

NOTICE

Notice is hereby given that Thirty-third (33rd) **Annual General Meeting** of the members of **Titan Biotech Limited** will be held on Friday, 26th September, 2025 at 03:00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses.

The proceedings of the Thirty-third (33rd) Annual General Meeting (“AGM”) shall be deemed to be conducted at the Registered Office of the Company at A-902A, RIICO Industrial Area, Phase-III, Bhiwadi - 301019, Rajasthan, which shall be the deemed venue of the AGM.

ORDINARY BUSINESS

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025 AND THE REPORT OF THE AUDITORS AND DIRECTORS THEREON.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** the Audited Financial Statements i.e. Standalone and Consolidated Balance Sheet of the Company as at 31st March, 2025 and Standalone and Consolidated Profit and Loss Account of the Company for the year ended as on the said date together with the Schedules, Notes on Accounts and Cash Flow Statement (‘Annual Financial Statement’) and the report of Auditors and Directors including annexures thereon be and are hereby considered, approved and adopted.”

2. TO DECLARE DIVIDEND ON EQUITY SHARES OF THE COMPANY.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** final dividend of Rs. 2 (Rupees Two) per equity share of the face value of Rs. 10 each for the year ended 31st March, 2025 on 82,63,700 Equity Shares of the Company aggregating Rs. 165.274 lakh as recommended by the Board of Directors be declared and that the said Dividend be distributed out of the Profits for the year ended on 31st March, 2025.”

3. RE-APPOINTMENT OF MRS. MANJU SINGLA (DIN. 00027790), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** Mrs. Manju Singla (DIN. 00027790), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

4. RE-APPOINTMENT OF MR. RAJA SINGLA (DIN. 03523719), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** Mr. Raja Singla (DIN. 03523719), who retires by rotation and being eligible for re- appointment, be and is hereby re-appointed as a Director of the Company.”

5. RE-APPOINTMENT OF MR. UDIT SINGLA (DIN. 03526575), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** Mr. Udit Singla (DIN. 03526575), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

SPECIAL BUSINESS

6. APPOINTMENT OF MR. AMIT ANAND, PRACTISING COMPANY SECRETARY AS SECRETARIAL AUDITOR OF THE COMPANY

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

("SEBI Listing Regulations") (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, Mr. Amit Anand, Practising Company Secretary, Certificate of Practice No. 17101 be and is hereby appointed as Secretarial Auditor of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor."

7. AUTHORIZATION FOR LOANS ETC

*To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:*

"RESOLVED THAT in pursuance of Section 185 of the Companies Act, 2013 (the Act), read with the Companies (Meetings of the Board and its Powers) Rules, 2014, and other applicable provisions, if any, of the Act and rules made there-under, as amended or re-stated from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any committee thereof) to give loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the "Entities"), of an aggregate amount upto Rs. 12 Crores, in its absolute discretion deem beneficial and in the best interest of the Company."

8. RATIFICATION OF REMUNERATION TO COST AUDITORS FOR FINANCIAL YEAR 2025- 2026

*To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) excluding applicable Tax fixed for payment in connection with the cost audit by M/s Sanjay Kumar Garg & Associates, Cost Accountants, (Firm Registration No. 100292), who were appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026, be and is hereby ratified.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

9. REAPPOINTMENT OF MR. NARESH KUMAR SINGLA (DIN NO. 00027448) AS MANAGING DIRECTOR

*To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:*

"RESOLVED THAT in pursuance of Sections 196, 197, 198 and other applicable provisions including Section I of Part II of Schedule V to the Companies Act, 2013 (the Act), as amended or re-stated from time to time, read with the Articles of Association of the Company, on the basis of recommendation of Nomination & Remuneration Committee and approval of Board of Directors of Company, the consent of Company be and is hereby accorded to the re-appointment of Mr. Naresh Kumar Singla (DIN: 00027448) as Managing Director of the Company for a further term of Five years beginning from 1st April, 2026 to 31st March, 2031, not liable to retire by rotation, on such remuneration and other terms and conditions as are detailed below, subject however to the condition that whenever in respect of a particular year the proposed remuneration is not in conformity with the aforesaid provisions, as applicable at the relevant time, the remuneration in respect of that financial year shall be restricted to the maximum payable under the said provisions:

- a. Salary: Rs. 800,000/- per month, other benefits, perquisites and allowances as mentioned herein below w.e.f. 1st October, 2025 subject to increase on the basis of recommendation of Nomination & Remuneration Committee, but upto a maximum of Rs. 20,00,000/- per month and perquisites upto 31st March, 2031.
- b. Other Benefits, Perquisites and allowances: -
 - i) Gratuity paid or payable in accordance with the Gratuity Act.
 - ii) Insurance for health, accident, officer's liability etc. by company
 - iii) Contribution towards National Pension Scheme by Company
 - iv) Bonus paid or payable as per rules of the company and applicable laws.

- v) Leave Encashment in accordance with rules of company.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board of Directors of the Company, authorized to vary, alter and change the terms and conditions of the aforesaid re-appointment including the remuneration to be paid to him as Managing Director of the Company, which shall be well within the permissible limit and accordance with the provisions of section 197 read with Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as may be required, considered necessary or incidental thereto, and to settle any question(s), difficulty(ies) or matter(s) that may arise in interpretation, implementation or execution of the intent of the aforesaid resolution and to seek and obtain requisite consents and/or approvals including approval of the Central Government, as the Board of Directors may deem fit and appropriate to give effect to the above Resolutions.”

10. REAPPOINTMENT OF MR. SURESH CHAND SINGLA (DIN NO. 00027706) AS MANAGING DIRECTOR

*To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:*

“RESOLVED THAT in pursuance of Sections 196, 197, 198, 203 and other applicable provisions including Section I of Part II of Schedule V to the Companies Act, 2013 (the Act), as amended or re-stated from time to time, read with the Articles of Association of the Company, on the basis of recommendation of Nomination & Remuneration Committee and approval of Board of Director of Company, the consent of Company be and is hereby accorded the re-appointment of Mr. Suresh Chand Singla (DIN: 00027706) as Managing Director of the Company for a further term of Five years beginning from 1st April, 2026 to 31st March, 2031, not liable to retire by rotation, on such remuneration and other terms and conditions as are detailed below, subject however to the condition that whenever in respect of a particular year the proposed remuneration is not in conformity with the aforesaid provisions, as applicable at the relevant time, the remuneration in respect of that financial year shall be restricted to the maximum payable under the said provisions:

- a. Salary: Rs. 800,000/- per month, other benefits, perquisites and allowances as mentioned herein below w.e.f. 1st October, 2025 subject to increase on the basis of recommendation of Nomination & Remuneration Committee, but upto a maximum of Rs. 20,00,000/- per month and perquisites upto 31st March, 2031.
- b. Other Benefits, Perquisites and allowances: -
 - i) Gratuity paid or payable in accordance with the Gratuity Act.
 - ii) Insurance for health, accident, officer’s liability etc. by company
 - iii) Contribution towards National Pension Scheme by Company
 - iv) Bonus paid or payable as per rules of the company and applicable laws.
 - v) Leave Encashment in accordance with rules of company.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board of Directors of the Company, authorized to vary, alter and change the terms and conditions of the aforesaid re-appointment including the remuneration to be paid to him as Managing Director of the Company, which shall be well within the permissible limit and accordance with the provisions of section 197 read with Schedule V of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as may be required, considered necessary or incidental thereto, and to settle any question(s), difficulty(ies) or matter(s) that may arise in interpretation, implementation or execution of the intent of the aforesaid resolution and to seek and obtain requisite consents and/or approvals including approval of the Central Government, as the Board of Directors may deem fit and appropriate to give effect to the above.”

11. MORTGAGE OF PROPERTY OF COMPANY FOR BORROWING FUNDS AND PERMISSION UNDER SECTION 180 (1) (A) OF COMPANIES ACT, 2013

*To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:*

“RESOLVED THAT pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the company be and is hereby given to the board of directors of the company to create such charges, mortgages, Pledge and hypothecations in addition to the existing charges, mortgages, Pledge and hypothecations created by the Company, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company in certain events, as the case may be in favour of the Lender(s)/banks/financial institutions, other

investing agencies and trustees for the holders of other instruments to secure rupee/foreign currency loans (hereinafter collectively referred to as “Loans”) provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, at any time exceed Rs.25 crores (Rupees Twenty Five Crores Only) or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.

RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Rajasthan and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.”

12. INCREASE IN REMUNERATION OF MR. SHIVOM SINGLA, WHOLE TIME DIRECTOR (DIN 03615519) OF THE COMPANY

*To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:*

“**RESOLVED THAT** in pursuance of Sections 152, 196, 197, 198, 203 and other applicable provisions read with the Schedule V to the Companies Act, 2013 (the Act), as amended or re-stated from time to time, read with the Articles of Association of the Company, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and based on recommendation of the Nomination & Remuneration Committee and approval of Board of Director of Company, the consent of members be and is hereby accorded to increase the remuneration of Mr. Shivom Singla (DIN: 03615519), Whole Time Director of the Company, from Rs. 10,00,000/- (Rupees Ten Lakh Only) per month to Rs. 13,50,000/- (Rupees Thirteen Lakh Fifty Thousand Only) per month plus other benefits and allowances as detailed in the explanatory statement with effect from 1st October, 2025 with overall ceiling of Rs. 20,00,000/- (Rupees Twenty Lakh Only) per month and he shall be liable to retire by rotation, on such terms and remuneration as set out in the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof, which in any financial year may exceed the limits specified in Section 197 and Schedule V of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations);

RESOLVED FURTHER THAT where in any financial year during the currency of his tenure, in the event of inadequacy or absence of profits under Section 197 and all other applicable provisions of the Act in any financial year or years during the term of appointment, the remuneration, as approved herein be paid as minimum remuneration to the said Whole-Time Director for a period or periods not exceeding five years in the aggregate and the approval accorded herein shall also be deemed to be the approval by way of special resolution as contemplated under Section 197 read with Schedule V of the Act and/or Regulation 17 of the Listing Regulations, as may be applicable;

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorized to vary and/ or revise the remuneration of the said Whole Time Director within the overall limits approved herein and to settle any question or difficulties in connection therewith or incidental thereto;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as may be required, considered necessary or incidental thereto, and to settle any question(s), difficulty(ies) or matter(s) that may arise in interpretation, implementation or execution of the intent of the aforesaid resolution and to seek and obtain requisite consents and/or approvals including approval of the Board of Directors may deem fit and appropriate to give effect to the above.”

13. INCREASE IN REMUNERATION OF MR. UDIT SINGLA, WHOLE TIME DIRECTOR (DIN NO. 03526575) OF THE COMPANY

*To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:*

“**RESOLVED THAT** in pursuance of Sections 152, 196, 197, 198, 203 and other applicable provisions read with of Schedule V to the Companies Act, 2013 (the Act), as amended or re-stated from time to time, read with the Articles of Association of the Company, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) on the basis of recommendation of Nomination & Remuneration Committee and approval of Board of Director of Company, the consent of members be and is hereby

accorded to increase the remuneration of Mr. Udit Singla (DIN: 03526275), Whole Time Director of the Company, from Rs. 10,00,000/-(Rupee Ten Lakh Only) per month to Rs. 13,50,000/-(Rupees Thirteen Lakh Fifty Thousand Only) per month plus other benefits and allowances as detailed in the explanatory statement with effect from 1st October, 2025 with overall ceiling of Rs. 20,00,000/-(Rupees Twenty Lakh Only) per month and he shall be liable to retire by rotation, on such terms and remuneration as set out in the Statement under Section 102 of the Act annexed hereto which shall be deemed to form part hereof, which in any financial year may exceed the limits specified in Section 197 and Schedule V of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations);

RESOLVED FURTHER THAT where in any financial year during the currency of his tenure, in the event of inadequacy or absence of profits under Section 197 and all other applicable provisions of the Act in any financial year or years during the term of appointment, the remuneration, as approved herein be paid as minimum remuneration to the said Whole-Time Director for a period or periods not exceeding Five years in the aggregate and the approval accorded herein shall also be deemed to be the approval by way of special resolution as contemplated under Section 197 read with Schedule V of the Act and/or Regulation 17 of the Listing Regulations, as may be applicable;

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof be and is hereby authorized to vary and/ or revise the remuneration of the said Whole Time Director within the overall limits approved herein and to settle any question or difficulties in connection therewith or incidental thereto;

RESOLVED FURTHER THAT any Director or Company Secretary of the Company authorized to do all such acts, deeds and things as may be required, considered necessary or incidental thereto, and to settle any question(s), difficulty(ies) or matter(s) that may arise in interpretation, implementation or execution of the intent of the aforesaid resolution and to seek and obtain requisite consents and/or approvals including approval of the Board of Directors may deem fit and appropriate to give effect to the above.”

14. REGULARIZATION OF APPOINTMENT OF MR. DEBENDRA KUMAR SABAT (DIN: 00802225) AS AN INDEPENDENT DIRECTOR

*To consider and if thought fit, to pass the following resolution as a **Special Resolution**:*

“**RESOLVED THAT** pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), approval of the members of the company be and is hereby accorded to regularize the appointment of Mr. Debendra Kumar Sabat (DIN: 00802225), who was appointed by the Board of Directors as an Additional Independent Director (Non-Executive) of the Company pursuant to the provisions of section 161(1) of the Companies Act, 2013 and the Articles of Association of the company, and who holds office upto the date of this Annual General Meeting, and in respect of whom the Company has received a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the Listing Regulations, and is not disqualified from being appointed as a Director under any applicable law, be and is hereby appointed as an Independent Non-Executive Director of the Company for a term of five (5) consecutive years commencing from the original date of appointment i.e. 13th August, 2025 up to 12th August, 2030, and who shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

15. APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) with **Phoenix Bio Sciences Private Limited, Peptech Biosciences Limited and Stalwart Nutritions Private Limited** as more specifically set out in Table no. A in the explanatory statement to this resolution on the material terms & conditions set out therein;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board
For Titan Biotech Limited**

**SD/-
Charanjit Singh
(Company Secretary)
ACS No. 12726**

Date: August 13, 2025
Place: Delhi

NOTES

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 09/2024 dated 19th September 2024, other Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024, issued by SEBI (“the Circulars”), companies are allowed to hold AGM through video conference or other audio visual means (“VC/OAVM”) upto 25th September 2025, without the physical presence of members at a common venue. Accordingly, the AGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company. **The deemed address of the Company for the purpose of AGM shall be its Registered Office at A-902A, RIICO Industrial Area, phase-III, Bhiwadi.**

In compliance with the provisions of the Companies Act, 2013 (‘Act’), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and the relevant MCA Circulars, the 33rd AGM of the Company is being conducted through VC/OAVM, and does not require physical presence of members at deemed venue.

2. The Board of Directors have considered Special Business under item no. 6 to 15 being considered unavoidable to be transacted at the AGM. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment or re-appointment and/or fixation of remuneration of Directors at this AGM is annexed.
3. The Shareholder may please note that since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Route Map and Attendance Slip are not annexed to this Notice.
4. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Beetal in case the shares are held by them in physical form.
5. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Beetal Financial and Computer Services Pvt Ltd (‘Beetal’) in case the shares are held by them in physical form.
6. Non-Resident Indian Members are requested to inform RTA (Beetal), immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

7. The relevant records and documents connected with the businesses set out in the notice are available for inspection during the meeting on all working days up to the day of the Annual General Meeting except on Sundays and other holidays.
8. The Share Transfer Books and the Register of Members of the Company will remain closed from 20th September, 2025 to 26th September, 2025 (both days inclusive).
9. Explanatory Statement pursuant to Section 102 of Companies Act, 2013 is annexed hereto and forms part of this notice.
10. **CDSL E-VOTING SYSTEM – FOR E-VOTING AND JOINING VIRTUAL MEETINGS.**

- a) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the Companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 09/2024 dated 19th September 2024, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, Circular No. 2/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022 and other circular if any. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- b) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, May 05, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- c) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- d) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- e) Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- f) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, and subsequent circulars the Notice calling the AGM has been uploaded on the website of the Company at <http://www.titanbiotechltd.com>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) <http://www.evotingindia.com>.
- g) The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 09/2024, dated 19.09.2024, General Circular No. 0920/2020, dated 05.05.2020, General Circular No. 02/2021, dated 13.06.2021 and General Circular No. 19/2021, dated 08.12.2021, General Circular No. 21/2021, dated 14.12.2021 and Circular No. 02/2022 dated May 05, 2022 and other circular if any.

11. THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i. The voting period begins on **22nd September, 2025 at 10.00 A.M** and ends on **25th September, 2025 at 5.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **19th September, 2025**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible Companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Individual Shareholders holding securities in demat mode with NSDL Depository	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- v. Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company
- vi. Next enter the Image Verification as displayed and Click on Login
- vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- ix. After entering these details appropriately, click on “SUBMIT” tab.
 - x. Members holding shares in physical form will then directly reach the Company selection screen, However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - xii. Click on the EVSN for the relevant <TITAN BIOTECH LIMITED> on which you choose to vote.
 - xiii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - xiv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote
 - xvii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 - xviii. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - xix. Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
12. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on 19th September, 2025 may follow the same instructions as mentioned above for e-Voting.
 13. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

14. The Board of Directors has appointed M/s PKG AND ASSOCIATES, Practicing Company Secretary, who shall scrutinize the electronic voting process in fair and transparent manner.
15. The results of resolutions passed shall be declared immediately on furnishing of report by scrutinizers to the Chairman after the 33rd Annual General Meeting. The results of resolutions shall be based on the report of M/s PKG AND ASSOCIATES, Proprietorship of Practicing Company Secretary, and voting at 33rd Annual General Meeting.
16. Members are requested to intimate to the Company queries, if any, regarding these accounts/ notice at least 7 (seven days) before the meeting to enable the management to keep the information ready at the meeting.
17. Unpaid / Unclaimed Dividend is lying with the Company for the last few years. Shareholders who have not received or claimed dividend may submit their claim immediately to avoid the same being transferred to Investor Education and Protection Fund after period of 7 years or as prescribed under the Companies Act and Rules made thereunder. The Company had communicated to Shareholders for claiming of dividend for 2016-2017 onwards and also updated list of shareholders on its website whose dividend and shares can be transferred to IEPF if dividend on such shares is not claimed for a period of 7 years. Members who have not so far encashed their dividend warrants for the years from 2016-17 to 2024-25 may approach RTA (Beetal), for payment thereof, to avoid transfer as per the dates mentioned below:

Sr. No.	Dividend for Financial Year	Due Date for Transfer to IEPF
1.	2017-2018	04-11-2025
2.	2018-2019	N.A.
3.	2019-2020	01-11-2027
4.	2020-2021	31-10-2028
5.	2021-2022	06-11-2029
6.	2022-2023	05-11-2030
7.	2023-2024	06-11-2031
8.	2024-2025	06-11-2032

Members whose shares have been transferred to IEPF may claim the shares by making an application in Form IEPF-5. Detailed procedure and the required documentation for claiming the shares/dividend refund can be accessed at www.iepf.gov.in.

Please note that:

- Login to e- voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the Companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

The results of the voting shall be placed on the website of the Company at www.titanbiotechltd.com and also at CDSL website at www.cdslindia.com.

18. M/s PKG and Associates, Proprietorship of Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
19. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer.
20. The scrutiniser shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutiniser's report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
21. The Results declared along with the report of Scrutinizer shall be placed on the website of the Company www.titanbiotechltd.com. The results shall be forwarded immediately to the BSE Limited where shares of the Company are listed.
22. All documents referred to in the Notice will be available for inspection at the Company's Registered Office on all working days, during business hours upon the date of the AGM.

23. A person, whose name is recorded in the register of members or in the register of beneficial owners, maintained by the depositories as on the cut off date i.e 19th September, 2025 is entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
24. Record date for determining the names of members eligible for dividend on equity shares, if approved by the members at the AGM, is 19th September, 2025.
25. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
26. **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM & E-VOTING DURING MEETING ARE AS UNDERs:**
 - A. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
 - B. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
 - C. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
 - D. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
 - E. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - F. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - G. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at hrd@titanbiotechltd.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at hrd@titanbiotechltd.com. These queries will be replied to by the Company suitably by email.
 - H. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 - I. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 - J. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
27. **PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING ANNUAL REPORT AND USER ID/ PASSWORD FOR E-VOTING AND UPDATION OF BANK ACCOUNT MANDATE FOR RECEIPT OF DIVIDEND DIRECTLY IN THEIR BANK ACCOUNT THROUGH ELECTRONIC CLEARING SYSTEM OR ANY OTHER MEANS:**

Physical Holding	<p>Send a request to the Registrar and Transfer Agents of the Company, BEETAL Financial & Computer Services Private Limited at beetalrta@gmail.com providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering email address.</p> <p>Following additional details need to be provided in case of updating Bank Account Details:</p> <ol style="list-style-type: none"> a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions d) 9 digit MICR Code Number, and e) 11 digit IFSC Code f) a scanned copy of the cancelled cheque bearing the name of the first shareholder.
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Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.
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28. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

29. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to hrd@titanbiotechltd.com / beetalrta@gmail.com

For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).

For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

30. NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz gu.pankaj@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800 21 09911.

31. The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to the Company / to our RTA.

- 31.** The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit their PAN to the Company / to our RTA.

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Companies required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ BEETAL Financial & Computer Services Private Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

- 32.** For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Shareholders having valid PAN 7.5% or as notified by the Government of India

Shareholders not having PAN / valid PAN 20% or as notified by the Government of India

PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to beetalrta@gmail.com .

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to beetalrta@gmail.com . The aforesaid declarations and documents need to be submitted by the shareholders

Members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to our RTA, for consolidation into a single folio.

Non-Resident Indian Members are requested to inform our RTA / respective depository participants, immediately of any:

- a) Change in their residential status on return to India for permanent settlement.
- b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

Members are requested to note that the SEBI circular dated November 3, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) mandated that the members (holding securities in physical form), whose folio(s) were not updated with the KYC details (viz., PAN; Choice of Nomination; Contact Details; Mobile Number; Bank Account Details and signature, if any) shall be eligible for any dividend payments in respect of such folios, only through electronic mode with effect from April 1, 2024.

To avoid delay in receiving dividend, Members are requested to update their KYC with their depositories (where shares are held in demat mode) and with the Company’s Registrar & Share Transfer Agents (“RTA”) by submitting the relevant ISR forms duly filled in along with self-attested supporting proofs (where shares are held in physical mode) to receive dividend directly into their bank account. The forms can be downloaded from the website of the RTA and also of the Company.

33. NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024), in supersession of earlier Circular(s) issued on the subject, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. As per the said Circular, it is mandatory for the shareholders holding securities in physical form to, inter alia, furnish PAN, KYC, and nomination details

Physical folios wherein the said details are not available would be eligible for lodging grievance or any service request only after registering the required details. Any payments including dividend in respect of such folios shall only be made electronically with effect from 1st April 2024 upon registering the required details.

If a shareholder holding shares in physical form desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she/they may submit the same in the prescribed form. Shareholders holding shares in demat form who

have not furnished nomination nor have submitted declaration for opting out of nomination, are required to register or opt out from nomination, as the case may be, on or before 30th June 2024, failing which their demat account shall be frozen for debits.

The Company has sent individual letters to all the shareholders holding shares of the Company in physical form for furnishing their PAN, KYC, and nomination details. The necessary forms in this regard have been made available on the website of the Company at <https://titanbiotechltd.com/investor/important-information/> and its RTA at <http://www.beetalfinancial.in/BEETALFINANCIAL/downloadf.aspx>. Accordingly, the members are advised to register their details with the RTA or DPs, in compliance with the aforesaid SEBI guidelines for smooth processing of their service requests and trading without any hindrance.

34. ISSUE OF SECURITIES IN DEMATERIALISED FORM

SEBI vide its notification dated 24th January 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, the members are advised to dematerialise their holdings.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024) has mandated listed companies to issue securities for the following investor service requests only in dematerialised form: (i) issue of duplicate securities certificate; (ii) claim from unclaimed suspense account; (iii) renewal/exchange of securities certificate; (iv) endorsement; (v) sub-division/splitting of securities certificate; (vi) consolidation of securities certificates/folios; (vii) transmission; and (viii) transposition.

35. PROCESS FOR AVAILING VARIOUS INVESTOR SERVICE REQUESTS

Members are requested to refer to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024) for common and simplified norms for processing any service requests before making an application to the Company/RTA.

**By Order of the Board
for Titan Biotech Limited**

**SD/-
Charanjit Singh
Company Secretary
ACS 12726**

Date: August 13, 2025
Place: Delhi

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 6:

The Board at its meeting held on 30th May, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit, efficiency in conduct of audit, independence, etc., has approved the appointment of Mr. Amit Anand, Practising Company Secretary, a peer reviewed Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members. The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Mr. Amit Anand is a well-known Practising Company Secretary based in Delhi. Mr. Amit Anand is eligible to be appointed as Secretarial Auditor in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by Secretarial Auditor is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

Mr. Amit Anand is B.Com (Hons) commerce graduate and a Practising Company Secretary with Certificate of Practice number 17101. He has over 10 years of experience in Practice. He was peer reviewed on 19th April 2022 vide certificate number 1970/2022. There is no material change in fees payable to him.

The proposed fees in connection with the secretarial audit shall be Rs 72000 (Rupees Seventy Two Thousand Only) plus applicable taxes and other out-of-pocket expenses for FY 2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and Mr. Amit Anand.

The Board recommends the Ordinary Resolution as set out in Item No. 6 of this Notice for approval of the Members. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 6 of this Notice.

Item No. 7:

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the **Item no. 7** of the notice.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

Directors namely Mr. Suresh Chand Singla, Mr. Naresh Kumar Singla, Mrs. Manju Singla, Mr. Raja Singla and Relatives of Key Managerial Personnel namely Mr. Udit Singla, Ms. Supriya Singla and Mr. Shivom Singla and all above named Companies are interested in above Resolution and hence not entitled to participate in discussion or vote on the Resolution.

The Board recommends the **Special Resolution** set out at **Item No. 7** of the Notice for approval by the Members. No other Director or Key Managerial Personnel of the Company is concerned or interested in the resolution.

Item No. 8:

The Board, on the recommendation of the Audit Committee, has approved in its board meeting held in 30th May, 2025, the appointment of M/s Sanjay Kumar Garg & Associates, Cost Accountants, FRN 100292, at a remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) excluding applicable Tax to conduct the Cost Audit of the Company for the financial year 2025-2026.

In accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution. The Board recommends the **Ordinary Resolution** set out at **Item No. 8** of the Notice for approval by the Members.

Item No. 9:

Mr. Naresh Kumar Singla (DIN: 00027448) was appointed as the Managing Director of the Company for a term of five (5) years beginning from 1st April, 2021 to 31st March, 2026. The Board at its meeting held on 13th August, 2025 has approved the change in remuneration and tenure for re-appointment from 1st April, 2026 to 31st March, 2031, for which approval the members is required.

The remuneration proposed to be paid to Mr. Naresh Kumar Singla, Managing Director has also been recommended by the Nomination and Remuneration Committee. The remuneration proposed will be in accordance with the Companies Act, 2013 read with Schedule V to the Act. Brief profile of Mr. Naresh Kumar Singla is annexed to the notice.

Mr. Naresh Kumar Singla, Managing Director shall draw remuneration plus other benefits, perquisites and allowances as mentioned in the resolution for Item No 9. from October 1, 2025 as set out herein below:

a. Salary: Rs. 8,00,000/- per month w.e.f. 1st October, 2025, on the basis of recommendation of Nomination & Remuneration Committee, but upto maximum of Rs. 20,00,000/- per month including other benefits, perquisites and allowances.

b. Other Benefits, Perquisites and allowances: -

- i) Gratuity paid or payable in accordance with the Gratuity Act.
- ii) Insurance for health, accident, officer's liability etc. by company
- iii) Contribution towards National Pension Scheme by Company
- iv) Bonus paid or payable as per rules of the company and applicable laws.
- v) Leave Encashment in accordance with rules of company.

Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder:

I. GENERAL INFORMATION

- (1) **Nature of Industry:** Biotechnology
- (2) **Date or expected date of commencement of commercial production:** N.A. Since the Company has already commence the business activities
- (3) **In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable, since the Company was incorporated on 18/02/1992
- (4) **Financial performance based on given indicators:**

(Amount in Rs. Lakhs)

Particular	For the year ended		
	31st March, 2023	31st March, 2024	31st March, 2025
Total Revenue	14594.24	16582.03	16036.33
Profit before Tax	2811.60	3152.90	2436.73
Profit after Tax	2102.48	2366.32	1827.11
Paid up Capital	826.37	826.37	826.37

- (5) **Foreign investments or collaborations, if any:** The Company does not have any foreign technical collaborations or foreign joint venture arrangements as on date. However, the Company has received investments from Non-Resident Indians (NRIs) and therefore, has foreign shareholding to that extent.

i Information about the appointee:

a.	Background details	Mr. Naresh Kumar Singla is associated with Company since 1992 as a first Director of the Company. He expertise in Accounts, Finance, Project Development and Implementation.
b.	Past remuneration	48,00,000/- P.A
c.	Recognition or awards	N.A
d.	Job profile and his suitability	He expertise in Accounts, Finance, Project Development and Implementation.
e.	Remuneration proposed	96,00,000/- with ceiling of Rs. 2,40,00,000/- P.A.

f.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by him, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other Companies.
g.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any	Apart from the remuneration and perquisites paid to him as Managing Director as stated above and their respective shareholding held directly or indirectly in the Company and Mr. Raja Singla & Mr. Shivom Singla being sons of Mr. Naresh Kumar Singla do not have any pecuniary relationship directly or indirectly with the Company and its managerial personnel except remuneration and perquisites paid to them and relatives.

III. OTHER INFORMATION:

- (1) **Reasons of loss or inadequate profits: Not Applicable**
- (2) **Steps taken or proposed to be taken for improvement: Not Applicable**
- (3) **Expected increase in productivity and profits in measurable terms: Not Applicable**

Note: The above clauses are not applicable as the company is currently profit-making and does not fall under the category of entities required to furnish such details.

IV. DISCLOSURE:

- a. The remuneration package of all the managerial persons are given in the respective resolutions.
- b. Additional information is given in Corporate Governance report and Annexure attached with Notice.

Further, pursuant to the provisions of Section 196 of the Companies Act, 2013, a Special Resolution is required to be passed by the members for the appointment as Managing Director of a person who has attained the age of 70 (seventy) years. In this context, the Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval by the members, as Mr. Naresh Kumar Singla will attain the age of 70 during his proposed five-year tenure.

None of the Directors, KMP's and members except Mr. Naresh Kumar Singla, Mr. Raja Singla and Mr. Shivom Singla are (being relative as per Companies Act and rules there under) interested in this resolution and are not entitled to vote on this resolution.

Item No. 10:

Mr. Suresh Chand Singla (DIN: 00027706) was appointed as the Managing Director of the Company for a term of five (5) years beginning from 1st April, 2021 to 31st March, 2026. The Board at its meeting held on 13th August, 2025 has approved the change in remuneration and tenure for re-appointment from 1st April, 2026 to 31st March, 2031, for which approval the members is required.

The remuneration proposed to be paid to Mr. Suresh Chand Singla, Managing Director has also been recommended by the Nomination and Remuneration Committee. The remuneration proposed will be in accordance with the Companies Act, 2013 read with Schedule V to the Act. Brief profile of Mr. Suresh Chand Singla is annexed to the notice.

Mr. Suresh Chand Singla, Managing Director shall draw remuneration plus other benefits, perquisites and allowances as mentioned in the resolution for Item No 10. from October 1, 2025 as set out herein below:

a. Salary: Rs. 8,00,000/- per month w.e.f. 1st October, 2025, subject to increase on the basis of recommendation of Nomination & Remuneration Committee, but upto a maximum of Rs. 20,00,000/- per month and perquisites upto 31st March, 2031.

b. Other Benefits, Perquisites and allowances: -

- i) Gratuity paid or payable in accordance with the Gratuity Act.
- ii) Insurance for health, accident, officer's liability etc. by company
- iii) Contribution towards National Pension Scheme by Company
- iv) Bonus paid or payable as per rules of the company and applicable laws.
- v) Leave Encashment in accordance with rules of company.

Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder:

I. GENERAL INFORMATION

- (1) **Nature of Industry:** Biotechnology
- (2) **Date or expected date of commencement of commercial production:** N.A. Since the Company has already commence the business activities
- (3) **In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable, since the Company was incorporated on 18/02/1992.
- (4) **Financial performance based on given indicators:**

(Amount in Rs. Lakhs)

Particular	For the year ended		
	31st March, 2023	31st March, 2024	31st March, 2025
Total Revenue	14594.24	16582.03	16036.33
Profit before Tax	2811.60	3152.90	2436.73
Profit after Tax	2102.48	2366.32	1827.11
Paid up Capital	826.37	826.37	826.37

- (5) **Foreign investments or collaborations, if any:** The Company does not have any foreign technical collaborations or foreign joint venture arrangements as on date. However, the Company has received investments from Non-Resident Indians (NRIs) and therefore, has foreign shareholding to that extent.

II. INFORMATION ABOUT THE APPOINTEE

a.	Background details	Mr. Suresh Chand Singla is associated with Company since 1992 as a first Director of the Company. He expertise in Production, Quality Control of Microbiological Culture Media, Media bases and other Biological Products, also in marketing of products and brand building.
b.	Past remuneration	48,00,000/- P.A
c.	Recognition or awards	N.A
d.	Job profile and his suitability	He expertise in Production, Quality Control of Microbiological Culture Media, Media bases and other Biological Products, also in marketing of products and brand building.
e.	Remuneration proposed	96,00,000/- with ceiling of Rs 2,40,00,000/- P.A
f.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by him, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in o in other Companies.
g.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any	Apart from the remuneration and perquisites paid to him as Managing Director as stated above and their respective shareholding held directly or indirectly in the Company and Mr. Udit Singla being son of Mr. Suresh Chand Singla and Ms. Supriya Singla being daughter of Mr. Suresh Chand Singla do not have any pecuniary relationship directly or indirectly with the Company and its managerial personnel.

III. OTHER INFORMATION:

- (1) **Reasons of loss or inadequate profits:** Not Applicable
- (2) **Steps taken or proposed to be taken for improvement:** Not Applicable
- (3) **Expected increase in productivity and profits in measurable terms:** Not Applicable

Note: The above clauses are not applicable as the company is currently profit-making and does not fall under the category of entities required to furnish such details.

IV. DISCLOSURE

- a. The remuneration package of all the managerial persons are given in the respective resolutions.

- b. Additional information is given in Corporate Governance report and Annexure attached with Notice.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for approval by the Members. None of the Directors, KMP's and members except Mr. Suresh Chand Singla, Mr. Udit Singla and Ms. Supriya Singla are (being relative as per Companies Act and rules there under) interested in this resolution and are not entitled to vote on this resolution.

Item No. 11:

The Company is borrowing funds from banks, other lenders for business needs. The borrowing of funds would require creation of mortgage or charge on the property of Company. The Company is required to create mortgage or charge on property of Company for the purpose of taking secured loan or credit facilities. Creation of mortgage or charge on property contains inherent right to sell the property in case of failure of borrower to repay money with interest. Therefore, permission of shareholders is required by means of a special resolution under section 180 (1) (a) of Companies Act for sale of property or disposal of property in case of failure of Company to repay the money with interest and hence approval of shareholders is being taken.

None of the Directors, KMP's and members (being relative as per Companies Act and rules there under) interested in this resolution are entitled to vote on this resolution. The Board recommends the Special Resolution set out at Item No. 11 of the Notice for approval by the Members..

Item No. 12:

The Board on the recommendation of the Nomination & Remuneration Committee at its meeting held on 13th August, 2025 approved the increase in remuneration of Mr. Shivom Singla Whole Time Director (DIN: 03615519) and Key Managerial Personal of the Company. Pursuant to Sections 197, 198 and other applicable provisions of the Companies Act, 2013, (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or reenactment thereof for the time being in force.

The Board of Directors/Committee has recommended the payment of remuneration for the period from 1st October, 2025 to 30th September, 2028 as set out herein below:

- a. salary: Rs. 13,50,000/- per month plus
- b. Other Benefits, Perquisites and allowances: -
 - i) Gratuity paid or payable in accordance with the Gratuity Act
 - ii) Insurance for health, accident, officer's liability etc. by company
 - iii) Contribution towards National Pension Scheme by Company
 - iv) Bonus paid or payable as per rules of the company and applicable laws.
 - v) Leave Encashment in accordance with rules of company. w.e.f. 1st October, 2025,

Subject to increase as and when required on the basis of recommendation of Nomination & Remuneration Committee but not exceeding a sum of Rs. 20,00,000/- (Rupees Twenty Lacs) per month w.e.f. 1st October, 2025 including all other benefits, perquisites and allowances. The salary is proposed to be increased from current consolidated salary of Rs. 10,00,000/- p.m. (Ten Lacs per month).

In accordance with the provisions of Sections 197, 198 & other applicable provisions of the Act, read with Schedule V to the said Act, the proposed appointment and the terms of remuneration payable to Mr. Shivom Singla (DIN: 03615519), require approval of members by passing Special Resolution. Hence, the members are requested to pass the Special Resolution accordingly.

The Board recommends the resolution for member approval by way of special resolution, provided that such remuneration or variation or increase in remuneration may be beyond the specified limit as specified under the relevant provisions of Section 197, 198 and Schedule V to the Companies Act, 2013.

Further, where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Shivom Singla (DIN: 03615519), Whole Time Director will be payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the remuneration from time to time in consultation with the Whole Time Director.

The Nomination and Remuneration Committee and the Board have evaluated Mr. Shivom Singla's qualifications, experience, and performance and are of the view that the revised remuneration is commensurate with his contribution and aligns with industry standards.

The Board accordingly recommends the Special Resolution set out in Item No. 12 of the Notice for the approval of the members. Except Mr. Shivom Singla, Mr. Naresh Kumar Singla, and Mr. Raja Singla, none of the other Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

Item No. 13:

The Board on the recommendation of the Nomination & Remuneration Committee at its meeting held on 13th August, 2025 approved the increase in remuneration of Mr. Udit Singla Whole Time Director (DIN: 03526575) and Key Managerial Personal of the Company. Pursuant to Section 197, 198 and other applicable provisions of the Companies Act, 2013, (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or reenactment thereof for the time being in force).

The Board of Directors/Committee has recommended the payment of remuneration for the period from 1st October, 2025 to 30th September, 2028 as set out herein below:

- a. salary: Rs. 13,50,000/- per month plus
- b. Other Benefits, Perquisites and allowances: -
 - i) Gratuity paid or payable in accordance with the Gratuity Act
 - ii) Insurance for health, accident, officer's liability etc. by company
 - iii) Contribution towards National Pension Scheme by Company
 - iv) Bonus paid or payable as per rules of the company and applicable laws.
 - v) Leave Encashment in accordance with rules of company. w.e.f. 1st October, 2025,

Subject to increase as and when required on the basis of recommendation of Nomination & Remuneration Committee but not exceeding a sum of Rs. 20,00,000/- (Rupees Twenty Lacs) per month including all other benefits, Perquisites and allowances. The salary is proposed to be increased from current consolidated salary of Rs. 10,00,000/- p.m (Ten Lacs per month).

In accordance with the provisions of Sections 197, 198 & other applicable provisions of the Act, read with Schedule V to the said Act, the proposed remuneration payable Mr. Udit Singla (DIN: 03526575), require approval of members by passing Special Resolution. Hence, the members are requested to pass the Special Resolution accordingly.

The Board recommends the resolution for member approval by way of special resolution, provided that such remuneration or variation or increase in remuneration may be beyond the specified limit as specified under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013.

Further where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Udit Singla (DIN: 03526575), Whole Time Director will be payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Board / Committee to decide the remuneration from time to time in consultation with the Whole Time Director.

Both the Nomination and Remuneration Committee and the Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that increase of his remuneration is at par with his performance during the last year. None of the Directors or Key Management Personnel of the company are interested in this resolution except Mr. Suresh Chand Singla, Ms. Supriya Singla and Mr. Udit Singla.

Item No. 14

Mr. Debendra Kumar Sabat (DIN: 00802225), was appointed as an Additional Non-Executive Independent Director in accordance with the provisions of Section 161 of the Companies Act, 2013 on 13th August, 2025. Pursuant to Section 161 of the Companies Act, 2013 the above director holds office up to the date of the ensuing Annual General Meeting.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved and recommended the regularization of Mr. Debendra Kumar Sabat's appointment as an Independent Non-Executive Director, for term of five consecutive years i.e. upto August 12, 2030, for approval of the Members of the Company.

The Company has also received a declaration from Mr. Debendra Kumar Sabat declaring that he meets the criteria of independence as provided under the provisions of Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Debendra Kumar Sabat fulfills the conditions required to be fulfilled for being appointed as an Independent Director of the Company as per the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.

None of the Directors, Key Managerial Personnel (KMPs) and members (being relative as per Companies Act and rules thereunder) in the proposed resolution, except Mr. Debendra Kumar Sabat, to the extent of his appointment.

The requisite details of Mr. Debendra Kumar Sabat, as required under Secretarial Standard-2 and SEBI Listing Regulations, are annexed to this Notice. The Board recommends the Special Resolution set out at Item No. 14 of the Notice for approval by the Members.

Item No. 15

The Audit Committee and the Board of Directors of the Company in their respective meetings held on 13th August, 2025 have approved the transactions given in Table-A of the explanatory statement and pursuant to the provisions of Regulation 23(4) of the SEBI Listing Regulations, Section 188 to the extent applicable and all other applicable provisions, if any, of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Company's Policy on Related Party Transactions, the related party transactions (RPT) with related parties will become material as it is likely to exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, which either individually or taken together with previous transaction(s) during a financial year. In view of the threshold for determining materiality of related party transactions, require prior approval of the Shareholders and in order to facilitate the operations of the Company, the Company seeks the approval of Shareholders by passing an ordinary resolution.

The Company, in order to further its business interests enters into various transactions with the related parties, the estimated value of transactions with the related parties as defined under section 2(76) of the Act and other applicable Regulations of the Listing Regulations, are expected to exceed the materiality threshold as stated above.

Pursuant to Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, as amended till date and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, particulars of the proposed transactions are as follows: -

TABLE-A

Sl. NO.	PARTICULARS	DETAILS		
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Name of the Related Party Phoenix Bio Sciences Private Limited Relationship Mr. Raja Singla and Mr. Shivom Singla are common directors.	Name of the Related Party Peptech Biosciences Limited (PBL) Relationship PBL is an associate of the Company. The Company holds 36.87% of paid-up equity share capital of Peptech Biosciences Limited (PBL).	Name of the Related Party Stalwart Nutritions Private Limited Relationship Mr. Raja Singla and Mr. Shivom Singla and Mr. Udit Singla are the common directors.
2.	Name of the director or key managerial personnel who is related, if any, and nature of relationship	Mr. Raja Singla and Mr. Shivom Singla are sons of Mr. Naresh Kumar Singla, who is Managing Director of the Listed Entity.	Mr. Naresh Kumar Singla, Mr. Suresh Chand Singla, Mrs. Manju Singla, Mr. Rohit Jain, Mr. Udit Singla, Ms. Supriya Singla are the Common director in both the entities.	Mr. Raja Singla and Mr. Shivom Singla are sons of Mr. Naresh Kumar Singla, who is Managing Director of the Listed Entity and Further Mr. Udit Singla is the Son of Mr. Suresh Chand Singla, Managing Director of the Company & Mrs. Manju Singla, Director of the Company and he is also Brother of Ms. Supriya Singla, Director of the Company.
3.	Type, tenure, material terms and particulars of the proposed transaction.	The proposed transaction involves the purchase of biological products by the Company for use in its manufacturing operations. Type of Transaction: Purchase of goods (biological products) Tenure: Two financial years, commencing from the date of approval. Estimated Value: For FY 2025-26: Approximately Rs. 40 Crores For FY 2026-27: Approximately Rs. 50 Crores	Type of Transaction: Granting of loan Tenure: For two years from the date of approval. Estimated Value: For FY 2025-26: Approximately Rs. 30 Crores For FY 2026-27: proximately Rs. 35 Crores	Type of Transaction: Purchase and sale of goods Estimated Value: For FY 2025-26: Approximately Rs. 25 Crores For FY 2025-26: Approximately Rs. 30 Crores Tenure: For two years from the date of approval.

Sl. NO.	PARTICULARS	DETAILS		
		Material Terms: The goods will be procured at prevailing market prices Transactions will be conducted in the ordinary course of business and on an arm's length basis. This arrangement ensures uninterrupted supply of critical raw materials and supports the Company's operational efficiency and production planning.	Material Terms: The Company will provide loans, advances, and guarantees to PBL for business purposes and it will be extended on an arm's length basis The interest charged will be in compliance with the provisions of Section 186 of the Companies Act, 2013 and other applicable provisions of the Act. The transaction will be carried out in the ordinary course of business and is in the best interest of the Company	Material Terms: The transaction involves the purchase and sale of goods in connection with the ordinary business operations of both entities. All transactions will be conducted on an arm's length basis and at prevailing market prices The terms and conditions, including payment schedules and delivery timelines, shall be governed by standard commercial agreements entered into between the parties. The transaction is in the ordinary course of business and supports operational efficiency and supply chain optimization.
4.	Value of Transaction	The Company estimates that the monetary value for transactions at above and allied transactions) for FY2025-26 to be up to Rs. 40 crore, ii) for FY 2026-27 to be up to Rs.50 crore	The Company estimates that the monetary value for transactions at above and allied transactions) for FY2025-26 to be up to Rs. 30 crore, ii) for FY 2026-27 to be up to Rs. 35 crore	The Company estimates that the monetary value for transactions at above and allied transactions) for FY2025-26 to be up to Rs. 25 crore, ii) for FY 2026-27 to be up to Rs. 30 crore
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	The estimated transaction value at 4 above for FY2025-26 represents: a) 31.96 % of annual consolidated turnover of the Company for FY2024-25; b) Clause not Applicable as the Company does not have any subsidiary.	The estimated transaction value at 4 above for FY2025-26 represents: 15.97 % of annual consolidated turnover of the Company for FY2024-25; Clause not Applicable as the Company does not have any subsidiary.	The estimated transaction value at 4 above for FY2025-26 represents: 15.97 % of annual consolidated turnover of the Company for FY2024-25; Clause not Applicable as the Company does not have any subsidiary.
6.	Details of transaction relating to any loans, intercorporate deposits, advances or investments made or given by the listed entity or its subsidiary i. details of the source of funds in connection with the proposed transaction ii. where any financial indebtedness incurred to make or give loans, intercorporate deposits, advances or investments, • nature of indebtedness; • cost of funds; and • tenure; iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable	i. Own Funds ii. Not Applicable iii. Loans: Tenure – upto 3 years Interest rate – charged in compliance with the provisions of the Companies Act, 2013. Nature – Unsecured Investments In compliance with the provisions of the Companies Act, 2013. iv. General corporate purpose	Not Applicable



Titan Biotech

Sl. NO.	PARTICULARS	DETAILS		
7.	Justification as to why the RPT is in the interest of the listed entity	<p>The listed entity requires biological products as a key input for its manufacturing operations. Phoenix Bio Sciences Private Limited, being a specialized and reliable producer of such biological products, is well-positioned to meet the specific quality, regulatory, and supply requirements of the listed entity.</p> <p>Entering into a transaction with Phoenix Bio Sciences ensures consistency in supply, quality assurance, and operational efficiency.</p>	<p>The listed entity, being an associate company of Peptech Biosciences Limited (PBL), proposes to extend a loan to PBL to support its general corporate purposes. PBL is engaged in the manufacturing of fertilizers, bio-fertilizers, pesticides and related products.</p>	<p>The proposed transaction with Stalwart Nutritions Private Limited involves the purchase and sale of goods that are directly related to the core business activities of the listed entity.</p> <p>Stalwart Nutritions has the necessary capabilities, infrastructure, and track record to ensure timely supply and quality assurance of the required goods. Engaging in transactions with a known and reliable entity helps maintain operational efficiency, cost-effectiveness, and supply chain continuity.</p>
		<p>Therefore, the transaction is in the best interest of the listed entity and supports its ongoing business activities and strategic objectives.</p>	<p>Supporting PBL's operations contributes to the overall growth and value chain integration of the group. Therefore, the transaction is in the strategic and commercial interest of the listed entity and is proposed to be carried out on an arm's length basis.</p>	<p>Since the transaction will be undertaken in the ordinary course of business and on an arm's length basis, it is considered to be in the best interest of the listed entity.</p>
8.	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not applicable	Not applicable	Not applicable
9.	Any other information relevant or important for the Meeting to take a decision on the proposed transaction	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No. 15 whether the entity is a related party to the particular transaction or not.

Except for Mr. Naresh Kumar Singla, Mr. Suresh Chand Singla, Mrs. Manju Singla, Mr. Raja Singla, Mr. Shivom Singla, Mr. Udit Singla, Ms. Supriya Singla with their relative(s) (they being common director / key managerial personnel between Company and Phoenix Bio Sciences Private Limited, Peptech Biosciences Limited and Stalwart Nutritions Private Limited) and any other entity interested in the above transaction.

Further, none of the other directors / KMP of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 15 of the notice except to the extent of their shareholding, if any, in the Company.

The Board recommends passing of this Ordinary Resolution as set out at Item No. 15 of this Notice, for your approval.

**By Order of the Board
For Titan Biotech Limited**

**Charanjit Singh
Company Secretary
ACS 12726**

Date: August 13, 2025
Place: Delhi

ADDITIONAL INFORMATION OF THE DIRECTOR/MANAGER SEEKING APPOINTMENT/RE-APPOINTMENT IN THE 33RD AGM PURSUANT TO THE PROVISIONS OF REGULATION 36 OF SEBI LISTING REGULATIONS, AS AMENDED AND CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS ARE AS UNDER:

(Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India)

Name of Director	Mrs. Manju Singla	Mr. Raja Singla	Mr. Udit Singla	Mr. Naresh Kumar Singla	Mr. Suresh Chand Singla	Mr. Shivom Singla	Debendra Kumar Sabat
DIN	00027790	03523719	03526575	00027448	00027706	03615519	00802225
Designation/ category of the Director	Director/Non-Executive Director	Whole Time Director Executive Director	Whole Time Director Executive Director	Managing Director Executive Director	Managing Director Executive Director	Whole Time Director Executive Director	Independent Director Non-Executive
Date of Birth/ Age	06.07.1964 (61 Years)	08.01.1989 (36 Years)	20.09.1991 (34 Years)	05.05.1959 (66 Years)	26.07.1960 (65 Years)	19.03.1992 (31 Years)	08.07.1969 (56 Years)
Date of Appointment/ applicable, date of first appointment on the Board	23.06.2001	01.10.2022	01.10.2023	01.05.2002	01.10.2012	01.10.2023	13.08.2025
E d u c a t i o n a l Qualifications	Bachelor of Commerce (B.Com)	Bachelor of Technology in Industrial Production	Bachelor of Technology	Bachelor of Commerce	Bachelor of Arts	Financial & Investment Analysis from Amity University	L.L.B. from Berhampur University, Odisha in 2006. B. Com. (Hons.) from Berhampur University, Odisha in 1990. Passed Intermediate from Institute of Company Secretaries of India.
Brief Profile/ Experience and Expertise in specific Functional Area	Experienced in marketing goods, delivering presentations, and promoting products to enhance brand visibility and drive sales.	Mr. Raja Singla currently serves as the Whole-Time Director of the Company. He plays a key role in overseeing day-to-day operations and strategic decision-making.	Mr. Udit Singla is currently hold the position of Whole-Time Director with effect from October 1, 2023. Prior to this, he served as Vice President – Media of the Company.	He possesses expertise in Accounts, Finance, Project Development, and Implementation, with a strong focus on financial planning and execution of strategic initiatives.	He has expertise in Production and Quality Control of Microbiological Culture Media, Media Bases, and other biological products. He is also well-versed in product marketing and brand building, contributing to both operational excellence and market growth.	Mr. Shivom Singla is currently hold the position of Whole-Time Director with effect from October 1, 2023. Prior to this, he served as Vice President – Bulk Division of the Company.	D. K. Sabat is a practicing Advocate since May 2006, enrolled with the Supreme Court of India and High Court of Delhi. He served as Central Government Counsel at the Supreme Court (2019-2022) and has represented various government bodies, including EPFO, PFRDA, University of Delhi, and Armed Forces Tribunal. He has worked with SFIO as Consultant (Law) and served as a Guest Faculty at the Delhi Police Training Center.



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Name of Director		Mrs. Manju Singla	Mr. Raja Singla	Mr. Udit Singla	Mr. Naresh Kumar Singla	Mr. Suresh Chand Singla	Mr. Shivom Singla	Debendra Kumar Sabat
				Further, He has good of experience in Culture Media Marketing, with a focus on strategic media planning and brand promotion.			He has extensive experience in bulk operations, having worked with Phoenix Bio Sciences Pvt. Ltd. and Titan Biotech Ltd., bringing strong expertise in managing bulk production and related processes.	He regularly appears before NCLT, NCLAT, Consumer Forums, IP Tribunals, DRTs, and Arbitration forums and he is also a Notary Public. Prior to legal practice, he worked in finance, taxation, and corporate law for over 12 years.
Terms and Conditions of appointment		Appointment of the Director of the Company, liable to retire by rotation.	Appointment as the Whole Time Director of the Company, liable to retire by rotation.	Appointment as Whole Time Director of the Company, liable to retire by rotation.	Mr. Naresh Kumar Singla was appointed as Managing Director, with his current term set to expire on March 31, 2026. It is now proposed to re-appoint him as Managing Director (Executive Director) for a further period of five (5) years, effective from April 1, 2026 to March 31, 2031. The appointee shall not be liable to retire by rotation. Further details are set out in Explanatory Statement to Item No. 9	Mr. Suresh Chand Singla was appointed as Managing Director, with his current term set to expire on March 31, 2026. It is now proposed to re-appoint him as Managing Director (Executive Director) for a further period of five (5) years, effective from April 1, 2026 to March 31, 2031. The appointee shall not be liable to retire by rotation. Further details are set out in Explanatory Statement to Item No. 10	Not Applicable Further details regarding the increase in remuneration of Mr. Shivom Singla are provided in the Explanatory Statement under Item No. 12	Appointed in the category of Non-Executive Independent Director for a period of 5 (Five) years as per approved terms of appointment.
Remuneration Last Drawn (Per Annum)	Not Applicable	Not Applicable	INR 1,20,00,000 (Indian Rupees One Crore and Twenty Lakhs Only)	INR 1,20,00,000 (Indian Rupees One Crore and Twenty Lakhs Only)	INR 48,00,000 (Indian Rupees Forty Eight Lacs Only)	INR 48,00,000 (Indian Rupees Forty Eight Lacs Only)	INR 1,20,00,000 (Indian Rupees One Crore and Twenty Lakhs Only)	Not Applicable
Details of remuneration sought to be paid	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Please refer to item 9 of the Explanatory Statement	Please refer to item 10 of the Explanatory Statement	Please refer to item 12 of the Explanatory Statement	Not Applicable
Shareholding in the Company including shareholding as a beneficial owner	71,210 Equity Shares held in her name	61,100 Equity Shares held in his own name	50,000 Equity Shares held in his own name	34,510 Equity Shares held in his own name	1,05,671 Equity Shares held in his own name	35,400 Equity Shares held in his own name	Nil	Nil

Name of Director	Mrs. Manju Singla	Mr. Raja Singla	Mr. Udit Singla	Mr. Naresh Kumar Singla	Mr. Suresh Chand Singla	Mr. Shivom Singla	Debendra Kumar Sabat
Relationship with other directors and KMPs of the Company	<ul style="list-style-type: none"> Wife of Mr. Suresh Chand Singla. Mother of Ms. Supriya Singla & Mr. Udit Singla 	<ul style="list-style-type: none"> Son of Mr. Naresh Singla Brother of Mr. Shivom Singla 	<ul style="list-style-type: none"> Son of Mr. Suresh Singla & Mrs. Manju Singla Brother of Ms. Supriya Singla 	<ul style="list-style-type: none"> Father of Mr. Raja Singla & Mr. Shivom Singla 	<ul style="list-style-type: none"> Husband of Mrs. Manju Singla. Father of Ms. Supriya Singla & Mr. Udit Singla 	<ul style="list-style-type: none"> Son of Mr. Naresh Kumar Singla. Brother of Mr. Raja Singla 	Not Applicable
No. of Meetings of Board attended during the Year	14 out of 14	14 out of 14	14 out of 12	14 out of 14	14 out of 9	14 out of 12	Not Applicable
Name of Listed Companies in which hold Directorship (excluding this entity)	Titan Securities Limited	Not Applicable	Not Applicable	Titan Securities Limited	Titan Securities Limited	Not Applicable	Not Applicable
Name of listed entities from which the person has resigned in the past three years	Not Applicable	He has resigned from Titan Biotech Limited wef 18 th July, 2019.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Chairman/Member of the Committees of Board of Directors of Indian Companies	Please refer Corporate Governance Report	Nil	Nil	Please refer Corporate Governance Report	Please refer Corporate Governance Report	Nil	Nil
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	<p>The role and capabilities as required in the case of an independent director are well defined in the Policy of company. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business, management and sector for it to function effectively.</p> <p>The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Debendra Kumar Sabat and concluded that he possess the relevant skill and capabilities to discharge the role of Independent Director of the Company.</p>

Name of Director	Mrs. Manju Singla	Mr. Raja Singla	Mr. Udit Singla	Mr. Naresh Kumar Singla	Mr. Suresh Chand Singla	Mr. Shivom Singla	Debendra Kumar Sabat
Directorships held in other (excluding foreign) Companies	<ol style="list-style-type: none"> 1. Titan Securities Limited 2. Tanita Leasing & Finance Limited 3. Simitex Mart Private Limited 4. Peptech Biosciences Limited 	<ol style="list-style-type: none"> 1. Titan Animal Nutrition Private Limited 2. Titan Agritech Limited 3. Emprise Productions Private Limited 4. Phoenix Biosciences Private Limited 5. Stalwart Nutritions Private Limited 	<ol style="list-style-type: none"> 1. Titan Animal Nutrition Private Limited 2. Peptech Biosciences Limited 3. Titan Agritech Limited 4. Stalwart Nutritions Private Limited 	<ol style="list-style-type: none"> 1. Titan Media Limited 2. Titan Agritech Limited 3. Tanita Leasing & Finance Limited 4. Titan Securities Limited 5. Connoisseur Management Services Private Limited 6. Peptech Biosciences Limited 7. Tee Eer Securities And Financial Services Private Limited 	<ol style="list-style-type: none"> 1. Simitex Mart Private Limited 2. Suptex Industries Private Limited 3. Peptech Biosciences Limited 4. Titan Securities Limited 5. Titan Media Limited 6. Tanita Leasing & Finance Limited 7. Tee Eer Securities And Financial Services Private Limited 8. Connoisseur Management Services Private Limited 	<ol style="list-style-type: none"> 1. Titan Animal Nutrition Private Limited 2. Phoenix Biosciences Private Limited 3. Stalwart Nutritions Private Limited Emprise Productions Private Limited 	Not applicable