

To,
The Manager
Department of Corporate Services-Listing
BSE Limited
25th floor, P J Towers,
Dalal Street, Mumbai- 400001

Date: 21.09.2016

Sub: Updates of Annual General Meeting
Ref.: Triveni Glass Limited (Scrip Code-502281)

Dear Sir/Madam,

In pursuance of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, this is to inform you that the 45th Annual General Meeting of Triveni Glass Limited was held today i.e. on Tuesday, 20.09.2016 at Hotel Allahabad Regency, 16, Tashkent Marg, Allahabad-211001 at 11:00 AM and updates of the meeting is as follows-

1. Members elected Mr. Jitendra Kumar Agrawal as the chairman of the meeting.
 2. The Chairman took up the resolutions as per the Agenda.
 3. Members considered the Balance Sheet as on 31st March' 2016, the Profit & Loss Account & Cash Flow Statement for the year ended as on that date and the Report of the Directors and the Report of the Auditors.
 4. Members considered re-appointment of M/s Amit Ray & Co. as the Statutory Auditor of the Company from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting
 5. Members considered ratification of the remuneration of Cost Auditor
 6. Members considered the confirmation of re-appointment of Mr A.K. Dhawan as Director Finance.
 7. The members cast their vote through Poling Paper.
- The members were requested to give their views/comments on the agendas and the discussion took place at the meeting. All the queries raised by the shareholders were replied by the Chairman and senior Management team to the satisfaction of shareholders.

This is for your Kind information & record purpose. Please update the same at your website.

Thanking You,
For Triveni Glass Limited


For Triveni Glass Ltd.
J.K. Agrawal
Managing Director

Regd. Office **DIN No- 00452816** **Managing Director**
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CIN No.: L26101UP1971PLC003491

To,
The Manager
Department of Corporate Relations,
BSE Limited
P.J. Tower, Dalal Street,
Mumbai- 400001

Date: 21.09.2016

Sub: Proceedings of 45th Annual General Meeting
Ref: Triveni Glass Limited (Scrip Code: 502281)

Dear Sir,

The Forty Fifth (45th) Annual General Meeting of Triveni Glass Limited held on Tuesday, 20th day of September 2016 at 11:00 A.M. at 16, Tashkent Marg, Civil Lines, Allahabad-211001 and business as mentioned in the notice dated 27.06.2016 were transacted.

In this regard, please find annexed herewith the Summary of proceedings of 45th Annual General Meeting as required under Regulation 30 read with Para A (13) of Part A of Schedule III of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act 2013 or Rules Made there under.

Report of Scrutinizer and voting results under Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 will be disseminated separately.

Request to kindly take the above information on record.

Thanks & Regards

For Triveni Glass Limited

For Triveni Glass Ltd.



A.K. Dhawan **Director Finance**

Director Finance

Encl.: Summary of Proceedings of 45th Annual General Meeting

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CIN No.: L26101UP1971PLC003491

SUMMARY OF PROCEEDINGS OF THE 45th ANNUAL GENERAL MEETING OF THE COMPANY TRIVENI GLASS LIMITED HELD ON TUESDAY, 20th SEPTEMBER 2016 AT HOTEL ALLAHABAD REGENCY AT 16, TASHKENT MARG, CIVIL LINES, ALLAHABAD-211001 AT 11:00 AM.

MEMBERS' PRESENT

40 members (Forty) were present at the meeting in person including 5 proxies (five).

DIRECTOR' PRESENT

Mr. J.K Agrawal	Managing Director
Mr. A.K. Dhawan	Director Finance
Mr. P.K. Kesharwani	Independent Director (Chairman Audit Committee)
Mrs. Jyoti Agarwal	Independent Director (Chairman Nomination & Remuneration Committee)

ALSO PRESENT

Miss. Jagriti Pandey	Company Secretary
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BY INVIATTION

Mr. Abhishek Sharma	Partner, Amit Ray & Co., Chartered Accountants Statutory Auditors of the Company
Miss. Swasti Tripathi	Proprietor, Swasti Tripathi & Associates, Company Secretaries, Scrutinizer for e-voting

The meeting commenced at 11:00 A.M. (IST) and concluded at 1:00 P.M. (IST).

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REGISTERS

The following registers and documents were open for inspection during the meeting:

1. Notice convening the 45th Annual General Meeting.
2. Board's Report with Annexures thereto for the Financial year ended 31.03.2016
3. The Audited Financial Statements for the financial year ended 31.03.2016 alongwith Auditors' Report.
4. Statutory Registers under the Companies Act, 2013 including the Register of Directors and Key Managerial Personnel and their Shareholdings and the Register of Members.
5. Secretarial Audit report for the Financial year ended 31.03.2016
6. Corporate Governance Report for the Financial year ended 31.03.2016

Miss. Jagriti Pandey, Company Secretary welcomed the Board of Directors on the dias and the members and other dignitaries present at the 45th Annual General Meeting on behalf of the company and requested the members to mark their attendance on register and after that requested the members to elect the Chairperson for the meeting.

Mr. R K Sinha proposed the name of Mr. Jitendra Kumar Agrawal to be the Chairman of the Meeting and Mr. Achinta Chatterjee seconded the same and therefore Mr. Jitendra Kumar Agrawal was unanimously elected as Chairman of the Meeting. Mr. Jitendra Kumar Agrawal took the Chair and addressed the members to the 45th Annual General Meeting of the company.

The Chairman thereafter noted and declared that the members present form a quorum for the meeting and called the meeting to stand in order.

The Company secretary further informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the company had provided remote-voting facility to the members to cast their vote on resolutions in the notice of the Annual General Meeting from September 17, 2016 (9:00 A.M.) to September 19, 2016 (5:00 P.M.). Further, members and proxy holders, who were attending the AGM physically and did not vote through e-voting, were provided facility to vote through Ballot poll at the meeting. The ballot box was sealed in the presence of scrutinizer.

With the consent of members present, the notice convening 45th Annual General Meeting, Directors' Report of the company and Auditors' Report for the Financial Year ended 31st March, 2016 were taken as read.

The Chairman then took up all the agenda items as specified in the notice and the floor was open for discussions.

The following items of business, as per the Notice of AGM dated 26.07.2016, were transacted at the meeting:

Resolution No 1: Consider and adopt the Audited Financial Statements for the Year ended 31.03.2016, the Board's Report and Auditors thereon.

"Resolved that the Audited Balance Sheet of the Company as at 31st March 2016 and Profit & Loss Account for the year ended on that date, the cash flow statement along with the notes to Accounts and Report of Director's and Auditor's thereon as circulated and placed before the meeting be and is hereby adopted."

The Chairman thereafter initiated discussion on the resolution, there being no queries on the resolution for the adoption of Annual Accounts for the year ended 31.03.2016 and the Chairman requested the members to cast their vote on polling paper (MGT -12).

Resolution No 2: Re-appointment of Auditors

"Resolved That pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 or the Rules framed there under, as amended from time to time, including any statutory amendment and re-enactment thereof M/s Amit Ray & Co., Chartered Accountants (Firm Registration No: 000483C), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

After some discussion on the appointment of Auditors the resolution was then put to vote through poll.

Resolution No 3: Ratification of Cost Auditor's Remuneration

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made there under, as amended from time to

time, the Company hereby ratifies the remuneration of `40,000/- plus out-of-pocket expenses payable to M/s Shishir Jaiswal & Co who are appointed as Cost Auditors of the Company to conduct Cost Audits relating to such businesses of the Company as may be ordered by the Central Government under the Act and the Rules there under, for the year ending 31st March, 2016."

Resolution No 4: Reappointment of Director Finance

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto and the Rules made thereunder, as amended from time to time and subject to such consent(s), approval(s) and permission(s) as may be necessary in this regard and subject to such conditions as may be imposed by any authority while granting such consent(s), permission(s) and approval(s) and as are agreed to by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any committee thereof and any person authorized by the Board in this behalf), and subject to the approval of the Central Government if any, consent of the members be and is hereby accorded for the re-appointment of and to entering into an Agreement with Mr A.K Dhawan (DIN: 00694401) as Whole-time Director of the Company designated as Director Finance for a further period of five (5) years with effect from 6th July, 2017 upon such terms and conditions as to remuneration by way of salary and perquisite set out in the Explanatory Statement annexed hereto, provided that the remuneration payable to Mr. A.K. Dhawan as the Director Finance of the company in terms of the agreement referred to above paid to him as minimum remuneration in the event of absence or inadequacy of profit of the company during the aforesaid period of five years from 6th July, 2017."

The Chairman thereafter initiated discussion on the resolution, there being no queries on the above resolution by the members.

The members were then requested to give their views/comments on the agenda and the discussion took place at the meeting. All the queries raised by the shareholders were clarified by the Chairman and the senior Management team up to their satisfaction.

The Company Secretary then requested the members to cast their vote in Ballot Box and after voting sealed the ballot Box and handed over the same to the Scrutinizer.

The Company Secretary then extended the vote of thanks to the Chair, Board of Directors and the members and then declared the meeting closed.

This is for your information and records.

FOR TRIVENI GLASS LIMITED

 **For Triveni Glass Ltd.**

Chairman & Managing Director
Managing Director
(Mr. Jitendra Kumar Agrawal)