

By E-filing

REF:TEIL:SE:

Date: 18<sup>th</sup> September, 2021

The Deputy General Manager Department of Corporate Services, BSE Limited 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J. Tower, Dalal Street, Fort, MUMBAI - 400 001	The Asst. Vice President, Listing Department National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), MUMBAI - 400 051
<b>STOCK CODE: 532356</b>	<b>STOCK CODE: TRIVENI</b>
<b>Sub: Outcome of the 85<sup>th</sup> Annual General Meeting of the Company held on 17<sup>th</sup> September, 2021</b>	

Dear Sirs,

We wish to inform you that the 85<sup>th</sup> Annual General Meeting (AGM) of the Company has been duly convened and held on Friday, the 17<sup>th</sup> September, 2021 at 3:00 P.M. (IST) through Video Conferencing / Other Audio Visual Means in accordance with relevant circulars issued by the Ministry of Corporate Affairs and the Securities & Exchange Board of India. In this regard, we enclose herewith the following:-

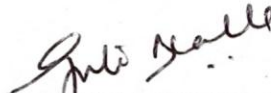
1. The proceedings of 85<sup>th</sup> AGM pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015 (Listing Regulations) – Annexure I;
2. Agenda-wise details of Voting Results of the 85<sup>th</sup> AGM, in terms of Regulation 44(3) of the Listing Regulations – Annexure II; and
3. Consolidated Scrutinizer's Report dated 18<sup>th</sup> September, 2021 – Annexure III.

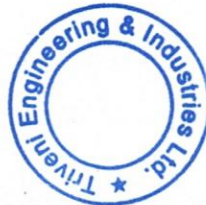
You are requested to please take the above on record.

Thanking you,

Yours faithfully,

For Triveni Engineering & Industries Ltd.,

  
**GEETA BHALLA**  
Group Vice President &  
Company Secretary  
M.No.ACS9475



Encl: As above.



**Annexure-I**

**Proceedings of the 85<sup>th</sup> Annual General Meeting of the Members of Triveni Engineering & Industries Ltd. ('the Company') held on Friday, the 17<sup>th</sup> September, 2021 at 3:00 P.M. through Video Conferencing**

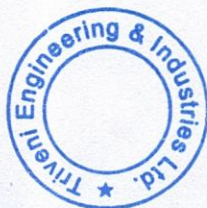
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The 85<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Friday, the 17<sup>th</sup> September, 2021 at 3:00 p.m. (IST) through Video Conferencing ('VC') in accordance with the relevant circulars/guidelines issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India. As per attendance records, a total of 115 members including 7 members belonging to promoters, attended the said AGM through VC. The meeting was chaired by Mr Dhruv M. Sawhney, Chairman and Managing Director of the Company. The respective Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee were also present at the AGM.

The e-voting facility (Insta-poll) was provided at the AGM to all those members who were present at the AGM, but had not cast their vote through remote e-voting.

Based on the Consolidated Scrutinizer's Report, all the resolutions contained in the Notice of 85<sup>th</sup> AGM dated 14<sup>th</sup> August, 2021 have been passed by the members with requisite majority. Brief of the resolutions approved by the shareholders is as under:-

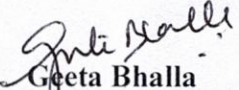
Item No.	Description	Resolution (Ordinary/Special)
<b>Ordinary Business</b>		
1	Adoption of (a) Audited Financial statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March 2021 and (b) Audited Consolidated Financial statements and Report of Auditors for the year ended 31 <sup>st</sup> March, 2021.	Ordinary Resolution passed with requisite majority
2	Declaration of dividend of Re.1.75 per fully paid-up equity share of Re.1/- each for the financial year ended March 31, 2021.	Ordinary Resolution passed with requisite majority
3	Re-appointment of Mr. Tarun Sawhney (DIN: 00382878) as a Director, who retires by rotation.	Ordinary Resolution passed with requisite majority
<b>Special Business</b>		
4	Appointment of Mr. Ajay Kumar Relan (DIN:00002632) as an Independent Director for a period of five years with effect from 29 <sup>th</sup> June, 2021.	Ordinary Resolution passed with requisite majority
5	Payment of remuneration by way of commission to Non-Executive Directors for a period of five years from the financial year commencing 1 <sup>st</sup> April, 2021.	Special Resolution passed with requisite majority

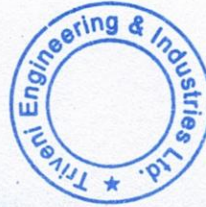




6	Shifting of Registered Office of the Company from Deoband District Saharanpur, Uttar Pradesh to A-44, Hosiery Complex, Phase-II Extension, Noida-201 305, Uttar Pradesh.	Special Resolution passed with requisite majority
7	Ratification of payment of remuneration to the Cost Auditors, viz Mr. Rishi Mohan Bansal (FRN: 102056) and M/s GSR & Associates (FRN: 000069) Cost Accountants for the FY 2021-22.	Ordinary Resolution passed with requisite majority

**For Triveni Engineering & Industries Ltd.**

  
**Geeta Bhalla**  
Group Vice President &  
Company Secretary  
M.No.ACS9475

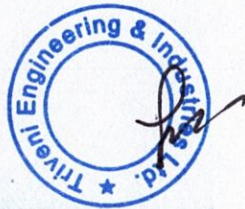




## Annexure - II

	TRIVENI ENGINEERING & INDUSTRIES LIMITED
Date of the AGM/EGM	17-09-2021
Total number of shareholders on record date	80444
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:	7
Public:	108

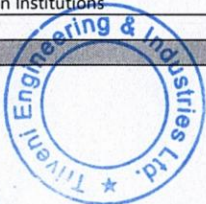
Resolution No.	1										
Resolution required: (Ordinary/ Special)	Adoption of (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2021 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2021. (ORDINARY RESOLUTION)										
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)]*	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	19,153,327	14,690,536	76.6997	14,690,536	0	100.0000	0.0000	0	38,938	
	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		14,690,536	76.6997	14,690,536	0	100.0000	0.0000	0	38938	
Public- Non Institutions	E-Voting	57,162,520	4,735,454	8.2842	4,735,250	204	99.9956	0.0043	0	3,318	
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		5,382,536	9.4162	5,382,332	204	99.9962	0.0038	0	3318	
Total		241,755,110	185,512,335	76.7356	185,512,131	204	99.9999	0.0001	0	42256	





Resolution No.	2									
Resolution required: (Ordinary/ Special)	Declaration of dividend of Rs.1.75 per fully paid equity share of Re.1/- each for the financial year ended March 31, 2021.(ORDINARY RESOLUTION)									
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)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	14,729,474	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		14,729,474	76.9030	14,729,474	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	57,162,520	4,735,458	8.2842	4,735,254	204	99.9956	0.0043	0	3,314
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,382,540	9.4162	5,382,336	204	99.9962	0.0038	0	3314
Total		241,755,110	185,551,277	76.7517	185,551,073	204	99.9999	0.0001	0	3314

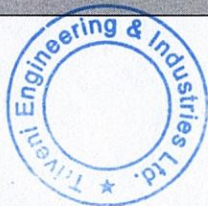
Resolution No.	3									
Resolution required: (Ordinary/ Special)	Re-appointment of Mr. Tarun Sawhney (DIN: 00382878) as a Director, who retires by rotation. (ORDINARY RESOLUTION)									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	12,304,464	2,425,010	83.5363	16.4636	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		14,729,474	76.9030	12,304,464	2,425,010	83.5363	16.4637	0	0
Public- Non Institutions	E-Voting	57,162,520	4,735,309	8.2839	4,733,499	1,810	99.9617	0.0382	0	3,463
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,382,391	9.4159	5,380,581	1,810	99.9664	0.0336	0	3463
Total		241,755,110	185,551,128	76.7517	183,124,308	2,426,820	98.6921	1.3079	0	3463





Resolution No.	4									
Resolution required: (Ordinary/ Special)	Appointment of Mr. Ajay Kumar Relan (DIN :00002632) as an Independent Director for a period of five years with effect from 29th June, 2021. (ORDINARY RESOLUTION)									
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)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	3,243,208	11,486,266	22.0184	77.9815	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		14,729,474	76.9030	3,243,208	11,486,266	22.0185	77.9815	0	0
Public- Non Institutions	E-Voting	57,162,520	4,715,086	8.2486	4,712,583	2,503	99.9469	0.0530	0	23,686
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,362,168	9.3806	5,359,665	2,503	99.9533	0.0467	0	23686
Total		241,755,110	185,530,905	76.7433	174,042,136	11,488,769	93.8076	6.1924	0	23686

Resolution No.	5									
Resolution required: (Ordinary/ Special)	Payment of remuneration by way of commission to Non-Executive Directors for a period of five years from the financial year commencing 1st April, 2021. (SPECIAL RESOLUTION)									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	14,729,474	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		14,729,474	76.9030	14,729,474	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	57,162,520	4,715,071	8.2485	4,712,437	2,634	99.9441	0.0558	0	23,701
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,362,153	9.3805	5,359,519	2,634	99.9509	0.0491	0	23701
Total		241,755,110	185,530,890	76.7433	185,528,256	2,634	99.9986	0.0014	0	23701





Resolution No.	6									
Resolution required: (Ordinary/ Special)	Shifting of Registered Office of the Company from Deoband, District Saharanpur, Uttar Pradesh-247 554 to A-44, Hosiery Complex, Phase-II Extension, Noida-201 305 Uttar Pradesh. ( SPECIAL RESOLUTION)									
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)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	14,729,474	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		14,729,474	76.9030	14,729,474	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	57,162,520	4,715,055	8.2485	4,714,415	640	99.9864	0.0135	0	23,717
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,362,137	9.3805	5,361,497	640	99.9881	0.0119	0	23717
Total		241,755,110	185,530,874	76.7433	185,530,234	640	99.9997	0.0003	0	23717

Resolution No.	7									
Resolution required: (Ordinary/ Special)	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 2021-22 (ORDINARY RESOLUTION)									
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)]*	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	165,439,263	165,439,263	100.0000	165,439,263	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		165,439,263	100.0000	165,439,263	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,153,327	14,729,474	76.9030	14,729,474	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		14,729,474	76.9030	14,729,474	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	57,162,520	4,715,095	8.2486	4,713,965	1,130	99.9760	0.0239	0	23,677
	Poll		647,082	1.1320	647,082	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,362,177	9.3806	5,361,047	1,130	99.9789	0.0211	0	23677
Total		241,755,110	185,530,914	76.7433	185,529,784	1,130	99.9994	0.0006	0	23677

For Triveni Engineering & Industries Ltd.

  
Group Vice President & 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), [www.sureshgupta.in](http://www.sureshgupta.in)

### FORM NO. MGT.13

### Report of Scrutinizer

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,

85<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
**M/s Triveni Engineering & Industries Limited** held on 17<sup>th</sup> September, 2021  
at 3.00 p.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 85<sup>th</sup> AGM of the members of the Company, held on Friday, the 17<sup>th</sup> day of September, 2021 at 3:00 p.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), in accordance with the General Circulars No. 14/2020 dated 8<sup>th</sup> April, 2020, No.17/2020 dated 13<sup>th</sup> April, 2020, No. 20/2020 dated 5<sup>th</sup> May, 2020 and No. 02/2021 dated 13<sup>th</sup> January, 2021 issued by the Ministry of Corporate Affairs and SEBI Circular dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021.
2. The Notice of the AGM along with the Annual Report 2020-21 was dispatched on 24<sup>th</sup> August, 2021 through electronic mode only to all those Members whose e-mail addresses were registered with the Company, KFIN Technologies Private Limited, Registrar & Share Transfer Agents of the Company ("RTA"/"KFIN") 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 KFIN, 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





**Triveni Engineering & Industries Limited.....2**

3. An advertisement was also published in The Financial Express (English), Jansatta and Vishwa Manav (Hindi) on 26<sup>th</sup> August, 2021, specifying the date and time of the AGM, availability of the notice of AGM on the websites of the Company, Stock Exchanges and KFIN, 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 85<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 KFIN.
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. 10<sup>th</sup> September, 2021, were entitled to vote on the resolutions as set out in the Notice of 85<sup>th</sup> AGM of the Company.
  - ii) The remote e-voting period commenced at 10.00 a.m. (IST) on Tuesday, the 14<sup>th</sup> day of September 2021 and ended at 5.00 p.m. (IST) on Thursday, the 16<sup>th</sup> day of September, 2021.
  - 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 KFIN, we have ensured that members who have cast their votes through remote e-voting have not voted again at the AGM.

Contd.....3



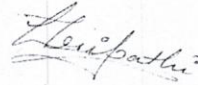


Triveni Engineering & Industries Limited.....3

- v) After the conclusion of the AGM the votes cast through remote e-voting and e-voting during the AGM were unblocked on September 17, 2021 around 4.23 P.M. in the presence of 2 witnesses, namely Ms. Shriya Arora D/o Mr. Sanjay Arora R/o A-26, Second Floor , Street No. 23, Old Govindpura, Krishna Nagar East Delhi- 110051 and Mr. Laukik Tripathi S/o Mr. Satya Brat Tripathi R/o Gaddopur, Shantipuram, Prayagraj, U.P 211013 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Ms. Shriya Arora  
(Witness)



Mr. Laukik Tripathi  
(Witness)

- vi) 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 10<sup>th</sup> September, 2021. Based on the reports generated from KFIN e-voting system, the consolidated results of voting on all items of the business, as set out in the notice of AGM, is enclosed herewith as **Annexure-A**, which forms part of this report.

Based on the aforesaid results, I report that all the 7 (Seven) resolutions contained in the notice of 85<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, approve and signs the minutes of the 85<sup>th</sup> AGM and same shall be handed over thereafter to the Company Secretary for safe keeping,

Thanking you,

Yours Faithfully,  
Suresh Gupta & Associates  
Company Secretaries



Suresh Gupta  
FCS: 5660, C.P. No: 5204  
(Scrutinizer)  
UDIN: F005660C000965091  
Peer Review Cert. No. 740/2020



Date: 18/09/2021  
Place: Noida



## Ordinary Business

## Resolution No. 1: Ordinary Resolution

Adoption of (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2021 and  
(b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2021.

	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	265	184865049	32	647082	297	185512131	99.9999
Voted against the resolution	21	204	0	0	21	204	0.0001
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 4 members holding in aggregate 42256 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 14, 2021 has been passed with requisite majority.

## Ordinary Business

## Resolution No. 2: Ordinary Resolution

Declaration of dividend of Rs.1.75 per fully paid equity share of Re.1/- each for the financial year ended March 31, 2021

	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	267	184903991	32	647082	299	185551073	99.9999
Voted against the resolution	21	204	0	0	21	204	0.0001
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 2 members holding in aggregate 3314 equity shares have 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 14, 2021 has been passed with requisite majority.

Contd.....5





## Ordinary Business

## Resolution No. 3: Ordinary Resolution

Re-appointment of Mr. Tarun Sawhney (DIN: 00382878) 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	241	182477226	32	647082	273	183124308	98.6921
Voted against the resolution	44	2426820	0	0	44	2426820	1.3079
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 5 members holding in aggregate 3463 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 14, 2021 has been passed with requisite majority.

## Special Business

## Resolution No. 4: Ordinary Resolution

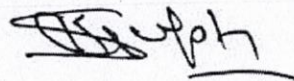
Appointment of Mr. Ajay Kumar Relan (DIN :00002632) as an Independent Director for a period of five years with effect from 29th June, 2021.

	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	239	173395054	32	647082	271	174042136	93.8076
Voted against the resolution	47	11488769	0	0	47	11488769	6.1924
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 4 members holding in aggregate 23686 equity shares have abstained from remote e-voting for the resolution no. 4.

Based on the aforesaid results, I report that an Ordinary Resolution as contained in Item No. 4 of the Notice dated August 14, 2021 has been passed with requisite majority.

Contd.....6






## Special Business

## Resolution No.5: Special Resolution

Payment of remuneration by way of commission to Non-Executive Directors for a period of five years from the financial year commencing 1st April, 2021.

	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	251	184881174	32	647082	283	185528256	99.9986
Voted against the resolution	36	2634	0	0	36	2634	0.0014
Invalid Votes	0	0	0	0	0	0	0.0000

Note 1: 5 members holding in aggregate 23701 equity shares have abstained from remote e-voting for the resolution no. 5.

Note 2: 2 members holding in aggregate 80 equity shares has cast 35 shares in favour and 45 shares against the said resolution through remote e-voting.

Based on the aforesaid results, I report that a Special Resolution as contained in Item No. 5 of the Notice dated August 14, 2021 has been passed with the requisite majority.

## Special Business

## Resolution No. 6: Special Resolution

Shifting of Registered Office of the Company from Deoband, District Saharanpur, Uttar Pradesh-247 554 to A-44, Hosiery Complex, Phase-II Extension, Noida-201 305 Uttar Pradesh.

	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	261	184883152	32	647082	293	185530234	99.9997
Voted against the resolution	24	640	0	0	24	640	0.0003
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 5 members holding in aggregate 23717 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 14, 2021 has been passed with the requisite majority.

Contd.....7

*[Handwritten Signature]*





Triveni Engineering & Industries Limited.....7

Special Business

Resolution No. 7: Ordinary Resolution

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 2021-22

	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	260	184882702	32	647082	292	185529784	99.9994
Voted against the resolution	27	1130	0	0	27	1130	0.0006
Invalid Votes	0	0	0	0	0	0	0.0000

Note 1: 4 members holding in aggregate 23677 equity shares have abstained from remote e-voting for the resolution no. 7.

Note 2: 1 member holding in aggregate 50 equity shares has cast 20 shares in favour and 30 shares against the said resolution through remote e-voting.

Based on the aforesaid results, I report that an Ordinary Resolution as contained in Item No. 7 of the Notice dated August 14, 2021 has been passed with the requisite majority.

