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REF:TEIL:SE:

Date: 17th June, 2019

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
Ref: <u>Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations")</u>	

Dear Sirs,

Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed disclosure of related party transactions on a consolidated basis and balances for the half-year ended March 31, 2019.

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For TRIVENI ENGINEERING & INDUSTRIES LTD.,



GEETA BHALLA
Group Vice President &
Company Secretary

TRIVENI ENGINEERING & INDUSTRIES LIMITED

Details of Related party transactions for the period 1 October 2018 to 31 March 2019

(All amounts in ₹ lakhs, unless otherwise stated)

(i) **Related parties where control exists**

Subsidiaries (wholly owned)

Triveni Energy Systems Limited

Triveni Engineering Limited

Triveni Entertainment Limited

Svastida Projects Limited

Triveni Industries Limited

Triveni Sugar Limited (became wholly owned subsidiary w.e.f. 28 February 2019)

Mathura Wastewater Management Private Limited (incorporated on 12 June 2018)

(ii) **Related parties with whom transactions have taken place during the period 1 October 2018 to 31 March 2019 alongwith details of such transactions and outstanding balances as at 31 March 2019:**

Name of related party and nature of transactions	Relationship	Half Year ended 31-Mar-19
Sales and rendering services		
Triveni Sugar Limited	Subsidiary	0.35
Svastida Projects Limited	Subsidiary	0.35
Triveni Entertainment Limited	Subsidiary	0.35
Triveni Energy Systems Limited	Subsidiary	0.35
Triveni Engineering Limited	Subsidiary	0.35
Triveni Industries Limited	Subsidiary	0.35
Triveni Turbine Limited	Associate	1959.81
Purchases and receiving services		
Triveni Turbine Limited	Associate	1779.89
Tirath Ram Shah Charitable Trust	Enterprise over which key managerial personnel have substantial interest/significant influence	0.97



Name of related party and nature of transactions	Relationship	Half Year ended 31-Mar-19
Interest income		
Mathura Wastewater Management Private Limited	Subsidiary	1.47
Aqwise-Wise Water Technologies Ltd.(Israel)	Associate	4.15
Rent paid		
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	25.70
Rati Sawhney	Relative of key managerial personnel	18.73
Kameni Upaskar Limited	Enterprise over which key managerial personnel have substantial interest/significant influence	40.42
Rent & other charges received		
Triveni Turbine Limited	Associate	10.27
Dividend paid on Equity shares		
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	268.74
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	102.87
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	106.94
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	0.10
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	0.07
Manmohan Sawhney HUF	Relative of key managerial personnel	31.59
Rati Sawhney	Relative of key managerial personnel	142.51
Tarana Sawhney	Relative of key managerial personnel	0.18
Mira Hazari	Relative of key managerial personnel	0.01
STFL Trading and Finance Private Limited	Enterprise over which key managerial personnel have substantial interest/significant influence	578.87
Expenses incurred by the Company on behalf of party (net of expenses incurred by party on behalf of the Company) on reimbursable basis		
Mathura Wastewater Management Private Limited	Subsidiary	15.81
Triveni Turbine Limited	Associate	(20.52)
Kameni Upaskar Limited	Enterprise over which key managerial personnel have substantial interest/significant influence	1.37
Upper India Sugar Mills Employees' Provident Fund	Post employment benefit plan	0.03



Name of related party and nature of transactions	Relationship	Half Year ended 31-Mar-19
Remuneration		
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	246.49
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	107.77
Geeta Bhalla (Group Vice President & Company Secretary)	Key managerial personnel	40.70
Directors fee paid		
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	4.45
Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director)	Key managerial personnel	7.55
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	5.75
Homai A. Daruwalla (Independent Non-Executive Director)	Key managerial personnel	5.00
Dr. Santosh Pande (Independent Non-Executive Director)	Key managerial personnel	3.85
Sudipto Sarkar (Independent Non-Executive Director)	Key managerial personnel	6.50
Directors Commission		
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	7.00
Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director)	Key managerial personnel	5.00
Fakir Chand Kohli (Independent Non-Executive Director)	Key managerial personnel	5.00
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	7.00
Homai A. Daruwalla (Independent Non-Executive Director)	Key managerial personnel	7.00
Dr. Santosh Pande (Independent Non-Executive Director)	Key managerial personnel	7.00
Sudipto Sarkar (Independent Non-Executive Director)	Key managerial personnel	7.00
Contribution to Post employment benefit plans		
Triveni Engineering Works Limited Gratuity Fund	Post employment benefit plan	192.47
Triveni Engineering and Industries Ltd. Officers' Pension Fund	Post employment benefit plan	58.12
Upper India Sugar Mills Employees' Provident Fund	Post employment benefit plan	605.71
Disposal of Investment in equity shares under buyback scheme		
Triveni Turbine Limited	Associate	2058.03
Advance received against order		
Mathura Wastewater Management Private Limited	Subsidiary	1908.30
Loans given		
Mathura Wastewater Management Private Limited	Subsidiary	80.00



Outstanding balances

	Relationship	As at 31-Mar-19
Receivable		
Triveni Turbine Limited	Associate	895.39
Mathura Wastewater Management Private Limited	Subsidiary	81.33
Aqwise-Wise Water Technologies Ltd.(Israel)	Associate	271.53
Payable		
Mathura Wastewater Management Private Limited	Subsidiary	1908.30
Triveni Turbine Limited	Associate	1737.67
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	4.54
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	53.65
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	0.09
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	7.00
Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director)	Key managerial personnel	5.00
Fakir Chand Kohli (Independent Non-Executive Director)	Key managerial personnel	5.00
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	7.00
Homai A. Daruwalla (Independent Non-Executive Director)	Key managerial personnel	7.00
Dr. Santosh Pande (Independent Non-Executive Director)	Key managerial personnel	7.00
Sudipto Sarkar (Independent Non-Executive Director)	Key managerial personnel	7.00
Tirath Ram Shah Charitable Trust	Enterprise over which key managerial personnel have substantial interest/significant influence	0.22
Triveni Engineering and Industries Ltd. Officers' Pension Fund	Post employment benefit plan	120.32
Upper India Sugar Mills Employees' Provident Fund	Post employment benefit plan	101.17



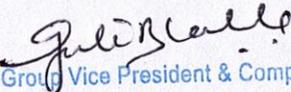
(iii) **Remuneration of key managerial personnel:**

	Half Year ended 31-Mar-19
Short-term employee benefits	364.43
Post-employment benefits	30.53
Total	394.96

The remuneration of key managerial personnel is determined by the remuneration committee having regard to the performance of individuals, market trends and applicable provisions of Companies Act, 2013.

- (iv) Remuneration and outstanding balances of KMP does not include long term employee benefits by way of gratuity and compensated absences, which are currently not payable and are provided on the basis of actuarial valuation by the Company.
- (v) **Terms & conditions:**
- (a) Transactions relating dividends, buyback of shares were on same terms and conditions that applied to other shareholders.
 - (b) Loan to subsidiary is given at normal commercial terms & conditions at prevailing market rate of interest.
 - (c) Sales to and purchases from related parties, including rendering/availment of service, are made on terms equivalent to those that prevail in arm's length transactions. All other transactions were made on normal commercial terms and conditions and at market rates.
 - (d) The outstanding balances at the year-end are unsecured and settlement occurs in cash. The Company has not recorded any impairment of receivables relating to amounts owed by related parties for the period 1 October 2018 to 31 March 2019.
 - (e) There have been no guarantees provided to or received for any related party receivable or payables.

For Triveni Engineering & Industries Ltd.


Group Vice President & Company Secretary