

TO
THE CHAIRMAN
TITAN BIOTECH LIMITED
A-902A, RIICO INDUSTRIAL AREA,
PHASE-III, BHIWADI,
RAJASTHAN- 301019

CONSOLIDATED SCRUTINISER REPORT

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of section 108 Of the Companies Act 2013 (the act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Nitesh Kumar Sinha, Proprietor of NKS & Company, Practicing Company Secretaries had been appointed as the scrutinizer by the Board of Directors of Titan Biotech Limited vide letter dated 9th August, 2017 pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the companies (Management and administration) Rules 2014 to conduct the electronic process in respect of the below mentioned resolutions to be passed at the Annual General Meeting to be held as on Friday, the 29th September 2017.

The Notice dated 30th August, 2017 convening Annual General Meeting of the members along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the members to be held on Friday, the 29th September 2017.

The company has availed the e-voting facility offered by Central Depository Securities Limited (CDSL) for conducting e-voting by the shareholders of the company.

The shareholders of the company holding shares as on the "cut off" date of 22nd September 2017 were entitled to vote on the purposed resolutions as set out at items no's 1 to 8 in the notices of Annual General Meeting.

The voting period for E-voting commenced on Monday, 25th September, 2017 at 10:00 A.M. and ended on Thursday, 28th September, 2017 at 5:00 P.M. and the CDSL E-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company.



I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Securities Limited (CDSL) E-voting system.

I, now submit my report as under on the result of the voting through electronic means and physical mode in respect of the said resolutions.

1. RESOLUTION NO. 1

ADOPTION OF THE AUDITED BALANCE SHEET, PROFIT & LOSS ACCOUNT ALONGWITH DIRECTOR'S AND AUDITORS REPORT FOR THE YEAR ENDED ON 31ST MARCH, 2017.

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	23	495734	9.20%
Physical	120	4889941	90.80
Total	143	5385675	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL



2. RESOLUTION NO. 2

DECLARATION OF DIVIDEND ON EQUITY SHARES OF THE COMPANY

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	23	495734	9.20%
Physical	120	4889941	90.80%
Total	143	5385675	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

3. RESOLUTION NO. 3

APPOINTMENT OF MRS. MANJU SINGLA (DIN: 00027790) AS DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE TO OFFER HERSELF FOR RE-APPOINTMENT.

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	22	445734	8.35%
Physical	120	4889941	91.65%
Total	142	5335675	100%



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

4. RESOLUTION NO. 4

RATIFICATION OF APPOINTMENT OF M/S SUNITA AGRAWAL & COMPANY, CHARTERED ACCOUNTANT AS STATUTORY AUDITORS & FIXING THEIR REMUNERATION

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	23	495734	9.20%
Physical	120	4889941	90.80%
Total	143	5385675	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

5. RESOLUTION NO. 5

APPROVAL FOR RELATED PARTY TRANSACTIONS

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	20	334	0.02%
Physical	116	2037155	99.98%
Total	136	2037489	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL



6. RESOLUTION NO. 6

INCREASE IN REMUNERATION OF MR. NARESH KUMAR SINGLA, MANAGING DIRECTOR OF THE COMPANY

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	22	460334	8.66%
Physical	119	4855441	91.34%
Total	141	5315775	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

7. RESOLUTION NO. 7

INCREASE IN REMUNERATION OF MR. SURESH CHAND SINGLA, MANAGING DIRECTOR OF THE COMPANY

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	22	445734	8.35%
Physical	119	4889941	91.65%
Total	141	5335675	100%



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

8. RESOLUTION NO. 8

PREFERENTIAL ALLOTMENT OF EQUITY SHARES TO BODIES CORPORATE OF PROMOTER AND NON PROMOTER GROUP

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	20	334	0.02%
Physical	118	1646610	99.98%
Total	138	1646944	100%

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	NIL
Total	NIL	NIL

The Registers all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid General Meeting and the same are handed over to the Company Secretary for safe keeping.



Thanking You
Yours Faithfully

Nitish K

Nitish Kumar Sinha

N K S & Company

Practicing Company Secretary

COP: - 7648

Place: - Vaishali

Dated: - 29/09/2017