

REF:TEIL:SE:

Date: 23<sup>rd</sup> May, 2022

BSE Limited Department of Corporate Services, Rotunda Building, P.J. Tower, Dalal Street, Fort, MUMBAI - 400 001 Thru: BSE Listing Centre	National Stock Exchange of India Ltd., Listing Department Exchange Plaza, 5 <sup>th</sup> Floor, Bandra-Kurla Complex, Bandra (E), MUMBAI - 400 051 Thru: NEAPS
<b>STOCK CODE: 532356</b>	<b>STOCK CODE: TRIVENI</b>
<b>Sub: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2022</b>	

Dear Sirs,

In terms of Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD1/27/2019 dated February 8, 2019, we enclose herewith Annual Secretarial Compliance Report of the Company for the financial year ended 31<sup>st</sup> March, 2022 issued by Mr. Suresh Gupta, Proprietor of M/s Suresh Gupta & Associates, Company Secretaries.

You are requested to kindly take the same in your record.

Thanking you,

Yours faithfully,

**For Triveni Engineering & Industries Ltd.**



**GEETA BHALLA**  
Group Vice President &  
Company Secretary  
M.No.A9475

Encl: As above

# 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)

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### SECRETARIAL COMPLIANCE REPORT of Triveni Engineering & Industries Limited (For the year ended 31<sup>st</sup> March, 2022)

We, Suresh Gupta and Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by **Triveni Engineering and Industries Limited** (hereinafter referred to as "the listed entity");
- (b) the filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2022 ("**Review Period**") in respect of compliance with the provisions of ;

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI").

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- \* (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- \* (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- \* (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

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\*(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

\*(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

and circulars/ guidelines issued thereunder;

\*No event took place under these Regulations during the Review Period.

and based on the above examination, **We hereby report that, during the Review Period:**

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/circulars/ including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NONE			

b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken	Observations/ remarks of the Practicing Company Secretary, if any.
NONE				

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(3)

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				

**We further report that** during the period under review, there was no event of appointment/reappointment/resignation of statutory auditor of the Company and the Company has suitably modified the terms of appointment of its existing auditor. In this regard, we report that the Company has complied with Para 6(A) and 6(B) of Circular No.CIR/CFD/CMDI/I 14/2019 dated October 18, 2019.

*For Suresh Gupta & Associates  
Company Secretaries*



*Suresh Gupta  
(Proprietor)  
FCS No.:5660  
CP No.:5204  
Peer Review Cert. No. 740/2020  
UDIN: F005660D000322231*

*Date : May 14, 2022  
Place: Noida*