |
| 37 | Stakeholder Relationship Committee | 22 March 2023    | 3 | 3 | 100 |
| 38 | Stakeholder Relationship Committee | 29 March 2023    | 3 | 3 | 100 |

**For Titan Biotech Limited**



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

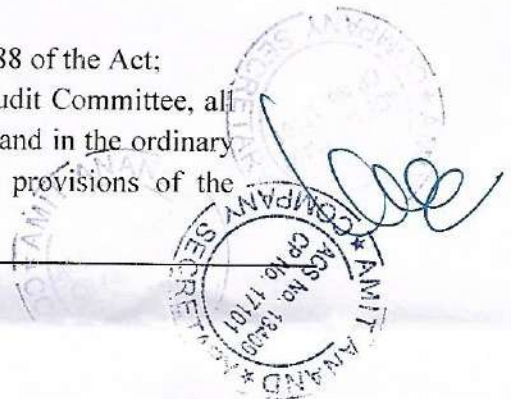
Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11 (2) of  
Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Titan Biotech Limited.** (The Company) as required to be maintained under the Companies Act, 2013 (The Act) and the rules made there under for the financial year ended on 31.03.2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents. We certify that in respect of the aforesaid financial year:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
  1. Its status under the Companies Act, 2013.
  2. The Company has kept and maintained of registers and records and made the entries therein within the time prescribed time as per the provisions of the Act;
  3. The Company has duly filed the forms and returns as stated in the annual return, with the Registrar of Companies within the time prescribed including filing of documents with additional fees under the Act and the Rules made there under;
  4. Calling/ convening/ holding meetings of Board of Directors or its Committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and ~~the proceedings including the circular resolutions and resolutions passed by postal ballot~~ have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. The Register of Members/Security holders of the company was closed from **24<sup>th</sup> September, 2022 to 30<sup>th</sup> September, 2022** during the year for the purpose of Annual General Meeting of the Company for the financial year 2021-2022;
  6. The Company has advance loans to its ~~directors and other persons or firms or~~ companies referred to in section 185 of the Companies Act, 2013;
  7. Contracts/arrangements with related parties as specified in section 188 of the Act;  
During the Period under Review, in terms of the decision of the Audit Committee, all the related party transactions were entered on an arm's length basis and in the ordinary course of business and were in compliance with the applicable provisions of the





Companies Act, 2013;

8. The Company:

- (i) has made transfer of securities;
- (ii) has made transmission of securities;
- (iii) has not made any allotment of securities;
- (iv) has not made buy back of securities;
- (v) has not made any redemption of preference shares or debentures;
- (vi) has not made any alteration or reduction of share capital; or
- (vii) has not made any conversion of shares/ securities and issue of security certificates in all instances;

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

During the financial year ended on March 31, 2023, the Company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provision of the Act.

10. The Board have recommended Rs. 1.80 per share Dividend on the Equity Shares for the year ended 31.03.2023;

11. The Company has transferred the amounts in unpaid dividend account, which have remained unclaimed or unpaid for a period of seven years during 2022-2023 to Investor Education and protection Fund in accordance with Section 125 of the Companies Act, 2013;

12. The Company has transferred the amounts application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years during 2022-2023 to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013- Not Applicable

13. The signing of audited financial statements as per the provisions of Section 134 of the Act and report of Directors is as per sub - sections (3), (4) and (5) thereof;

14. constitution/ appointment/ re-appointments/ retirement/ ~~filling up casual vacancies~~/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

15. appointment/ ~~re-appointment~~/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

16. The Company was not required to obtain any approvals required to be taken from the Central Government, Tribunal, Regional Director, Court or such other authorities under



17. The Company has not accepted / renewal /repayment of deposits during the year;
18. The Company during the period under review, has modified/create charge on the assets of the Company;
19. The Company has following Long Term Borrowings during the financial year ended 31.03.2023;

During the Period under Review, the Company has not borrowed from members and directors. However, the Company has obtained loans and working capital facility from the Banks and necessary charge in this regard has been duly created and registered with the Registrar;

20. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;  
All the loans, investment, guarantees or securities provided by the Company were within the limits provided under Section 186 of the Act;


21. The Company has not altered the provisions of the Memorandum during the financial year under scrutiny;

22. The Company has not altered the clauses of Articles of Association of Company during the financial year ended as on 31.03.2023.

**Place: Delhi**

**Date: 26/10/2023**



  
**Amit Anand**

**(Practicing Company Secretary)**

**M. No. A13409**

**C.P No. 17101**

**Peer Review Certificate No.: 1970/2022**

**COP No. 17101**

**UDIN: A013409E001470425**