

By E-filing

REF:TEIL:SE:

Date:28th September, 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
Sub: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 - Voting Results of the 83rd Annual General Meeting of the Company held on 27th September, 2019 together with Scrutinizer's Report	

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 83rd Annual General Meeting (AGM) of the Company held on Friday, 27th September, 2019 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.

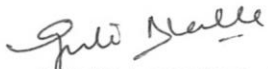
Please note that all the resolutions, as set out in the Notice of 83rd AGM have been passed by the members unanimously or with requisite majority.

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

Thanking you,

Yours faithfully,

For Triveni Engineering & Industries Ltd.,

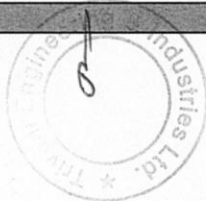


GEETA BHALLA
Group Vice President &
Company Secretary

Encl: As above

	TRIVENI ENGINEERING & INDUSTRIES LIMITED
Date of the AGM/EGM	27-09-2019
Total number of shareholders on record date	45039
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	8
Public:	214
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
	ORDINARY - Ordinary Resolution for adoption of a Audited financial statements of the Company for the year ended March 31, 2019 including the audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors' thereon and b Audited consolidated financial statements of the Company for the year ended March 31, 2019 including the audited consolidated Balance Sheet as at March 31, 2019 and the consolidated Statement of Profit and Loss for the year ended on that date together with the Report of the Auditors' thereon							
Resolution required: (Ordinary/ Special)								
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,56,193	78.6995	125,56,193	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,56,193	78.6995	125,56,193	0	100.0000	0.0000
Public- Non Institutions	E-Voting	625,27,831	1,15,581	0.1848	1,15,481	100	99.9135	0.0865
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,79,079	1.2459	7,78,979	100	99.9872	0.0128
Total		2479,45,110	1680,80,916	67.7896	1680,80,816	100	99.9999	0.0001



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of interim dividend of 70 i.e. Re.0.70 per fully paid equity share of Re.1/- each already paid to the equity shareholders during the year as the final dividend for the financial year ended March 31, 2019.							
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,96,028	78.9492	125,96,028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,96,028	78.9492	125,96,028	0	100.0000	0.0000
Public- Non Institutions	E-Voting	625,27,831	1,15,481	0.1847	1,15,481	0	100.0000	0.0000
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,78,979	1.2458	7,78,979	0	100.0000	0.0000
Total		2479,45,110	1681,20,651	67.8056	1681,20,651	0	100.0000	0.0000



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr Nikhil Sawhney (DIN : 00029028), who retires by rotation and, being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,96,028	78.9492	122,32,248	3,63,780	97.1119	2.8881
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,96,028	78.9492	122,32,248	3,63,780	97.1119	2.8881
Public- Non Institutions	E-Voting	625,27,831	1,15,481	0.1847	1,15,477	4	99.9965	0.0035
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,78,979	1.2458	7,78,975	4	99.9995	0.0005
Total		2479,45,110	1681,20,651	67.8056	1677,56,867	3,63,784	99.7836	0.2164



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution for appointment of Mr Jitendra Kumar Dadoo (DIN : 02481702) as an Independent Director of the Company for a period of three years w.e.f. 21st May, 2019.							
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,96,028	78.9492	125,96,028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,96,028	78.9492	125,96,028	0	100.0000	0.0000
Public- Non Institutions	E-Voting	625,27,831	1,15,481	0.1847	1,15,481	0	100.0000	0.0000
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,78,979	1.2458	7,78,979	0	100.0000	0.0000
Total		2479,45,110	1681,20,651	67.8056	1681,20,651	0	100.0000	0.0000



Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution for re-appointment of Mr. Sudipto Sarkar (DIN : 00048279) as an Independent Director of the Company for a period of five years w.e.f. 14th September, 2019.							
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,96,028	78.9492	125,87,814	8,214	99.9348	0.0652
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,96,028	78.9492	125,87,814	8,214	99.9348	0.0652
Public- Non Institutions	E-Voting	625,27,831	1,15,481	0.1847	1,15,478	3	99.9974	0.0026
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,78,979	1.2458	7,78,976	3	99.9996	0.0004
Total		2479,45,110	1681,20,651	67.8056	1681,12,434	8,217	99.9951	0.0049



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution for ratification of payment of remuneration to the Cost Auditors, viz Mr. Rishi Mohan Bansal (FRN 102056) and Ms GSR & Associates (FRN 000069) Cost Accountants for the FY 2019-20.							
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	1694,62,677	1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1547,45,644	91.3155	1547,45,644	0	100.0000	0.0000
Public- Institutions	E-Voting	159,54,602	125,96,028	78.9492	125,96,028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		125,96,028	78.9492	125,96,028	0	100.0000	0.0000
Public- Non Institutions	E-Voting	625,27,831	1,15,481	0.1847	1,15,446	35	99.9697	0.0303
	Poll		6,63,498	1.0611	6,63,498	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,78,979	1.2458	7,78,944	35	99.9955	0.0045
Total		2479,45,110	1681,20,651	67.8056	1681,20,616	35	100.0000	0.0000

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 NirmanVihar 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 Section 108 and 109 of the Companies Act, 2013 and Companies (Management and Administration Rules), 2014]

To,
The Chairman
83rd Annual General Meeting of the Equity Shareholders of
M/s Triveni Engineering & Industries Limited held on
Friday, 27th day of September, 2019 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 The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the 83rd Annual General Meeting ("AGM") of the Company held on Friday, 27th day of September, 2019 at 12:30 P.M. at Company 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 under:-

1. The Company has appointed M/s Karvy Fintech Private Limited ("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 24th day of September, 2019 to 5.00 P.M. on Thursday the 26th day of September, 2019.
3. The Shareholders holding shares as on the "cut-off date" i.e. the 20th day of September, 2019 were entitled to vote on the proposed 6 (Six) Resolutions at Items No.1 to 6 as set out in the Notice dated August 3, 2019 of the 83rd AGM of the Company.
4. The Chairman ordered poll by polling papers in respect of all the resolutions contained in the Notice of the 83rd AGM for all those members who are present at the AGM and have not cast their votes by availing the remote e-voting facility.

Contd.....2



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

5. After the time fixed for declaration of the poll by the Chairman, the 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 paper invalid.
8. After the conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked on September 27, 2018 at 1.32 P.M. in the presence of 2 witnesses, namely Ms. Priyanka D/o Mr. Yogender Kumar R/o East Laxmi Market, Laxmi Nagar, Delhi -110092 and Ms. Sanchi Sharma D/o Mr. Sudhir Sharma R/o B-82 Bindapur Extension, 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.

Priyanka

Ms. Priyanka
(Witness)

Sanchi

Ms. Sanchi Sharma
(Witness)

9. Based on the reports generated from KARVY e-voting system in respect of votes cast through remote e-voting and the vote cast by members (Including Proxies) through the polling papers at the AGM, the consolidated results of voting on all items of the business are as per **Annexure - I** enclosed herewith, which forms part of this report.

All the 6 (Six) resolutions contained in the Notice of 83rd AGM of the Company have been passed unanimously or with the 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 Fintech 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 Faithfully,

**Suresh Gupta & Associates
Company Secretaries**

Suresh Gupta

**Suresh Kumar Gupta
FCS: 5660, C.P. No: 5204
(Scrutinizer)
Date: 28/09/2019
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, 2019 and

(b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2019.

	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 present and 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	53	167417318	79	663498	132	168080816	99.9999
Voted against the resolution	1	100	0	0	1	100	0.0001
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 1 member holding 39,835 equity shares has abstained from remote e-voting for the resolution no.1 only.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 1 of the Notice dated August 3, 2019, has been passed with requisite majority.

Ordinary Business

Resolution No. 2: Ordinary Resolution

Confirmation of payment of interim dividend of Re. 0.70 per equity share paid to equity shareholders during the Financial Year ended March 31, 2019

	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 present and 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	54	167457153	79	663498	133	168120651	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: 1 member holding 100 equity shares has abstained from remote e-voting for the resolution no.2 only.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 2 of the Notice dated August 3, 2019, has been passed unanimously.

Ordinary Business

Resolution No. 3: Ordinary Resolution

Re- appointment of Mr. Nikhil Sawhney (DIN:00029028), 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 present and 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	51	167093369	79	663498	130	167756867	99.7836
Voted against the resolution	3	363784	0	0	3	363784	0.2164
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 1 member holding 100 equity shares has abstained from remote e-voting for the resolution no.3 only.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 3 of the Notice dated August 3, 2019, has been passed with requisite majority.



Special Business

Resolution No. 4: Ordinary Resolution

Appointment of Mr. Mr Jitendra Kumar Dadoo (DIN: 02481702) as an Independent Director of the Company for a period of three years w.e.f. 21st May, 2019.

	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 present and 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	54	167457153	79	663498	133	168120651	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: 1 member holding 100 equity shares has abstained from remote e-voting 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 August 3, 2019, has been passed unanimously.

Special Business

Resolution No. 5: Special Resolution

Re-appointment of Mr. Sudipto Sarkar (DIN 00048279) as an Independent Director of the Company for a period of five years w.e.f. 14th September, 2019.

	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 present and 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	52	167448936	79	663498	131	168112434	99.9951
Voted against the resolution	2	8217	0	0	2	8217	0.0049
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 1 member holding 100 equity shares has abstained from remote e-voting for the resolution no.5 only.

Based on the aforesaid results, I report that a special resolution as contained in Item No. 5 of the Notice dated August 3, 2019, has been passed with requisite majority.

Special Business

Resolution No. 6: Ordinary Resolution

Ratification of payment of remuneration to the Cost Auditors, viz Mr. Rishi Mohan Bansal (FRN: 102056) and M/s GSR & Associates (FRN: 000069) Cost Accountants for the FY 2019-20.

	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 present and 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	52	167457118	79	663498	131	168120616	100.0000
Voted against the resolution	2	35	0	0	2	35	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000

Note: 1 member holding 100 equity shares has abstained from remote e-voting for the resolution no.6 only.

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 6 of the Notice dated August 3, 2019, has been passed unanimously.

