

Dhruv M Sawhney
17 , Sunder Nagar
New Delhi- 110003

EF:TEIL:SD:2011:
December 6, 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 submit herewith the details (in the prescribed format) of proposed acquisition of 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
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.
	b. Proposed date of acquisition	December 14, 2011 or within 90 days thereafter
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1909000
	d. Total shares to be acquired as % of share capital of Target Company	0.740
	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. 18.83 per equity shares
7.	If in-frequently 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	Yes

	applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)				
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	171840564	68.636	173749564	67.376
	— Seller (s) TOFSLTrading & Investments Ltd.	* 5052351	1.959	* 3143351	1.219

Place : Bangalore



Date :06.12.2011

(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.

★ NOTE: The shareholding of the Seller (before and after the proposed transaction) is subject to the acquisition of shares by the promoters/acquirers.

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

	Before the Proposed Transaction		After the Proposed Transaction	
	No. pf Shares / Voting rights	% w.r.t. total share capital of TC	No. pf Shares / Voting rights	% w.r.t. total share capital of TC
Acquirer(s)				
Mr Dhruv M. Sawhney	36124645	14.008	38033645	14.749
PROMOTER / PROMOTER GROUP				
Mrs Rati Sawhney	18824914	7.300	18824914	7.300
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 Manmohan Sawhney (HUF)	3679225	1.427	3679225	1.427
M/s Umananda Trade & Finance Ltd.	20157589	7.817	20157589	7.817
M/s Tarnik Investments & Trading Ltd.	18680527	7.244	18680527	7.244
M/s Subhadra Trade & Finance Ltd.	16307375	6.324	16307375	6.324
M/s Dhankari Investments Ltd.	14049045	5.448	14049045	5.448
M/s Kameni Upaskar Ltd.	10328525	4.005	10328525	4.005
M/s The Engineering & Technical Services Ltd.	1683755	0.653	1683755	0.653
M/s Accurate Traders Ltd.	648500	0.251	648500	0.251
M/s Carvanserai Ltd.	422750	0.164	422750	0.164
PERSONS ACTING IN CONCERT (Directors and their relatives)				
Mr. R.C. Sharma	444900	0.173	444900	0.173
Mr. Mahendra Kumar Daga	800	0.000	800	0.000
Mr. Shekhar Datta	10000	0.004	10000	0.004
Sarita Sharma	277000	0.107	277000	0.107
Hemant kumar Sharma	1857	0.001	1857	0.001
Rishabh Kumar Sharma	404325	0.157	404325	0.157
Mira Hazari	1000	0.000	1000	0.000
TOTAL	171840564	66.636	173749564	67.376



Dhruv M Sawhney

Manmohan Sawhney (HUF)
Through its Karta Manmohan Sawhney
17 , Sunder Nagar
New Delhi- 110003

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By Courier

The Asst. Vice President,
Listing Department
National Stock Exchange of India Ltd.,
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MUMBAI - 400 051

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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 in behalf of Manmohan Sawhney (HUF) submit herewith the details (in the prescribed format) of proposed acquisition of equity shares of Re 1/- each of Triveni Engineering & Industries Ltd

You are requested to kindly take the same on record.

Yours faithfully
For Manmohan Sawhney (HUF)


Manmohan Sawhney
Karta

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)	Manmohan Sawhney HUF
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	
	g. Name of the person(s) from whom shares are to be acquired	TOFSL Trading & Investments Ltd.
	h. Proposed date of acquisition	December 14, 2011 or within 90 days thereafter
	i. Number of shares to be acquired from each person mentioned in 4(a) above	500000
	j. Total shares to be acquired as % of share capital of Target Company	0.194
	k. Price at which shares are proposed to be acquired	Not exceeding the prevailing market price
	l. 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. 18.83 per equity shares
7.	If in-frequently 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	171840564	66.636	175494564	68.053
	- Seller (s) <i>TDFSL Trading & Investments Ltd.</i>	★ 1898351	0.736	★ 1398351	0.542

Place : Bangalore

Date :06.12.2011

Manmohan Sawhney Karta

Manmohan Sawhney Karta of
Manmohan Sawhney (HUF)

Note:

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★ NOTE: The shareholding of the Seller (before and after the proposed transaction) is subject to the acquisition of shares by other promoters/acquirers.

Shareholding Detail

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

	Before the Proposed Transaction		After the Proposed Transaction	
	No. pf Shares / Voting rights	% w.r.t. total share capital of	No. pf Shares / Voting rights	% w.r.t. total share capital of TC
Acquirer(s)				
M/s Manmohan Sawhney (HUF)	3679225	1.427	4179225	1.621
PROMOTER / PROMOTER GROUP				
Mr Dhruv M. Sawhney	36124645	14.008	38033645	14.749
Mrs Rati Sawhney	18824914	7.300	20069914	7.783
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 Umananda Trade & Finance Ltd.	20157589	7.817	20157589	7.817
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Rishabh Kumar Sharma	404325	0.157	404325	0.157
Mira Hazari	1000	0.000	1000	0.000
TOTAL	171840564	66.636	175494564	68.053



Manmohan Sawhney Karta of
MANMOHAN Sawhney HUF