



SEC 50/2025-26

23rd July 2025

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Maharashtra, India
Scrip Code: **500114**

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai 400 051
Maharashtra
Symbol: **TITAN**

Dear Sirs,

Sub: Voting Results of the 41st Annual General Meeting (AGM) of Titan Company Limited (the Company)

The 41st AGM of the Company was held on Tuesday, 22nd July 2025 at 2:30 p.m. (IST) through Video Conferencing/Other Audio-Visual Means to transact the business as stated in the Notice dated 8th May 2025, convening the AGM.

Based on the report of the Scrutinizer, all the resolutions as set out in the Notice of the 41st AGM have been duly approved by the shareholders with the requisite majority.

Pursuant to Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and with further reference to the brief proceedings of the AGM submitted vide our letter dated 22nd July 2025, please find enclosed the following:

1. Disclosure of the Voting Results of the businesses transacted at the AGM as required under Regulation 44(3) of the SEBI LODR as **Annexure A**.
2. Report of the Scrutinizer dated 22nd July 2025, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure B**.



The Voting Results and the Scrutinizers Report are made available on the website of the Company at www.titancompany.in.

This is for your information and records.

Yours truly,
For **TITAN COMPANY LIMITED**

Dinesh Shetty
General Counsel & Company Secretary

Encl. As stated

Titan Company Limited

`INTEGRITY` #193 Veerasandra Electronics City P.O. Off Hosur Main Road, Bangalore 560100 India. Tel: 9180 6704 7000 Fax: 9180 6704 6262
Registered Office 3, Sipcot Industrial Complex Hosur 635 126 TN India. Tel-91 4344 664 199 Fax 91 4344 276037, CIN: L74999TZ1984PLC001456
www.titancompany.in

A TATA Enterprise

Submission of voting results

Sr. No.	Particulars	Details
1.	Date of the AGM	22 nd July 2025
2.	Total number of shareholders on record date i.e. 15 th July 2025	844155
3.	No. of shareholders present in the meeting either in person or through proxy: - Promoters & Promoter Group - Public	Not Applicable
4.	No. of shareholders attended the meeting through VC/OAVM - Promoter and Promoter Group - Public	6 77

A) RESULTS OF THE MEETING				
Sr. No	Agenda	Resolution required (Ordinary/ Special)	Mode of Voting	Remarks
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March 2025, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March 2025, together with the Report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
3.	To declare dividend of ₹ 11/- per equity share of face value of ₹ 1/- each on equity shares for the Financial Year ended 31 st March 2025.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
4.	To appoint a director in place of Ms. Mariam Pallavi Baldev, IAS (DIN: 09281201), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority



5.	Appointment of Ms. Shalini Kapoor (DIN: 06742551) as an Independent Director	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
6.	Appointment of M/s. BMP & Co. LLP (Firm registration No. L2017KR003200), as Secretarial Auditors	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority

Yours truly,
For **TITAN COMPANY LIMITED**

Dinesh Shetty
General Counsel & Company Secretary

Titan Company Limited								
Resolution Required :Ordinary			1 -To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	235467048	87.8105	235110843	356205	99.8487	0.1513
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		235467048	87.8105	235110843	356205	99.8487	0.1513
Public Non Institutions	E-Voting	150030733	46302258	30.8618	46291727	10531	99.9773	0.0227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46302258	30.8618	46291727	10531	99.9773	0.0227
Total		887786160	751371226	84.6343	751004490	366736	99.9512	0.0488

Titan Company Limited								
Resolution Required :Ordinary			2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	235467048	87.8105	235110843	356205	99.8487	0.1513
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		235467048	87.8105	235110843	356205	99.8487	0.1513
Public Non Institutions	E-Voting	150030733	46302273	30.8619	46291660	10613	99.9771	0.0229
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46302273	30.8619	46291660	10613	99.9771	0.0229
Total		887786160	751371241	84.6343	751004423	366818	99.9512	0.0488

Titan Company Limited								
Resolution Required :Ordinary			3 -To declare dividend of Rs. 11/- per equity share of face value of Re. 1/- each on equity shares for the Financial Year ended 31st March 2025.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	243013584	90.6248	243013584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		243013584	90.6248	243013584	0	100.0000	0.0000
Public Non Institutions	E-Voting	150030733	46302139	30.8618	46291370	10769	99.9767	0.0233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46302139	30.8618	46291370	10769	99.9767	0.0233
Total		887786160	758917643	85.4843	758906874	10769	99.9986	0.0014

Titan Company Limited								
Resolution Required :Ordinary			4 - To appoint a director in place of Ms. Mariam Pallavi Baldev, IAS (DIN: 09281201), who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	221184926	82.4844	57299882	163885044	25.9059	74.0941
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		221184926	82.4844	57299882	163885044	25.9059	74.0941
Public Non Institutions	E-Voting	150030733	46302211	30.8618	46280292	21919	99.9527	0.0473
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46302211	30.8618	46280292	21919	99.9527	0.0473
Total		887786160	737089057	83.0255	573182094	163906963	77.7629	22.2371

Titan Company Limited								
Resolution Required :Special			5 - Appointment of Ms. Shalini Kapoor (DIN: 06742551) as an Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	242962934	90.6059	241977486	985448	99.5944	0.4056
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		242962934	90.6059	241977486	985448	99.5944	0.4056
Public Non Institutions	E-Voting	150030733	46301863	30.8616	46287683	14180	99.9694	0.0306
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46301863	30.8616	46287683	14180	99.9694	0.0306
Total		887786160	758866717	85.4785	757867089	999628	99.8683	0.1317

Titan Company Limited								
Resolution Required :Ordinary			6 - Appointment of M/s. BMP & Co. LLP (Firm registration No. L2017KR003200), as Secretarial Auditors					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	469601920	469601920	100.0000	469601920	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		469601920	100.0000	469601920	0	100.0000	0.0000
Public Institutions	E-Voting	268153507	242963614	90.6062	242553335	410279	99.8311	0.1689
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		242963614	90.6062	242553335	410279	99.8311	0.1689
Public Non Institutions	E-Voting	150030733	46301987	30.8617	46291204	10783	99.9767	0.0233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46301987	30.8617	46291204	10783	99.9767	0.0233
Total		887786160	758867521	85.4786	758446459	421062	99.9445	0.0555



Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To

The Chairman of the Forty-First Annual General Meeting (AGM) of the Equity Shareholders of "Titan Company Limited" held on Tuesday, July 22, 2025, at 2:30 PM IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Sir,

I, Pradeep B Kulkarni, Partner of V. Sreedharan and Associates, Company Secretaries, Bengaluru, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through an electronic voting system at the AGM.



The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Forty-First Annual General Meeting of the Equity Shareholders dated May 08, 2025. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" for the resolutions stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

I submit my report as under:

1. The remote E-Voting period remained open from 9:00 AM IST on Friday, July 18, 2025, up to 5:00 PM IST on Monday, July 21, 2025.

The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 09/2023 dated 25th September 2023 & subsequent circulars issued in this regard, and the latest being 09/2024 dated September 19, 2024 and Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023.



2. The voting rights were reckoned as on Tuesday, July 15, 2025, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
3. After the conclusion of the Annual General Meeting, the votes cast through e-voting were unblocked on July 22, 2025, at 5:10 P.M. IST.
4. After the declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through the e-voting facility provided by NSDL.
5. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
6. Based on the data provided by NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



Ordinary Business

a) RESOLUTION 1

To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and Auditors thereon.
- Ordinary Resolution

(i) Voted in favour of the Resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
2,673	75,10,04,490	99.95

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
23	3,66,736	0.05

(iii) Invalid Votes - NIL



b) RESOLUTION 2

To receive, consider and adopt the Audited Consolidated Financial Statements for the financial year ended 31st March 2025, together with the Report of the Auditors thereon. - Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
2,671	75,10,04,423	99.95

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
24	3,66,818	0.05

(iii) Invalid Votes - NIL



c) **RESOLUTION 3**

To declare dividend of Rs. 11/- per equity share of face value of Re. 1/- each on equity shares for the Financial Year ended 31st March 2025 - Ordinary Resolution

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
2,672	75,89,06,874	99.99

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
27	10,769	0.01

(iii) Invalid Votes - **NIL**



d) RESOLUTION 4

To appoint a director in place of Ms. Mariam Pallavi Baldev, IAS (DIN: 09281201), who retires by rotation and being eligible, offers herself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the Resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
1,647	57,31,82,094	77.76

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
1,015	16,39,06,963	22.24

(iii) Invalid Votes - NIL



SPECIAL BUSINESS

e) RESOLUTION 5

Appointment of Ms. Shalini Kapoor (DIN: 06742551), as an Independent Director - **Special Resolution**

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
2,614	75,78,67,089	99.87

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
80	9,99,628	0.13

(iii) Invalid Votes - **NIL**



f) RESOLUTION 6

Appointment of Secretarial Auditors- Ordinary Resolution

(i) Voted in favour of the Resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
2,653	75,84,46,459	99.94

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% of the Total Number of valid votes cast
41	4,21,062	0.06

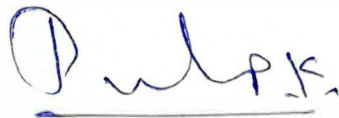
(iii) Invalid Votes - NIL



7. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
8. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,
Yours faithfully,

For **V. Sreedharan & Associates**



(Pradeep B Kulkarni)

Partner

FCS 7260; CP No.7835



Date: July 22, 2025

Place: Bengaluru

UDIN: F007260G000838851

Peer Review Certificate No: 5543/2024