

By E-filing

REF:TEIL:SE:

Date: 10<sup>th</sup> July, 2020

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| The Deputy General Manager<br>Department of Corporate Services,<br>BSE Limited<br>1 <sup>st</sup> Floor, New Trading Ring,<br>Rotunda Building, P.J. Tower,<br>Dalal Street, Fort,<br>MUMBAI - 400 001 | The Asst. Vice President,<br>Listing Department<br>National Stock Exchange of India Ltd.,<br>Exchange Plaza, 5th Floor,<br>Plot No. C/1, G Block,<br>Bandra-Kurla Complex, Bandra (E),<br>MUMBAI - 400 051 |
| <b>STOCK CODE: 532356</b>  | <b>STOCK CODE: TRIVENI</b>   |
| Ref: <b><u>Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations &amp; Disclosure Requirements) Regulations, 2015 ("Listing Regulations")</u></b>     |  |

Dear Sirs,

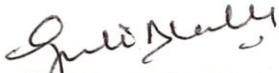
Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed disclosure of related party transactions on a consolidated basis and balances for the half-year ended March 31, 2020.

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

Summary of Related party transactions for the period 1 October 2019 to 31 March 2020  
(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  
Mathura Wastewater Management Private Limited
- (ii) Related parties with whom transactions have taken place during the period 1 October 2019 to 31 March 2020 alongwith details of such transactions and outstanding balances as at 31 March 2020:

| Name of related party and nature of transactions                          | Relationship   | Half year ended<br>31-Mar -20 |
|---|--|-------------------------------|
| <b>Sales and rendering services</b>                                       |  |                               |
| Triveni Sugar Limited   | Subsidiary   | 0.36                          |
| Svastida Projects Limited   | Subsidiary   | 0.36                          |
| Triveni Entertainment Limited   | Subsidiary   | 0.36                          |
| Triveni Energy Systems Limited  | Subsidiary   | 0.36                          |
| Triveni Engineering Limited   | Subsidiary   | 0.36                          |
| Triveni Industries Limited  | Subsidiary   | 0.36                          |
| Mathura Wastewater Management Private Limited                             | Subsidiary   | 8196.33                       |
| Triveni Turbine Limited   | Associate  | 1274.76                       |
| <b>Purchases and receiving services</b>                                   |  |                               |
| Triveni Turbine Limited   | Associate  | 137.78                        |
| Tirath Ram Shah Charitable Trust  | Enterprise over which key managerial personnel have substantial interest/significant influence | 0.38                          |
| <b>Interest income</b>  |  |                               |
| Mathura Wastewater Management Private Limited                             | Subsidiary   | 22.94                         |
| Aqwise Wise Water Technologies Limited (Israel)                           | Associate  | 5.02                          |
| <b>Rent &amp; other charges received</b>                                  |  |                               |
| Triveni Turbine Limited   | Associate  | 10.91                         |
| <b>Dividend received from investment in equity shares</b>                 |  |                               |
| Triveni Turbine Limited   | Associate  | 353.14                        |
| <b>Rent paid</b>  |  |                               |
| Dhruv M. Sawhney (Chairman & Managing Director) *                         | Key managerial personnel   | 28.27                         |
| Rati Sawhney  | Relative of key managerial personnel   | 18.09                         |
| Kameni Upaskar Limited  | Enterprise over which key managerial personnel have substantial interest/significant influence | 44.46                         |
| <b>Remuneration</b>   |  |                               |
| Tarun Sawhney (Vice Chairman & Managing Director)                         | Key managerial personnel   | 362.23                        |
| Suresh Tancja (Group Chief Financial Officer)                             | Key managerial personnel   | 113.42                        |
| Geeta Bhalla (Group Vice President & Company Secretary)                   | Key managerial personnel   | 49.54                         |
| <b>Directors fee paid</b>   |  |                               |
| Nikhil Sawhney (Promoter Non-Executive Director)                          | Key managerial personnel   | 4.80                          |
| Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director) | Key managerial personnel   | 0.10                          |
| 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   | 5.80                          |
| Sudipto Sarkar (Independent Non-Executive Director)                       | Key managerial personnel   | 4.00                          |
| J. K. Dadoo (Independent Non-Executive Director)                          | Key managerial personnel   | 4.00                          |

*Subhally*



**TRIVENI ENGINEERING & INDUSTRIES LIMITED**

Summary of Related party transactions for the period 1 October 2019 to 31 March 2020  
(All amounts in ₹ lakhs, unless otherwise stated)

| Name of related party and nature of transactions  | Relationship   | Half year ended<br>31-Mar-20 |
|---|--|------------------------------|
| <b>Directors commission</b>   |  |                              |
| Nikhil Sawhney (Promoter Non-Executive Director)  | Key managerial personnel   | 30.00                        |
| Shekhar Dutta (Independent Non-Executive Director)  | Key managerial personnel   | 8.50                         |
| Homai A. Daruwalla (Independent Non-Executive Director)   | Key managerial personnel   | 8.50                         |
| Dr. Santosh Pande (Independent Non-Executive Director)  | Key managerial personnel   | 8.50                         |
| Sudipto Sarkar (Independent Non-Executive Director)   | Key managerial personnel   | 8.50                         |
| J. K. Dadoo (Independent Non-Executive Director)  | Key managerial personnel   | 8.50                         |
| <b>Contribution to post employment benefit plans</b>  |  |                              |
| Triveni Engineering Works Limited Gratuity Fund   | Post employment benefit plan   | 200.86                       |
| Triveni Engineering and Industries Limited Officers Pension Scheme  | Post employment benefit plan   | 61.49                        |
| Upper India Sugar Mills Employees' Provident Fund   | Post employment benefit plan   | 0.29                         |
| <b>Contribution towards deficiency in provident fund trust</b>  |  |                              |
| Upper India Sugar Mills Employees' Provident Fund   | Post employment benefit plan   | 189.50                       |
| <b>Expenses incurred by the Company on behalf of party (net of expenses incurred by party on behalf of the Company) on reimbursable basis</b> |  |                              |
| Mathura Wastewater Management Private Limited   | Subsidiary   | 57.78                        |
| Triveni Sugar Limited   | Subsidiary   | 3.05                         |
| Triveni Industries Limited  | Subsidiary   | 3.21                         |
| Triveni Turbine Limited   | Associate  | 23.20                        |
| Kameni Upaskar Limited  | Enterprise over which key managerial personnel have substantial interest/significant influence | (1.24)                       |
| Triveni Engineering Works Limited Gratuity Fund   | Post employment benefit plan   | (0.02)                       |
| Triveni Engineering and Industries Limited Officers Pension Scheme  | Post employment benefit plan   | (0.00)                       |
| Triveni Engineering Works Limited Employees' Provident Fund   | Post employment benefit plan   | (0.00)                       |
| Upper India Sugar Mills Employees' Provident Fund   | Post employment benefit plan   | (0.19)                       |
| <b>Dividend paid on equity shares</b>   |  |                              |
| Dhruv M. Sawhney (Chairman & Managing Director) *   | Key managerial personnel   | 425.16                       |
| Tarun Sawhney (Vice Chairman & Managing Director)   | Key managerial personnel   | 155.72                       |
| Nikhil Sawhney (Promoter Non-Executive Director)  | Key managerial personnel   | 161.89                       |
| Suresh Taneja (Group Chief Financial Officer)   | Key managerial personnel   | 0.15                         |
| Shekhar Dutta (Independent Non-Executive Director)  | Key managerial personnel   | 0.11                         |
| Manmohan Sawhney HUF  | Relative of key managerial personnel   | 47.82                        |
| Rati Sawhney  | Relative of key managerial personnel   | 197.30                       |
| Tarana Sawhney  | Relative of key managerial personnel   | 0.26                         |
| STFL Trading and Finance Private Limited *  | Enterprise over which key managerial personnel have substantial interest/significant influence | 875.94                       |
| <b>Sale of investment property</b>  |  |                              |
| Triveni Sugar Limited   | Subsidiary   | 173.15                       |
| Svastida Projects Limited   | Subsidiary   | 213.07                       |
| Triveni Industries Limited  | Subsidiary   | 175.33                       |
| <b>Investment made in equity shares</b>   |  |                              |
| Triveni Industries Limited  | Subsidiary   | 200.00                       |
| Triveni Sugar Limited   | Subsidiary   | 200.00                       |
| Svastida Projects Limited   | Subsidiary   | 240.00                       |
| <b>Advance paid against purchase of bonds</b>   |  |                              |
| Upper India Sugar Mills Employees' Provident Fund   | Post employment benefit plan   | 160.00                       |
| <b>Loans given</b>  |  |                              |
| Mathura Wastewater Management Private Limited   | Subsidiary   | 1430.00                      |

Related party transactions stated above are inclusive of applicable taxes

*Signature*



**TRIVENI ENGINEERING & INDUSTRIES LIMITED**

Summary of Related party transactions for the period 1 October 2019 to 31 March 2020  
(All amounts in ₹ lakhs, unless otherwise stated)

| Outstanding balances   |  |                 |
|--|--|-----------------|
| Name of related party and nature of balances                       | Relationship   | As at 31-Mar-20 |
| <b>Receivable</b>  |  |                 |
| Mathura Wastewater Management Private Limited                      | Subsidiary   | 6315.46         |
| Triveni Turbine Limited  | Associate  | 271.68          |
| Aqwise Wise Water Technologies Limited (Israel)                    | Associate  | 305.50          |
| Upper India Sugar Mills Employees' Provident Fund                  | Post employment benefit plan   | 160.00          |
| <b>Payable</b>   |  |                 |
| Mathura Wastewater Management Private Limited                      | Subsidiary   | 930.32          |
| Triveni Turbine Limited  | Associate  | 1374.78         |
| Dhruv M. Sawhney (Chairman & Managing Director) *                  | Key managerial personnel   | 4.11            |
| Tarun Sawhney (Vice Chairman & Managing Director)                  | Key managerial personnel   | 153.65          |
| Suresh Taneja (Group Chief Financial Officer)                      | Key managerial personnel   | 0.13            |
| Nikhil Sawhney (Promoter Non-Executive Director)                   | Key managerial personnel   | 30.00           |
| Shekhar Dutta (Independent Non-Executive Director)                 | Key managerial personnel   | 8.50            |
| Homai A. Daruwalla (Independent Non-Executive Director)            | Key managerial personnel   | 8.50            |
| Dr. Santosh Pande (Independent Non-Executive Director)             | Key managerial personnel   | 8.50            |
| Sudipto Sarkar (Independent Non-Executive Director)                | Key managerial personnel   | 8.50            |
| J. K. Dadoo (Independent Non-Executive Director)                   | Key managerial personnel   | 8.50            |
| Tirath Ram Shah Charitable Trust                                   | Enterprise over which key managerial personnel have substantial interest/significant influence | 1.02            |
| Triveni Engineering and Industries Limited Officers Pension Scheme | Post employment benefit plan   | 127.50          |
| Upper India Sugar Mills Employees' Provident Fund                  | Post employment benefit plan   | 189.69          |
| <b>Guarantees / surety/ commitment outstanding</b>                 |  |                 |
| Mathura Wastewater Management Private Limited (see (v) below)      | Subsidiary   | 9915.00         |

\* Person or entity belonging to the promoter/promoter group holding 10% or more shareholding in the Company

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

|                              | Half year ended<br>31-Mar-20 |
|------------------------------|------------------------------|
| Short-term employee benefits | 491.61                       |
| Post-employment benefits     | 33.58                        |
| <b>Total</b>                 | <b>525.19</b>                |

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.

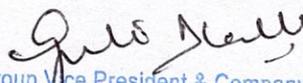
(iv) Remuneration and outstanding balances of key managerial personnel does not include long term employee benefits by way of gratuity and compensated absences, which are currently not payable and are provided on the basis of actuarial valuation by the Company.

(v) The Company had during the previous year given a corporate guarantee amounting to ₹ 9915 lakhs in connection with a loan agreed to be granted by the lender to a wholly owned subsidiary of the Company, Mathura Wastewater Management Private Limited (MWMP), which will come into force upon availment of loan by MWMP in subsequent period(s).

(vi) **Terms & conditions:**

- Transactions relating to dividends were on same terms and conditions that applied to other shareholders.
- Loans to subsidiary and associate are given at normal commercial terms & conditions at prevailing market rate of interest.
- 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.
- 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 year ended 31 March 2020 and 31 March 2019.

For Triveni Engineering & Industries Ltd.

  
Group Vice President & Company Secretary