



TITAN BIOTECH LIMITED

AN ISO 9001:2015 CERTIFIED COMPANY



Office: 903-909, 9th Floor, Bigjos Tower, Netaji Subhash Place, Delhi-110034, India
Telephone no.: 011-27355742, 71239900(44 Lines), CIN: L74999RJ1992PLC013387

Date: 29.11.2025

To,
Corporate Services Limited,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001
BSE Scrip Code: 524717

Dear Sir,

Sub: Notice of Postal Ballot - Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of Postal Ballot dated 29th November, 2025 wherein approval of the Members of the Company is being sought on the following *Ordinary Resolutions*:

1. To Approve the Sub-division/Split of Equity Shares of the Company
2. To Approve the alteration of the Capital Clause of the Memorandum of Association of the company

Date of events relevant to Postal Ballot are as below:

S.No.	Particulars	Schedule / Proposed date of Events
1.	Cut - off Date for identification of voting rights of the members	Friday, 21st November 2025
2.	Proposed Date for Completion of dispatch of Postal Ballot Notice (only through Electronic mode)	Saturday, 29 th November, 2025
3.	Newspaper publication of Postal Ballot Notice/E-voting Information	Sunday, 30 th November, 2025
4.	Date and time of Commencement of e-voting period	10.00 am IST on Monday, December 01, 2025
5.	Date and time of Conclusion of e-voting period	5:00 pm IST on Tuesday, December 30, 2025
6.	Submission of report by the Scrutinizer	On or before 1st January 2026

Regd Office & Work: Unit I: A-902 A, RIICO. Industrial Area, Phase-III, Bhiwadi 301019, Rajasthan
Unit II - E 539-540 RIICO. Industrial Area, Chopanki, Bhiwadi 301019, Rajasthan
Unit III - F 689-690 RIICO. Industrial Area, Chopanki, Bhiwadi 301019, Rajasthan
Email: cs@titanbiotechltd.com | **Website:** www.titanbiotechltd.com



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7.	Date of declaration of results of voting	On or before 1st January 2026
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In accordance with the provisions of the Section 108, 110 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 09/2024 dated September 19, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars"), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and pursuant to other applicable laws and regulations, the voting by members through postal ballot shall take place only through remote e-voting and no physical ballot form will be dispatched by the Company.

Accordingly, pursuant to Regulation 30 of the Listing Regulations, we are enclosing herewith the Notice as **Annexure A**.

The Notice is also hosted on the website of the Company at www.titanbiotechltd.com and on the website of RTA at www.beetal.in

We request you to take the same on records.

Yours faithfully,
For Titan Biotech Limited

Charanjit Singh
Company Secretary
ACS No. 12726



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Annexure-A

NOTICE OF POSTAL BALLOT
[Pursuant to Section 110 of the Companies Act, 2013
read with the Companies (Management and Administration) Rules, 2014

Dear Shareholders,

NOTICE is hereby given, in accordance with Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) including any amendment(s) thereof, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**Listing Regulations**”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and various subsequent Circulars latest being No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and any other applicable Laws, Rules and Regulations, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), for seeking approval of the Shareholders of Titan Biotech Limited (the “Company”) for the businesses set out hereunder through Postal Ballot by remote e-voting (“Postal Ballot/ e-Voting”).

- 1. To Approve the Sub-division/Split of Equity Shares of the Company***
- 2. To Approve the alteration of the Capital Clause of the Memorandum of Association of the company***

MCA in terms of its General Circulars, has advised the companies to take all decisions of urgent nature requiring shareholders’ approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/ e-Voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of Shareholders at a common venue.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions are restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Shareholders whose email address is registered with the Company/ Depository Participant (“DP”).



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Explanatory Statement pursuant to Section 102 of the Act setting out all material facts relating to the proposed resolutions are annexed hereto for your consideration.

Board of Directors, pursuant to Rule 22(5) of the Rules, have appointed M/s. PKG & Associates, Practising Company Secretaries, as Scrutinizer for conducting the Postal Ballot/ e-Voting in accordance with the law and in a fair and transparent manner.

E-voting

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged Beetal Financial and Computer Services Private Limited, Registrar and Transfer Agents of the Company (“BEETAL” or “RTA”), as the agency to provide e-Voting facility for its Shareholders. **Remote E-voting commences from 10.00 AM on Monday, 1st December, 2025 and concludes at 05:00 PM on Tuesday, 30th December 2025.** Shareholders desiring to exercise their votes are requested to carefully read the “Information and Instructions relating to e- Voting” provided in the Notes to this Notice.

After completion of scrutiny of the votes cast, the Scrutinizer will submit his/her report to the Chairperson of the Board or any person authorized by him. The results of the remote e-voting along with the Scrutinizer’s Report, shall be announced by the Chairperson or such authorized person within the stipulated timelines. The Scrutinizer’s decision on the validity of the postal ballot shall be final. Results of the Postal Ballot/ e-Voting shall also be displayed on the Company’s website at www.titanbiotechltd.com

Key detail regarding the postal ballot/e-voting

Sr. No.	Particulars	Details
1.	Cut-off date for eligibility for e-Voting	21 st November, 2025
2.	Time period for e-voting Starts	10.00 AM on 1 st December, 2025
3.	Last date for publishing e voting results	1 st January, 2026
4.	In case of any grievances or queries contact	cs@titanbiotechltd.com
5.	Scrutinizer Detail	M/s. PKG & Associates A-642, IIIrd Floor, Shastri Nagar, Delhi 110052 Email ID-gu.pankaj@gmail.com

The proposed resolutions, if approved, will be taken as having duly passed on the last date specified for remote e-voting by the requisite majority of Members by means of postal ballot, i.e. Tuesday, December 30, 2025.



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RESOLUTIONS FOR APPROVAL THROUGH POSTAL BALLOT

SPECIAL BUSINESS

ITEM NO. 1: TO APPROVE THE SUB-DIVISION/ SPLIT OF EQUITY SHARES OF THE COMPANY

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 61(1)(d) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), including the rules made thereunder, the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 (the "SEBI Listing Regulations") as amended from time to time, to the extent applicable (including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force), and pursuant to Memorandum & Articles of Association of the Company and subject to approval of members and from the concerned statutory authorities, if required as may be required in this respect, the approval of the Members of the Company be and is hereby accorded for sub-division of equity shares of the Company and that the Authorised capital of the company presently consisting of Rs. 10,00,00,000 (Ten crores) comprising 1,00,00,000 (One Crore) equity shares of Rs.10/- each be divided into 5,00,00,000 (Five Crore) Equity Shares of Rs.2/- each and be ranking pari-passu with each other in all respects with effect from such date as may be fixed for this purpose (“Record Date”) by the Board of Directors of the Company.

RESOLVED FURTHER THAT, pursuant to the sub-division / split of equity shares of the Company, the Authorised and Issued, Subscribed and Paid-up Equity Share Capital of face value of Rs.10/- (Rupees Ten Only) each, fully paid up, existing on record date shall stand sub-divided as follows:

Pre Sub Division				Post Sub Division		
Particulars	No. of Shares	Face Value in Rs.	Total Value in Rs.	No. of Shares	Face Value in Rs.	Total Value in Rs.
Authorised	10000000	10	100000000	50000000	2	100000000
Subscribed	8263700	10	82637000	41318500	2	82637000
Paid up	8263700	10	82637000	41318500	2	82637000

“**RESOLVED FURTHER THAT** pursuant to the sub-division of equity shares as aforesaid and with effect from the Record Date: a) the equity shares held in physical form, the existing share certificate(s) in relation to the existing equity shares of face value of Rs. 10/- (Rupees Ten Only) each, fully paid up, shall be deemed to have been cancelled and be of no effect and that the Board / Company’s Registrar and Share Transfer Agents (“RTA”), without requiring the Members to surrender their existing share certificate(s), shall issue new share certificate(s) or letter of confirmation(s) in lieu of existing share certificate(s) in compliance with the applicable laws/ guidelines in this regard; and b) the equity shares held in dematerialized form, the sub-



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divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the Members held with their Depository Participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s).

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, Mr. Naresh Kumar Singla, Managing Director or Mr. Suresh Chand Singla, Managing Director or Mr. Charanjit Singh, Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as they may deem fit in their absolute discretion, including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division of the equity shares as aforesaid and to carry out/ execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations.

ITEM NO. 2

TO APPROVE THE ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

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 Sections 13, 61 and 64 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof), clause (5) of the Memorandum of Association of the Company be and is hereby amended by substituting with the following clause:

“5. The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Ten Crore) divided into 5,00,00,000 (Five Crore) equity shares of Rs. 2/- each.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include a Committee thereof authorized for the purpose) be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise



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in this regard, without being required to seek any further consent or approval of the Members or otherwise and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

“RESOLVED FURTHER THAT Mr. Naresh Kumar Singla, Managing Director or Mr. Suresh Chand Singla, Managing Director or Mr. Charanjit Singh, Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

Date: 29/11/2025

Place: Delhi

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

Registered Office: A-902 A, RIICO. Indl. Area
Phase-III, Bhiwadi, Rajasthan, India, 301019

CIN: L74999RJ1992PLC013387

Email: cs@titanbiotechltd.com

Website: www.titanbiotechltd.com

**Sd/-
Charanjit Singh
Company Secretary
ACS No. 12726**



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Notes:

1. An Explanatory Statement pursuant to Section 102(1) read with Section 110 and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, concerning the special businesses in respect of item Nos. 1 and 2 is annexed hereto and the special businesses set out above are sought to be passed by postal ballot.
2. In compliance with the MCA Circulars, the Company is sending this Notice to the Members in electronic form only by email to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) and Registrar and Share Transfer Agent of the Company i.e. Beetal Financial and Computer Services Private Limited (“RTA”) as on **21st November 2025** (“Cut-Off Date”). The communication of assent or dissent of the Members would take place through remote e-voting system only. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.
3. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off date. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
4. A Member cannot exercise his/her vote through proxy on the postal ballot. However, corporate and Institutional Members shall be entitled to vote through their authorised representatives. Corporate and institutional Members are required to send scanned certified true copy (PDF Format) of the board resolution/authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Company by email through its registered e-mail address to cs@titanbiotechltd.com.
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



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attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

For shares held in electronic form: to their Depository Participants (DPs)

For shares held in physical form: to the Company/ RTA in prescribed Form ISR-1 and other forms pursuant to SEBI vide its Master Circular No. SEBI/HO/MIRSD/MIRSDPoD/P/CIR/2025/91 June 23, 2025.

6. Members are advised to register/update their e-mail address with their Depository Participants in case of shares held in electronic form and to the Company and/or its RTA in case of shares held in physical form.
7. Members may also note that the Notice will also be available on the Company's website www.titanbiotechltd.com and on the website of the stock exchanges i.e. the BSE Limited at www.bseindia.com and the e-voting website of Beetal Financial and Computer Services Private Limited.
8. Members seeking inspection of relevant documents referred to in this Notice and the Explanatory Statement under Section 102 of the Act may send an email to cs@titanbiotechltd.com from their registered e-mail addresses up to the last date of remote e-voting i.e. **30th December, 2025** mentioning their name, Folio no. / Client ID and DP ID and the documents they wish to inspect.
9. The Members shall exercise their right to vote on the matters included in this Notice electronic means i.e. through e-voting services provided by RTA. The remote e-voting period commences on **1st December 2025 at 10:00 A.M. (IST) and ends on 30th December 2025, at 5:00 P.M. (IST)**. The remote e-voting module shall be disabled for remote e-voting thereafter. During this period, the Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote by electronic means in the manner and process as mentioned in this Notice. Once the vote is cast by the Member, the Member shall not be allowed to change it or cast the vote again.
10. Information and other instructions relating to remote e-voting are as under:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Members are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.



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THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- 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 <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (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.



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- (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 abovesaid SEBI Circular, Login method for e-Voting **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	<ol style="list-style-type: none">1) 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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.2) 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, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting



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	<p>link available on www.cdsindia.com home page. 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	<ol style="list-style-type: none"> 1) 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: <ul style="list-style-type: none"> • 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. 2) 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 3) 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



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	<p>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.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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>
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.</p>



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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 toll free no. 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 : 022 - 4886 7000 and 022 - 2499 7000

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 Remote e-Voting 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:



TITAN BIOTECH LIMITED

AN ISO 9001:2015 CERTIFIED COMPANY



Office: 903-909. 9th Floor, Bigjos Tower, Netaji Subhash Place, Delhi-110034, India
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	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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.



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- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- 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.
 - It is Mandatory that, 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 mandatory 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; cs@titanbiotechltd.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. 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 **Company/RTA email id.**



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2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. 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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. 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 at toll free no. 1800 21 09911

Date: 29/11/2025

Place: Delhi

Registered Office: A-902 A, RIICO. Indl. Area
Phase-III, Bhiwadi, Rajasthan, India, 301019

CIN: L74999RJ1992PLC013387

Email: cs@titanbiotechltd.com

Website: www.titanbiotechltd.com

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

**Sd/-
Charanjit Singh
Company Secretary
ACS No. 12726**



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT"), SETTING OUT MATERIAL FACTS IN RESPECT OF SPECIAL BUSINESSES TO BE TRANSACTED THROUGH POSTAL BALLOT:

Item Nos. 1 and 2:

The equity shares of the Company are listed and traded on the BSE Limited.

The Board of Directors of the Company (the “**Board**”) at its meeting held on November 29, 2025, had subject to the approval of Members of the Company and statutory authority(ies), if any, approved and recommended the sub-division/split of equity shares of the Company such that 1 (One) fully paid-up equity share of the face value of Rs. 10/- (Rupees Ten only) each is sub-divided into 5 (Five) fully paid-up equity shares of the face value of Rs. 2/- (Rupees Two only) each, fully paid-up, ranking pari passu with each other in all respects with effect from such date being the Record Date as may be fixed for this purpose by the Board of Directors of the Company (hereinafter referred to as the “**Board**”).

The Board is of the view that the proposed sub-division/split will enhance the liquidity of the Company’s equity shares in the stock market and encourage wider shareholding participation, particularly from retail investors, by making the equity shares more affordable.

The sub-division/split will not in any manner affect the rights and obligations of the Members. It is purely arithmetic exercise to improve market accessibility of the shares and does not result in any dilution of shareholding. The share capital structure before and after the proposed sub-division/split is as under:

Pre Sub Division				Post Sub Division		
Particulars	No. of Shares	Face Value in Rs.	Total Value in Rs.	No. of Shares	Face Value in Rs.	Total Value in Rs.
Authorised	1,00,00,000	10	10,00,00,000	5,00,00,000	2	10,00,00,000
Subscribed	82,63,700	10	8,26,37,000	4,13,18,500	2	8,26,37,000
Paid up	82,63,700	10	8,26,37,000	4,13,18,500	2	8,26,37,000

Consequent to the sub-division/split, Clause 5 of the Memorandum of Association relating to Authorised Share Capital is required to be suitably altered to reflect the revised capital structure. No change shall occur in the authorised, subscribed, issued, or paid-up capital amount of the Company. Further, the sub-division shall not be construed as a reduction of share capital under applicable laws.

Accordingly, the existing Clause 5 of the Memorandum of Association is proposed to be substituted with the following:



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“The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Ten Crore) divided into 5,00,00,000 (Five Crore) equity shares of Rs. 2/- each.”

The draft copy of the altered MOA of the Company will be available for inspection in electronic mode without any fee by the Members from the date of circulation of this Notice until the last date of e-voting i.e. Tuesday, December 30, 2025. Members can inspect such documents by sending an e-mail from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID to the Company at cs@titanbiotechltd.com.

Pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Act and the Rules framed thereunder, the Board recommends for approval of the Members the passing of the resolutions as set out at Item Nos. 1 and 2 of the Notice as Ordinary Resolutions.

None of the Directors and Key Managerial Personnel or the Promoter and Promoter group of the Company or their respective relatives are concerned or interested either financially or otherwise in the proposed resolutions at Item Nos. 1 and 2 of the accompanying Notice except to the extent of their respective shareholding, if any.

Date: 29/11/2025

Place: Delhi

Registered Office: A-902 A, RIICO. Indl. Area
Phase-III, Bhiwadi, Rajasthan, India, 301019
CIN: L74999RJ1992PLC013387
Email: cs@titanbiotechltd.com
Website: www.titanbiotechltd.com

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

**Sd/-
Charanjit Singh
Company Secretary
ACS No. 12726**