

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company
- (v) Whether company is having share capital Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX
JHANDEWALAN EXTENSION

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

15/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	88.26
2	C	Manufacturing	C12	Repair & installation of machinery & equipment, motor vehicles	11.74

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TRIVENI ENERGY SOLUTIONS L	U29253KA2010PLC053834	Subsidiary	50

2	TRIVENI TURBINES EUROPE PRI		Subsidiary	100
3	TRIVENI TURBINES DMCC DUB,		Subsidiary	100
4	TRIVENI TURBINES AFRICA (PT)		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	450,000,000	323,305,484	323,305,484	323,305,484
Total amount of equity shares (in Rupees)	450,000,000	323,305,484	323,305,484	323,305,484

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	450,000,000	323,305,484	323,305,484	323,305,484
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	450,000,000	323,305,484	323,305,484	323,305,484

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	99,851	323,205,633	323305484	323,305,484	323,305,484	
Increase during the year	0	0	0	13,050	13,050	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				13,050	13,050	
Demat						
Decrease during the year	0	0	0	13,050	13,050	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				13,050	13,050	
Demat						
At the end of the year	99,851	323,205,633	323305484	323,305,484	323,305,484	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
<input type="text" value="Not Applicable"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify				0	0	
<input type="text" value="Not Applicable"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

6,969,314,014

(ii) Net worth of the Company

5,924,325,483

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	38,198,754	11.82	0	
	(ii) Non-resident Indian (NRI)	23,386,813	7.23	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	157,557,244	48.73	0	
10.	Others	0	0	0	
	Total	219,142,811	67.78	0	0

Total number of shareholders (promoters)

11

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	12,473,243	3.86	0	
	(ii) Non-resident Indian (NRI)	597,183	0.18	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	42,364,584	13.1	0	
7.	Mutual funds	46,077,245	14.25	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,394,028	0.74	0	
10.	Others IEPF ,CLEARING MEMBER	256,390	0.08	0	
	Total	104,162,673	32.21	0	0

Total number of shareholders (other than promoters)

31,823

**Total number of shareholders (Promoters+Public/
Other than promoters)**

31,834

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			426,083	0.13
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			646,884	0.2
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			39,003	0.01
UTAH STATE RETIREM	CITIBANK N.A. CUSTODY SERVICES			7,380	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
JUPITER INDIA FUND	CITIBANK N.A. CUSTODY SERVICES			3,731,522	1.15
T.A. WORLD EX U.S. CC	CITIBANK N.A. CUSTODY SERVICES			34,210	0.01
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			7,595	0
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			9,284	0
DALTON INDIA (MAST	CITIBANK N.A. CUSTODY SERVICES			451,683	0.14
GYMKHANA PARTNER	CITIBANK N.A. CUSTODY SERVICES			129,000	0.04
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			15,426	0
EMERGING MARKETS T	CITIBANK N.A. CUSTODY SERVICES			8,371	0
INVESCO OPPENHEIM	CITIBANK N.A. CUSTODY SERVICES			2,279,443	0.71
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			168	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			5,953	0
JAPAN TRUSTEE SERVI	HSBC SECURITIES SERVICES 11TH F			205,639	0.06
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			13,720	0
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			773,252	0.24
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			1,224	0
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			7,795	0
EMERGING MARKETS C	DEUTSCHE BANK AG, DB HOUSE H			43,646	0.01
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			4,027	0
MARVAL GURU FUND	STANDARD CHARTERED BANK SEC			468,136	0.14
NALANDA INDIA FUNI	C/O KOTAK MAHINDRA BANK LIMI			18,170,454	5.62
NALANDA INDIA EQUI	C/O KOTAK MAHINDRA BANK LIMI			14,132,439	4.37

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	11	11
Members (other than promoters)	28,467	31,823
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	11.79	4.32
B. Non-Promoter	1	6	1	4	0.02	0
(i) Non-Independent	1	0	1	0	0.02	0
(ii) Independent	0	6	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	7	3	5	11.81	4.32

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dhruv M Sawhney	00102999	Managing Director	23,386,813	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Nikhil Sawhney	00029028	Managing Director	14,760,246	
Tarun Sawhney	00382878	Director	13,972,088	
Arun Prabhakar Mote	01961162	Whole-time director	70,291	
Santosh Pande	01070414	Director	0	20/09/2021
Homai A Daruwalla	00365880	Director	0	
Anil P Kakodkar	03057596	Director	0	
Shailendra Bhandari	00317334	Director	0	
Lalit Kumar Agarwal	ACYPA7615B	CFO	0	
Rajiv Sawhney	AAAPS4041B	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Deepak Kumar Sen	ACAPS9743A	CFO	31/10/2020	Cessation on expiry of term
Lalit Kumar Agarwal	ACYPA7615B	CFO	01/11/2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/09/2020	32,960	109	67.85

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2020	8	8	100
2	13/06/2020	8	8	100
3	05/08/2020	8	8	100
4	02/11/2020	8	8	100
5	01/02/2021	8	8	100
6	26/03/2021	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	13/06/2020	3	3	100
2	Audit Committee	14/07/2020	3	3	100
3	Audit Committee	05/08/2020	3	3	100
4	Audit Committee	02/11/2020	3	3	100
5	Audit Committee	01/02/2021	3	3	100
6	Nomination and Remuneration	12/06/2020	3	3	100
7	Nomination and Remuneration	02/11/2020	3	3	100
8	Stakeholders Forum	26/03/2021	3	3	100
9	Corporate Social Responsibility	12/06/2020	4	4	100
10	Corporate Social Responsibility	28/09/2020	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								15/09/2021
								(Y/N/NA)

1	Dhruv M Sawhney	6	6	100	0	0	0	Yes
2	Nikhil Sawhney	6	6	100	9	9	100	Yes
3	Tarun Sawhney	6	6	100	5	5	100	Yes
4	Arun Prabhakar	6	6	100	3	3	100	Yes
5	Santosh Pande	6	6	100	8	8	100	Yes
6	Homai A Daruwalla	6	6	100	10	10	100	Yes
7	Anil P Kakodkar	6	6	100	0	0	0	Yes
8	Shailendra Bhambhani	6	6	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dhruv M Sawhney	Chairman & Managing Director	0	0	0	0	0
2	Nikhil Sawhney	Vice Chairman & Managing Director	49,819,800	0	0	6,666,108	56,485,908
3	Arun Prabhakar Mohapatra	Whole Time Director	28,490,000	0	0	146,682	28,636,682
	Total		78,309,800	0	0	6,812,790	85,122,590

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalit Kumar Agarwal	CFO	2,542,783	0	0	78,000	2,620,783
2	Rajiv Sawhney	Company Secretary	3,071,217	0	0	345,080	3,416,297
	Total		5,614,000	0	0	423,080	6,037,080

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tarun Sawhney	Promoter Director	0	1,150,000	0	445,000	1,595,000
2	Santosh Pande	Independent Director	0	1,150,000	0	750,000	1,900,000
3	Homai A Daruwalla	Independent Director	0	1,250,000	0	745,000	1,995,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	Anil Kakodkar	Independent Dire	0	1,150,000	0	350,000	1,500,000
5	Shailendra Bhandar	Independent Dire	0	1,150,000	0	350,000	1,500,000
	Total		0	5,850,000	0	2,640,000	8,490,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Suresh Kumar Gupta

Whether associate or fellow Associate Fellow

Certificate of practice number

5204

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ARUN PRABHAKAR MOTE
Digitally signed by ARUN PRABHAKAR MOTE
Date: 2021.11.11 13:44:56 +05'30'

DIN of the director

To be digitally signed by

RAJIV SAWHNEY
Digitally signed by RAJIV SAWHNEY
Date: 2021.11.11 13:46:26 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

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-
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-

MGT-8-TTL Final.pdf
Additional Sheet MGT 7 TTL 2021.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

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-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of M/s **Triveni Turbine Limited** (“the Listed Company”) as required to be maintained under the **Companies Act, 2013 (the Act)** and the rules made there under for the financial year ended on 31st March, 2021. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents.

We certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act; Listed Company
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court or other authorities, wherever required, within/beyond the prescribed time in accordance with the provisions of the Act;
 4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company has taken record dates wherever required.;
 6. The Company has not made any loan and advance to its directors or persons or firms or Companies referred in section 185 of the Act.
 7. During the period under review, all related party transactions/contacts are in compliance with Section 177 and 188 of the Act.
 8. During the year, there was no issue or allotment, redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of share. The Company has complied with the relevant provisions of the Act regarding transfer/transmission of shares/securities;

Contd.....2

Triveni Turbine Limited.....2

9. There was no instance for keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has declared and paid a dividend of 120% i.e. Re 1.20 per fully paid up equity share of Re 1/- each for the financial year ended March 31, 2021. All unpaid/unclaimed Dividend (Interim Dividend) upto the financial year 2013-14 has been transferred to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. The Company has duly complied with the constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment/ re-appointment of auditors as per the provisions of section 139 of the Act;
14. During the year, the Company has taken approvals, if required, from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted/renewed deposits.
16. The Company has complied with provisions of the Act & Rules made there under in respect of borrowings from banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. The Company has complied with provisions of the Act & Rules made there under in respect of investments of section 186 of the Act. Further the Company has not entered into any transaction in respect of loans, guarantees given or providing of securities to other bodies corporate falling under the provisions of the Act.
18. The Company has not altered the provisions of its Memorandum and Articles of Association during period under the review.

*For Suresh Gupta & Associates
Company Secretaries*


*Suresh Gupta
(Proprietor)
FCS No.:5660
CP No.:5204
Peer Review Cert. No. 740/2020
UDIN: F005660C001306135
Date : 28.10.2021
Place: Noida*



TRIVENI TURBINE LIMITED

VI (c) Details of Foreign Institutional investors' (FIIs) holding shares of the Company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	No of Shares held	% of Shares held
JUPITER SOUTH ASIA INVESTMENT COMPANY LIMITED - SOUTH ASIA ACCESS FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	-	-	752247	0.23

IX C. COMMITTEE MEETINGS

S.No	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Number of members attended	% of attendance
11	Risk Management Committee	01/08/2020	4	4	100