

By Fax/Courier

REF:TTL:SE:

 Date: 8th August, 2015

| | |
|---|---|
| The Deputy General Manager Department of Corporate Services, BSE 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: 533655 | STOCK CODE: TRITURBINE |
| Sub: Details of Voting Results at the 20th 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 20th Annual General Meeting (AGM) of the Company held on Thursday, the 6th August, 2015:

| | |
|---|----------------|
| Date of the Annual General Meeting | August 6, 2015 |
| Total number of shareholders on record date | 30278 |
| No. of shareholders present in the meeting either in person or through proxy | |
| -Promoters and Promoter Group | 18 |
| -Public | 3209 |
| 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 e-voting and poll conducted at the AGM. The agenda-wise details of voting results through e-voting and poll along with Scrutinizer's Reports on 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 Turbine Ltd.,



Company Secretary

Encl: As above

Date of the AGM: 6th Aug 2015

Total number of shareholders on record date: '30278' No. of Shares: '329972150'

No. of Shareholders present in the meeting either in person or through proxy:

| | | | |
|--------------------------------|------|----------------|-----------|
| Promoters and Promoter Group : | 18 | No. of Shares: | 231004533 |
| Public : | 3209 | No. of Shares: | 2897239 |

Detail of the Agenda:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | | | | | | | |

Resolution No 1 : Ordinary Resolution

Adoption of (a) Audited Financial statement, 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.

Ordinary Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|---------------|------------------|----------|------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50173069 | 68.2437 | 50173069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2846184 | 11.1846 | 2846184 | 0 | 100 | 0 |
| Total | 329972150 | 284023786 | 86.075 | 284023786 | 0 | 100 | 0 |

Resolution No 2 : Ordinary Resolution

Confirmation of interim dividend paid during the financial year 2014-2015 & declaration of final dividend for the said Financial Year.

Ordinary Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|---------------|------------------|----------|------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2847009 | 11.1878 | 2847009 | 0 | 100 | 0 |
| Total | 329972150 | 284109611 | 86.101 | 284109611 | 0 | 100 | 0 |



Resolution No 3 : Ordinary Resolution

Appointment of Mr. Dhruv M Sawhney, who retires by rotation and, being eligible offers himself for re- appointment.

Ordinary Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|----------------|------------------|----------|------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2847434 | 11.1895 | 2847434 | 0 | 100 | 0 |
| Total | 329972150 | 284110036 | 86.1012 | 284110036 | 0 | 100 | 0 |

Resolution No 4 : Ordinary Resolution

Ratification of appointment of M/s J.C.Bhalla & Co. Chartered Accountants, as auditors of the Company and fixing their remuneration.

Ordinary Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|----------------|------------------|--------------|--------------|-------------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50258069 | 68.3593 | 50173069 | 85000 | 99.83 | 0.17 |
| Public-Others | 25447245 | 2846434 | 11.1856 | 2846434 | 0 | 100 | 0 |
| Total | 329972150 | 284109036 | 86.1009 | 284024036 | 85000 | 99.97 | 0.03 |

Resolution No 5 : Ordinary Resolution

Ratification of payment of remuneration to the cost auditor viz M/s J.H.& Associates, cost accountants.

Special Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|----------------|------------------|----------|------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2847759 | 11.1908 | 2847759 | 0 | 100 | 0 |
| Total | 329972150 | 284110361 | 86.1013 | 284110361 | 0 | 100 | 0 |

Resolution No 6 : Special Resolution

Approval for Foreign Institutional Investors to acquire/ hold equity up to 49% of paid up equity share capital of the Company.

Special Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|--------------------------------|------------------|------------------|----------------|------------------|-----------|----------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public – Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2846184 | 11.1846 | 2846169 | 15 | 99.9994 | 0 |
| Total | 329972150 | 284108786 | 86.1008 | 284108771 | 15 | 99.9999 | 0 |



Resolution No 7 : Ordinary Resolution
Payment of commission to non - executive Directors.

Special Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|---------------------------------|------------------|------------------|----------------|------------------|-----------|----------------|----------|
| Promoter and Promoter Group | 231004533 | 231004533 | 100 | 231004533 | 0 | 100 | 0 |
| Public -- Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2846184 | 11.1846 | 2846169 | 15 | 99.9994 | 0 |
| Total | 329972150 | 284108786 | 86.1008 | 284108771 | 15 | 99.9999 | 0 |

Resolution No 8 : Special Resolution

Approval of the material related party transactions entered into / to be entered into between the Company with Triveni Engineering and Industries Ltd and GE Triveni Ltd.

Special Business

Mode of voting: (E-voting + Poll)

| | | | | | | | |
|---------------------------------|------------------|-----------------|----------------|-----------------|----------|------------|----------|
| Promoter and Promoter Group | 231004533 | 0 | | 0 | 0 | | |
| Public -- Institutional holders | 73520372 | 50258069 | 68.3593 | 50258069 | 0 | 100 | 0 |
| Public-Others | 25447245 | 2659184 | 10.4497 | 2659184 | 0 | 100 | 0 |
| Total | 329972150 | 52917253 | 16.0368 | 52917253 | 0 | 100 | 0 |

For Triveni Turbino Ltd.

Rajiv S...

Company Secretary

SURESH GUPTA & ASSOCIATES

COMPANY SECRETARIES

204, Silver Complex, A-73, Opp. Metro Pillar No.60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-92
Mob: +91-9312257002, Ph: +91-11-43061664, E-mail: sureshguptacs@gmail.com

Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014) and the physical Ballot Forms received from the shareholders

To,

The Chairman
Triveni Turbine Limited
CIN L29110UP1995PLC041834
Express Trade Tower, 8th Floor
Plot no 15-16, Sector 16A
Noida -201301 U.P

Dear Sir,

I, Suresh Kumar Gupta, Proprietor of M/s Suresh Gupta & Associates, Practicing Company Secretaries having its office at 204, Silver Complex, A-73, Opp. Metro Pillar No.60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-110092 was appointed as Scrutinizers by the Board of Directors of M/s Triveni Turbine Limited ("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 20th Annual General Meeting (AGM) of the Company held on Thursday , the 6th day of August 2015 at 11.00 am at Expo Centre, A-11, Sector-62, NH-24, Noida, Uttar Pradesh -201301 in respect of the resolution proposed at the said AGM, do hereby submit my report as follows:

1. The Company has availed the services of Central Depository Services Ltd. (CDSL) as the authorized agency to provide secured system for remote - e voting.
2. The e-voting period remain open from August 3, 2015 (9:00 am) to August 5, 2015(6:00 p.m.).
3. The members of the Company as on "cut off" date (record date for the purpose of e-voting, i.e. July 31 , 2015) were entitled to vote on the resolutions(item no 1 to 8 as set out in the notice of the 20thAGM of the Company) .
4. Remote e- voting was blocked by CDSL at 5.00 pm on August 5, 2015.
5. In respect of those members present at the AGM who did not cast their vote by remote e-voting, the facility for voting through ballot papers was provided at the AGM.
6. After conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked at around 1.00 p.m. in the presence of two witnesses, Ms. Chandrakala Bisht and Mrs. Shveta Jaiswal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

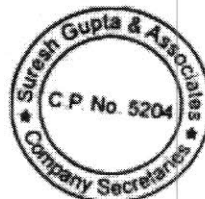
CBisht

Chandrakala Bisht
(Witness)

Shveta

Shveta Jaiswal
(Witness)

Contd.....2



SURESH GUPTA & ASSOCIATES

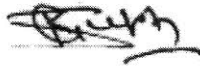
COMPANY SECRETARIES

204, Silver Complex, A-73, Opp. Metro Pillar No.60, Near Nirman Vihar Metro Station, Laxmi Nagar, Delhi-92
Mob: +91-9312257002, Ph.: +91-11-43061664, E-mail: sureshguptacs@gmail.com

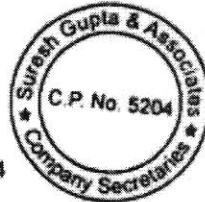
7. Based on the reports generated from CDSL e -voting system in respect of remote e-voting by M/s Alankit Assignments Limited, the Registrar and Transfer Agents of the company for ballot papers in respect of facility provided to the members and the proxy at the AGM , the consolidated results of voting are as per Annexure - I enclosed herewith :

The Registers recording the assent or dissent in respect of votes cast by the members of the company by way of polling papers at the AGM and through remote e-voting and other relevant detail received from the RTA and the CDSL are under my custody and shall be handed over 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 :: 08.08.2015
Place :: Delhi

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Annexure - I

Ordinary Business
Resolution No 1 : Ordinary Resolution
Adoption of (a) Audited Financial statement, 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.

| | Remote e-voting | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes Cast | Total number of Members who voted | Total number of Shares for which votes Cast | % of Votesto toal number of valid votes cast | |
| Voted in favour of the resolution | 31 | 52260157 | 117 | 231763629 | 148 | 284023786 | 100.00 | |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | |

Resolution No 2 : Ordinary Resolution
Confirmation of Interim dividend paid during the financial year 2014-2015 & declaration of final dividend for the said Financial Year.

| | Remote e-voting | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes Cast | Total number of Members who voted | Total number of Shares for which votes Cast | % of Votesto toal number of valid votes cast | |
| Voted in favour of the resolution | 33 | 52345157 | 118 | 231764454 | 151 | 284109611 | 100.00 | |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | |



Resolution No 3 : Ordinary Resolution

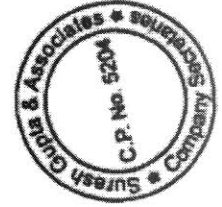
Appointment of Mr. Dhruv M Sawhney, who retires by rotation and, being eligible offers himself for re-appointment.

| | Remote e-voting | | | Voting through Polling Paper | | | Consolidated Voting Results | | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|-----------------------------------|---|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 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 | 33 | 52345157 | 118 | 231764879 | 151 | 284110036 | 100.00 | | | |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | | |

Resolution No 4 : Ordinary Resolution

Ratification of appointment of M/s J.C.Bhalla & Co. Chartered Accountants, as auditors of the Company and fixing their remuneration.

| | Remote e-voting | | | Voting through Polling Paper | | | Consolidated Voting Results | | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|-----------------------------------|---|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 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 | 31 | 52260157 | 118 | 231763879 | 149 | 284024036 | 99.97 | | | |
| Voted against the resolution | 2 | 85000 | 0 | 0 | 2 | 85000 | 0.03 | | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | | |

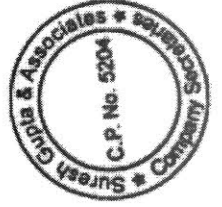


Special Business
Resolution No 5 : Ordinary Resolution
Ratification of payment of remuneration to the cost auditor viz M/s J.H.& Associates, cost accountants.

| | Remote e-voting | | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 33 | 52345157 | 118 | 231765204 | 151 | 284110361 | 100.00 | | |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | |

Resolution No 6 : Special Resolution
Approval for Foreign Institutional Investors to acquire/ hold equity up to 49% of paid up equity share capital of the Company.

| | Remote e-voting | | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 32 | 52345142 | 117 | 231763629 | 149 | 284108771 | 100.00 | | |
| Voted against the resolution | 1 | 15 | 0 | 0 | 1 | 15 | 0.00 | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | |



Resolution No 7 : Ordinary Resolution
Payment of commission to non - executive Directors.

| | Remote e-voting | | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 32 | 52345142 | 117 | 23176329 | 149 | 284108771 | 100.00 | | |
| Voted against the resolution | 1 | 15 | 0 | 0 | 1 | 15 | 0.00 | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | |

Resolution No 8 : Special Resolution
Approval of the material related party transactions entered into / to be entered into between the Company with Triveni Engineering and Industries Ltd and GE Triveni Ltd.

| | Remote e-voting | | | Votting through Polling Paper | | | Consolidated Voting Results | | |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|--|--|--|
| | Number of Members who voted | Number of Shares for which votes Cast | Number of Members who voted (in person or by proxy) | 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 | 33 | 52345157 | 91 | 572096 | 124 | 52917253 | 100.00 | | |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | | |
| Invalid Votes | 0 | 0 | 8 | 88 | 8 | 88 | 0.00 | | |

