

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **TITAN ENGINEERING & AUTOMATION LIMITED** ("the Company") (CIN: U33111TZ2015PLC021232) having its Registered Office at Unit-II, No.141, S. Muduganapalli Village, Denkanikotai Road, Krishnagiri, Hosur, Tamil Nadu, India, 635110, as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on March 31, 2026. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act.
 2. Maintenance of registers / records & making entries therein within the time prescribed therefor.
 3. Filing of forms and returns are not required to be stated in the annual return. However, the filing of forms and returns was done within or beyond the prescribed time with the Registrar of Companies. The Company was not required to file any form with the Regional Director, Court, Central Government or other authorities during the period under review.



4. Calling/ convening/ holding meetings of Board of Directors or its committees, and the meeting of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given, and the proceedings including the resolutions passed by circulation have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed. Further the Company has not passed any resolutions by Postal Ballot during the period under review.
5. Closure of Register of Members / Security holders as the case may be **(Not applicable to the Company during the financial year ended March 31, 2026);**
6. Advances/ loans to its directors and/or persons or firms or companies referred to in section 185 of the Act. **(Not applicable to the Company during the financial year ended March 31, 2026);**
7. Contracts / arrangements with related parties as specified in section 188 of the Act;
8. Transfer of shares. There was no issue or allotment or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares, and bonus shares, pending registration of transfer of shares in compliance with the provisions of the Act; **(Not applicable to the Company during the financial year ended March 31, 2026);**
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 123, 124 and 125 of the Act; **(Not applicable to the Company during the financial year ended March 31, 2026);**
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution / appointment/ retirement by rotation/ disclosures of the Directors, Key Managerial Personnel, filling up of casual vacancy of Key Managerial Personnel and the remuneration paid to them. There was no re-appointment, filling up of casual vacancies of Directors during the period under review;



13. Appointment of auditors as per the provisions of section 139 of the Act. There was no re-appointment / filling up casual vacancies of auditors during the period under review.
14. The Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Court, Registrar of Companies or such other authorities under the various provisions of the Act. However, the Company has received approvals with respect to various e-forms filed with the Central Processing Centre (CPC) and Registrar of Companies during the year;
15. Acceptance / renewal / repayment of deposits. **(Not applicable to the Company during the financial year ended March 31, 2026);**
16. Borrowings from banks, modification of charges in that respect. There were no borrowings from the directors, members, public financial institutions and other financial institutions and no creation, satisfaction of charge during the period under review;
17. Loans, investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; **(Not applicable to the Company during the financial year ended March 31, 2026);**
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company. **(Not applicable to the Company during the financial year ended March 31, 2026).**



Note: For practical purposes, priority should be given to this Certificate over 'point XV' of form MGT-7, as the latter is non-editable.

For V. Sreedharan & Associates


(Dr. Shobha Shridhar)

Partner

F.C.S: 13360; C.P. No. 22649

Peer Review Certificate No.: 5543/2024

UDIN Number: F013360H001515740

Date: September 17, 2026

Place: Bengaluru



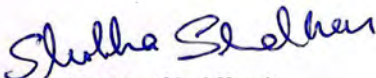
This certificate is to be read with Annexure which forms an integral part of this certificate

To,
Titan Engineering & Automation Limited
(CIN: U33111TZ2015PLC021232)
Unit-II, No.141, S. Muduganapalli Village,
Denkanikotai Road, Krishnagiri,
Hosur, Tamil Nadu, India, 635110,

Our certificate in Form MGT 8 on the Annual Return (MGT-7) for the financial year ended on March 31, 2026, is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. Compliance of the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on a test basis.

For V. Sreedharan & Associates


(Dr. Shobha Shridhar)

Partner

F.C.S: 13360; C.P. No. 22649

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