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For immediate release

Q1 FY 16 (consolidated)* Results ended June 30, 2015

Net sales at ₹ 504.7 crore

Profit/(Loss) after Tax at ₹ (90.2) crore

- **Sugar Businesses**
 - **Overall country's sugar production estimated at 28.2 million tonnes - leading to surplus inventory and pressure on sugar prices**
 - **Steep decline in Sugar prices impacted profitability**
 - **Record Opening inventory of over 10 million tonnes of sugar is estimated on Oct 1, 2015.**
 - **Sugarcane arrears of ₹ 14500 - 15,000 crore**
 - **Outlook for next sugar season highly dependent on planting, monsoon progress and sugarcane price**

- **Engineering Businesses**
 - **Engineering businesses performance muted due to economic activities**
 - **Good order inflow during Q1 FY 16 – both in Water & Gears**
 - **Improved business sentiments in capital goods industry – though yet to result in improved order booking**
 - **Outstanding order book of ₹ 693 crore – y-o-y growth of 30%**

- **Scheme of Arrangement approved by Board for Demerger**

NOIDA, August 14, 2015: Triveni Engineering & Industries Ltd. ('Triveni'), one of the largest integrated sugar producers in the country with sugar manufacturing facilities, co-generation units and distillery; a market leader of engineered-to-order high speed gears & gearboxes and a leading player in water and wastewater management business, today announced its performance for the first quarter ended 30th June 2015 (Q1 FY 16).

** After considering Share of Profit of Associates*

PERFORMANCE OVERVIEW: Q1 FY 16 v/s Q1 FY 15 (Consolidated)*

(April – June 2015 versus April – June 2014)

In ₹ crore

| | Q1 FY 16 | Q1 FY 15 |
|----------------------------|----------|----------|
| Net Sales | 504.7 | 575.9 |
| Profit / (Loss) Before Tax | (90.2) | (9.1) |
| Profit / (Loss) After Tax | (90.2) | (5.9) |

Commenting on the Company's financial performance, Mr. Dhruv M. Sawhney, Chairman and Managing Director, Triveni Engineering & Industries Ltd, said:

“During the quarter under review, sugar operations continued its losses on account of the steep decline in sugar prices necessitating substantial inventory write-down. Even the cane subsidies notified by the UP government are inadequate to mitigate the losses. There is an acute stress in the sugar sector across the country and even the FRP paying states are facing difficulty in paying the cane dues. The financial health of sugar mills has deteriorated to the extent that it will be almost impossible to take another shock in the next season. The response of the Central Government in providing soft loans, promotion of ethanol blending to regulate sugar production and agreeing to export a sizeable quantity to maintain domestic sugar prices are welcome steps but these only are just not adequate. At this stage, the industry requires a permanent resolution of dispute regarding the cane price, its linkage with the sugar price and one-time debt restructuring to restore the financial health of the industry. But for the timely action on this front, the fate of sugar mills and farmers dependent on them continue to be at stake. Even under these challenging business conditions, we are in the process of implementing a massive cane development programme to achieve a change in the varietal balance for better recoveries and low cost of production.

For our engineering businesses, the business sentiments have perceptibly improved during the year but the actual momentum in terms of fresh investment and order booking is not yet visible. However, the recent orders intake for our Water Business is quite encouraging and it seems that many such stalled projects may be finalised in the near future. In respect of the Gears Business, It may take some more time to gain momentum in the flow of orders from GE Lufkin under Strategic Supply Agreement, but we expect such orders to substantially contribute to the turnover of the business in the coming years.

* After considering Share of Profit of Associates

The Company has initiated the process of restructuring its businesses with a view to have focused attention on both of its business segments – Sugar & Engineering – for facilitating growth of both the businesses as well as for creating value for its stakeholders. ”

- ENDS –

Attached: Details to the Announcement and Results Table

About Triveni Engineering & Industries Limited

Triveni Engineering & Industries Limited is a focused, growing corporation having core competencies in the areas of sugar and engineering. The Company is one amongst the largest sugar manufacturers in India and the market leader in its engineering businesses comprising high speed gears, gearboxes, and water treatment solutions. Triveni currently has seven sugar mills in operation at Khatauli, Deoband, Sabitgarh, (all in western Uttar Pradesh), Chandanpur, Rani Nangal and Milak Narayanpur (all in central Uttar Pradesh) and Ramkola (eastern Uttar Pradesh). While the Company's Gears manufacturing facility is located at Mysore, the Water & Waste water treatment business is located at Noida. The Company currently operates three grid connected co-generation plants and three incidental co-generation plants located across five sugar units and one of the largest single stream molasses based distillery in India, located at Muzaffarnagar.

The turbine business of the Company, located at Bengaluru has been demerged through a scheme of arrangement into Triveni Turbine Limited (TTL) from the appointed date on 1st October 2010, and the same has become effective w.e.f. 21st April, 2011. Triveni Engineering & Industries Limited holds 21.8% equity capital of Triveni Turbine Limited.

For further information on the Company, its products and services please visit **www.trivenigroup.com**

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Note:

Certain statements in this document may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward looking statements. Triveni Engineering & Industries Ltd. will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

DETAILS TO THE ANNOUNCEMENT

- Financial results review – Consolidated*
* After considering Share of Profit of Associates
 - Business-wise performance review and outlook
-

Q1 FY 16 : FINANCIAL RESULTS REVIEW

(all figures in ₹ crore, unless otherwise mentioned)

Net sales

| | Q1 FY 16 | Q1 FY 15 |
|-----------------------------|----------|----------|
| Net sales | 504.7 | 575.9 |
| EBIDTA | (39.5) | 39.0 |
| Depreciation & Amortisation | 14.1 | 14.7 |
| Finance Cost | 36.6 | 33.4 |
| Profit / (loss) before Tax | (90.2) | (9.1) |
| Profit / (loss) after tax | (90.2) | (5.9) |

- The loss is principally attributed to the sugar operations – lower sugar prices particularly towards the end of the quarter, resulted in writing down of sugar inventories by ₹ 78 crore.
- The overall debt of the Company as on 30th Jun 2015 was ₹ 1258 crore, which in comparison to 31st March 2015 is lower by 15%. The term loan as at 30th June 2015 was ₹ 485 crore and is lower by 6% when compared to 31st March, 2015.

Q1 FY 16: BUSINESS-WISE PERFORMANCE REVIEW

(all figures in ₹ crore, unless otherwise mentioned.)

Sugar business

Triveni is amongst the leading players in the Indian sugar sector, with seven sugar manufacturing facilities located in the state of Uttar Pradesh.

Performance

| | 2014-15 season | 2013-14 season |
|-------------------------------|----------------|----------------|
| Cane Crush (Million Tonnes) | 5.13 | 4.65 |
| Recovery (%) | 9.57 | 9.32 |
| Sugar Production (000 Tonnes) | 490.54 | 433.38 |

| | Q1 FY 16 | Q1 FY 15 |
|---------------------------|----------|----------|
| Sugar despatches (000 MT) | 151.67 | 132.73 |
| Realisation price (₹/MT) | 25641 | 32464 |
| Net sales (₹ crore) | 416.8 | 472.6 |
| PBIT (₹ crore) | (82.7) | 1.9 |

- On account of improved recoveries by 25 basis points and higher volume of sugarcane crush by 10%, the overall sugar production for the 2014-15 season is higher by 13% as compared to the corresponding 2013-14 sugar season.
- The sugar prices continued its downward slide and the y-o-y decline has been 21%. Further, the steep decline towards the end of the quarter resulted in write-down of inventory to the extent of ₹ 78 crore.
- In accordance with the UP Government's cane subsidy package, a cash subsidy of ₹ 28.60/quintal has been considered for the cane purchased during the quarter. Further, the segment profitability incorporates reversal of ₹ 17.5 crore towards reversal of society commission for the season 2012-13 as notified by the UP Government.

Industry Scenario

- As per industry estimates, the country's sugar production for SS 2014-15 is estimated at 28.2 million tonnes which is a growth of 16%.
- Domestic sugar prices in all parts of the country have slumped heavily in the past one year i.e. between May 2014 and May 2015, by about ₹ 800 per quintal.

- Ex-mill price of sugar in Maharashtra had declined to ₹ 2150 per quintal as on June 1, 2015 fell to ₹ 2000 per quintal on June 16, 2015 and further fell to ₹ 1920 per quintal at the end of the month of July 2015.
- The total sugarcane acreage in the country is estimated to be around 53.58 lac hectares in SS 2015-16, which is almost similar to that of last SS 2014-15 at 53.23 lac hectares, leading to an estimated sugar production of about 28.0 million tonnes of sugar in 2015-16.
- Uttar Pradesh is estimated to have sugarcane acreage of 23.14 lac hectares in SS 2015-16, as against 23.07 lac hectares in SS 2014-15 and it is also expected to have better yield which may increase the sugarcane production and availability for crushing by sugar mills. The preliminary estimates indicate that sugar production in U.P. to be around 7.35 million tonnes, which would be about 3.5% more than 7.1 million tonnes produced in SS 2014-15.
- Maharashtra is likely to have a similar acreage this year at 10.6 lac hectares as last sugar season. Due to drought like conditions and poor monsoon in comparison to previous year, yields may be affected in SS 2015-16 and, therefore, sugarcane production is likely to be less than the previous season leading to estimated lower production by about 10%.
- Karnataka is expected to have acreage of 5.14 lac hectares in SS 2015-16, and current sugarcane condition and cropping pattern, gives an indication that sugar production will be at similar levels of SS 2014-15 at about 4.98 million tonnes.
- The Central government has approved soft loans to the extent of ₹ 6000 crore to the sugar industry to help the industry clear its cane dues arrears. Cabinet Committee of Economic Affairs has provided a one year moratorium on this loan, and will bear the interest subvention cost to the extent of ₹ 600 crore for the said period. The loans are provided to those units which cleared at least 50% of their outstanding arrears before August 31, 2015.
- The central government is working to help raise domestic sugar prices by allowing the export of 4 million tonnes of sugar under the barter system whereby other agri-commodities will be imported. This will help in clearing the sugar stocks ahead of the next sugar season and enable the mills to pay arrears to the farmers.
- Till June 2015, sugar mills exported 6.55 lac tonnes of sugar in SS 2014-15, comprising of 3.15 lac tonnes of white sugar and 3.40 lac tonnes of raw sugar.

- In Brazil, a total of 153.9 million tonnes of sugarcane is crushed till mid June in the Centre-South which is down 3% year on year. So far 38.89% of total ATR was diverted to sugar, sending output of the sweetener down by 13% year on year to 6.75 million tonnes.
- Sugar mix is expected to be lower this year in Brazil as ethanol seems to be a more attractive proposition than sugar throughout the season. If it happens, sugar production may come down to 31 million tonnes, as against 32 million tonnes produced last season.
- Sugar production in Thailand is estimated at 11.3 million tonnes which is more than what was estimated in the beginning of the season.
- Global sugar prices are currently running at half the world average cost of producing sugar, yet production continues to grow. The depreciation of Brazilian Real by about 25% in the last one year has also impacted the global sugar prices.
- As per most of the industry estimates, global sugar production is forecast to have a deficit for 2015-16.

The financial stress in the sugar sector across the country can only be mitigated if the unviability of the sector is attended to immediately with some long outstanding reforms – by fixing realistic cane price commensurate with the sugar prices.

Co-generation business

Triveni's co-generation plants at Khatauli (two units) and Deoband supplies (exports) surplus power to the state grid after meeting its own captive requirements.

Performance

| | Q1 FY 16 | Q1 FY 15 |
|---------------------------------|----------|----------|
| Operational details | | |
| Power Generated – million units | 39.1 | 26.84 |
| Power exported – million units | 22.8 | 14.2 |
| Financial details | | |
| Net sales (₹ crore) | 29.4 | 16.4 |
| PBIT (₹ crore) | 14.1 | 7.8 |

- During the quarter under review, the co-generation plants of both Khatauli and Deoband operated for more number of days because of which the revenue and profitability for the

current quarter have been significantly higher. Further, increased tariff for both the plants also contributed in improving the revenue and profitability.

- The operating efficiency of the plants continued to be excellent.
- Income of ₹ 1 crore has been realised during the current quarter from the sale of Renewable Energy Certificates (RECs) in respect of Khatauli and Deoband units.

Distillery business

Triveni's distillery produces Extra Neutral Alcohol (ENA), Rectified Spirit (RS), Special Denatured Spirit (SDS), and Ethanol.

Performance

| | Q1 FY 16 | Q1 FY 15 |
|----------------------------|----------|----------|
| Operational details | | |
| Production (KL) | 10804 | 13956 |
| Sales (KL) | 12092 | 11298 |
| Avg. realisation (₹/ ltr) | 39.36 | 36.98 |
| Financial details | | |
| Net sales (₹ crore) | 48.8 | 42.9 |
| PBIT (₹ crore) | 11.6 | 10.7 |

- The sales quantity and average realisation during the quarter under review has been higher by 7% and 6% respectively against the corresponding quarter of previous year, which enabled to achieve a higher turnover and profits.
- The share of Ethanol sales for Q1 FY 16 is 73% of the total sales volume with an average basic price of ₹ 40.24 per litre.
- The Government's proposal for increasing the mandatory blending of ethanol with Petrol to 10% should help the company to produce and supply more ethanol, which may lead to higher turnover and profitability of the distillery.

High speed gears and gearboxes business

This business manufactures high-speed gears and gearboxes upto 70 MW capacity and speeds of 70,000 rpm. Triveni is the country's largest one-stop solutions provider in this sector. with over 60% overall market share.

Performance

| | Q1 FY 16 | Q1 FY 15 |
|---------------------|----------|----------|
| Net sales (₹ crore) | 14.1 | 13.7 |
| PBIT (₹ crore) | 2.1 | 1.5 |

- The turnover in Q1 FY 16 has been muted as is generally the case in Q1.
- Overall the market is still impacted by the slowdown in the capital goods segment.
- The order in-take of ₹ 20.5 crore for Q1 FY 16 has been higher in comparison to corresponding period of previous year by about 14%.
- We expect momentum to gain in the flow of orders under Strategic Supply Agreement with GE Lufkin in the later part of the year.
- The outstanding order book in this business as on June 30, 2015 stood at ₹ 60.8 crore which is a growth of 10% when compared to June 30, 2014.

Outlook

- With the sluggish overall economic activity, capex plans in various industries are put on hold and therefore the order finalisation for new gearboxes is being delayed. New product lines being developed / launched by the business will help in mitigating the risk of slowdown going forward.
- The Company is focusing on the export market for both product and aftermarket businesses and would be able to leverage on the base it created.
- After successful commissioning of planetary mill gearbox for mill drives of sugar plant, Gears Business is in the process of launching this product in 500 to 1500 KW power range for domestic and also in exports markets.
- The major boost in exports is expected to come from the sourcing drive of major OEMs including from GE–Lufkin, GE Oil & Gas and the business is having good enquiries under this arrangement. The business executed the first order under this arrangement and has been well accepted by the customer. Further, the enquiry flow has also been good and the order finalisation is taking some lead time, which we believe will be improved in the coming quarters. These augur well for a good growth in this business in the coming years.
- The Company is focusing on spares, servicing & retrofitting to mitigate the risk of decline in business from the OEMs and to protect its margins.

- Once the capital goods industry is revived, the order intake should improve considerably as this business has a strong market leadership in the country and also expanding in many overseas markets.

Water business

This business is focused on providing world-class solutions in water and waste-water treatment to customers in industrial and municipal segments. This business is gaining faster momentum and is getting recognition in a high potential market as a supplier of superior quality products and services at competitive costs.

Performance

| | Q1 FY 16 | Q1 FY 15 |
|---------------------|----------|----------|
| Net sales (₹ crore) | 29.5 | 51.0 |
| PBIT (₹ crore) | (1.3) | (1.2) |

- The turnover during the quarter has suffered due to delayed fresh order intake, project delays and payment issues with some customers
- However, the position of order intake has improved in the quarter - WBG has received a municipal order for ₹ 212 crore which include O&M portion of ₹ 64 crore. Many other enquiries in both the segments are in pipeline and are awaiting finalisation, which we expect to get concluded in the coming quarters.
- The outstanding order book for this business as on June 30, 2015 stood at ₹ 632 crore, which includes ₹ 268 crore towards Operations and Maintenance contracts for a longer period of time.

Outlook

- The Company has participated in large number of tenders which are in various stages of finalisation. It is felt that the Company may be able to secure large value of contracts arising from such tenders.
- The Company continues to successfully leverage its existing engineering relationships with industrial sector customers.
- The uncertainty in order finalisation still lingers on but with various policy initiatives of the Central Government and focus on the treatment of waste water and provision of adequate water to the citizens of India; we believe that the order finalisation in this business will gain momentum in the coming quarters.

Scheme of Arrangement

Board of Directors of Triveni Engineering & Industries Limited ('TEIL' or 'the Company') at its meeting held today i.e. 28th July 2015 have considered and approved the Composite Scheme of Arrangement ("Scheme") between Triveni Engineering & Industries Limited ('TEIL' or 'the Transferor Company') and Triveni Sugar Limited ('TSL' or 'the Transferee Company') and Triveni Industries Limited ('TIL' or 'the Resulting Company') and their respective shareholders and the creditors.

The Scheme envisages transfer and vesting of the undertakings in the manner described below under the provisions of Sections 391 to 394 read with sections 100 to 103 of the Companies Act 1956 and section 52 of the Companies Act 2013 and other applicable provisions of the Companies Act, 1956 and Companies Act, 2013, as and when notified and made applicable:

1. Transfer and vesting (by way of business transfer) of the Sugar Undertaking of TEIL (principally comprising five sugar plants of TEIL situated at Sabitgarh (Western UP); Chandanpur, Rani Nangal and Milaknarayanpur (Central UP), and Ramkola (Eastern UP)) into a 99.99% subsidiary, Triveni Sugar Limited (TSL), including all related assets and liabilities and other consequential matters with effect from the appointed date on 1st July, 2015. The consideration, as determined in the Valuation Report, for the transfer will be discharged by TSL by the issuance of equity shares to TEIL.
2. Transfer and vesting (by way of demerger) of the Demerged Undertaking of TEIL (principally comprising sugar plants situated at Khatauli and Deoband (Western UP) along with their cogeneration facilities, Distillery situated at Muzaffarnagar (Western UP) and related investments including investment in TSL into a wholly owned subsidiary, Triveni Industries Limited (TIL), including all related assets and liabilities and other consequential matters with effect from the appointed date on 1st November, 2015. The consideration for the transfer will be discharged by TIL by the issuance of equity shares to the shareholders of TEIL in the ratio of 1:1 (one fully paid equity share of TIL for every fully paid equity share held in TEIL).
3. After the proposed restructuring, TIL will become the holding company of TSL and it is proposed to get TIL listed on BSE and NSE. TIL will apply for listing in compliance with all applicable provisions under law, subject to necessary permissions, sanctions and/ or approvals of the statutory/ regulatory authorities.

The Scheme is subject to requisite consent and approval of the shareholders, lenders, creditors of the Company, stock exchanges, SEBI and sanction of the Hon'ble High Court of Judicature at Allahabad and permissions and approval of any other statutory or regulatory authorities under the provisions of applicable laws as may be necessary for the implementation of the Scheme.

Note: *Certain statements in this document may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward looking statements. Triveni Engineering & Industries Ltd. will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.*

TRIVENI ENGINEERING & INDUSTRIES LTD.
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CIN : L15421UP1932PLC022174

| PART I | | | | | (₹ in lacs, except per share data) | | | | |
|--|----------------|---------------|---------------|----------------|--------------------------------------|--|--|--|--|
| <u>Statement of Consolidated Unaudited Financial Results for the Quarter Ended 30/06/2015</u> | | | | | | | | | |
| Particulars | 3 Months Ended | | | Year Ended | | | | | |
| | 6/30/2015 | 3/31/2015 | 6/30/2014 | 3/31/2015 | | | | | |
| | Unaudited | Audited | Unaudited | Audited | | | | | |
| 1 Income from Operations | | | | | | | | | |
| (a) Net Sales / Income from Operations (Net of excise duty) | 50364 | 44446 | 57541 | 205526 | | | | | |
| (b) Other Operating Income | 104 | 338 | 48 | 576 | | | | | |
| Total Income from Operations (Net) | 50468 | 44784 | 57589 | 206102 | | | | | |
| 2 Expenses | | | | | | | | | |
| (a) Cost of materials consumed {Refer Note No.2 a) & 2 b)} | 13172 | 86107 | 14242 | 145469 | | | | | |
| (b) Purchases of stock-in-trade | 392 | 480 | 396 | 1508 | | | | | |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | 36763 | (61170) | 34076 | 17239 | | | | | |
| (d) Employee benefits expense | 3389 | 4502 | 3390 | 15256 | | | | | |
| (e) Depreciation and amortisation expense | 1414 | 1462 | 1465 | 5922 | | | | | |
| (f) Off-season expenses (Net) (Refer Note No.3) | (3913) | 8605 | (4099) | - | | | | | |
| (g) Other expenses | 5140 | 8724 | 6263 | 28418 | | | | | |
| Total Expenses | 56357 | 48710 | 55733 | 213812 | | | | | |
| 3 Profit/ (Loss) from Operations before Other Income, Finance Costs and Exceptional items (1-2) | (5889) | (3926) | 1856 | (7710) | | | | | |
| 4 Other Income | 198 | 374 | 307 | 1189 | | | | | |
| 5 Profit/ (Loss) from ordinary activities before Finance costs and Exceptional items (3+4) | (5691) | (3552) | 2163 | (6521) | | | | | |
| 6 Finance Costs | 3657 | 3357 | 3336 | 12208 | | | | | |
| 7 Profit/ (Loss) from ordinary activities after Finance costs but before Exceptional items (5-6) | (9348) | (6909) | (1173) | (18729) | | | | | |
| 8 Exceptional Items (Net) - Gain / (Loss) | - | - | - | - | | | | | |
| 9 Profit/(Loss) from ordinary activities before Tax (7+8) | (9348) | (6909) | (1173) | (18729) | | | | | |
| 10 Tax Expense | - | 1737 | (321) | (1736) | | | | | |
| 11 Net Profit/(Loss) from ordinary activities after Tax (9-10) | (9348) | (8646) | (852) | (16993) | | | | | |
| 12 Share of Profit/ (Loss) of Associates | | | | | | | | | |
| - Ordinary | 327 | 86 | 263 | 1787 | | | | | |
| - Extraordinary | - | - | - | - | | | | | |
| | 327 | 86 | 263 | 1787 | | | | | |
| 13 Minority Interest | - | - | - | - | | | | | |
| 14 Net Profit/(Loss) after taxes, minority interest and share of profit / (loss) of associates (11+12+13) | (9021) | (8560) | (589) | (15206) | | | | | |
| 15 Paid up Equity Share Capital (Face Value ₹ 1/-) | 2579 | 2579 | 2579 | 2579 | | | | | |
| 16 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year | | | | 63302 | | | | | |
| 17 Earnings per share (of ₹ 1/-each) (not annualised): | | | | | | | | | |
| (a) Basic (in ₹) | (3.50) | (3.32) | (0.23) | (5.90) | | | | | |
| (b) Diluted (in ₹) | (3.50) | (3.32) | (0.23) | (5.90) | | | | | |

PART II

Select Information for the Quarter Ended 30/06/2015

| Particulars | 3 Months Ended | | | Year Ended |
|--|----------------|-----------|-----------|------------|
| | 6/30/2015 | 3/31/2015 | 6/30/2014 | 3/31/2015 |
| | Unaudited | Audited | Unaudited | Audited |
| A PARTICULARS OF SHAREHOLDING | | | | |
| 1 Public Shareholding | | | | |
| - Number of Shares | 81987881 | 81987881 | 81987881 | 81987881 |
| - Percentage of Shareholding | 31.79 | 31.79 | 31.79 | 31.79 |
| 2 Promoters and promoter group Shareholding | | | | |
| (a) Pledged / Encumbered | | | | |
| - Number of Shares | 5000000 | Nil | Nil | Nil |
| - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 2.84 | Nil | Nil | Nil |
| - Percentage of Shares (as a % of the total share capital of the Company) | 1.94 | Nil | Nil | Nil |
| (b) Non- encumbered | | | | |
| - Number of Shares | 170957229 | 175957229 | 175957229 | 175957229 |
| - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 97.16 | 100.00 | 100.00 | 100.00 |
| - Percentage of Shares (as a % of the total share capital of the Company) | 66.27 | 68.21 | 68.21 | 68.21 |

| Particulars | 3 Months Ended 6/30/2015 |
|--|-----------------------------|
| B INVESTOR COMPLAINTS | |
| Pending at the beginning of the quarter | Nil |
| Received during the quarter | 3 |
| Disposed off during the quarter | 3 |
| Remaining unresolved at the end of the quarter | Nil |

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

₹ in lacs

| Particulars | 3 Months Ended | | | Year Ended |
|--|----------------|---------------|---------------|----------------|
| | 6/30/2015 | 3/31/2015 | 6/30/2014 | 3/31/2015 |
| | Unaudited | Audited | Unaudited | Audited |
| 1. Segment Revenue | | | | |
| [Net Sale/Income from each segment] | | | | |
| (a) Sugar Businesses | | | | |
| Sugar | 41684 | 33493 | 47256 | 162837 |
| Co-Generation | 2943 | 9886 | 1638 | 15680 |
| Distillery | 4877 | 4363 | 4291 | 15254 |
| | 49504 | 47742 | 53185 | 193771 |
| (b) Engineering Businesses | | | | |
| Gears | 1410 | 4192 | 1365 | 10327 |
| Water | 2951 | 5407 | 5099 | 19763 |
| | 4361 | 9599 | 6464 | 30090 |
| (c) Others | 1207 | 1586 | 2179 | 7845 |
| Total | 55072 | 58927 | 61828 | 231706 |
| Less : Inter segment revenue | 4604 | 14143 | 4239 | 25604 |
| Net Sales | 50468 | 44784 | 57589 | 206102 |
| 2. Segment Results | | | | |
| [Profit /(Loss) before tax and interest] | | | | |
| (a) Sugar Businesses | | | | |
| Sugar | (8272) | (7983) | 187 | (16589) |
| Co-Generation | 1409 | 3945 | 784 | 6580 |
| Distillery | 1156 | 1249 | 1071 | 2869 |
| | (5707) | (2789) | 2042 | (7140) |
| (b) Engineering Businesses | | | | |
| Gears | 209 | 1237 | 147 | 2923 |
| Water | (134) | 76 | (124) | (371) |
| | 75 | 1313 | 24 | 2552 |
| (c) Others | 15 | 25 | 84 | 211 |
| Total | (5617) | (1451) | 2150 | (4377) |
| Less : i) Finance Costs | 3657 | 3357 | 3336 | 12208 |
| ii) Exceptional Items (Net) - (Gain)/Loss | - | - | - | - |
| iii) Other Unallocable Expenditure | 74 | 2101 | (12) | 2144 |
| <i>[Net of Unallocable Income]</i> | | | | |
| Total Profit/(Loss) before Tax | (9348) | (6909) | (1173) | (18729) |
| 3. Capital Employed | | | | |
| [Segment Assets - Segment Liabilities] | | | | |
| (a) Sugar Businesses | | | | |
| Sugar | 115394 | 145494 | 139051 | 145494 |
| Co-Generation | 19604 | 19236 | 17664 | 19236 |
| Distillery | 14609 | 16155 | 15843 | 16155 |
| | 149607 | 180885 | 172558 | 180885 |
| (b) Engineering Businesses | | | | |
| Gears | 7968 | 8499 | 7648 | 8499 |
| Water | 13622 | 13213 | 12987 | 13213 |
| | 21590 | 21712 | 20635 | 21712 |
| (c) Others | 275 | 290 | 298 | 290 |
| Capital Employed in Segments | 171472 | 202887 | 193491 | 202887 |
| Add : Unallocable Assets less Liabilities [including Investments] | 11130 | 10195 | 10738 | 10195 |
| Total | 182602 | 213082 | 204229 | 213082 |

Notes

1. In view of the seasonal nature of company's sugar business, the performance results may vary from quarter to quarter. The results of the current quarter have been impacted due to substantial write down of sugar inventories, consequent to steep decline in sugar prices.
2. a) The Company has accounted cane price subsidy of ₹ 1226 lacs (₹ 28.60/quintal) in respect of cane purchased during the quarter, in accordance with the subsidy plan announced for season 2014-15 by the State Government of Uttar Pradesh.
b) Cost of material consumed for the quarter ended June 30, 2015 is net of ₹ 1747 lacs, being the reversal of society commission pertaining to season 2012-13, consequent to a reduction notified by the State Government of Uttar Pradesh.
3. For the purpose of quarterly financial results, off-season expenses of sugar and co-generation units have been deferred for inclusion in the cost of production of the relevant products to be produced in the remaining part of the year.
4. The Company has incorporated a new wholly owned subsidiary company (WOS) – Triveni Industries Ltd (TIL) on July 22, 2015, with a subscribed equity share capital of ₹ 0.50 lacs and divested nominal equity shares in its existing WOS viz Triveni Sugar Ltd. (TSL) (formerly Bhudeva Projects Ltd). Consequently, TSL has become 99.99% subsidiary of the Company.
5. The Board of Directors of the Company have approved on July 28, 2015, a Composite Scheme of Arrangement (Scheme) between the Company, its subsidiaries viz TSL & TIL and their respective shareholders and creditors in accordance with the provisions of the Companies Act, 1956 and 2013. The Company is in the process of obtaining approvals to the Scheme from the concerned authorities and pending receipt of such approvals, no accounting adjustment thereof has been made in the above results.
6. The figures for the quarter ended March 31, 2015, are the balancing figures between the audited figures in respect of the Financial Year 2014-15 and the published year to date figures up to the third quarter of the said Financial Year.
7. The standalone results of the Company are available on the Company's website www.trivenigroup.com, website of BSE (www.bseindia.com) and NSE (www.nseindia.com). Summarised standalone financial performance of the Company is as under :

₹ in lacs

| | 3 Months Ended | | | Year ended |
|------------------------------|-------------------------|-----------------------|-------------------------|-----------------------|
| | 30/06/2015 Unaudited | 31/03/2015 Audited | 30/06/2014 Unaudited | 31/03/2015 Audited |
| Income from operations (Net) | 50468 | 44784 | 57589 | 206102 |
| Profit/(Loss) before tax | (9348) | (6900) | (1174) | (18146) |
| Profit/(Loss) after tax | (9348) | (8636) | (853) | (16409) |

8. The figures of previous periods under various heads have been regrouped to the extent necessary.
9. The above results were reviewed and recommended for adoption by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on August 13, 2015 and August 14, 2015. The statutory auditors have carried out a limited review of the above financial results.`

for TRIVENI ENGINEERING & INDUSTRIES LTD

Place : Noida
Date : August 14, 2015

Dhruv M. Sawhney
Chairman & Managing Director