

By E-filing

Date: 23rd September, 2017

REF:TEIL:SE:

The Deputy General Manager Department of Corporate Services, BSE Limited 1 st 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
STOCK CODE: 532356	STOCK CODE: TRIVENI
Sub: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 - Voting Results of the 81 st Annual General Meeting of the Company held on 22 nd September, 2017	

Dear Sirs,

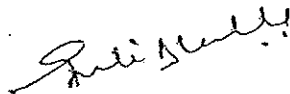
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we submit herewith the agenda-wise details of voting results of the 81st Annual General Meeting (AGM) of the Company held on 22nd September, 2017 in the prescribed format, as per Annexure-I, along with consolidated report of the Scrutinizer on remote e-voting and poll (voting through ballot papers) conducted at the AGM.

Please note that all the resolutions, as set out in the Notice of 81st AGM have been passed by the members unanimously or with requisite majority.

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

Thanking you,

Yours faithfully,
For Triveni Engineering & Industries Ltd.,



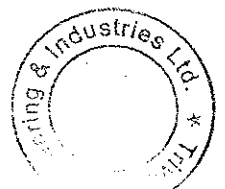
GEETA BHALLA
Group Vice President &
Company Secretary

Encl: As above

Annexure-I

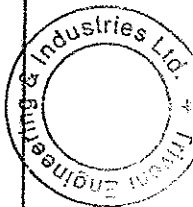
Date of the AGM	TRIVENI ENGINEERING & INDUSTRIES LIMITED
Total number of shareholders on record date (15-09-2017)	22-09-2017
No. of shareholders present in the meeting either in person or through proxy:	42907
Promoters and Promoter Group:	10
Public:	219
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Item No.1 Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Adoption of (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March 2017 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March 2017.									
	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	175957229	175957229	100.0000	175957229	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		175957229	100	175957229	0	100	0		
Public- Institutions	E-Voting	11847994	9694347	81.8227	9694347	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		9694347	81.8227	9694347	0	100	0		
Public- Non Institutions	E-Voting	70139887	111956	0.1596	111956	0	100.0000	0.0000		
	Poll		632337	0.9015	632337	0	100.0000	0.0000		
	Total		744293	1.0611	744293	0	100	0		
Total		257945110	186395869	72.2618	186395869	0	100.0000	0.0000		



Re-appointment of Mr. Dhruv M. Sawhney (DIN:00102999) as a Director, who retires by rotation.									
ORDINARY									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Yes									
Category	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	175957229	175957229	100.0000	175957229	0	100.0000	0.0000		
		0	0.0000	00	0	0.0000	0.0000		
Total		175957229	100	175957229	0	100	0		
Public- Institutions	11847994	9694347	81.8227	4555657	5138690	46.9929	53.0070		
		0	0.0000	00	0	0.0000	0.0000		
Total		9694347	81.8227	4555657	5138690	46.9929	53.0071		
Public- Non Institutions	70139887	111956	0.1596	111956	0	100.0000	0.0000		
		632337	0.9015	632337	0	100.0000	0.0000		
Total		744293	1.0611	744293	0	100	0		
Total	257945110	186395869	72.2618	181257179	5138690	97.2431	2.7569		

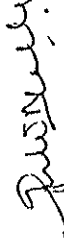
Appointment of M/s S. Kothari Mehta & Co., Chartered Accountants as Statutory Auditors of the Company for a period of five consecutive years commencing from FY 2017-18 and fixing their remuneration.									
ORDINARY									
Whether promoter/ promoter group are interested in the agenda/resolution?									
No									
Category	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	175957229	175957229	100.0000	175957229	0	100.0000	0.0000		
		0	0.0000	00	0	0.0000	0.0000		
Total		175957229	100	175957229	0	100	0		
Public- Institutions	11847994	9694347	81.8227	9694347	0	100.0000	0.0000		
		0	0.0000	00	0	0.0000	0.0000		
Total		9694347	81.8227	9694347	0	100	0		
Public- Non Institutions	70139887	111956	0.1596	111796	160	99.8570	0.1429		
		632337	0.9015	632337	0	100.0000	0.0000		
Total		744293	1.0611	744133	160	99.9785	0.0215		
Total	257945110	186395869	72.2618	186395709	160	99.9999	0.0001		



Item No.4	Ratification of payment of remuneration to the Cost Auditors, viz M/s R. M. Bansal & Co. and Mr T. L. Sangameswaran, Cost Accountants for the FY 2017-18.									
Resolution required: (Ordinary/ Special)	ORDINARY									
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	175957229	175957229	100.0000	175957229	0	100.0000	0.0000		
	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Total		175957229	100	175957229	0	100	0		
Public- Institutions	E-Voting	11847994	9694347	81.8227	9694347	0	100.0000	0.0000		
	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Total		9694347	81.8227	9694347	0	100	0		
Public- Non Institutions	E-Voting	70139887	111956	0.1596	111956	0	100.0000	0.0000		
	Poll		631536	0.9004	631536	0	100.0000	0.0000		
	Total		743492	1.06	743492	0	100	0		
Total		257945110	186395068	72.2615	186395068	0	100.0000	0.0000		

Note : 3 members holding in aggregate 801 equity shares have abstained from voting through polling papers for Resolution no. 4 only

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, www.sureshgupta.in

REPORT OF SCRUTINIZER

[Consolidated Report of Remote e-voting and voting at Annual General Meeting pursuant to Sections 108 and 109 of the Companies Act, 2013 and Companies (Management and Administration Rules), 2014 duly amended] and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Chairman
81st Annual General Meeting of the Equity Shareholders
of M/s Triveni Engineering & Industries Limited held on
Friday, 22nd day of September, 2017 at 12:30 P.M

Dear Sir,

I, Suresh Kumar Gupta, Company Secretary in practice, having office at 204, Silver Complex, A-73, Opp. Metro Pillar No. 60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-110092 was duly appointed as Scrutinizer by the Board of Directors of M/s Triveni Engineering & Industries Limited ["the Company"] for the purpose of Scrutinizing the process of voting through remote e-voting and voting through polling paper in a fair and transparent manner and also for ascertaining the requisite majority as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the 81st Annual General Meeting ("AGM") of the Company held on Friday, 22nd day of September, 2017 at 12:30 P.M at Company's Guest House at Deoband Sugar Unit Complex, Deoband, District Saharanpur, Uttar Pradesh-247554 in respect of the resolutions transacted at the said AGM, do hereby submit my report as follows:-

I submit my report as under:

1. The Company has appointed M/s Karvy Computershare Pvt. Ltd. ("Karvy"), the Registrar and Share Transfer Agent ("RTA"), to provide and facilitate remote e-voting process to its members to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
2. The E-Voting period remained open from 9.30 A.M. on Tuesday, the 19th day of September, 2017 to 5.00 P.M. on Thursday the 21st day of September, 2017.
3. The Shareholders holding shares as on the "cut-off date" i.e. the 15th day of September, 2017 were entitled to vote on the proposed 4 (Four) Resolutions at Items No.1 to 4 as set out in the Notice of the 81st AGM of the Company.
4. The Chairman ordered poll by polling papers in respect of all the resolutions contained in the notice of the 81st AGM for all those members who were present at the AGM and have not cast their votes by availing the remote e-voting facility.

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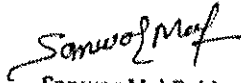


M/s Triveni Engineering & Industries Limited.....2

5. After the time fixed for declaration of the poll by the Chairman, one Ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was opened in my presence and polling papers were diligently scrutinized. The polling papers were reconciled with record maintained by Karvy, RTA of the Company and the authorizations/proxies lodged with the Company.
7. I did not find any poll papers invalid.
8. After the conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked on September 22, 2017 at 1.23 P.M. in the presence of two witnesses, namely Ms. Chandrakala Bisht D/o Sh. Shyam Singh Bisht R/o A-331, Sidharth Gali, Street No. 6, Mandawali, Delhi-110092 and Mr. Sanwar Mal Baldwal S/o Sh. Bhinwa Ram Baldwal R/o VPO, Rampura (Thoj), District Rajasthan- 332719, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Chandrakala Bisht
(Witness)



Sanwar Mal Baldwal
(Witness)

9. Based on the reports generated from Karvy e-voting system in respect of votes cast through remote e-voting and the votes cast by the members (including proxies) through polling papers at the AGM, the consolidated results of voting on all items of the business transacted at the 81st AGM held on 22nd September, 2017 are as per Annexure - I enclosed herewith, which forms part of this Report.

All the resolutions contained in the Notice of 81st AGM of the Company have been passed unanimously or with requisite majority.

The Registers recording the assent or dissent in respect of votes cast by the members of the Company by way of polling papers at the AGM and through remote e-voting and other relevant detail received from M/s Karvy Computershare Private Limited are under my custody and shall be handed over to the Company Secretary after the Chairman approves and signs the minutes of the AGM.

Thanking you,

Yours Sincerely,



Suresh Kumar Gupta
Company Secretary in Practice
C.P. No : 5204
FCS : 5660



Date: 23/09/2017
Place: Delhi

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, 2017 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2017.

	Remote E-voting			Voting through Polling Paper			Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes Cast	Total Number of Members who voted	Total 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	63	185763532	94	632337	157	186395869			100.0000
Voted against the resolution	0	0	0	0	0	0	0	0	0.0000
Invalid Votes	0	0	0	0	0	0	0	0	0.0000

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 1 of the Notice dated May 20, 2017, has been passed unanimously.

Ordinary Business

Resolution No. 2: Ordinary Resolution

Re-appointment of Mr Dhruv M. Sawhney (DIN:00102999) as a Director, who retires by rotation.

	Remote E-voting			Voting through Polling Paper			Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes Cast	Total Number of Members who voted	Total 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	61	180624842	94	632337	155	181257179			97.2431
Voted against the resolution	2	5138690	0	0	2	5138690			2.7569
Invalid Votes	0	0	0	0	0	0	0	0	0.0000

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 2 of the Notice dated May 20, 2017, has been passed with requisite majority.



Ordinary Business

Resolution No. 3: Ordinary Resolution

Appointment of M/s S.S. Kothari Mehta & Co., Chartered Accountants as Statutory Auditors of the Company for a period of five consecutive years commencing from FY 2017-18 and fixing their remuneration.

	Remote E-voting		Voting through Polling Paper		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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	62	185763372	94	632337	156	186395709	99.9999
Voted against the resolution	1	160	0	0	1	160	0.0001
Invalid Votes	0	0	0	0	0	0	0.0000

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 3 of the Notice dated May 20, 2017, has been passed with requisite majority.

Special Business

Resolution No. 4: Ordinary Resolution

Ratification of payment of remuneration to the Cost Auditors, viz M/s R. M. Bansal & Co. and Mr T. L. Sangameswaran, Cost Accountants for the FY 2017-18.

	Remote E-voting		Voting through Polling Paper		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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	63	185763532	91	631536	154	186395068	100.0000
Voted against the resolution	0	0	0	0	0	0	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 3 members holding in aggregate 801 equity shares have abstained from voting through polling paper for the resolution no.4 only.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 4 of the Notice dated May 20, 2017, has been passed unanimously.

