

Date : 29.03.2019

**BSE Limited**

Department of Corporate Services  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Tower,  
Dalal Street, Fort,  
MUMBAI - 400 001  
Script Code: 533655

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
MUMBAI - 400 051  
Symbol : TRITURBINE

Dear Sir/Madam,

**Sub: Intimation of outcome of the results of the postal ballot including electronic voting ("Postal Ballot") pursuant to provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provision of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, Triveni Turbine Limited (the "Company") had conducted the process of Postal Ballot for seeking the approval of the shareholders of the Company, for Re-appointment of Mr Dhruv M Sawhney as Managing Director of the Company by means of passing a special resolution .

Further, pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the detail of voting result, in the prescribed format, declared today i.e. March 29, 2019 in respect of business conducted through ,postal ballot process (including e-voting) as per Notice of Postal ballot dated 11<sup>th</sup> February,2019 alongwith report of scrutinizer regarding results of the voting of the Postal Ballot (including e-voting).

Please note that the special resolution as set out in the Notice of Postal Ballot dated 11<sup>th</sup> February, 2019 has been passed by the members with the requisite majority .

The said results of the Postal Ballot will be displayed at the registered office and the corporate office of the Company. The said results will also be uploaded on the website of the Company i.e., [www.triveniturbines.com](http://www.triveniturbines.com) and on the website of Central Depository Services Limited i.e., <https://www.cdslindia.com/>.

You are requested to take the above on record and disseminate to all concerned .

Regards,

Sincerely,

For Triveni Turbine Limited



**Rajiv Sawhney**  
Company Secretary

Encl.: As Above



Company Name	Triveni Turbine Limited
Date of the AGM/EGM	N.A.
Total number of shareholders on record date	30835
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	N.A.
Public:	
No. of Shareholders attended the meeting through Video Promoters and Promoter Group:	N.A.
Public:	

Detail of the Agenda:

Item No. 1. Special Resolution for re-appointment of Mr. Dhruv M. Sawhney (DIN 00102999) as Managing Director of the Company for a period of five years w.e.f 10th May, 2019 and the payment of remuneration to him.

Resolution Required :				Special Resolution				
Whether promoter /promoter group are interested in the said resolution				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )	( 2 )	(3)= [(2)/(1)]*100	( 4 )	( 5 )	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E- Voting	219142811	192152769	87.6838	192152769	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		192152769	87.6838	192152769	0	100.0000	0.0000
Public – Institutional holders	E- Voting	88836047	84474264	95.0901	84426990	47274	99.9440	0.0560
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		84474264	95.0901	84426990	47274	99.9440	0.0560
Public-Others	E- Voting	15326626	169694	1.1072	169100	594	99.6500	0.3500
	Poll		463373	3.0233	463283	90	99.9806	0.0194
	Total		633067	4.1305	632383	684	99.8920	0.1080
<b>Total</b>		<b>323305484</b>	<b>277260100</b>	<b>85.7579</b>	<b>277212142</b>	<b>47958</b>	<b>99.9827</b>	<b>0.0173</b>

Place: Noida.

Date: 28.03.2019

Certified to be True Copy  
For Triveni Turbine Limited

TZojir Sawhney

Company Secretary



# SURESH GUPTA & ASSOCIATES

## COMPANY SECRETARIES

204, Silver Complex, A-73, Opp. Metro Pillar No. 60, Near Nirman Vihar Metro Station,  
Laxmi Nagar, Delhi-110092

Mob. 9312257002, Ph. 011-43061664, Mail: [sureshguptacs@gmail.com](mailto:sureshguptacs@gmail.com)

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### Scrutinizer's Report

**[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the (Companies Management and Administration) Rules, 2014) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Chairman  
M/s Triveni Turbine Limited  
CIN L29110UP1995PLC041834  
Corporate office: Express Trade Tower, 8th Floor  
Plot no 15-16, Sector 16A  
Noida-201301 U.P

**Consolidated Scrutinizers Report on Postal Ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice dated February, 11 2019 through Postal Ballot**

Dear Sir,

I, Suresh Kumar Gupta, Proprietor of M/s Suresh Gupta & Associates, Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of M/s Triveni Turbine Limited ('the Company') for scrutinizing postal ballot voting including voting by electronic means in a fair and transparent manner in respect of the resolution contained in the Notice of Postal Ballot dated February, 11 2019 proposed to be passed by the shareholders of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the RESOLUTION contained in the Notice dated February, 11 2019, based on the reports generated from the e-voting system provided by the authorized agency, M/s Central Depository Services (India) Ltd. engaged by the Company to provide e-voting facility and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. 5.00 p.m. on Thursday, March 28, 2019.

I submit my report as under:

1. Dispatch of the Postal Ballot notice containing the explanatory statement and the Postal Ballot form alongwith self-addressed prepaid business reply envelope to the Members of the Company was completed on February 25, 2019. The said documents were sent by the Company in electronic mode to those members who registered their e-mail addresses with their respective Depository Participants and in physical mode to the other members.

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2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cutoff date i.e. February 15, 2019, were entitled to cast their votes by postal ballot or e-voting.
3. Voting through Postal Ballot and E-voting commenced on **Wednesday, February 27, 2019 (9.00 a.m. IST)** and ends on **Thursday, March 28, 2019 (5.00 p.m. IST)**. E-voting was blocked at 5.00 p.m. on March 28, 2019 by Central Depository Services (India) Ltd., the e-service agency engaged by the Board of Directors of the Company.
4. The Postal Ballot forms received from the Members were kept in a locked ballot box before commencement of the scrutiny.
5. After the time fixed for closing of the e-voting, i.e. 5.00 p.m. on Thursday, March 28, 2019, a final electronic report of the e-voting was generated by me by accessing the data available to me from the Authorised Agency M/s Central Depository Services (India) Ltd. to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
6. The physical postal ballots received till the time fixed for closing of the Postal Ballot i.e. 5.00 p.m. on March 28, 2019, were diligently scrutinized and reconciled with the records maintained by the Company through, M/s Alankit Assignment Ltd. the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
7. The Ballot papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately. I did not find any defaced or mutilated ballot papers.
8. The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the RESOLUTION contained in the Notice dated February 11, 2019 through Postal Ballot is as under:

**Resolution No. 1: Special Resolution**

Re-appointment of Mr. Dhruv M. Sawhney (DIN 00102999) as Managing Director of the Company for a period of 5 years w.e.f. 10th May, 2019 and payment of remuneration to him.

a) Votes cast "in favour" of resolution:

<i>Postal Ballot Voting</i>	<i>Number of members who voted</i>	<i>Number of votes cast by them</i>	<i>% of total Number of valid votes cast</i>
Physical	85	463283	99.981%
Electronic (e-voting)	77	276748859	99.983%
Total	162	277212142	99.983%

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b) Voted cast "against" the resolution

<i>Postal Ballot Voting</i>	<i>Number of members who voted</i>	<i>Number of votes cast by them</i>	<i>% of total Number of valid votes cast</i>
Physical	89	90	0.019%
Electronic (e-voting)	9	47868	0.017%
Total	98	47958	0.017%

c) Invalid votes:

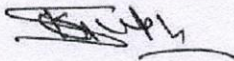
<i>Postal Ballot Voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
Physical	6	294
Electronic (e-voting)	NIL	NIL
Total	6	294

Based on the aforesaid results, I report that the Special resolution contained in Item No.1 of the Notice dated February 11, 2019 has been passed with requisite majority.

9. In view of the above scrutiny, I hereby certify that the one resolution specified in the Postal Ballot Notice dated February 11, 2019 have been passed with the requisite majority.

10.The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the company secretary for preserving safely after the chairman signs the Minutes.

**For Suresh Gupta & Associates  
Company Secretaries**



**Suresh Kumar Gupta  
FCS 5660,  
CP No. 5204**



**Date: 29/03/2019**

**Place: Delhi**