

CORPORATE OFFICE 8th Floor, Express Trade Towers, 15-16, Sector 16A, Noida - 201301, U.P., India T: +91 120 4308100 | F: +91 120 4311010-11 W: www.trivenigroup.com

By Fax/Courier

REF:TEIL:SE:	Date: 25 th September, 2015
The Deputy General Manager	The Asst. Vice President
Department of Corporate Services,	Listing Department
Bombay Stock Exchange Ltd.	National Stock Exchange of India Ltd.,
1 st Floor, New Trading Ring,	Exchange Plaza, 5th Floor,
Rotunda Building, P.J. Tower,	Plot No. C/1, G Block,
Dalal Street, Fort,	Bandra-Kurla Complex, Bandra (E),
MUMBAI - 400 001	MUMBAI - 400 051
Fax- 022-2272 3121/1278/1557/3354/3577	Fax 022-26598237/8238/8347/8348
STOCK CODE: 532356	STOCK CODE: TRIVENI
Sub: Details of Voting Results at the 79th Au	nnual General Meeting of the Company
pursuant to Clause 35A of the Listing	

Dear Sirs,

Pursuant to Clause 35A of the Listing Agreement, we submit hereunder the details regarding the voting results for all the resolutions passed at the 79th Annual General Meeting (AGM) of the Company held on Wednesday, September 23, 2015:

Date of the Annual General Meeting	September 23, 2015
Total number of shareholders on record date	33034
No. of shareholders present in the meeting either in person or through proxy	
-Promoters and Promoter Group -Public	17 139
No. of shareholders attended the meeting through Video	
Conferencing -Promoters and Promoter Group -Public	Not Arranged

The mode of voting for all the resolutions was remote e-voting and poll (voting through ballot papers) conducted at the AGM. The agenda-wise details of voting results through remote e-voting and poll along with consolidated Scrutinizer's Reports on remote e-voting and poll are enclosed.

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

Thanking you,

Yours faithfully, For Triveni Engineering & Industries Ltd.,

i mar

GEETA BHALLA GGM & Company Secretary

Encl: As above

and Poll (voting through ballot papers) 2 ÷ i L Ageilud w

The mode of voting for all the resolution was Remote E-voting and Poll (voting the order of voting the part of parts of the parts of th	ng for all the r	esolution was	Remote E-votir	g and Poll (vou			
			% of Votes Polled			% of Votes in % of Votes favour on against on	% of Votes against on
	No. of Shares	No. of Votes	on outstanding shares	No. of Votes - in	No. of Votes -	votes polled (6)= r/4///2/1*100	עסנפא שטוופט (7)= וורב\/(7)1*100
Category	Held (1)	Polied (2)	(3)=[(2)/(1)]*100	favour (4)	against (c)		
Resolution No.1: Ordinary Resolution	lution		t to stations of t		ear ended 31st M	arch, 2015 and (l) Audited
To Adopt the (a) Audited Financial Statements, Reports of the Boar	atements, Reports (of the Board of Direc	tors and Augitors of 9 21c4 March 2015				
Consolidated Financial Statements and Report of Auditors for the year ended 313t march, 2000	d Report of Auditor	s for the year ended		175957229	0	84.16	
Promoter and Promoter Group	175957229	17595/229	00.001		0	15.67	
Public – Institutional Holders	39021294	32			0	0.17	
Public-Others	42966587				0	100.00	0.00
Total	257945110	0 209084719	90718 (f				
	•						
Resolution No.2: Ordinary Resolution	olution		odur / organization	sotires hy rotation and	l. being eligible, o	ffers himself for	re-appointment
To appoint a Director in place of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhney (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhey (Director Identification No. 003828/6.), who remeans a second of Mr Tarun Sawhey (Director Identification No. 003828/6.)	Farun Sawhney (Dir	ector Identification	No. 003828/6.), wito			84.1	0.00
C. C	175957229	9 175957229	100.00	677/C6C/I (15.67	0.00
Promoter and Plonitotel Gloup	39021294	4 32768000	0 83.97	32		21 U	
public – Institutional Holders	A7966587		1 0.84	t 359491			
Public-Others	757945110	209	0 81.06	5 209084720	0	nn-nnt	
lotal							
Resolution No.3: Ordinary Resolution	olution			the states of the	Company		
To annoint M/s. J.C. Bhalla & Co., Chartered Accountants, (Firm Registration No. 001111N), as Statutory Auditors of the second s	artered Accountant	ts, (Firm Registration	No. 001111N), as Sta			84.16	6 0.00
Bromoter and Promoter Group	175957229	9 175957229	100.00	77/CAC/T 0		15.67	7 0.00
Dividice and Concerning Anders	39021294	32768000	8	32		0.17	7 0.00
Dublic Others	42966587	359491				100.00	0.00
Total	257945110	0 209084720	20 81.06	e1 / 120607 12	4		
10141							och & Enites



on No. 0	Promoter and Promoter Group Public – Institutional Holders	Resolution No.4: Ordinary ResolutionTo appoint M/s. Virmani & Associates, Chartered Accountants (FirmPromoter and Promoter Group175957229Problic – Institutional Holders39021294A110 Others42966587		Registration No. 000356N), as Branch Auditors of the Company 957229 100.00 175957229 0 768000 83.97 32768000 0 359491 0.84 359490 1	ranch Auditors of the 175957229 32768000 359490	Company 0 1	84.16 15.67 0.17 100.00	0.00
5957229 100.00 175957229 0 84.16 0 2768000 83.97 32768000 0 15.67 0 359491 0.84 359491 0 0.17 0 9084720 81.06 209084720 0 100.00 0 100.00	ary Reso	257945110 lution the Cost Auditors, vi	209084720 iz M/s R.M. Bansal (81.06 8. Co.(Firm Registratio	209084719 n No. 000022) and Mr	T.L. Sangamesw	aran (Firm Registrat	ion No.
175957229 175957229 175957229 175957229 175957229 175957229 15.67 0 39021294 32768000 83.97 32768000 0 15.67 0 42966587 359491 0.84 359491 0 0.17 0 257945110 209084720 81.06 209084720 0 100.00 0					00000000	c	84.16	0.00
1/397 32768000 83.97 32768000 0 13.00 39021294 32768000 83.97 32768000 0 0 1017 39021294 359491 0.84 359491 0 0.17 0 257945110 209084720 81.06 209084720 0 100.00		10000000	175957729		1/595/229			
39021294 32768000 0.17 0 42965587 359491 0.84 359491 0 0.17 257945110 209084720 81.06 209084720 0 100.00	dno.	1/22/262			32768000	0	15.b/	20.0
42966587 359491 0.84 359491 0.84 359491 0 100.00 257945110 209084720 81.06 209084720 0 100.00	s ro	39021294	32768000		250401	c	0.17	0.00
209084720 81.06 209084720 0 100.00	2	17066587	359491		354491			00.0
120:10		10000024	000000		209084720	0	DAV-DAT	
		257945110	209084720					



Total



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. : +91-93122 57002, Ph. : +91-11-43061664 E-mail: sureshguptacs@gmail.com, Web.: www.sureshgupta.in

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with amended Rule 20 of the Companies (Management and Administration) Rules, 2015 in respect of Remote E-voting and Voting conducted through ballot paper at the AGM venue

To,

The Chairman 79th Annual General Meeting of the Members of M/s Triveni Engineering and Industries Limited CIN: L15421UP1932PLC022174 Deoband, Saharanpur Uttar Pradesh- 247554

Dear Sir,

I, Suresh Kumar Gupta, Proprietor of M/s Suresh Gupta & Associates, Practicing Company Secretary having office at 204, Silver Complex, A-73, Opp. Metro Pillar No.60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-110092 was appointed as Scrutinizer by the Board of Directors of M/s Triveni Engineering and Industries Limited ("the Company") to conduct the remote-e voting process and the Poll (in respect of facility for voting through ballot papers for those Members who had not cast their votes by remote e-voting) at the 79th Annual General Meeting (AGM) of the Company held on Wednesday, the 23rd day of September, 2015 at 12.00 Noon at Deoband Sugar Unit Complex, Deoband, District Saharanpur, Uttar Pradesh-247 554 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 Transfer Agent (RTA) of the Company, 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 Company has also provided the facility of voting through Ballot Paper at the venue of the AGM to those members who were present at the meeting, but have not cast their vote by remote e-voting facility.
- The remote e-voting period remained open from 9.30 A.M. on Sunday, the 20th day of September, 2015 to 5.00 P.M. on Tuesday, the 22nd day of September, 2015.
- 4. The Members holding equity shares as on the "cut-off date" i.e. the 16th day of September, 2015 were entitled to vote on the Resolutions at Item No. 1 to 5 as set out in the Notice of the 79th AGM of the Company.

Contd.....2



- 5. At the 79th AGM, after the declaration of Poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by Karvy, RTA of the Company and also with the authorization/proxies lodged with the Company.
- 7. After conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked by me in the presence of two witnesses, Mr. Ravi Garg S/o Sh. Rakesh Garg R/o C-3/209, Sector-31, Noida, U.P.-201301 and Mr. Deepak Kumar Dhir S/o Sh. Shyam Kumar Dhir R/o S-241, Mohan Garden, Uttam Nagar, New Delhi-110059 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(Witness)

Deepak Kumar Dhir

(Witness)

 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 ballot papers at the AGM, the consolidated results of voting on all items of the business transacted at the 79th AGM held on 23rd September, 2015 are given in the Annexure - I enclosed herewith, forming part of this Report.

All the resolutions contained in the Notice of 79th AGM of the Company have been passed with requisite majority.

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

For Suresh Gupta & Associates-Gupta & A Company Secretaries ŝ C.P. No. 5204 Suresh Kumar Gupta FCS 5660, CP No. 5204

Date :25.09.2015 Place : Delhi

Annexure-I

Triveni Engineering & Industries Limited CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS AT THE 79TH ANNUAL GENERAL MEETING HELD ON 23RD SEPTEMBER, 2015

Ordinary Business:

Resolution No.1: Ordinary Resolution

To Adopt the (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2015 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2015

Particulars	Remote	E-Voting	Voting thro Pap	-		ted Voting s (Total)	%age of total valid	Abstain	/ Invalid Votes
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes	No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	45	208916599	53	168120	98	209084719	100.00		- 4
Voted against the resolution	0	0	0	0	0.	0	0.00	2	51
Total	45	208916599	53	168120	98	209084719	100.00		

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Mr. TarunSawhney (Director Identification No. 00382878.), who retires by rotation and, being eligible, offers himself for re-appointment

Particulars	Remote	E-Voting	Voting thro Pag	-		ted Voting sults	%age of total valid	Abstain ,	Invalid Votes
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes cast	No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	46	208916600	53	168120	99	209084720	100.00		
Voted against the resolution	0	.0	0	0	0	0	0.00		50
Total	46	208916600	53	168120	99	209084720	100.00		L

(3)

Resolution No.3: Ordinary Resolution

To appoint M/s. J.C. Bhalla& Co., Chartered Accountants, (Firm Registration No. 001111N), as Statutory Auditors of the Company Abstain / Invalid Votes

Particulars		E-Voting	Voting thro Pap	-		ted Voting sults	%age of total valid		
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes cast	No. of Members	No. of Abstain/Invalid Votes
Voted in favour of		208916599	53	168120	98	209084719	100.00		
the resolution Voted against the	1	1	0	0	1	1	0.00	1	50
resolution	46	208916600	53	168120	99	209084720	100.00	1	

Special Business:

Resolution No.4: Ordinary Resolution

To appoint M/s. Virmani& Associates, Chartered Accountants (Firm Registration No. 000356N), as Branch Auditors of the Company

To appoint M/s. Virn Particulars		E-Voting	Voting thro Pap	ugh Ballot		ted Voting sults	%age of total valid		/ Invalid Votes
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes cast	No. of Members	No. of Abstain/Invalid Votes
Voted in favour of		208916599	53	168120	98	209084719	100.00		
the resolution Voted against the	1	1	0	0	1	1	0.00	1	50
resolution Total	46	208916600	53	168120	99	209084720	100.00]	

tota.& ้วัย P. No. 520

Resolution No.5: Ordinary Resolution

To ratify payment of remuneration to the Cost Auditors, viz M/s R.M. Bansal & Co. (Firm Registration No. 000022) and Mr T.L. Sangameswaran (Firm Registration No. 102057), Cost Accountants

Particulars		E-Voting	Voting thro Pap		•	ted Voting sults	%age of total valid		/ Invalid Votes
· · _ · · · _ · _ · _	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	votes cast	No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution		208916600	53	168120	99	209084720	100.00		
Voted against the resolution	0	0	0	0	0	0	0.00		50
Total	46	208916600	53	168120	99	209084720	100.00		

Note: 1. This is the Annexure I referred to in Consolidated Scrutinizer's Report dated 25th September, 2015 and forming part of that Report.

2. One member in the category of Remote E-voting abstained from voting in respect of Resolution No.1 only.

(5)

3. There was only one ballot paper, which was incomplete and hence treated as invalid.

