



# TITAN BIOTECH LTD.

AN ISO 9001:2008 CERTIFIED COMPANY



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Date: 12, January, 2016

Corporate Services Department  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

Dear Sir(s),

**Sub: Submission of Quarterly Corporate Governance Report under Regulation 27 (2)**

Pursuant to Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Quarterly Corporate Governance Report for quarter ended 31<sup>th</sup> December, 2015.

Kindly take the above on record.

Yours faithfully  
For Titan Biotech Limited

*Charanjit Singh*  
Authorised Signatory

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Format to be Submitted by Listed entity on quarterly basis

ANNEXURE-1

1 Name of Listed Entity: Titan Biotech Limited

2 Quarter ending: 31st December, 2015

I. Composition of Board of Directors								
Title(Mr./Ms)	Name of the Director	PAN <sup>5</sup> & DIN	Category(Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>6</sup>	Date of Appointment in the Current term/Cessation	Tenure*	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Naresh Singla	ACNPS4241A & 00027448	Executive	01-05-2002		2	2	0
Mr.	Suresh Chand Singla	AABPS2960E & 00027706	Executive	01-10-2006		2	2	1
Mrs.	Manju Singla	AZXPS1878A & 00027790	Non-Executive	23-06-2001		2	1	0
Mr.	Raja Singla	DEFPS5594H & 03523719	Non-Executive	01-10-2012		1	0	0
Ms.	Supriya Singla	BQNPS5458L & 03526583	Non-Executive	01-10-2012		1	0	0
Mr.	Sachin Gupta	AAHPG4218K & 00082550	Executive Independent	30-09-2014	5 Years	1	2	2
Mr.	Hitesh Kohli	AXMPK3165D & 02204264	Non-Executive Independent	30-09-2014	5 Years	1	1	0
Mr.	Praveen Somani	AATPS8157K & 02424925	Non-Executive Independent	30-09-2014	5 Years	1	1	0
Mr.	Parvesh Goel	AHQPG5315R & 03543944	Non-Executive Independent	30-09-2014	5 Years	1	1	0

<sup>5</sup>PAN number of any director would not be displayed on the Website of Stock Exchange

<sup>6</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

\*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

The person who is counted as Chairman of Committee as above is also counted as member of the same Committee.

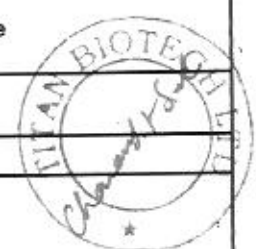
II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>6</sup>
1. Audit Committee	1.Sachin Kumar Gupta 2.Hitesh Kohli 3.Parvesh Goel 4. Manju Singla 5.Parveen Somani	1.Chairman 2.Non-Executive, Independent 3.Non-Executive, Independent 4.Non-Executive, Independent 5.Non-Executive, Non-executive
2. Nomination & Remuneration Committee	1.Sachin Kumar Gupta 2.Hitesh Kohli 3.Pravesh Goel 4. Manju Singla 5.Praveen Somani	1.Chairman 2.Non-Executive, Independent 3.Non-Executive, Independent 4.Non-Executive, Independent 5.Non-Executive
3. Risk Management Committee(if applicable)	N.A	
4. Stakeholders Relationship Committee <sup>7</sup>	1.Suresh Chand Singla 2.Naresh Kumar Singla 3.Sachin Gupta	1.Executive 2.Executive 3.Chairman

<sup>6</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Name of Listed Entity	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any two consecutive (in number of days)
Titan Biotech Limited	10/10/2015, 29/10/2015, 21/11/2015	22 Days



20.07.2015, 29.07.2015, 22.08.2015, 27.08.2015, 11.09.2015, 28.09.2015

IV Meeting of Committees			
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
29.10.2015	4 Members were present	29.07.2015	63 Days

\*This information has to be mandatorily be given for audit Committee, for rest of the Committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)refer notes below
Whether prior approval of audit Committee obtained	Yes
whether Shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into Pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/no/N.A..For example, if the Board has been composed in accordance with the requirements of Listing regulations, "Yes" may be indicated. Similarly, case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

- Audit Committee
- Nomination & remuneration committee
- Stakeholders relationship committee
- Risk management committee( applicable to the top 100 listed entities)

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Titan Biotech Limited

*Charanjit Singh*  
Mr. Charanjit Singh  
Company Secretary



**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may be given by Listed entity and instead a statement "same as previous quarter" be given.