

Dhruv M Sawhney
17 , Sunder Nagar
New Delhi- 110003

EF:TEIL:SD:2011:
December 12, 2011

By Courier

The Asst. Vice President,
Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra (E)
MUMBAI - 400 051

Fax – 022-26598237
022-26598238

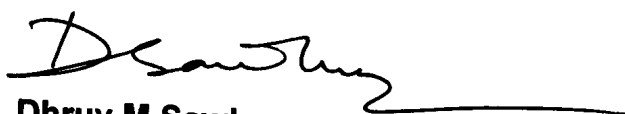
REF: STOCK CODE: TRIVENI
Sub: Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

In terms of regulation 10 (5) of the captioned regulations, I on behalf of myself and other promoters viz. Mrs Rati Sawhney, M/s Manmohan Sawhney (HUF), M/s Umananda Trade and Finance Ltd , M/s Dhankari Investments Ltd and M/s Subhadra Trade and Finance Ltd (all collectively referred to as the ' Acquirer ') submit herewith the details (in the prescribed format) of proposed acquisition of 19,58,106 equity shares equity shares of Re 1/- each of Triveni Engineering & Industries Ltd

You are requested to kindly take the same on record.

Yours faithfully



Dhruv M Sawhney
Promoter

Encl: As above

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Triveni Engineering & Industries Limited																				
2.	Name of the acquirer(s)	Mr. Dhruv M Sawhney (DMS) Mrs. Rati Sawhney (RS) M/s Manmohan Sawhney HUF (MMS) M/s Umananda Trade & Finance Ltd. (UTFL) M/s Dhankari Investments Ltd. (DIL) M/s Subhadra Trade & Finance Ltd. (STFL)																				
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes																				
4.	Details of the proposed acquisition																					
	a. Name of the person(s) from whom shares are to be acquired	TOFSL Trading & Investments Ltd. (TOFSL) The Engineering & Technical Services Ltd.(ETS)																				
	b. Proposed date of acquisition	December 20, 2011 or within 90 days thereafter																				
	c. Number of shares to be acquired from each person mentioned in 4(a) above	<p><u>TOFSL(Seller)</u> 1398351</p> <p><u>Acquirers</u></p> <table> <tr><td>DMS</td><td>359000</td></tr> <tr><td>RS</td><td>289000</td></tr> <tr><td>MMS</td><td>334000</td></tr> <tr><td>UTFL</td><td>234000</td></tr> <tr><td>DIL</td><td>142106</td></tr> <tr><td>STFL</td><td>40245</td></tr> <tr><td colspan="2">-----</td></tr> <tr><td></td><td>1398351</td></tr> <tr><td colspan="2">-----</td></tr> </table> <p><u>ETS (Seller)</u> 559755</p> <p><u>Acquirer</u></p> <table> <tr><td>STFL</td><td>559755</td></tr> </table> <p align="right">TOTAL : 1958106</p>	DMS	359000	RS	289000	MMS	334000	UTFL	234000	DIL	142106	STFL	40245	-----			1398351	-----		STFL	559755
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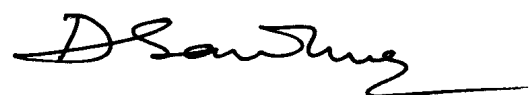
STFL	559755																					
	d. Total shares to be acquired as % of share capital of Target Company	0.759																				
	e. Price at which shares are proposed to be acquired	Not exceeding the prevailing market price																				
	f. Rationale, if any, for the proposed transfer	Inter se transfer between the Promoters																				
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)																				
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 18.51 per equity shares																				

7.	If infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Yes			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
#	-Acquirer(s) and PACs (other than Sellers)(*)				
	As per Annex "A" attached	173794927	67.394	175753033	68.153
#	- Seller (s)				
	TOFSL	1398351	0.542	0	0.000
	ETS	559755	0.217	0	0.000

For & on behalf of Acquirers

Place : New Delhi

Date : 12.12.2011


(Dhruv M. Sawhney)

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

The shareholding of Sellers / Acquirers before & after the proposed transaction is subject to the acquisition of shares by way of inter-se transfer in accordance with the earlier disclosure dated 6.12.2011

Shareholding Detail
Acquirer(s) and PACs (other than sellers)(*)

Annex. "A"

	Before the Proposed Transaction		After the Proposed Transaction	
	No. of Shares / Voting rights	% w.r.t. total share capital of TC	No. of Shares / Voting rights	% w.r.t. total share capital of TC
Acquirer(s)				
Mr Dhruv M. Sawhney	38033645	14.749	38392645	14.888
Mrs Rati Sawhney	20069914	7.783	20358914	7.895
M/s Manmohan Sawhney (HUF)	4179225	1.621	4513225	1.750
M/s Umananda Trade & Finance Ltd.	20757589	8.049	20991589	8.140
M/s Dhankari Investments Ltd.	14573045	5.651	14715151	5.706
M/s Subhadra Trade & Finance Ltd.	16307375	6.324	16907375	6.556
PROMOTER / PROMOTER GROUP				
Mr Tarun Sawhney	14491179	5.619	14491179	5.619
Mrs Tarana Sawhney	25000	0.010	25000	0.010
Mr Nikhil Sawhney	15277653	5.924	15277653	5.924
M/s Tarnik Investments & Trading Ltd.	18680527	7.244	18680527	7.244
M/s Kameni Upaskar Ltd.	10328525	4.005	10328525	4.005
M/s Accurate Traders Ltd.	648500	0.251	648500	0.251
M/s Carvanerai Ltd.	422750	0.164	422750	0.164
TOTAL	173794927	67.394	175753033	68.153

For & on behalf of Acquirers



Dhruv M Sawhney