

By E-filing

REF:TEIL:SE:

Date:28th September, 2020

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 84th Annual General Meeting of the Company held on 28th September, 2020 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 84th Annual General Meeting ('AGM') of the Company held on Monday, 28th September, 2020 in the prescribed format, as per Annexure-A, along with consolidated report of the Scrutinizer on remote e-voting and e-voting through insta-poll conducted at the AGM.


Please note that all the resolutions, as set out in the Notice of 84th 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	28-09-2020
Total number of shareholders on record (Cut-Off) date	56047
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	86

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of (a) Audited Financial Statements, Reports of Board of Directors and Auditors of the Company for the year ended 31st March 2020 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March 2020.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1694,62,677	1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	149,87,599	106,51,614	71.0695	106,51,614	0	100.0000	0.0000	0	1,43,864
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		106,51,614	71.0695	106,51,614	0	100.0000	0.0000	0	143864
Public- Non Institutions	E-Voting	634,94,834	50,83,541	8.0062	50,81,515	2,026	99.9601	0.0398	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		50,83,541	8.0062	50,81,515	2,026	99.9601	0.0399	0	0
Total		2479,45,110	1851,97,832	74.6931	1851,95,806	2,026	99.9989	0.0011	0	143864



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of payment of interim dividend of Re 1.10 per equity share already paid to equity shareholders as the final dividend for the financial year ended 31st March, 2020.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1694,62,677	1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	149,87,599	107,95,478	72.0294	107,95,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		107,95,478	72.0294	107,95,478	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	634,94,834	50,83,540	8.0062	50,81,386	2,154	99.9576	0.0423	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		50,83,540	8.0062	50,81,386	2,154	99.9576	0.0424	0	0
Total		2479,45,110	1853,41,695	74.7511	1853,39,541	2,154	99.9988	0.0012	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Dhruv M. Sawhney (DIN 00102999) as a Director, who retires by rotation.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1694,62,677	1264,64,295	74.6266	1264,64,295	0	100.0000	0.0000	0	429,98,382
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1264,64,295	74.6266	1264,64,295	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	149,87,599	107,95,478	72.0294	104,55,845	3,39,633	96.8539	3.1460	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		107,95,478	72.0294	104,55,845	3,39,633	96.8539	3.1461	0	0
Public- Non Institutions	E-Voting	634,94,834	50,83,541	8.0062	50,81,220	2,321	99.9543	0.0456	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		50,83,541	8.0062	50,81,220	2,321	99.9543	0.0457	0	0
Total		2479,45,110	1423,43,314	57.4092	1420,01,360	3,41,954	99.7598	0.2402	0	42998382



Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Dhruv M. Sawhney (DIN00102999) as Managing Director (designated as Chairman & Managing Director) of the Company for a period of five years w.e.f. 31st March, 2020 and payment of remuneration to him.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1694,62,677	1264,64,295	74.6266	1264,64,295	0	100.0000	0.0000	0	429,98,382
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1264,64,295	74.6266	1264,64,295	0	100.0000	0.0000	0	429,98,382
Public- Institutions	E-Voting	149,87,599	107,95,478	72.0294	3,12,485	104,82,993	2.8945	97.1054	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		107,95,478	72.0294	3,12,485	104,82,993	2.8946	97.1054	0	0
Public- Non Institutions	E-Voting	634,94,834	50,83,541	8.0062	50,80,216	3,325	99.9345	0.0654	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		50,83,541	8.0062	50,80,216	3,325	99.9346	0.0654	0	0
Total		2479,45,110	1423,43,314	57.4092	1318,56,996	104,86,318	92.6331	7.3669	0	42998382

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - 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 2020-21.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1694,62,677	1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1694,62,677	100.0000	1694,62,677	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	149,87,599	107,95,478	72.0294	107,95,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		107,95,478	72.0294	107,95,478	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	634,94,834	50,83,541	8.0062	50,80,270	3,271	99.9356	0.0643	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		50,83,541	8.0062	50,80,270	3,271	99.9357	0.0643	0	0
Total		2479,45,110	1853,41,696	74.7511	1853,38,425	3,271	99.9982	0.0018	0	0

For Triveni Engineering & Industries Ltd.

Quinnell
Group Vice President & Company Secretary

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, www.sureshgupta.in

FORM NO. MGT.13

Report of Scrutinizer

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,

84th Annual General Meeting (AGM) of the Equity Shareholders of
M/s Triveni Engineering & Industries Limited held on 28th September, 2020 at 11.00
a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Suresh Gupta, Practicing Company Secretary of M/s Suresh Gupta & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of **Triveni Engineering & Industries Limited** ("the Company") for the purpose of conducting the process of remote e-voting and e-voting during the Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended, and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") on the resolutions contained in the Notice of the 84th AGM of the members of the Company, held on Monday, the 28th day of September, 2020 at 11:00 a.m. through video conferencing ("VC") / other Audio Visual Means ("OAVM"), in accordance with the General Circulars No. 20/2020 dated 5th May, 2020, No. 14/2020 dated 8th April, 2020 and No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular dated 12th May, 2020.
2. The Notice of the AGM along with the Annual Report 2019-20 was dispatched on 3rd September, 2020 through electronic mode only to all those Members whose e-mail addresses were registered with the Company, KFIN Technologies Private Limited, Registrar & Share Transfer Agents of the Company ("RTA"/"KFIN") and Depositories viz., National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL"). The Notice of the AGM was made available on the website of the Company, websites of Stock Exchanges i.e. BSE Ltd and National Stock Exchange of India Limited and also on the website of KFIN, the authorized agency appointed for providing VC/OAVM facility and electronic voting platform for remote e-voting and e-voting during the AGM.

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3. An advertisement was also published in The Financial Express (English), Jansatta and Viswa Manav (Hindi) on 5th September, 2020, specifying the date and time of the AGM, availability of the notice of AGM on the websites of the Company, Stock Exchanges and KFIN, manner of voting through electronic mode etc.
4. The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to voting through electronic means (which includes remote e-voting and e-voting during the AGM) on the resolutions contained in the Notice of the 84th AGM of the Company. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the said resolutions based on the reports generated from the electronic voting system provided by KFIN.
5. Further to the above, we submit our report as under:-
 - i) The Members of the Company as on the "cut-off" date i.e. 21st September, 2020, were entitled to vote on the resolutions as set out in the Notice of 84th AGM of the Company.
 - ii) The remote e-voting period commenced at 10.00 a.m. (IST) on Friday, the 25th day of September 2020 and ended at 5.00 p.m. (IST) on Sunday, the 27th day of September, 2020.
 - iii) As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer had access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held, but not the manner in which they had voted.
 - iv) After going through the details of members who had cast their votes through remote e-voting, such as their names, folios, number of shares held, downloaded from the e-voting module of KFIN, we have ensured that members who have cast their votes through remote e-voting have not voted again at the AGM.
 - v) The votes cast through remote e-voting and e-voting during the AGM were unblocked on completion of e-voting at the AGM on 28th September, 2020 in the presence of two witnesses, who are not in the employment of the Company.
 - vi) The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was reconciled with the Register of Members/List of Beneficial Owners of the Company as on 21st September, 2020. Based on the reports generated from KFIN e-voting system, the consolidated results of voting on all items of the business, as set out in the notice of AGM, is enclosed herewith as **Annexure-I**, which forms part of this report.

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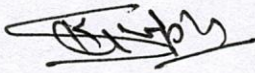


Based on the aforesaid results, I report that all the 5 (five) resolutions contained in the notice of 84th AGM of the Company have been **passed with the requisite majority**.

6. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approve and signs the minutes of the 84th AGM and same shall be handed over thereafter to the Company Secretary for safe keeping,

Thanking you,

Yours Faithfully,
Suresh Gupta & Associates
Company Secretaries



Suresh Gupta
FCS : 5660, C.P. No : 5204
(Scrutinizer)
UDIN: F005660B000789058
Peer Review Cert. No. 740/2020

Date : September 28, 2020
Place: Noida

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, 2020 and
(b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2020.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	193	185195806	0	0	193	185195806	99.9989
Voted against the resolution	22	2026	0	0	22	2026	0.0011
Abstain Votes	1	143864	0	0	1	143864	-

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 1 of the Notice dated June 17, 2020, has been passed with requisite majority.

Ordinary Business

Resolution No. 2: Ordinary Resolution

To confirm the interim dividend of Re.1.10 per equity share already paid to the equity shareholders as final dividend for the year ended March 31, 2020

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	190	185339541	0	0	190	185339541	99.9988
Voted against the resolution	26	2154	0	0	26	2154	0.0012
Abstain Votes	0	0	0	0	0	0	-

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 2 of the Notice dated June 17, 2020, has been passed with requisite majority.

Ordinary Business

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Dhruv M. Sawhney (DIN: 00102999), who retires by rotation and, being eligible, offers himself for re-appointment.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	183	142001360	0	0	183	142001360	99.7598
Voted against the resolution	31	341954	0	0	31	341954	0.2402
Abstain Votes	2	42998382	0	0	2	42998382	-

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 3 of the Notice dated June 17, 2020, has been passed with requisite majority.



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Special Business**Resolution No. 4: Special Resolution**

Re-appointment of Mr Dhruv M. Sawhney (DIN:00102999) as Managing Director of the Company (designated as Chairman & Managing Director) for a period of five years with effect from 31 March, 2020 and payment of remuneration to him.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	165	131856996	0	0	165	131856996	92.6331
Voted against the resolution	49	10486318	0	0	49	10486318	7.3669
Abstain Votes	2	42998382	0	0	2	42998382	-

Based on the aforesaid results, I report that a special resolution as contained in Item No. 4 of the Notice dated June 17, 2020, has been passed with requisite majority.

Special Business**Resolution No.5: Ordinary Resolution**

Ratification of payment of remuneration to the Cost Auditor viz. Mr. Rishi Mohan Bansal (FRN: 102056) and M/s GSR & Associates (FRN: 000069) Cost Accountants for the FY 2020-21.

	Remote E-voting		Voting at the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	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	190	185338425	0	0	190	185338425	99.9982
Voted against the resolution	26	3271	0	0	26	3271	0.0018
Abstain Votes	0	0	0	0	0	0	-

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 5 of the Notice dated June 17, 2020, has been passed with the requisite majority.

