

By Fax/Courier

Date October 18, 2017

<p>The Deputy General Manager, Department of Corporate Services, BSE Ltd. 1<sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J. Tower, Dalal Street, Fort, MUMBAI-400 001</p> <p>Fax-022-22723121/3719/2037/2039</p>	<p>The Asst. Vice President, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), MUMBAI-400 051</p> <p>Fax-022-26598237/8238/8347/8348</p>
<p><b>Sub : Disclosure Under Regulation 10 (6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers ) Regulations, 2011.</b></p>	

Please find attached herewith the disclosure under Regulation 10 (6) of the Takeover regulations in respect of Indirect acquisition of 11.77% equity share capital of Triveni Engineering and Industries Ltd acquired by each of Tarun Sawhney Trust and Nikhil Sawhney Trust, as part of the private family arrangement, pursuant to the exemption granted under Regulation 11 of the takeover code by SEBI vide its order SEBI/ WTM/SR/CFD-DCR/ 41/07/ 2017 dated July 21, 2017.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

**For Tarun Sawhney Trust**



**Trustee -Tarun Sawhney Trust  
Acquirers**

**Nikhil Sawhney Trust**



**Geeta Bhalla – Authorised Signatory**

Encl: As above

CC Triveni Engineering & Industries Ltd  
8<sup>th</sup> Floor , Express Trade Tower , Plot No 15-16, Sector 16 A, Noida 201301 U.P

**Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10.**

1	<b>Name of the Target Company</b>	Triveni Engineering and Industries Limited ( TEIL)	
2	<b>Name of the acquirer(s).</b>	Tarun Sawhney Trust (TS Trust) Nikhil Sawhney Trust (NS Trust)	
3	<b>Name of Stock Exchange(s) where shares of the TC are</b>	National Stock Exchange of India Ltd BSE Limited	
4	<b>Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.</b>	Indirect acquisition of about 23.54 % of equity share capital of TEIL by TS Trust and NS Trust.  For detail please refer note below.	
5	<b>Relevant Regulation under which the acquirer is exempted from open offer</b>	Regulation 3 and 5 of SEBI ( SAST) Regulations 2011	
6	<b>Whether disclosure of proposed Acquisition was required to be made under regulation 10 (5) and if so, -whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.</b>	NA	
		NA	
		NA	
7	<b>Details of Acquisition</b>	<b>Disclosure required to be made under regulation 10 (5)</b>	<b>Whether the disclosures under regulation 10(5) are actually made</b>
	<b>a. Name(s) of transferor/ sellers</b>	-	-
	<b>b. Date of Acquisition</b>	16.10.2017	
	<b>c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above</b>	-	-
	<b>d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC</b>	-	-
	<b>e. Price at which shares are proposed to be acquired / actually acquired</b>	-	-

8	Shareholding Detail	Pre – Transaction		Post – Transaction	
		No of Shares held	% w.r.t total share capital of TC	No of Shares held	% w.r.t total share capital of TC
	<b>(a) Each Acquirer / Transferee</b>				
	Tarun Sawhney Trust	Nil	Nil	Please refer note below	
	Nikhil Sawhney Trust	Nil	Nil		
	<b>(b) Each Seller / Transferor</b>				

**Note:**

- (i) Subhadra Trade and Finance Ltd. (Subhadra), an unlisted company, is one of the promoter companies of TEIL, holding 32.06% equity shares of TEIL.
- (ii) Pursuant to the exemption granted by SEBI vide order dated July 21, 2017, under Regulation 11 of SEBI (SAST) Regulations, 2011, Mr Dhruv M Sawhney (one of the promoters of TEIL) has transferred his 9493550 equity shares of Rs 10/ each of Subhadra (representing 73.40 % equity shares of Subhadra) by way of gift/settlement, as part of a private family arrangement, equally to TS Trust and NS Trust.
- (iii) By virtue of said transfer each of TS Trust and NS Trust have indirectly acquired about 11.77% equity share capital of TEIL.

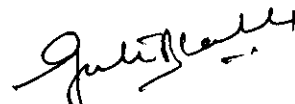


**Tarun Sawhney**

**Trustee -Tarun Sawhney Trust**

**Nikhil Sawhney**

**Geeta Bhalla – Authorised Signatory**



**Date : 18.10.2017**

**Signature of Acquirers**

**Place : Noida**

**Note:**

(\***) Shareholding of each entity shall be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.**