

1st October, 2024

To
Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001

Company name- **TITAN INTECH LIMITED**
Scrip Code: **521005**

Subject: **Scrutinizer's Report and Voting Results for the 40th Annual General Meeting of Company held on Monday, 30th September, 2024**

This is to inform you that in accordance with the applicable laws, the Company had provided the facility of remote e-voting and e-voting at the Meeting to its Members on all resolutions set out in the Notice convening the 40th Annual General Meeting of the members of the Company held on Monday, 30th September, 2024 at 02:30 PM. through Video Conferencing and Other Audio-Visual Means.

The Board of Directors of the Company had appointed Mr. Bhartiraju Vegiraju, Practicing Company Secretary as the Scrutinizer to scrutinize the entire voting process. As per the Scrutinizer's Report, all resolutions contained in the Notice of the AGM have been duly passed by the Members with requisite majority. In connection with this, please find enclosed the consolidated voting results i.e., remote e-voting and e-voting at the Meeting, on the business transacted at 40th AGM, in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's report thereon.

- a) The Scrutinizer's Report dated October 01, 2024 - **Annexure I**
- b) Details of voting results in the format specified under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – **Annexure II**

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.titanintech.in. This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

We request you to take above information in record.

Thanking You.
Yours faithfully,
For **TITAN INTECH LTD**



M.S. Savla

MANGLA SACHIN SAVLA
Company Secretary



Annexure-I

To,
The Board of Directors
Titan Intech Limited

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting conducted 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 by Companies (Management and Administration) Amendment Rules, 2015 for the 40th Annual General Meeting of Titan Intech Limited held on Monday, 30th September, 2024 at 02.30 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Bhartiraju Vegiraju, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors of Titan Intech Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e voting process in respect of the below mentioned resolutions proposed at the 40th Annual General Meeting ("AGM") of the Company on Monday, 30th September, 2024 at 02.30 P.M. (IST) through VC/OAVM.

The notice dated 6th September, 2024, convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the Ministry of Corporate Affairs circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021.

The Company had availed the e-voting facility offered by Central Depository Services Limited ("CSDL") for conducting remote e-voting by the Members of the Company.

The scheduled voting period for remote e-voting was from Friday, 27th September, 2024 at 9 a.m. (IST) and ended on Sunday, 29th, September 2024 at 5.00 p.m. (IST) and the CDSL e-voting platform was disabled thereafter.



The Members of the Company holding shares as on the "cut-off" date i.e. 23rd September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on the votes cast under remote e-voting facility were unblocked and counted.

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to the AGM on the resolutions contained in the notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my report as under on the result of the remote e-voting in respect of the said resolutions.



RESOLUTION 1: ORDINARY RESOLUTION

Adoption of Financial Statements

To receive, consider and adopt the standalone Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of the Board of Directors and Auditors thereon.

“RESOLVED THAT the standalone financial statements of the company for the financial year ended on 31st March, 2024 and the reports of the Directors and Auditors thereon, be and are hereby received, considered and adopted.”

(i) Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
98	5521596	100%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



RESOLUTION 2: ORDINARY RESOLUTION

To appoint a director in place of Zameer Ahammed Kottala, Director (DIN: 08747622) who retires by rotation and being eligible offers himself for reappointment.

“**RESOLVED THAT** pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, if any (including any statutory modifications or re-enactment thereof) and the Articles of Association of the Company, Mr. Zameer Ahammed Kottala (DIN: 08747622) who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company”.

Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
94	5519766	99.97%

(i) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	1830	0.03%

(ii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



RESOLUTION 3: ORDINARY RESOLUTION

Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

“RESOLVED THAT the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 35,00,00,000/- (Rupees Thirty five crores only) divided into 3,50,00,000 (Three crore fifty lakh) equity shares of Rs. 10/- each to Rs. 55,00,00,000/- (Rupees Fifty five crores only) divided into 5,50,00,000 (five crore fifty lakhs) Equity Shares of Rs. 10/- each

Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
97	5521541	100.00%

(iii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	55	0.00%

(iv) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION 4: SPECIAL RESOLUTION

Issue of Convertible Equity Warrants on preferential basis

“**RESOLVED THAT** pursuant to the provisions of Section 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (the “Companies Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, consent of the Members of the Company be and is hereby accorded to authorize the Board to create, issue, offer and allot in one or more tranches upto 1,75,00,000 (One crore seventy five lakhs) warrants, each convertible into, at a price of Rs. 55/- (Rupees fifty five only) each.

(i) Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
94	5496525	99.55%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	25071	0.45%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

- Notes: 1. Vote casted by related parties on aforesaid resolutions are not considered in the above results.
2. No. of votes cast does not include no. of votes abstained & invalid votes.
3. Number of shareholders are not grouped on the basis of PAN.
4. The percentages are rounded off to the nearest decimals.


Signature
BHARATIRAJU VEGIRAJU
Membership No.F-8300 C.P. No: 14926



CS Bharatiraju Vegiraju
Practising Company secretary
UDIN: [F008300F001370606](#)

Date: 01/10/2024

Place: Mumbai



Annexure II

TITAN INTECH LIMITED
40TH ANNUAL GENERAL MEETING VOTING RESULTS

[DISCLOSURE PURSUANT TO REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015]

RESOLUTION 1: ORDINARY RESOLUTION									
<u>ADOPTION OF FINANCIAL STATEMENTS</u>									
To receive, consider and adopt the Audited Statements of Profit and Loss Account for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.									
“ RESOLVED THAT the standalone financial statements of the company for the financial year ended on 31st March, 2024 and the reports of the Directors and Auditors thereon, be and are hereby received, considered and adopted.”									
Type of Resolution required: Ordinary									
Whether promoter/promoter group are interested in agenda/resolution: No									
Whether resolution passed: YES									
	Promoter / Public	Mode of Voting	Total No. of Shares held	No. of shares polled	% of shares polled on outstanding shares	No. of votes – In Favour	No. of votes – In against	% of votes – In Favour	% of votes – In against
1.	Promoter and Promoter Group	E-Voting	2495630	2494830	99.97	2494830	0	100.00	0.00
		Poll		-	-	-	-	-	-
		Total		2494830	99.97	2494830	0	100.00	0.00
2.	Public – Institutional Holders	E-Voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	
		Total	-	-	-	-	-	-	
3.	Public – others	E-Voting	22284761	3026766	13.58	3026766	0	100.00	0.00



		Poll		-	-	-	-	-	-
		Total		3026766	13.58	3026766	0	100.00	0.00
	Total	E-Voting	24780391	5521596	22.28	5521596	0	100.00	0.00
		Poll		-	-	-	-	-	-
		Total		5521596	22.28	5521596	0	100.00	0.00

RESOLUTION 2 : ORDINARY RESOLUTION

To appoint a director in place of Zameer Ahammed Kottala, Director (DIN: 08747622) who retires by rotation and being eligible offers himself for reappointment.

“RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, if any (including any statutory modifications or re-enactment thereof) and the Articles of Association of the Company, Mr. Zameer Ahammed Kottala (DIN: 08747622) who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.“

Type of Resolution required: **Ordinary**

Whether promoter/promoter group are interested in agenda/resolution: **No**

Whether resolution passed: **YES**

	Promoter / Public	Mode of Voting	Total No. of Shares held	No. of shares polled	% of shares polled on outstanding shares	No. of votes – In Favour	No. of votes – In against	% of votes – In Favour	% of votes – In against
1.	Promoter and Promoter Group	E-Voting	2495630	2494830	99.97	2494830	0	100	0
		Poll		-	-	-	-	-	-
		Total		2494830	99.97	2494830	0	100	0
2.	Public – Institutional Holders	E-Voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	



		Total		-	-	-	-	-	-
3.	Public others	E-Voting	22284761	3026766	13.58	3024936	1830	99.94	0.06
		Poll		-	-	-	-	-	-
		Total		3026766	13.58	3024936	1830	99.94	0.06
	Total	E-Voting	24780391	5521596	22.28	5519766	1830	99.97	0.03
		Poll		-	-	-	-	-	-
		Total		5521596	22.28	5519766	1830	99.97	0.03

RESOLUTION 3 : ORDINARY RESOLUTION

Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

“**RESOLVED THAT** the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 35,00,00,000/- (Rupees Thirty five crores only) divided into 3,50,00,000 (Three crore fifty lakh) equity shares of Rs. 10/- each to Rs. 55,00,00,000/- (Rupees Fifty five crores only) divided into 5,50,00,000 (five crore fifty lakhs) Equity Shares of Rs. 10/- each

Type of Resolution required: **Ordinary**

Whether promoter/promoter group are interest in agenda/resolution: **No**

Whether resolution passed: **YES**

	Promoter / Public	Mode of Voting	Total No. of Shares held	No. of shares polled	% of shares polled on outstanding shares	No. of votes – In Favour	No. of votes – In against	% of votes – In Favour	% of votes – In against
1.	Promoter and Promoter Group	E-Voting	2495630	2494830	99.97	2494830	0	100	0
		Poll		-	-	-	-	-	-
		Total		2494830	99.97	2494830	0	100	0
2.	Public Institution	E-Voting	-	-	-	-	-	-	-



	alHolders	Poll	-	-	-	-	-	-	-
		Total							
3.	Public other s	E-Voting	22284761	3026766	13.58	3026711	55	100.00	0.00
		Poll		-	-	-	-	-	-
		Total		3026766	13.58	3026711	55	100.00	0.00
	Total	E-Voting	24780391	5521596	22.28	5521541	55	100.00	0.00
		Poll		-	-	-	-	-	-
		Total		5521596	22.28	5521541	55	100.00	0.00

RESOLUTION 4 : SPECIAL RESOLUTION

Issue of Convertible Equity Warrants on preferential basis

“**RESOLVED THAT** pursuant to the provisions of Section 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (the “Companies Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, consent of the Members of the Company be and is hereby accorded to authorize the Board to create, issue, offer and allot in one or more tranches upto 1,75,00,000 (One crore seventy five lakhs) warrants, each convertible into, at a price of Rs. 55/- (Rupees fifty five only) each.

Type of Resolution required: **Special**

Whether promoter/promoter group are interest in agenda/resolution: **No**

Whether resolution passed: **YES**

	Promoter / Public	Mode of Voting	Total No. of Shares held	No. of shares polled	% of shares polled on outstanding shares	No. of votes – In Favour	No. of votes – In against	% of votes – In Favour	% of votes – In against
1.	Promoter and Promoter Group	E-Voting	2495630	2494830	99.97	2494830	0	100	0
		Poll		-	-	-	-	-	-
		Total		2494830	99.97	2494830	0	100	0



2.	Public Institutional Holders	E-Voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3.	Public others	E-Voting	22284761	3026766	13.58	3001695	25071	99.18	0.82
		Poll	-	-	-	-	-	-	-
		Total	-	3026766	13.58	3001695	25071	99.18	0.82
Total	Total	E-Voting	24780391	5521596	22.28	5496525	25071	99.55	0.45
		Poll	-	-	-	-	-	-	-
		Total	-	5521596	22.28	5496525	25071	99.55	0.45

Based on the above results of both remote e-voting and e-voting during the meeting, we hereby report that all the above four (4) resolutions have been duly passed by the members of the Company with the requisite majority.

CS BHARATIRAJU VEGIRAJU


Signature
BHARATIRAJU VEGIRAJU
Membership No.F-8300 C.P. No: 14926



Date: October 01,2024

Place: Mumbai

UDIN: **F008300F001370606**