

REF: TEIL:SD:SE:

Date: 3rd June, 2019

BSE Limited Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Script Code: 532356	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai - 400 051 Symbol : TRIVENI
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Dear Sir/ Madam,

Subject: Announcement of outcome of Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”)

In furtherance of our intimation letter dated May 21, 2019, and in terms of Regulation 30 of the LODR Regulations, we hereby inform that the board of directors of the Company (“**Board of Directors**”), at its meeting held today i.e. June 3, 2019, have considered and approved the proposal for buyback of fully paid up equity shares of the Company having a face value of ₹ 1 (Rupee One only) each (“**Equity Shares**”), not exceeding 1,00,00,000 (One crore) Equity Shares (representing 3.88% of the paid up equity share capital of the Company as at March 31, 2019), at a price of ₹ 100 (Rupees One hundred only) per Equity Share payable in cash for an aggregate amount not exceeding ₹ 100,00,00,000 (Rupees One hundred crore only), excluding expenses to be incurred for the Buyback like transaction costs viz., brokerage costs, fees, turnover charges, taxes such as securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, printing and dispatch expenses and other incidental and related expenses and charges (“**Buyback Offer Size**”) from all shareholders of the Company including promoters and members of the promoter group as on the Record Date (the “**Buyback**”), on a proportionate basis, through the “Tender Offer” route using mechanism for acquisition of shares through stock exchange as prescribed under Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (the “**Buyback Regulations**”) and such other circulars or notifications issued by the Securities and Exchange Board of India and the Companies Act, 2013 and rules made thereunder, as amended from time to time.

The Buyback Offer Size represents 9.71% and 9.15% of the aggregate of the fully paid-up equity capital and free reserves (including securities premium account) as per the latest audited standalone and consolidated balance sheet of the Company for the financial year ended March 31, 2019, respectively.

The Board of Directors also noted the intention of the Promoters and Promoter Group of the Company to participate in the proposed Buyback.

The Board has constituted a committee called “Buyback Committee” and delegated its powers to do such acts, deeds, matters, and things as it may, in its absolute, deem necessary, expedient, usual or proper in relation to the proposed Buyback.

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In terms of the Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 9(1) of the Buyback Regulations, the Board has fixed **Wednesday, June 19, 2019**, as the record date (“**Record Date**”) for determining the entitlement and the names of the Eligible Shareholders / Beneficial Owners to whom the letter of offer will be sent and who will be eligible to participate in the Buyback.

The Board has appointed HDFC Bank Limited as the Manager to the Buyback.

The pre-Buyback shareholding pattern of the Company as on May 31, 2019 is enclosed as Annexure I.

The above information is also available on the website of the Company i.e. www.trivenigroup.com

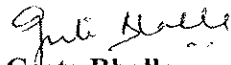
The meeting of the Board commenced at 11.30 a.m. and concluded at 2.30 p.m.

We request you to take the above information on record.

Thanking You,

Yours faithfully,

For Triveni Engineering & Industries Limited



Geeta Bhalla

Group Vice President &
Company Secretary

Encl: As above

CC:

Karvy Fintech Pvt. Limited Karvy Selenium, Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032.	National Securities Depository Limited Trade World, A Wing, Kamala Wing Compound, Lower Parel, Mumbai-400 013.	Central Depository Services (India) Limited Marathon Futurex, A-Wing, 25 th Floor, NM Joshi Marg, Lower Parel, Mumbai-400013.
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Annexure I

Shareholding pattern of the Company as on May 31, 2019 (pre Buyback) is given below:

Category	Pre-Buyback	
	No. of Equity Shares	% of Equity Shares
(A) Promoter & Promoter Group	17,59,57,229	68.21
(B) Public	8,19,87,881	31.79
Grand Total (A+B)	25,79,45,110	100

