

Date: June 15, 2022

By E filing

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Routana Building, P.J.Tower,
Dalal Street, Fort Mumbai -400001
STOCK CODE: 533655

National Stock Exchange of India Limited
Plaza, 5th Floor,
Plot no C/1, Gblock
Bandra Kurla Complex, Bandra (E)
MUMBAI -400 051
STOCK CODE: TRITURBINE

Sub: Result of Postal Ballot notice dated May 13, 2022 as per Regulation 44 (3) of the SEBI Listing Regulations, 2015

Dear Sirs

This is further to our letter dated May 15, 2022 submitting the Postal Ballot Notice seeking approval of the members of the Company by way of

1. Special Resolution for appointment of Mr. Vipin Sondhi (DIN 00327400) as an Independent Director of the Company for a period of five years with effect from March 17, 2022 to March 16, 2027, and
2. Ordinary Resolution for appointment of Mr. Pulak Chandan Prasad (DIN 00003557) as a Non Executive Non Independent Director of the Company, liable to retire by rotation.

In this regard, please note that Mr. Suresh Gupta, Practising Company Secretary the Scrutinizer appointed for the aforesaid Postal Ballot process has submitted his report on June 15, 2022. In accordance with the said report, the members of the Company have approved resolutions in respect of both the aforesaid items 1 & 2 with a majority of 99.99 %. The aforesaid resolutions are deemed to have been passed on June 14th, 2022 last date of e-voting.

In this regard, please find enclosed the following

- Results of Postal Ballot;
- Scrutinizer's Report;
- Certified True Copy of the resolutions as approved by the Members

The result of Postal Ballot and the Scrutinizer's Report are being uploaded on the website of the Company i.e. www.triveniturbines.com and on the website of KFin Technologies Limited - <https://evoting.kfintech.com>. You are requested to take the above on record and disseminate to all concerned.

Thanking you
Yours Faithfully,
For Triveni Turbine Limited



Rajiv Sawhney
Company Secretary, Membership No A 8047

Encl: As above

Company Name	TRIVENI TURBINE LIMITED
Date of the AGM/EGM	Not applicable (Resolutions passed by Postal Ballot)
Total number of shareholders on record date	48453 as on cut off date i.e May 06, 2022
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not applicable (Resolutions passed by Postal Ballot)
Public:	
No. of Shareholders attended the meeting through Video Promoters and Promoter Group:	Not applicable (Resolutions passed by Postal Ballot)
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Vipin Sondhi (DIN: 00327400) as an Independent Director of the Company for a period of Five years with effect from 17th March, 2022 to 16th March, 2027.							
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
Promoter and Promoter Group	E-Voting	219142811	219142811	100.0000	219142811	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	92384032	89836053	97.2420	89836053	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11778641	122683	1.0416	117803	4880	96.0223	3.9777
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		323305484	309101547	95.6067	309096667	4880	99.9984	0.0016

For Triveni Turbine Ltd.

Rajiv Samant

Company Secretary

M.No A 8047



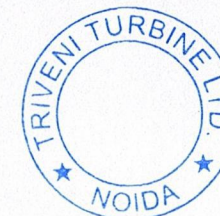
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Pulak Chandan Prasad (DIN:00003557) as a Non-Executive Non Independent Director of the Company liable to retire by rotation .							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode 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
Promoter and Promoter Group	E-Voting	219142811	219142811	100.0000	219142811	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	92384032	89836053	97.2420	89826531	9522	99.9894	0.0106
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11778641	122678	1.0415	117710	4968	95.9504	4.0496
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		323305484	309101542	95.6066	309087052	14490	99.9953	0.0047

For Triveni Turbine Ltd.

Rajiv Sanyal

Company Secretary

M.No A 8047.



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

Scrutinizer's Report

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

Dear Sir,

Sub: Report on the Postal Ballot by Remote E-Voting process- Triveni Turbine Limited -Reg
Ref: Notice of Postal Ballot dated May 13, 2022

1. I, Suresh Gupta, Practicing Company Secretary of M/s Suresh Gupta & Associates, Company Secretaries was appointed as a Scrutinizer by the Board of Directors of Triveni Turbine Limited ('the Company') to conduct the postal ballot process in a fair and transparent manner in respect of resolutions for approval for **appointment of Mr. Vipin Sondhi as an Independent Director and appointment of Mr. Pulak Chandan Prasad as a Non Executive Non Independent Director of the Company** pursuant to the Notice dated May 13, 2022, issued under Section 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Companies Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Management Rules**") and the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 33/2020 dated September 28, 2020, and 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular no 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).
2. The Company had dispatched Postal Ballot notice along with explanatory statement only on May 15th, 2022 through electronic mode to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent of the Company or with their respective Depository Participant and whose names appear in the Register of Members of the Company /List of Beneficial Owners as maintained by the Depositories as on May 6, 2022 ("cut- off date"). The Postal Ballot Notice 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 KFin Technologies Limited ("KFINTeCH") the authorized agency appointed for providing for facilitating e-voting to enable the members to cast their votes electronically .

Contd.....2



Rajiv Sanyal

M/s Triveni Turbine Limited.....2

3. An advertisement was also published in The Financial Express (English) and Jansatta (Hindi) on 16th May, 2022 regarding service of Postal Ballot notice to eligible members through electronic mode only specifying the period when members can cast e-voting, availability of the Postal Ballot notice on the websites of the Company, Stock Exchanges and KFintech, instructions for e-voting etc.
4. The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to postal ballot voting by electronic means. 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, I submit my report as under:
 - I. The Members of the Company holding shares as on cut-off date i.e. May 6th, 2022 were entitled to vote on the resolutions contained in the Postal Ballot Notice. Members were provided with the facility to cast their votes on the designated platform of KFintech viz., www.evoting.kfintech.com.
 - II. The remote e-voting commenced on Monday, 16 May, 2022 at 9:00 a.m. (IST) and ended on Tuesday, 14 June, 2022 at 5:00 p.m. (IST). Further, the remote e-voting process was monitored through the scrutinizer's secured link provided by KFintech on its designated website www.evoting.kfintech.com
 - III. The e-voting was unblocked by me immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and e-voting report was downloaded from the website of KFintech in respect of members, who voted through e-voting.
 - IV. The particulars of remote e-voting report generated from electronic registry of KFintech have been entered in a separate Register maintained for this purpose.
 - 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. The votes received electronically (remote e-voting) were duly scrutinized and the shareholding was reconciled with the Register of Members/List of Beneficial Owners of the Company as on 6th May, 2022. Based on the reports generated from KFintech e-voting system, My consolidated report on the result of voting through remote e-voting in respect of passing of the RESOLUTIONS contained in the Notice dated May 13, 2022 through Postal Ballot are as under

Contd.....3



T. Raju Kumar

Resolution: Special Resolution

1. **Appointment of Mr. Vipin Sondhi (DIN 00327400) as an Independent Director of the Company for a period of five years with effect from 17th March 2022 to 16th March 2027.**

a) Votes cast "in favour" of the resolution:

<i>Number of members who voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
221	309096667	99.9984

b) Votes cast "against" the resolution:

<i>Number of members who voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
24	4880	00.0016

c) Invalid votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of members whose votes were declared invalid</i>
NIL	N.A.

d) Abstain votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of members whose votes were declared invalid</i>
1	60

Resolution: Ordinary Resolution

2. **Appointment of Mr. Pulak Chandan Prasad (DIN 00003557) as a Non Executive Non Independent Director of the Company liable to retire by rotation.**

a) Votes cast "in favour" of the resolution:

<i>Number of members who voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
218	309087052	99.9953

Contd....4



Vipin Sondhi

M/s Triveni Turbine Limited.....4

b) Votes cast "against" the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
27	14490	00.0047

c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of members whose votes were declared invalid
NIL	N.A.

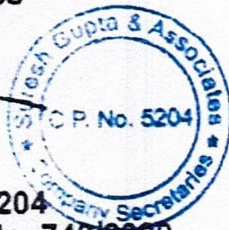
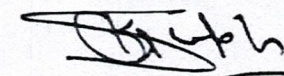
d) Abstain votes:

Total number of members whose votes were declared invalid	Total number of members whose votes were declared invalid
1	60

Based on the aforesaid result, I report that the resolutions contained as Item no 1 & 2 in the Notice dated May 13, 2022 have been passed with the requisite majority.

6. All electronic data and relevant records relating to postal ballot will remain in my custody until the Chairperson considers, approves, and signs the minutes of Postal Ballot and same shall be handed over thereafter to the Company Secretary for safe keeping .

For Suresh Gupta & Associates
Company Secretaries



Suresh Gupta
(Scrutinizer)
FCS 5660, CP No. 5204
Peer Review Cert. No. 740/2020
UDIN:F005660D000493587

Date: 15.06.2022
Place: Noida

Rajiv Santh

Certified copy of the Special Resolution passed by the members of the Company through Postal Ballot on 14th June ,2022

RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Vipin Sondhi (DIN 00327400) who was appointed as an Additional Director (in the capacity of Non-Executive Independent Director) in terms of Section 161 of the Act and the Articles of Association of the Company, by the Board of Directors, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 17th March 2022 to 16th March 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act.

Certified copy of the Ordinary Resolution passed by the members of the Company through Postal Ballot on 14th June , 2022

RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Pulak Chandan Prasad (DIN 00003557) who was appointed as an Additional Director (in the capacity of Non Executive Non Independent Director) in terms of Section 161 of the Act and the Articles of Association of the Company, by the Board of Directors, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act

For Triveni Turbine Limited**Rajiv Sawhney**
Company Secretary Membership no A8047