

By Fax/Courier

REF:TEIL:SE:

Date: 25th September, 2015

The Deputy General Manager Department of Corporate Services, Bombay Stock Exchange Ltd. 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
Fax- 022-2272 3121/1278/1557/3354/3577	Fax – 022-26598237/8238/8347/8348
STOCK CODE: 532356	STOCK CODE: TRIVENI
Sub: Details of Voting Results at the 79th Annual General Meeting of the Company pursuant to Clause 35A of the Listing Agreement.	

Dear Sirs,

Pursuant to Clause 35A of the Listing Agreement, we submit hereunder the details regarding the voting results for all the resolutions passed at the 79th Annual General Meeting (AGM) of the Company held on Wednesday, September 23, 2015:

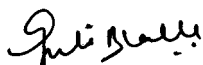
Date of the Annual General Meeting	September 23, 2015
Total number of shareholders on record date	33034
No. of shareholders present in the meeting either in person or through proxy	
-Promoters and Promoter Group	17
-Public	139
No. of shareholders attended the meeting through Video Conferencing	
-Promoters and Promoter Group	Not Arranged
-Public	

The mode of voting for all the resolutions was remote e-voting and poll (voting through ballot papers) conducted at the AGM. The agenda-wise details of voting results through remote e-voting and poll along with consolidated Scrutinizer's Reports on remote e-voting and poll are enclosed.

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
GGM & Company Secretary

Encl: As above

Triveni Engineering & Industries Limited

Agenda wise details of 79th AGM

The mode of voting for all the resolution was Remote E-voting and Poll (voting through ballot papers)

Category	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
Resolution No.1: Ordinary Resolution							
To Adopt the (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2015 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2015.							
Promoter and Promoter Group	175957229	175957229	100.00	175957229	0	84.16	0.00
Public – Institutional Holders	39021294	32768000	83.97	32768000	0	15.67	0.00
Public-Others	42966587	359490	0.84	359490	0	0.17	0.00
Total	257945110	209084719	81.06	209084719	0	100.00	0.00
Resolution No.2: Ordinary Resolution							
To appoint a Director in place of Mr Tarun Sawhney (Director Identification No. 00382878.), who retires by rotation and, being eligible, offers himself for re-appointment							
Promoter and Promoter Group	175957229	175957229	100.00	175957229	0	84.16	0.00
Public – Institutional Holders	39021294	32768000	83.97	32768000	0	15.67	0.00
Public-Others	42966587	359491	0.84	359491	0	0.17	0.00
Total	257945110	209084720	81.06	209084720	0	100.00	0.00
Resolution No.3: Ordinary Resolution							
To appoint M/s. J.C. Bhalla & Co., Chartered Accountants, (Firm Registration No. 001111N), as Statutory Auditors of the Company							
Promoter and Promoter Group	175957229	175957229	100.00	175957229	0	84.16	0.00
Public – Institutional Holders	39021294	32768000	83.97	32768000	0	15.67	0.00
Public-Others	42966587	359491	0.84	359490	1	0.17	0.00
Total	257945110	209084720	81.06	209084719	1	100.00	0.00



Resolution No.4: Ordinary Resolution

To appoint M/s. Virmani & Associates, Chartered Accountants (Firm Registration No. 000356N), as Branch Auditors of the Company							
Promoter and Promoter Group	175957229	175957229	100.00	175957229	0	84.16	0.00
Public – Institutional Holders	39021294	32768000	83.97	32768000	0	15.67	0.00
Public-Others	42966587	359491	0.84	359490	1	0.17	0.00
Total	257945110	209084720	81.06	209084719	1	100.00	0.00

Resolution No.5: Ordinary Resolution

To ratify payment of remuneration to the Cost Auditors, viz M/s R.M. Bansal & Co.(Firm Registration No. 000022) and Mr T.L. Sangameswaran (Firm Registration No. 102057), Cost Accountants							
Promoter and Promoter Group	175957229	175957229	100.00	175957229	0	84.16	0.00
Public – Institutional Holders	39021294	32768000	83.97	32768000	0	15.67	0.00
Public-Others	42966587	359491	0.84	359491	0	0.17	0.00
Total	257945110	209084720	81.06	209084720	0	100.00	0.00





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. : +91-93122 57002, Ph. : +91-11-43061664
E-mail: sureshguptacs@gmail.com, Web.: www.sureshgupta.in

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with amended Rule 20 of the Companies (Management and Administration) Rules, 2015 in respect of Remote E-voting and Voting conducted through ballot paper at the AGM venue

To,

The Chairman
79th Annual General Meeting of the Members of
M/s Triveni Engineering and Industries Limited
CIN: L15421UP1932PLC022174
Deoband, Saharanpur
Uttar Pradesh- 247554

Dear Sir,

I, Suresh Kumar Gupta, Proprietor of M/s Suresh Gupta & Associates, Practicing Company Secretary having office at 204, Silver Complex, A-73, Opp. Metro Pillar No.60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-110092 was appointed as Scrutinizer by the Board of Directors of M/s Triveni Engineering and Industries Limited ("the Company") to conduct the remote-e voting process and the Poll (in respect of facility for voting through ballot papers for those Members who had not cast their votes by remote e-voting) at the 79th Annual General Meeting (AGM) of the Company held on Wednesday, the 23rd day of September, 2015 at 12.00 Noon at Deoband Sugar Unit Complex, Deoband, District Saharanpur, Uttar Pradesh-247 554 in respect of the resolutions transacted at the said AGM, do hereby submit my report as follows:

I submit my report as under:

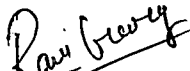
1. The Company has appointed M/s Karvy Computershare Pvt. Ltd. ("Karvy"), the Registrar and Transfer Agent (RTA) of the Company, to provide and facilitate remote e-voting process to its members to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
2. The Company has also provided the facility of voting through Ballot Paper at the venue of the AGM to those members who were present at the meeting, but have not cast their vote by remote e-voting facility.
3. The remote e-voting period remained open from 9.30 A.M. on Sunday, the 20th day of September, 2015 to 5.00 P.M. on Tuesday, the 22nd day of September, 2015.
4. The Members holding equity shares as on the "cut-off date" i.e. the 16th day of September, 2015 were entitled to vote on the Resolutions at Item No. 1 to 5 as set out in the Notice of the 79th AGM of the Company.


Contd.....2



(2)

5. At the 79th AGM, after the declaration of Poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by Karvy, RTA of the Company and also with the authorization/proxies lodged with the Company.
7. After conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked by me in the presence of two witnesses, Mr. Ravi Garg S/o Sh. Rakesh Garg R/o C-3/209, Sector-31, Noida, U.P.-201301 and Mr. Deepak Kumar Dhir S/o Sh. Shyam Kumar Dhir R/o S-241, Mohan Garden, 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.


Ravi Garg
(Witness)

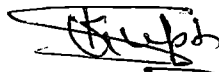

Deepak Kumar Dhir
(Witness)

8. Based on the reports generated from Karvy e -voting system in respect of votes cast through remote e-voting and the votes cast by the members (including proxies) through ballot papers at the AGM, the consolidated results of voting on all items of the business transacted at the 79th AGM held on 23rd September, 2015 are given in the Annexure - I enclosed herewith, forming part of this Report.

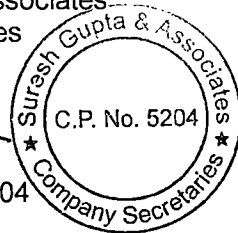
All the resolutions contained in the Notice of 79th AGM of the Company have been passed with requisite majority.

The Registers recording the assent or dissent in respect of votes cast by the members of the Company by way of ballot papers at the AGM and through remote e-voting and other relevant detail received from Karvy are under my custody and shall be handed over to the Company Secretary after the Chairman approves and signs the minutes of the AGM.

For Suresh Gupta & Associates
Company Secretaries



Suresh Kumar Gupta
FCS 5660, CP No. 5204



Date :25.09.2015
Place : Delhi

Triveni Engineering & Industries Limited
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS
AT THE 79TH ANNUAL GENERAL MEETING HELD ON 23RD SEPTEMBER, 2015

Ordinary Business:**Resolution No.1: Ordinary Resolution**

To Adopt the (a) Audited Financial Statements, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2015 and (b) Audited Consolidated Financial Statements and Report of Auditors for the year ended 31st March, 2015

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	45	208916599	53	168120	98	209084719	100.00	2	51
Voted against the resolution	0	0	0	0	0	0	0.00		
Total	45	208916599	53	168120	98	209084719	100.00		

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Mr. TarunSawhney (Director Identification No. 00382878.), who retires by rotation and, being eligible, offers himself for re-appointment

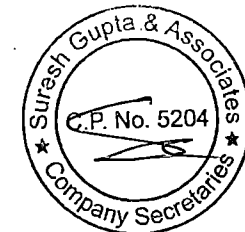
Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	46	208916600	53	168120	99	209084720	100.00	1	50
Voted against the resolution	0	0	0	0	0	0	0.00		
Total	46	208916600	53	168120	99	209084720	100.00		

Resolution No.3: Ordinary Resolution**To appoint M/s. J.C. Bhalla & Co., Chartered Accountants, (Firm Registration No. 001111N), as Statutory Auditors of the Company**

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	45	208916599	53	168120	98	209084719	100.00	1	50
Voted against the resolution	1	1	0	0	1	1	0.00		
Total	46	208916600	53	168120	99	209084720	100.00		

Special Business:**Resolution No.4: Ordinary Resolution****To appoint M/s. Virmani & Associates, Chartered Accountants (Firm Registration No. 000356N), as Branch Auditors of the Company**

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	45	208916599	53	168120	98	209084719	100.00	1	50
Voted against the resolution	1	1	0	0	1	1	0.00		
Total	46	208916600	53	168120	99	209084720	100.00		



Resolution No.5: Ordinary Resolution

To ratify payment of remuneration to the Cost Auditors, viz M/s R.M. Bansal & Co.(Firm Registration No. 000022) and Mr T.L. Sangameswaran (Firm Registration No. 102057), Cost Accountants

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	46	208916600	53	168120	99	209084720	100.00	1	50
Voted against the resolution	0	0	0	0	0	0	0.00		
Total	46	208916600	53	168120	99	209084720	100.00		

- Note: 1. This is the Annexure I referred to in Consolidated Scrutinizer's Report dated 25th September, 2015 and forming part of that Report.
2. One member in the category of Remote E-voting abstained from voting in respect of Resolution No.1 only.
3. There was only one ballot paper, which was incomplete and hence treated as invalid.

