

By E-filing

REF:TEIL:SE:

Date: 11<sup>th</sup> September, 2023

BSE Limited P.J. Tower, Dalal Street, Fort, MUMBAI - 400 001 Thru: BSE Listing Centre	National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), MUMBAI - 400 051 Thru: NEAPS
<b>STOCK CODE: 532356</b>	<b>STOCK CODE: TRIVENI</b>
<b>Sub: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 - Voting Results of the 87<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Friday, 8<sup>th</sup> September, 2023 together with Scrutinizer's Report.</b>	

Dear Sirs,

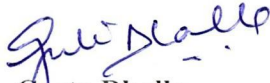
Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we enclose herewith agenda-wise details of Voting Results of the 87<sup>th</sup> AGM of the Company held on Friday, 8<sup>th</sup> September, 2023 in the prescribed format, as per Annexure-I, along with consolidated Scrutinizer's Report dated 11<sup>th</sup> September, 2023, as per Annexure-II.

Please note that all the resolutions, as set out in the Notice of 87<sup>th</sup> AGM have been passed by the members with requisite majority.

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

Thanking you,

Yours faithfully,  
For Triveni Engineering & Industries Ltd.,

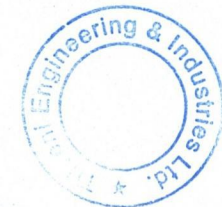


**Geeta Bhalla**  
Group Vice President &  
Company Secretary  
M.No.A9475

Encl: As above.

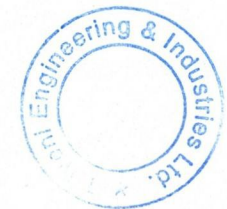
	TRIVENI ENGINEERING & INDUSTRIES LIMITED
Date of the AGM/EGM	08-09-2023
Total number of shareholders on record date	99055
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	116

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements, ( including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2023 together with Reports of the Directors and Auditors' thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,75,50,817	2,31,01,150	83.8492	2,31,01,150	0	100.0000	0.0000	0	2,88,984
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,31,01,150	83.8492	2,31,01,150	0	100.0000	0.0000	0	2,88,984
Public- Non Institutions	E-Voting	5,78,55,989	37,78,818	6.5314	37,78,556	262	99.9931	0.0069	0	65
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		43,66,348	7.5469	43,66,086	262	99.9940	0.0060	0	65
<b>Total</b>		<b>21,88,97,968</b>	<b>16,09,58,660</b>	<b>73.5314</b>	<b>16,09,58,398</b>	<b>262</b>	<b>99.9998</b>	<b>0.0002</b>	<b>0</b>	<b>289049</b>



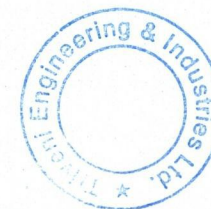
Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend of Rs.3.25 per equity share of Re.1/- each for the financial year ended 31st March, 2023.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,78,55,989	37,78,868	6.5315	37,78,411	457	99.9879	0.0121	0	15
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		43,66,398	7.547	43,65,941	457	99.9895	0.0105	0	15
<b>Total</b>		<b>21,88,97,968</b>	<b>16,12,47,694</b>	<b>73.6634</b>	<b>16,12,47,237</b>	<b>457</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>	<b>15</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Dhruv M. Sawhney (DIN: 00102999) as a Director, who retires by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,75,50,817	2,32,64,623	84.4426	1,99,69,015	32,95,608	85.8343	14.1657	0	1,25,511
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,32,64,623	84.4426	1,99,69,015	32,95,608	85.8343	14.1657	0	1,25,511
Public- Non Institutions	E-Voting	5,78,55,989	37,78,818	6.5314	37,77,703	1,115	99.9705	0.0295	0	65
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		43,66,348	7.5469	43,65,233	1,115	99.9745	0.0255	0	65
<b>Total</b>		<b>21,88,97,968</b>	<b>16,11,22,133</b>	<b>73.6060</b>	<b>15,78,25,410</b>	<b>32,96,723</b>	<b>97.9539</b>	<b>2.0461</b>	<b>0</b>	<b>125576</b>



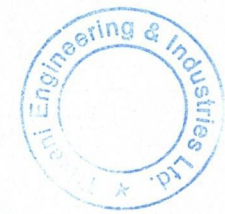
Resolution No.	4										
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr Siraj Azmat Chaudhry (DIN:00161853) as an Independent Director of the Company for a period of five consecutive years w.e.f. 25th July, 2023										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	2,22,67,216	11,22,918	95.1992	4.8008	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,90,134	84.8982	2,22,67,216	11,22,918	95.1992	4.8008	0	0	
Public- Non Institutions	E-Voting	5,78,55,989	37,31,340	6.4494	37,27,815	3,525	99.9055	0.0945	0	47,543	
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		43,18,870	7.4649	43,15,345	3,525	99.9184	0.0816	0	47,543	
Total	21,88,97,968	16,12,00,166	73.6417	16,00,73,723	11,26,443	99.3012	0.6988	0	47,543		

Resolution No.	5										
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Dr. Rajender Pal Singh (DIN:10198810) as an Independent Director of the Company for a period of five consecutive years w.e.f. 12th August, 2023										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,78,55,989	37,31,340	6.4494	37,30,306	1,034	99.9723	0.0277	0	47,543	
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		43,18,870	7.4649	43,17,836	1,034	99.9761	0.0239	0	47,543	
Total	21,88,97,968	16,12,00,166	73.6417	16,11,99,132	1,034	99.9994	0.0006	0	47,543		



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Manoj Kumar Kohli (DIN:00162071) as an Independent Director of the Company for a period of five consecutive years w.e.f. 12th August, 2023									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,78,55,989	37,31,340	6.4494	37,30,306	1,034	99.9723	0.0277	0	47,543
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		43,18,870	7.4649	43,17,836	1,034	99.9761	0.0239	0	47543
<b>Total</b>		<b>21,88,97,968</b>	<b>16,12,00,166</b>	<b>73.6417</b>	<b>16,11,99,132</b>	<b>1,034</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>	<b>47543</b>

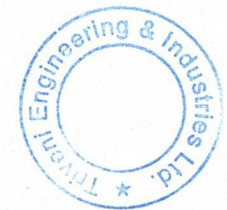
Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr Tarun Sawhney (DIN: 00382878) as Managing Director (designated as Vice Chairman & Managing Director) of the Company for a period of five years w.e.f. 1st October, 2023 and payment of remuneration to him.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	1,61,43,243	72,46,891	69.0173	30.9827	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,33,90,134	84.8982	1,61,43,243	72,46,891	69.0173	30.9827	0	0
Public- Non Institutions	E-Voting	5,78,55,989	37,78,818	6.5314	37,77,702	1,116	99.9705	0.0295	0	65
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		43,66,348	7.5469	43,65,232	1,116	99.9744	0.0256	0	65
<b>Total</b>		<b>21,88,97,968</b>	<b>16,12,47,644</b>	<b>73.6634</b>	<b>15,39,99,637</b>	<b>72,48,007</b>	<b>95.5050</b>	<b>4.4950</b>	<b>0</b>	<b>65</b>



Resolution No.	8										
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of payment of remuneration to the Cost Auditors viz Mr. Rishi Mohan Bansal, Cost Accountant (FRN:102056) and M/s GSR & Associates, Cost Accountants (FRN:000069) for the financial year 2023-24										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	2,75,50,817	2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,33,90,134	84.8982	2,33,90,134	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	5,78,55,989	37,78,314	6.5305	37,77,532	782	99.9793	0.0207	0	65	
	Poll		5,87,530	1.0155	5,87,530	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		43,65,844	7.546	43,65,062	782	99.9821	0.0179	0	65	
Total	21,88,97,968	16,12,47,140	73.6632	16,12,46,358	782	99.9995	0.0005	0	65		

For Triveni Engineering & Industries Ltd.

*Rishi Mohan Bansal*  
*Rishi Mohan Bansal*  
 Group Vice President & Company Secretary  
 M.No. 99475



# 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

### FORM NO. MGT.13

### Report of Scrutinizer

*[Pursuant to section 108 of the Companies Act, 2013 and read with rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,

87<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
**M/s Triveni Engineering & Industries Limited** held on 8<sup>th</sup> September, 2023  
at 11.00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Suresh Gupta, Practicing Company Secretary of M/s Suresh Gupta & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of **Triveni Engineering & Industries Limited** ("the Company") for the purpose of conducting the process of remote e- voting and e-voting during the Annual General Meeting ("AGM") 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 ("the Rules"), as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") on the resolutions contained in the Notice of the 87<sup>th</sup> AGM of the members of the Company, held on Friday, the 8<sup>th</sup> day of September, 2023 at 11.00 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), in accordance with the General Circular No.10/2022 dated December 28, 2022 and other applicable circulars thereto issued from time to time by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular dated January 5, 2023.
2. The Notice of the AGM along with the Annual Report 2022-23 was dispatched on 14<sup>th</sup> August, 2023 through electronic mode only to all those Members whose e-mail addresses were registered with the Company, KFIN Technologies Limited, Registrar & Share Transfer Agents of the Company ("RTA"/"KFintech") and Depositories viz., National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL"). The Notice of the AGM was made available on the website of the Company, websites of Stock Exchanges i.e. BSE Ltd and National Stock Exchange of India Limited and also on the website of KFintech, the authorized agency appointed for providing VC/OAVM facility and electronic voting platform for remote e-voting and e-voting during the AGM.

Contd.....2



**Trivent Engineering & Industries Limited.....2**

3. An advertisement was also published in The Financial Expresss (English), Jansatta (Hindi) on 14<sup>th</sup> August, 2023, specifying the date and time of the AGM, availability of the notice of AGM on the websites of the Company, Stock Exchanges and KFintech, manner of voting through electronic mode etc.
4. The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to voting through electronic means (which includes remote e-voting and e-voting during the AGM) on the resolutions contained in the Notice of the 87<sup>th</sup> AGM of the Company. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the said resolutions based on the reports generated from the electronic voting system provided by KFintech.
5. Further to the above, we submit our report as under:-
  - i) The Members of the Company as on the "cut-off" date i.e. 1<sup>st</sup> September, 2023, were entitled to vote on the resolutions as set out in the Notice of 87<sup>th</sup> AGM of the Company.
  - ii) The remote e-voting period commenced at 10.00 a.m. (IST) on Tuesday, the 5<sup>th</sup> day of September, 2023 and ended at 5.00 p.m. (IST) on Thursday, the 7<sup>th</sup> day of September, 2023.
  - iii) As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer had access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to members who have cast their votes through remote e- voting, such as their names, folios, number of shares held, but not the manner in which they had voted.
  - iv) After going through the details of members who had cast their votes through remote e- voting, such as their names, folios, number of shares held, downloaded from the e- voting module of KFintech, we have ensured that members who have cast their votes through remote e-voting have not voted again at the AGM.
  - v) Shareholder(s) who have voted for lesser number of shares as compared to their entitlement, the numbers of shares for which they have actually voted have been considered for this report.
  - vi) After the conclusion of the AGM the votes cast through remote e-voting and e-voting during the AGM were unblocked on 8<sup>th</sup> September, 2023 around 12.35 p.m. in the presence of two witnesses who are not in the employment of the Company.

Contd.....3





- vii) The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was reconciled with the Register of Members/List of Beneficial Owners of the Company as on 1<sup>st</sup> September, 2023. Based on the reports generated from KFintech e-voting system, the consolidated results of voting on all items of the business, as set out in the Notice of 87<sup>th</sup> AGM, is enclosed herewith as **Annexure-A**, which forms part of this report.

Based on the aforesaid results, I report that all the 8 (Eight) resolutions contained in the Notice of 87<sup>th</sup> AGM of the Company have been **passed with the requisite majority**.

6. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 87<sup>th</sup> AGM and same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

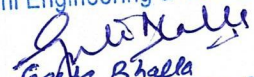
Yours Faithfully,  
For Suresh Gupta & Associates  
Company Secretaries



Suresh Gupta  
FCS: 5660, C.P. No: 5204  
(Scrutinizer)  
UDIN: F005660E000982097  
Peer Review Cert. No. 740/2020



Counter signed by:  
For Triveni Engineering & Industries Ltd.

  
Geta Bhaola  
Group Vice President & Company Secretary  
M. No. A9475

Date: 11.09.2023

Place: Noida

## Ordinary Business

## Resolution No. 1: Ordinary Resolution

Adoption of Audited Financial Statements, ( Including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2023 together with Reports of the Board of Directors and Auditors thereon

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	299	160370868	33	587530	332	160958398	99.9998
Voted against the resolution	5	262	0	0	5	262	0.0002
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 3 members holding in aggregate 289049 equity shares have abstained from remote e-voting for the resolution no. 1.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 1 of the Notice dated August 12, 2023 has been passed with requisite majority.

## Ordinary Business

## Resolution No. 2: Ordinary Resolution

Declaration of dividend of Rs.3.25 per equity share of Re.1/- each for the financial year ended 31st March, 2023.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	299	160659707	33	587530	332	161247237	99.9997
Voted against the resolution	7	457	0	0	7	457	0.0003
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 1 member holding in aggregate 15 equity shares has abstained from remote e-voting for the resolution no. 2.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 2 of the Notice dated August 12, 2023 has been passed with requisite majority.

Contd.....5



**Ordinary Business**

**Resolution No. 3: Ordinary Resolution**

Re-appointment of Mr. Dhruv M. Sawhney (DIN: 00102899) as a Director, who retires by rotation.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	286	157237880	33	587530	319	157825410	97.9539
Voted against the resolution	22	3296723	0	0	22	3296723	2.0461
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 3 members holding in aggregate 125576 equity shares have abstained from remote e-voting for the resolution no. 3.*

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 3 of the Notice dated August 12, 2023 has been passed with requisite majority.

**Special Business**

**Resolution No. 4: Special Resolution**

Appointment of Mr Siraj Azmat Chaudhry (DIN:00161853) as an Independent Director of the Company for a period of five consecutive years w.e.f. 28th July, 2023

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	274	159486193	33	587530	307	160073723	99.3012
Voted against the resolution	34	1126443	0	0	34	1126443	0.6988
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 4 members holding in aggregate 47543 equity shares have abstained from remote e-voting for the resolution no. 4.*

Based on the aforesaid results, I report that a special resolution as contained in Item No. 4 of the Notice dated August 12, 2023 has been passed with requisite majority.

Contd.....6



**Special Business**

**Resolution No.5: Special Resolution**

**Appointment of Dr. Rajender Pal Singh (DIN:10198810) as an Independent Director of the Company for a period of five consecutive years w.e.f. 12th August, 2023**

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted In favour of the resolution	293	160611602	33	587530	326	161199132	99.9994
Voted against the resolution	10	1034	0	0	10	1034	0.0006
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 4 members holding in aggregate 47543 equity shares have abstained from remote e-voting for the resolution no. 5.*

Based on the aforesaid results, I report that a Special Resolution as contained in Item No. 5 of the Notice dated August 12, 2023 has been passed with the requisite majority.

**Special Business**

**Resolution No.6: Special Resolution**

**Appointment of Mr. Manoj Kumar Kohli (DIN:00162071) as an Independent Director of the Company for a period of five consecutive years w.e.f. 12th August, 2023**

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted In favour of the resolution	293	160611602	33	587530	326	161199132	99.9994
Voted against the resolution	10	1034	0	0	10	1034	0.0006
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 4 members holding in aggregate 47543 equity shares have abstained from remote e-voting for the resolution no. 6.*

Based on the aforesaid results, I report that a Special Resolution as contained in Item No. 6 of the Notice dated August 12, 2023 has been passed with the requisite majority.

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**Triveni Engineering & Industries Limited.....7**

**Special Business**

**Resolution No.7: Special Resolution**

Re-appointment of Mr Tarun Sawhney (DIN: 00382878) as Managing Director (designated as Vice Chairman & Managing Director) of the Company for a period of five years w.e.f. 1st October, 2023 and payment of remuneration to him.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	237	153412107	33	587530	270	153999637	95.5050
Voted against the resolution	71	7248007	0	0	71	7248007	4.4950
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 2 members holding in aggregate 65 equity shares have abstained from remote e-voting for the resolution no. 7.*

Based on the aforesaid results, I report that a Special Resolution as contained in Item No. 7 of the Notice dated August 12, 2023 has been passed with the requisite majority.

**Special Business**

**Resolution No.8: Ordinary Resolution**

Ratification of payment of remuneration to the Cost Auditors viz Mr. Rishi Mohan Bansal, Cost Accountant (FRN:102066) and M/a GSR & Associates, Cost Accountants (FRN:000069) for the financial year 2023-24

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total Number of Members who voted	Total Number of Shares for which votes Cast	% of Votes to total number of valid votes cast
Voted in favour of the resolution	298	160658828	33	587530	331	161246358	99.9995
Voted against the resolution	7	782	0	0	7	782	0.0005
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 2 members holding in aggregate 65 equity shares have abstained from remote e-voting for the resolution no. 8.*

Based on the aforesaid results, I report that an Ordinary Resolution as contained in Item No. 8 of the Notice dated August 12, 2023 has been passed with the requisite majority.

