



TITAANIUM TEN ENTERPRISE LTD.

.YARN TO FABRIC TO FASHION

U52100GJ2008PLC055075

07/09/2018

To,
BSE Limited
Phirozen Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip ID/Code: TITAANIUM / 539985

**Sub: INTIMATION OF NOTICE FOR 10TH ANNUAL GENERAL MEETING TO BE HELD
ON 28TH DAY OF SEPTEMBER, 2018**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, we are submitting herewith Notice of 10th Annual General Meeting of the Members of the Company scheduled to be held on **Friday 28th Day of September, 2018 at 4:00 PM** at registered office of the Company at Shop No. 901/914, Rajhans Complex, 9th Floor, Ring Road, Surat-395002, Gujarat to consider and approve the business specified in notice convening the 10th Annual General Meeting.

Kindly consider the same and take on record.

Yours Faithfully,

For Titaanium Ten Enterprise Limited

Ankita Raj Bhikadia
Company Secretary and Compliance Officer
ACS: 48772



Enclose: Notice of AGM

COMPANY INFORMATION**BOARD OF DIRECTORS**

Rohit Kumar Kapadia
Ilaben Kapadia
Shalu Kapadia
Nidhi Joshi
Kantilal Patel

Chairman & Whole Time Director
Executive Director
Non Executive Director
Independent & Non Executive Director
Independent Director

CHIEF EXECUTIVE OFFICER

Tejuskumar Kapadia

CHIEF FINANCIAL OFFICER

Mineshkumar Shah

COMPANY SECRETARY & COMPLIANCE OFFICER

Ankita Raj Bhikadia (Appointed w.e.f. 04.08.2017)

STATUTORY AUDITORS

DSI & CO.
Chartered Accountants
MF/14-26, Nariman Point Shopping
Centre,
Opp. Ashok Pan, Nr. Raghuvir
Bungalows,
City Light Road,
Surat-395007
Email:- dsi.surat@gmail.com
Tel.:- 0261-2223020 / 0261-2223030

INTERNAL AUDITORS

Praveen Gandhi
Partner
Monika Jain & Co.
Chartered Accountant
803,Rajhans Complex,
Ring Road,
Surat
Tel.No.0261-3987350

BANKERS

South Indian Bank

REGISTERED OFFICE

Shop No. 901/914, Rajhans Complex,
9th Floor, Ring Road, ,
Surat , Gujarat ,395002
Phone No.: 0261-2320240,
E-mail: kapadiatraders@hotmail.com
Website: www.titaaniumten.co.in

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited

Registered Office Address

E -2 &3, Ansa Industrial Estate,
Saki-Vihar Road, Sakinaka,
Andheri (East), Mumbai-400072,
Maharashtra
Phone No.: 022 – 40430200, Fax: 022 - 28475207
Email: investor@bigshareonline.com
Website: www.bigshareonline.com

Corporate Office Address

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East, Mumbai-400059,
Maharashtra
Phone No.: 022 – 62638200, Fax: 022 - 62638299
Email: investor@bigshareonline.com
Website: www.bigshareonline.com

NOTICE OF 10th ANNUAL GENERAL MEETING

NOTICE is hereby given that **10th Annual General Meeting** of the members of **TITAANIUM TEN ENTERPRISE LIMITED** will be held at **Registered Office of the Company** situated at Shop No.901/914, Rajhans Complex, 9th Floor, Ring Road, Surat – 395002, Gujarat, India on **Friday 28th Day of September, 2018 at 4:00 PM** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2018, together with Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Rohitkumar Kapadia as a Director, who retires by rotation and being eligible, offer himself for re-appointment.

By Order of the Board of Directors
TITAANIUM TEN ENTERPRISE LIMITED

Place: Surat
Date: 04/09/2018

ANKITA RAJ BHIKADIA
Company Secretary & Compliance Officer
ACS: 48772

REGISTERED OFFICE: -

Shop No.: 901/914, Rajhans Complex,
9th Floor, Ring Road, Surat – 395002,
Gujarat, India
E-mail: kapadiatraders@gmail.com
Website: www.titaaniumten.co.in

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts, concerning the businesses under Item Nos. 3 to 6 of the notice, is annexed hereto. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/re-appointment as Director under Item No. 2 of the Notice is also annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT AN ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy for his entire shareholding and such person shall not act as a proxy for another person or shareholder. If a proxy is appointed for more than fifty members, he/she shall choose any fifty Members and confirm the same to the Company before the commencement of the specified period for inspection. In case the proxy fails to do so, the Company shall consider only the first fifty proxies received as valid. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/authority letter as applicable, on behalf of the nominating organization.

THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ANNEXED HERewith.

3. Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) shall send certified true copy of the Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend and vote at the AGM.
4. Only bonafidemembers of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Register of Members and the Share Transfer books of the Company will remain closed from **Saturday, 22nd Day of September, 2018 to Friday, 28th Day of September, 2018 (both days inclusive)** for Annual General Meeting.
7. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
8. Members are requested to:
 - a. Intimate to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai-400059, Maharashtra, their Depository Participant ("DP"), regarding changes if any, in their registered address and their E-mail ID at an early date.
 - b. Quote their Registered Folio Numbers and/or DP Identity and Client Identity Number in their correspondence.
 - c. Bring their copy of Annual Report and the Attendance Slip which is duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. with them at the Annual General Meeting. As a measure of economy, extra copies of the Annual Report will not be provided at the meeting.
 - d. Affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the meeting hall.

9. Members who hold shares in the dematerialized form and want to provide/change/correct the bankaccount details should send the same immediately to their concerned Depository Participant and notto the Company. Members are also requested to give the MICR Code of their bank to their DepositoryParticipants. The Company will not entertain any direct request from such members for change ofaddress, transposition of names, deletion of name of deceased joint holder and change in the bankaccount details.

The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their Demat accounts. Members holding Shares in physical form can submit their PAN details to Bigshare Services Pvt. Ltd.

10. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Company’s Registrar and Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the share transfer form SH-4 for this purpose.
11. Non-resident Indian shareholders are requested to inform to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately about the following: -
- a. The change in the residential status on return to India for permanent settlement.
 - b. The particulars of the NRE account with a Bank in India, if not furnished earlier.
12. Members are requested to convert their Share(s) lying in physical form to the Demat form for easy transferability of Shares. For any help, the Shareholders may contact to the Registrar & Transfer Agent at email id investor@bigshareonline.com and to Company Secretary at email id. kapadiatraders@hotmail.com.
13. Pursuant to provisions of Section 72 of the Companies Act, 2013 members holding Shares in physical mode are advised to file a Nomination Form in respect of their Shareholding. Any Member wishing to avail this facility may submit the prescribed statutory form SH-13 to the Company Share transfer agent. The said form can be downloaded from the Company’s website www.titaaniumten.co.in.
14. A Member desirous of getting any information on the accounts or operations of the Company is requested to forward his/her queries to the Company at least seven days prior to the meeting so that the required information can be made available at the Meeting.
15. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.
16. SEBI & Ministry of Corporate Affairs is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative, soft copy of the Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. Further, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 136 of the Companies Act, 2013 including Rules made thereunder for Members who have not registered

their E-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2017-18 will also be available on the Company's website www.titaaniumten.co.in.

17. Members who have not registered their e-mail address with the Company are requested to submit their valid e-mail address to Bigshare Services Pvt. Ltd. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly.
18. Voting procedure:
 - I. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting will be able to exercise their right at the meeting through ballot paper.
 - II. Mr. Dhiren R. Dave, Company Secretary in Practice has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting process in a fair and transparent manner.
 - III. The Chairman shall, at the end of discussion on the resolutions in AGM on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM.
 - IV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - V. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.titaaniumten.co.in after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange where the shares of the Company are listed.
19. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through E-mail to drdfcs@gmail.com.
20. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to compile the relevant information for replying in the meeting.
21. All documents referred to in the accompanying notice and the explanatory statement shall be open for inspection at the Registered Office of the Company situated at Shop No. 901/914, Rajhans Complex, 9th Floor, Ring Road, Surat – 395002, Gujarat, India between 10.00 a.m. to 5.00 p.m. on all working days, except on holidays, up to and including the date of the Annual General Meeting of the Company.

ANNEXURE TO NOTICE**Details of the Directors seeking appointment/re-appointment at the
10th Annual General Meeting****Annexure of Item No: 02**

Name of Director	Mr. Rohitkumar Hasmukhlal Kapadia
Designation	Chairman & Director
DIN	02140862
Date of Birth	04/09/1943
Date of first Appointment	18/09/2008
Nationality	Indian
Qualification	Bachelor of Commerce
Expertise in Specific Functional Area and experience	He has an experience of around four decades in the textile industry. He is the guiding force behind the strategic decisions of our company and has been instrumental in formulating the overall business strategy and developing business relations of the company.
Remuneration Last drawn	Rs. 50,000/- p.m.
Directorship held in other Companies	Kapadia Health Club Private Limited
Committee positions held in other Companies	Nil
No. of Equity Shares held in the Company as on 31/03/2018	2,65,265 Equity Shares

By Order of the Board of Directors
TITAANIUM TEN ENTERPRISE LIMITED

Place: Surat
Date: 04/09/2018

ANKITA RAJ BHIKADIA
Company Secretary & Compliance Officer
ACS: 48772

REGISTERED OFFICE: -

Shop No.: 901/914, Rajhans Complex,
9th Floor, Ring Road, Surat – 395002,
Gujarat, India
E-mail: kapadiatraders@gmail.com
Website: www.titaaniumten.co.in

TITAANIUM TEN ENTERPRISE LIMITED

CIN: L52100GJ2008PLC055075

Reg. Office: Shop No. 901/914, Rajhans Complex, 9th Floor, Ring Road,
Surat – 395002, Gujarat, India

Phone: 0261-2320240, **Email:** kapadiatraders@hotmail.com

ATTENDANCE SLIP

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE
MEETING HALL**

(Joint shareholders may obtain additional Slip at the venue of the meeting)

DP. Id.		Name & Address of the Registered Shareholder / Proxy
Regd. Folio No.		
No. of Shares		

I certify that I am a registered Shareholder/proxy for the registered Shareholder of the Company.

I hereby record my presence at the 10th Annual General Meeting of the Company being held at the registered office of the Company on Friday, 28th Day of September, 2018 at 4:00 P.M.

Name of Shareholder/Proxy: _____

Signature of Shareholder/Proxy: _____

Dear Shareholder(s),

This is to inform you that the company is in process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

To achieve this, we solicit your co-operation in providing the following details to us:

1. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
2. If you are holding shares in physical form, you may provide the following:

Folio No. :

Pan No. :

E-mail ID :

Telephone No. :

Name and Signatures : i.
 ii.
 iii.

Thanking you,

For, **TITAANIUM TEN ENTERPRISE LIMITED**

Authorized Signatory

TITAANIUM TEN ENTERPRISE LIMITED

CIN: L52100GJ2008PLC055075

Reg. Office: Shop No. 901/914, Rajhans Complex, 9th Floor, Ring Road,
Surat – 395002, Gujarat, India

Phone: 0261-2320240, **Email:** kapadiatraders@hotmail.com

FORM NO. MGT-11**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of Member(s) :	
Registered Address :	
E-Mail Id :	
Folio No/ Client Id :	
DP ID :	

I/We, being the member (s) of shares of the above named Company, hereby appoint.

1. Name			
Address			
E-mail Id		Signature	
	or failing him/her		
2. Name			
Address			
E-mail Id		Signature	
	or failing him/her		
3. Name			
Address			
E-mail Id		Signature	

as my/our proxy to attend and vote for me/us and on my/our behalf at the 10th Annual General Meeting of the Company to be held on Friday, 28th Day of September, 2018 at 4:00 P.M. at the Registered Office of the Company situated at Shop No.901/914, Rajhans Complex, 9th Floor, Ring Road, Surat – 395002, Gujarat, India and at any adjournment thereof in respect of such Resolutions as are indicated below.

Resolution No.	Resolutions
Ordinary Business	
1	Adoption of Audited Financial Statements for the financial year ended 31 st March, 2018
2	Re-appointment of Mr. Rohitkumar Kapadia as a Director, who retires by rotation

**Affix a Rs.
1/-
Revenue
Stamp**

As witness my / our hand(s) this _____ day of _____ 2018.

Signature of Shareholder: _____ Signature of Proxy: _____

NOTE:

The proxy form duly stamped, completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding of the aforesaid meeting. The Proxy need not be a member of the Company.