

By E-filing

REF:TEIL:SE:

Date: 9<sup>th</sup> Sept., 2025

BSE Limited P.J. Tower, Dalal Street, Fort, MUMBAI - 400 001 Thru: BSE Listing Centre	National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), MUMBAI - 400 051 Thru: NEAPS
STOCK CODE: 532356	STOCK CODE: TRIVENI
<b>Sub: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations, 2015- Voting Results of the 89<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Monday, 8<sup>th</sup> September, 2025 together with Scrutinizer's Report.</b>	

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we enclose herewith agenda-wise details of Voting Results of the 89<sup>th</sup> AGM of the Company held on Monday, 8<sup>th</sup> September, 2025 in the prescribed format, as per Annexure-I, along with consolidated Scrutinizer's Report dated 8<sup>th</sup> September, 2025, as per Annexure-II.

Please note that all the resolutions, as set out in the Notice of 89<sup>th</sup> AGM have been passed by the members with requisite majority.

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

Thanking you,

Yours faithfully,

**For TRIVENI ENGINEERING & INDUSTRIES LTD.,**



**GETTA BHALLA**  
Group Vice President &  
Company Secretary  
M.No.A9475

Encl: As above

	TRIVENI ENGINEERING & INDUSTRIES LIMITED
Date of the AGM/EGM	08-09-2025
Total number of shareholders on record date	111629
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:	9
Public:	117

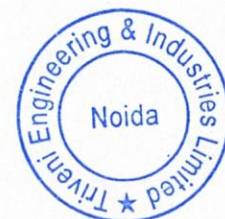
Resolution No.	1									
Resolution required: (Ordinary/Special)	ORDINARY - Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors' thereon									
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	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	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		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,13,51,425	2,33,00,844	74.3215	2,33,00,844	0	100.0000	0.0000	0	73,263
	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		2,33,00,844	74.3215	2,33,00,844	0	100.0000	0.0000	0	73263
Public- Non Institutions	E-Voting	5,40,55,381	1,31,046	0.2424	1,31,041	5	99.9961	0.0038	0	36
	Poll		61,921	0.1146	61,921	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,92,967	0.357	1,92,962	5	99.9974	0.0026	0	36
	Total	21,88,97,968	15,69,84,973	71.7160	15,69,84,968	5	100.0000	0.0000	0	73299





Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend of Rs.2.50 per equity share for the financial year ended March 31, 2025									
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	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	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		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,13,51,425	2,33,74,107	74.5552	2,33,74,107	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		2,33,74,107	74.5552	2,33,74,107	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,40,55,381	1,30,837	0.2420	1,30,836	1	99.9992	0.0007	0	245
	Poll		61,921	0.1146	61,921	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,92,758	0.3566	1,92,757	1	99.9995	0.0005	0	245
Total		21,88,97,968	15,70,58,027	71.7494	15,70,58,026	1	100.0000	0.0000	0	245

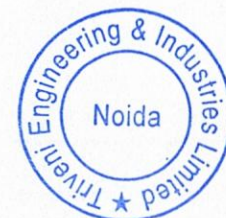
Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr Nikhil Sawhney (DIN:00029028) as a Director, liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares 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	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	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		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,13,51,425	2,33,71,117	74.5456	2,30,57,884	3,13,233	98.6597	1.3402	0	2,990
	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		2,33,71,117	74.5456	2,30,57,884	3,13,233	98.6597	1.3403	0	2990
Public- Non Institutions	E-Voting	5,40,55,381	1,31,046	0.2424	1,30,115	931	99.2895	0.7104	0	36
	Poll		61,921	0.1146	61,921	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,92,967	0.357	1,92,036	931	99.5175	0.4825	0	36
Total		21,88,97,968	15,70,55,246	71.7482	15,67,41,082	3,14,164	99.8000	0.2000	0	3026





Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of payment of remuneration to the Cost Auditors viz Mr. Rishi Mohan Bansal, Cost Accountant (FRN:102056) and M/s GSR & Associates, Cost Accountants (FRN:000069) for the financial year 2025-26									
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	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	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		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,13,51,425	2,33,71,117	74.5456	2,33,71,117	0	100.0000	0.0000	0	2,990
	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		2,33,71,117	74.5456	2,33,71,117	0	100.0000	0.0000	0	2990
Public- Non Institutions	E-Voting	5,40,55,381	1,31,046	0.2424	1,30,624	422	99.6779	0.3220	0	36
	Poll		61,921	0.1146	61,921	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,92,967	0.357	1,92,545	422	99.7813	0.2187	0	36
Total		21,88,97,968	15,70,55,246	71.7482	15,70,54,824	422	99.9997	0.0003	0	3026

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of M/s Suresh Gupta & Associates, Practicing Company Secretaries (FCS 5660/CP 5204) as Secretarial Auditor of the Company for a term of five years commencing from FY 2025-26 till FY 2029-30.									
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	13,34,91,162	13,34,91,162	100.0000	13,34,91,162	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		13,34,91,162	100.0000	13,34,91,162	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,13,51,425	2,33,71,117	74.5456	2,33,71,117	0	100.0000	0.0000	0	2,990
	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		2,33,71,117	74.5456	2,33,71,117	0	100.0000	0.0000	0	2990
Public- Non Institutions	E-Voting	5,40,55,381	1,31,046	0.2424	1,31,024	22	99.9832	0.0167	0	36
	Poll		61,921	0.1146	61,921	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,92,967	0.357	1,92,945	22	99.9886	0.0114	0	36
Total		21,88,97,968	15,70,55,246	71.7482	15,70,55,224	22	100.0000	0.0000	0	3026





# 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, Mail: sureshguptacs@gmail.com

### Report of Scrutinizer

*[Pursuant to section 108 of the Companies Act, 2013 and read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]*

To,

The Chairman,  
89<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
M/s Triveni Engineering & Industries Limited held on 8<sup>th</sup> September, 2025  
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 and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") on the resolutions contained in the Notice of the 89<sup>th</sup> AGM of the members of the Company, held on Monday, the 8<sup>th</sup> day of September, 2025 at 11.00 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), in accordance with the General Circular No. 09/2024 dated September 19, 2024 and other applicable circulars thereto issued from time to time by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular dated October 3, 2024.
2. The Notice of the AGM along with the Annual Report 2024-25 was dispatched on August 14, 2025 through electronic mode only to all those Members whose e-mail addresses were registered with the Company, KFIN Technologies Limited, Registrar & Share Transfer Agents of the Company ("RTA"/"KFintech") 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 KFintech, 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), and Jansatta (Hindi) on 17<sup>th</sup> August, 2025, specifying the date and time of the AGM, availability of the notice of AGM on the websites of the Company, Stock Exchanges and KFintech, 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 voting and e-voting during the AGM) on the resolutions contained in the Notice of the 89<sup>th</sup> 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 KFintech.
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. 1<sup>st</sup> September, 2025, were entitled to vote on the resolutions as set out in the Notice of 89<sup>th</sup> AGM of the Company.
  - ii) The remote e-voting period commenced at 10.00 a.m. (IST) on Friday, the 5<sup>th</sup> day of September, 2025 and ended at 5.00 p.m. (IST) on Sunday, the 7<sup>th</sup> day of September, 2025.
  - 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 KFintech, we have ensured that members who have cast their votes through remote e-voting have not voted again at the AGM.
  - v) Shareholder(s) who have voted for lesser number of shares as compared to their entitlement, the numbers of shares for which they have actually voted have been considered for this report.
  - vi) After the conclusion of the AGM the votes cast through remote e-voting and e-voting during the AGM were unblocked on 8<sup>th</sup> September, 2025 around 12.30 p.m. in the presence of two witnesses who are not in the employment of the Company.

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- vii) 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 1<sup>st</sup> September, 2025. Based on the reports generated from KFintech e-voting system, the consolidated results of voting on all items of the business, as set out in the Notice of 89<sup>th</sup> AGM, is enclosed herewith as Annexure-A, which forms part of this report.

Based on the aforesaid results, I report that all the 5 (Five) resolutions contained in the Notice of 89<sup>th</sup> 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, approves and signs the minutes of the 89<sup>th</sup> AGM and same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,  
For Suresh Gupta & Associates  
Company Secretaries



Suresh Gupta  
FCS: 5660, C.P. No: 5204  
(Scrutinizer)  
UDIN: F005660G001210248  
Peer Review Cert. No. 6769/2025



Date: 09.09.2025

Place: Noida

## Ordinary Business

## Resolution No. 1: Ordinary Resolution

Adoption of Audited Financial Statements (Including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors' thereon

	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	305	156923047	21	61921	326	156984968	100.0000
Voted against the resolution	2	5	0	0	2	5	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 5 members holding in aggregate 73299 equity shares have abstained from remote e-voting for the resolution no. 1.*

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 1 of the Notice dated May 27, 2025 has been passed with requisite majority.

## Ordinary Business

## Resolution No. 2: Ordinary Resolution

Declaration of dividend of Rs.2.50 per equity share for the financial year ended March 31, 2025

	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	308	156996105	21	61921	329	157058026	100.0000
Voted against the resolution	1	1	0	0	1	1	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000

*Note: 3 members holding in aggregate 245 equity shares have abstained from remote e-voting for the resolution no. 2.*

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 2 of the Notice dated May 27, 2025 has been passed with requisite majority.

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**Ordinary Business**

**Resolution No. 3: Ordinary Resolution**

**Re-appointment of Mr Nikhil Sawhney (DIN: 00029028) as a Director liable to retire by rotation**

	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	280	156679161	21	61921	301	156741082	99.8000
Voted against the resolution	33	314164	0	0	33	314164	0.2000
Invalid Votes	0	0	0	0	0	0	0.0000

**Note: 4 members holding in aggregate 3026 equity shares have abstained from remote e-voting for the resolution no. 3.**

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 3 of the Notice dated May 27, 2025 has been passed with requisite majority.

**Special Business**

**Resolution No. 4: Ordinary Resolution**

**Ratification of payment of remuneration to the Cost Auditors viz Mr. Rishi Mohan Bansal, Cost Accountant (FRN:102056) and M/s GSR & Associates, Cost Accountants (FRN:000069) for the financial year 2025-26**

	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	304	156992903	21	61921	325	157054824	99.9997
Voted against the resolution	4	422	0	0	4	422	0.0003
Invalid Votes	0	0	0	0	0	0	0.0000

**Note: 4 members holding in aggregate 3026 equity shares have abstained from remote e-voting for the resolution no. 4.**

Based on the aforesaid results, I report that an ordinary resolution as contained in Item No. 4 of the Notice dated May 27, 2025 has been passed with requisite majority.

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**Special Business**

**Resolution No.5: Ordinary Resolution**

**Appointment of M/s. Suresh Gupta & Associates, Practicing Company Secretaries (FCS 5660/CP 5204) as Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30**

	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	305	156993303	21	61921	326	157055224	100.0000
Voted against the resolution	3	22	0	0	3	22	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000

**Note: 4 members holding in aggregate 3026 equity shares have abstained from remote e-voting for the resolution no. 5.**

**Based on the aforesaid results, I report that an Ordinary Resolution as contained in Item No. 5 of the Notice dated May 27, 2025 has been passed with the requisite majority.**

