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Date: 12<sup>th</sup> February, 2015

|                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| The Deputy General Manager<br>Department of Corporate Services,<br>BSE Limited<br>1 <sup>st</sup> Floor, New Trading Ring,<br>Rotunda Building, P.J. Tower,<br>Dalal Street, Fort,<br>MUMBAI - 400 001<br><br>Fax- 022-2272 3121/1278/1557/3354/3577 | The Asst. Vice President,<br>Listing Department<br>National Stock Exchange of India Ltd.,<br>Exchange Plaza, 5th Floor,<br>Plot No. C/1, G Block,<br>Bandra-Kurla Complex, Bandra (E),<br>MUMBAI - 400 051<br><br>Fax – 022-26598237/8238/8347/8348 |
| <b>STOCK CODE: 532356</b>                                                                                                                                                                                                                            | <b>STOCK CODE: TRIVENI</b>                                                                                                                                                                                                                          |
| <b>Sub: Outcome of Board Meeting &amp; Unaudited Financial Results</b>                                                                                                                                                                               |                                                                                                                                                                                                                                                     |

Dear Sirs,

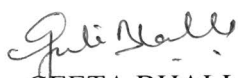
This is to inform you that the Board of Directors of the Company has at their meeting held today i.e. February 12, 2015 inter-alia approved the Stand-alone and Consolidated unaudited financial results of the Company for the 3<sup>rd</sup> quarter and nine months ended December 31, 2014.

As required under amended Clause 41 of the Listing Agreement, we enclose herewith stand-alone and consolidated unaudited financial results of the Company and notes thereon including the statement of assets and liabilities in the prescribed format for the 3<sup>rd</sup> quarter and nine months ended December 31, 2014 alongwith respective Limited Review Reports of the Company's Auditors, M/s J.C. Bhalla & Co., Chartered Accountants thereon.

You are requested to please take the above on record and disseminate to all concerned.

Thanking you,

Yours faithfully,  
For Triveni Engineering & Industries Ltd.,



**GEETA BHALLA**  
Group General Manager &  
Company Secretary

Encl: As above

# J. C. BHALLA & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)

TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007

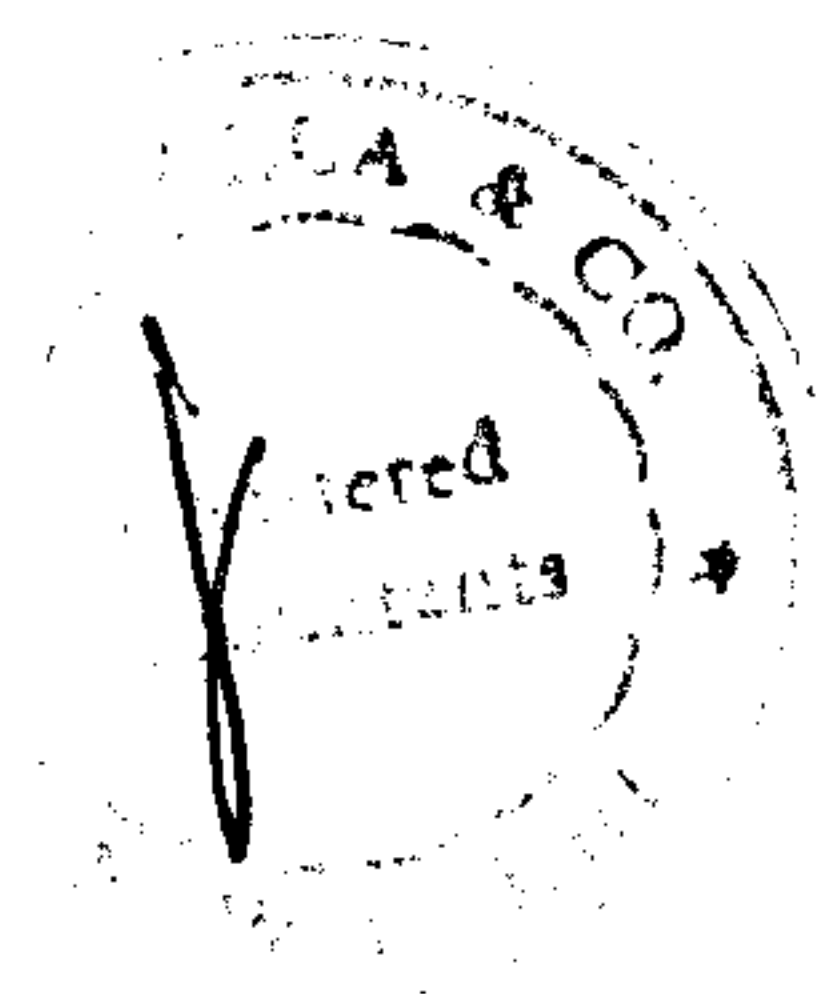
E-MAIL : taxaid@vsnl.com

## Limited Review Report

Review Report to

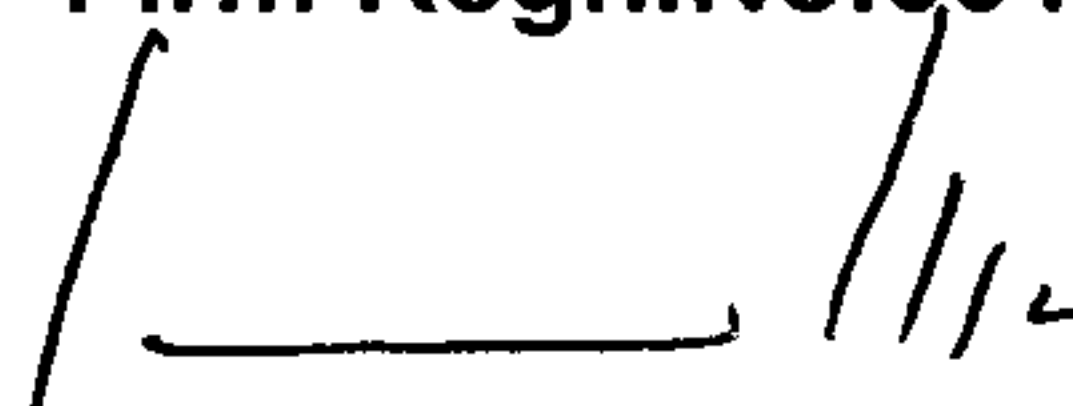
The Board of Directors  
Triveni Engineering & Industries Ltd  
Noida

1. We have reviewed the accompanying statement of unaudited financial results of **Triveni Engineering & Industries Ltd** for the quarter and nine months ended December 31, 2014, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement except for the disclosures regarding "Public Shareholding" and "Promoter and Promoter Group Shareholding" which has been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our audit in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of Interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards of Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results, prepared in accordance with applicable accounting standards specified under the Companies Act, 1956 (which are deemed to be applicable in respect of Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement with the stock exchange including the manner in which it is to be disclosed, or that it contains any material misstatement.



4. We did not review the financial results of three branches of the Company considered in the preparation of the Statement and which constitute total revenue of ₹ 6524 lacs and ₹ 20690 lacs and net profit before tax of ₹ 314 lacs and ₹ 576 lacs for the quarter and nine months ended December 31, 2014 respectively. These financial results and other financial information have been reviewed by other auditor whose reports have been furnished to us. Our conclusion on the Statement, to the extent they relate to these branches, is based solely on the reports of the other auditor.

**For J C Bhalla & Company**  
**Chartered Accountants**  
**Firm Regn.No.001111N**



**(Sudhir Mallick)**

**Partner**

**Membership No.80051**

Place : Noida

Date : *Feb. 12, 2015*



**TRIVENI ENGINEERING & INDUSTRIES LTD.**  
 Regd. Office : Deoband, Distt. Saharanpur, Uttar Pradesh 247 554  
 Corp. Office : 15-16 Express Trade Towers, 8th Floor, Sector-16A, Noida, U.P. - 201 301  
 CIN : L15421UP1932PLC022174

| PART I ( ₹ in lacs, except per share data )                                                             |                |               |               |                |                |                 |
|---------------------------------------------------------------------------------------------------------|----------------|---------------|---------------|----------------|----------------|-----------------|
| Statement of Standalone Unaudited Results for the Quarter and Nine Months Ended 31/12/2014              |                |               |               |                |                |                 |
| Particulars                                                                                             | 3 Months Ended |               |               | 9 Months Ended |                | 18 Months Ended |
|                                                                                                         | 31/12/2014     | 30/09/2014    | 31/12/2013    | 31/12/2014     | 31/12/2013     | 31/03/2014      |
|                                                                                                         | Unaudited      | Unaudited     | Unaudited     | Unaudited      | Unaudited      | Audited         |
| <b>1 Income from Operations</b>                                                                         |                |               |               |                |                |                 |
| (a) Net Sales / Income from Operations (Net of excise duty)                                             | 58029          | 45510         | 59025         | 161080         | 157795         | 315068          |
| (b) Other Operating Income                                                                              | 142            | 38            | 29            | 228            | 55             | 268             |
| <b>Total Income from Operations (Net)</b>                                                               | <b>58171</b>   | <b>45548</b>  | <b>59054</b>  | <b>161308</b>  | <b>157850</b>  | <b>315336</b>   |
| <b>2 Expenses</b>                                                                                       |                |               |               |                |                |                 |
| (a) Cost of materials consumed (Refer Note No.3 a) & 3 b))                                              | 41042          | 4078          | 33093         | 59362          | 51480          | 318934          |
| (b) Purchases of stock-in-trade                                                                         | 359            | 273           | 319           | 1028           | 865            | 2289            |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade                       | 7272           | 37061         | 17691         | 78409          | 86019          | (83762)         |
| (d) Employee benefits expense                                                                           | 3879           | 3485          | 3404          | 10754          | 10046          | 21453           |
| (e) Depreciation and amortisation expense (Refer Note No.2)                                             | 1482           | 1513          | 1968          | 4460           | 5936           | 11878           |
| (f) Off-season expenses (Net) (Refer Note No.4)                                                         | 432            | (4938)        | (1233)        | (8605)         | (9563)         | 10047           |
| (g) Other expenses                                                                                      | 7105           | 6325          | 5879          | 19692          | 16843          | 40013           |
| <b>Total Expenses</b>                                                                                   | <b>61571</b>   | <b>47797</b>  | <b>61121</b>  | <b>165100</b>  | <b>161626</b>  | <b>320852</b>   |
| <b>3 Profit/ (Loss) from Operations before Other Income, Finance costs and Exceptional items (1-2)</b>  | <b>(3400)</b>  | <b>(2249)</b> | <b>(2067)</b> | <b>(3792)</b>  | <b>(3776)</b>  | <b>(5516)</b>   |
| <b>4 Other Income</b>                                                                                   | <b>262</b>     | <b>830</b>    | <b>429</b>    | <b>1397</b>    | <b>1761</b>    | <b>2920</b>     |
| <b>5 Profit/ (Loss) from ordinary activities before Finance costs and Exceptional items (3+4)</b>       | <b>(3138)</b>  | <b>(1419)</b> | <b>(1638)</b> | <b>(2395)</b>  | <b>(2015)</b>  | <b>(2596)</b>   |
| <b>6 Finance Costs</b>                                                                                  | <b>2521</b>    | <b>2994</b>   | <b>2475</b>   | <b>8851</b>    | <b>10320</b>   | <b>18523</b>    |
| <b>7 Profit/ (Loss) from ordinary activities after Finance costs but before Exceptional items (5-6)</b> | <b>(5659)</b>  | <b>(4413)</b> | <b>(4113)</b> | <b>(11246)</b> | <b>(12335)</b> | <b>(21119)</b>  |
| <b>8 Exceptional Items (Net) - Gain / (Loss)</b>                                                        | <b>-</b>       | <b>-</b>      | <b>-</b>      | <b>-</b>       | <b>3432</b>    | <b>4382</b>     |
| <b>9 Profit/(Loss) from ordinary activities before Tax (7+8)</b>                                        | <b>(5659)</b>  | <b>(4413)</b> | <b>(4113)</b> | <b>(11246)</b> | <b>(8903)</b>  | <b>(16737)</b>  |
| <b>10 Tax Expense (Net of MAT credit entitlement / reversal )</b>                                       | <b>(1833)</b>  | <b>(1319)</b> | <b>(884)</b>  | <b>(3473)</b>  | <b>(1861)</b>  | <b>(1459)</b>   |
| <b>11 Net Profit/(Loss) from ordinary activities after Tax (9-10)</b>                                   | <b>(3826)</b>  | <b>(3094)</b> | <b>(3229)</b> | <b>(7773)</b>  | <b>(7042)</b>  | <b>(15278)</b>  |
| <b>12 Paid up Equity Share Capital (Face Value ₹ 1/-)</b>                                               | <b>2579</b>    | <b>2579</b>   | <b>2579</b>   | <b>2579</b>    | <b>2579</b>    | <b>2579</b>     |
| <b>13 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year</b>       |                |               |               |                |                | <b>76750</b>    |
| <b>14 Earnings per share</b>                                                                            |                |               |               |                |                |                 |
| (of ₹ 1/-each) (not annualised):                                                                        |                |               |               |                |                |                 |
| (a) Basic (in ₹)                                                                                        | (1.48)         | (1.20)        | (1.25)        | (3.01)         | (2.73)         | (5.92)          |
| (b) Diluted (in ₹)                                                                                      | (1.48)         | (1.20)        | (1.25)        | (3.01)         | (2.73)         | (5.92)          |

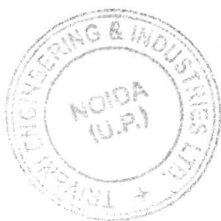


## PART II

## Select Information for the Quarter and Nine Months Ended 31/12/2014

| Particulars                                                                              | 3 Months Ended |            |            | 9 Months Ended |            | 18 Months Ended |
|------------------------------------------------------------------------------------------|----------------|------------|------------|----------------|------------|-----------------|
|                                                                                          | 31/12/2014     | 30/09/2014 | 31/12/2013 | 31/12/2014     | 31/12/2013 | 31/03/2014      |
|                                                                                          | Unaudited      | Unaudited  | Unaudited  | Unaudited      | Unaudited  | Audited         |
| <b>A PARTICULARS OF SHAREHOLDING</b>                                                     |                |            |            |                |            |                 |
| <b>1 Public Shareholding</b>                                                             |                |            |            |                |            |                 |
| - Number of Shares                                                                       | 81987881       | 81987881   | 81922921   | 81987881       | 81922921   | 81942921        |
| - Percentage of Shareholding                                                             | 31.79          | 31.79      | 31.77      | 31.79          | 31.77      | 31.77           |
| <b>2 Promoters and promoter group Shareholding</b>                                       |                |            |            |                |            |                 |
| (a) Pledged / Encumbered                                                                 |                |            |            |                |            |                 |
| - Number of Shares                                                                       | 3600000        | Nil        | Nil        | 3600000        | Nil        | Nil             |
| - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 2.05           | Nil        | Nil        | 2.05           | Nil        | Nil             |
| - Percentage of Shares (as a % of the total share capital of the Company)                | 1.39           | Nil        | Nil        | 1.39           | Nil        | Nil             |
| (b) Non- encumbered                                                                      |                |            |            |                |            |                 |
| - Number of Shares                                                                       | 172357229      | 175957229  | 175957229  | 172357229      | 175957229  | 175957229       |
| - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 97.95          | 100.00     | 100.00     | 97.95          | 100.00     | 100.00          |
| - Percentage of Shares (as a % of the total share capital of the Company)                | 66.82          | 68.21      | 68.23      | 66.82          | 68.23      | 68.23           |

| Particulars                                    | 3 Months Ended<br>31/12/2014 |
|------------------------------------------------|------------------------------|
| <b>B INVESTOR COMPLAINTS</b>                   |                              |
| Pending at the beginning of the quarter        | Nil                          |
| Received during the quarter                    | 8                            |
| Disposed off during the quarter                | 8                            |
| Remaining unresolved at the end of the quarter | Nil                          |



**SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

₹ in lacs

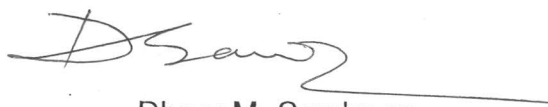
| Particulars                                                           | 3 Months Ended |               |               | 9 Months Ended |               | 18 Months Ended |
|-----------------------------------------------------------------------|----------------|---------------|---------------|----------------|---------------|-----------------|
|                                                                       | 31/12/2014     | 30/09/2014    | 31/12/2013    | 31/12/2014     | 31/12/2013    | 31/03/2014      |
|                                                                       | Unaudited      | Unaudited     | Unaudited     | Unaudited      | Unaudited     | Audited         |
| <b>1. Segment Revenue</b><br>[Net Sale/Income from each segment]      |                |               |               |                |               |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>                              |                |               |               |                |               |                 |
| Sugar                                                                 | 46744          | 35344         | 48559         | 129344         | 124721        | 249298          |
| Co-Generation                                                         | 4002           | 154           | 2898          | 5794           | 5715          | 26568           |
| Distillery                                                            | 4899           | 1701          | 4637          | 10891          | 12394         | 22609           |
|                                                                       | 55645          | 37199         | 56094         | 146029         | 142830        | 298475          |
| <b>(b) Engineering</b>                                                |                |               |               |                |               |                 |
| Gears                                                                 | 2260           | 2500          | 1313          | 6125           | 6704          | 14209           |
| Water                                                                 | 4162           | 5095          | 4045          | 14356          | 12016         | 25301           |
|                                                                       | 6422           | 7595          | 5358          | 20481          | 18720         | 39510           |
| <b>(c) Others</b>                                                     | 1808           | 2272          | 1937          | 6259           | 4875          | 14175           |
| Total                                                                 | 63875          | 47066         | 63389         | 172769         | 166425        | 352160          |
| Less : Inter segment revenue                                          | 5704           | 1518          | 4335          | 11461          | 8575          | 36824           |
| <b>Net Sales</b>                                                      | <b>58171</b>   | <b>45548</b>  | <b>59054</b>  | <b>161308</b>  | <b>157850</b> | <b>315336</b>   |
| <b>2. Segment Results</b><br>[Profit /(Loss) before tax and interest] |                |               |               |                |               |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>                              |                |               |               |                |               |                 |
| Sugar                                                                 | (5944)         | (2849)        | (4388)        | (8606)         | (9534)        | (19193)         |
| Co-Generation                                                         | 1766           | 85            | 1390          | 2635           | 2070          | 9935            |
| Distillery                                                            | 667            | (119)         | 1354          | 1620           | 4069          | 7365            |
|                                                                       | (3511)         | (2883)        | (1644)        | (4351)         | (3395)        | (1893)          |
| <b>(b) Engineering</b>                                                |                |               |               |                |               |                 |
| Gears                                                                 | 775            | 764           | 217           | 1686           | 1895          | 3965            |
| Water                                                                 | (246)          | (78)          | (263)         | (447)          | (777)         | (1409)          |
|                                                                       | 529            | 686           | (46)          | 1239           | 1118          | 2556            |
| <b>(c) Others</b>                                                     | 39             | 63            | 59            | 186            | 128           | 390             |
| Total                                                                 | (2943)         | (2134)        | (1631)        | (2926)         | (2149)        | 1053            |
| Less : i) Interest Expense                                            | 2521           | 2994          | 2475          | 8851           | 10320         | 18523           |
| ii) Exceptional Items (Net) - (Gain)/Loss                             | -              | -             | -             | -              | (3432)        | (4382)          |
| iii) Other Unallocable Expenditure                                    | 195            | (715)         | 7             | (531)          | (134)         | 3649            |
| [Net of Unallocable Income]                                           |                |               |               |                |               |                 |
| <b>Total Profit/(Loss) before Tax</b>                                 | <b>(5659)</b>  | <b>(4413)</b> | <b>(4113)</b> | <b>(11246)</b> | <b>(8903)</b> | <b>(16737)</b>  |
| <b>3. Capital Employed</b><br>[Segment Assets - Segment Liabilities]  |                |               |               |                |               |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>                              |                |               |               |                |               |                 |
| Sugar                                                                 | 105825         | 117249        | 82970         | 105825         | 82970         | 129266          |
| Co-Generation                                                         | 15134          | 13835         | 15787         | 15134          | 15787         | 16138           |
| Distillery                                                            | 13677          | 14213         | 12693         | 13677          | 12693         | 14995           |
|                                                                       | 134636         | 145297        | 111450        | 134636         | 111450        | 160399          |
| <b>(b) Engineering</b>                                                |                |               |               |                |               |                 |
| Gears                                                                 | 7633           | 7701          | 7741          | 7633           | 7741          | 8223            |
| Water                                                                 | 14133          | 13737         | 15387         | 14133          | 15387         | 14012           |
|                                                                       | 21766          | 21438         | 23128         | 21766          | 23128         | 22235           |
| <b>(c) Others</b>                                                     | 366            | 336           | 389           | 366            | 389           | 374             |
| Capital Employed in Segments                                          | <b>156768</b>  | <b>167071</b> | <b>134967</b> | <b>156768</b>  | <b>134967</b> | <b>183008</b>   |
| Add : Unallocable Assets less Liabilities                             | 16602          | 17271         | 19833         | 16602          | 19833         | 16301           |
| [including Investments]                                               |                |               |               |                |               |                 |
| <b>Total</b>                                                          | <b>173370</b>  | <b>184342</b> | <b>154800</b> | <b>173370</b>  | <b>154800</b> | <b>199309</b>   |



## Notes

1. In view of the seasonal nature of company's sugar business, the performance results may vary from quarter to quarter.
2. The useful lives of the fixed assets have been revised in accordance with Schedule II to the Companies Act, 2013. Accordingly, the depreciation charged for the nine months ended December 31, 2014 is lower by ₹ 1386.62 lacs. The carrying amount in excess of residual value of the assets (net of deferred tax), the revised useful lives of which had expired prior to 01.04.2014, shall be deducted against the opening reserves.
3. a) Cost of material consumed for the quarter and nine months ended 31.12.2014 is net of ₹ 2793 lacs being the cane subsidy at the rate of ₹ 6 per quintal provided by the UP State Government for the crushing season 2013-14.  
b) The State Government of U.P. has, inter-alia, announced a subsidy upto ₹ 28.60/qtl of cane purchased for the Sugar Industry for the season 2014-15, linked to the average selling prices of sugar and its by-products during the period 1.10.2014 to 31.05.2015. Pending final determination of sugar and by-product prices during the aforesaid period, the Company has, in the interim, accounted for a subsidy of ₹ 8.60/qtl of cane purchased.
4. For the purpose of quarterly / nine months 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.
5. As the previous accounting year was of eighteen months, the figures for corresponding nine months ended December 31, 2013 are derived by aggregating the figures for the quarters ended June 30, 2013, September 30, 2013 and December 31, 2013.
6. The figures of previous periods under various heads have been regrouped to the extent necessary.
7. 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 February 12, 2015. The statutory auditors have carried out a limited review of the above financial results.

for TRIVENI ENGINEERING & INDUSTRIES LTD

  
Dhruv M. Sawhney  
Chairman & Managing Director

Place : Noida  
Date : February 12, 2015



**J. C. BHALLA & CO.**  
CHARTERED ACCOUNTANTS

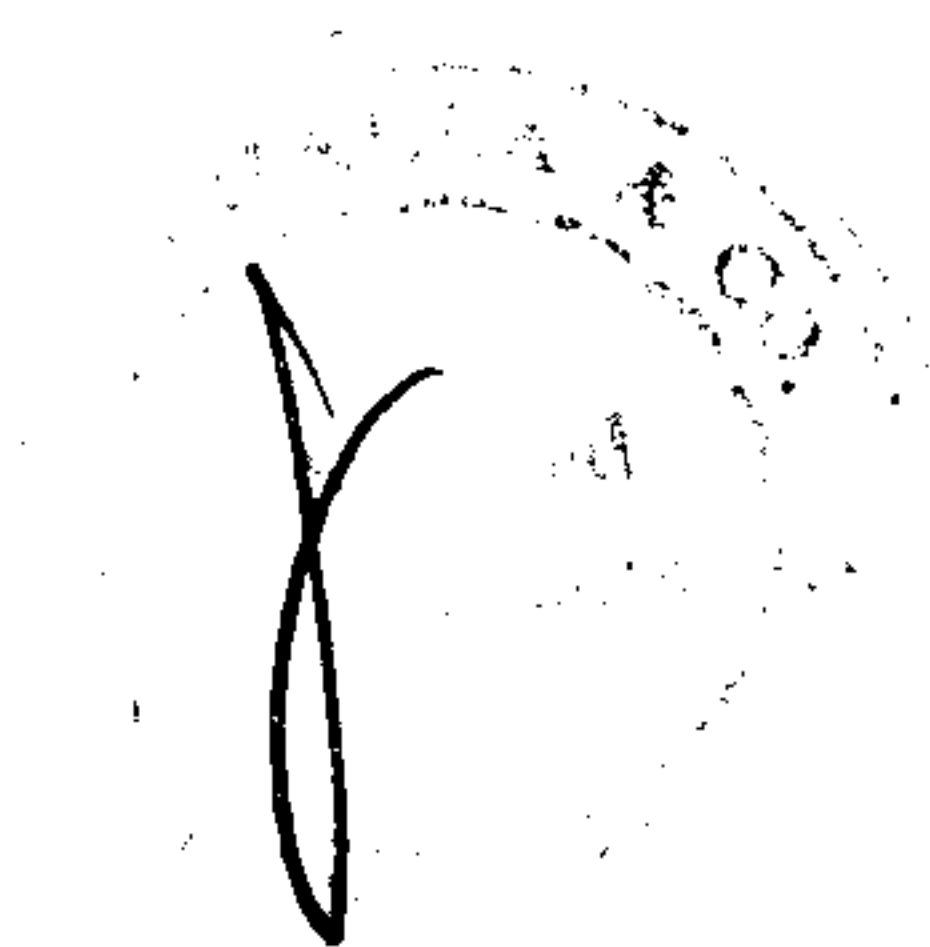
BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)  
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007  
E-MAIL : taxaid@vsnl.com

**Limited Review Report**

Review Report to

The Board of Directors  
Triveni Engineering & Industries Ltd  
Noida

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **Triveni Engineering & Industries Ltd** Group comprising Triveni Engineering & Industries Ltd (the 'Company'), its subsidiaries and the associates (together, the 'Group'), for the quarter and nine months ended December 31, 2014 (the "Statement"), being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our audit in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of Interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards of Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
3. The statement includes the financial results of the wholly owned subsidiaries of the Company, namely, Triveni Engineering Ltd, Triveni Energy Systems Ltd, Triveni Entertainment Ltd, Bhudeva Projects Ltd, Savastida Projects Ltd and share of income of its associate companies, namely Triveni Turbine Ltd and Aqwise-Wise Water Technologies Ltd.

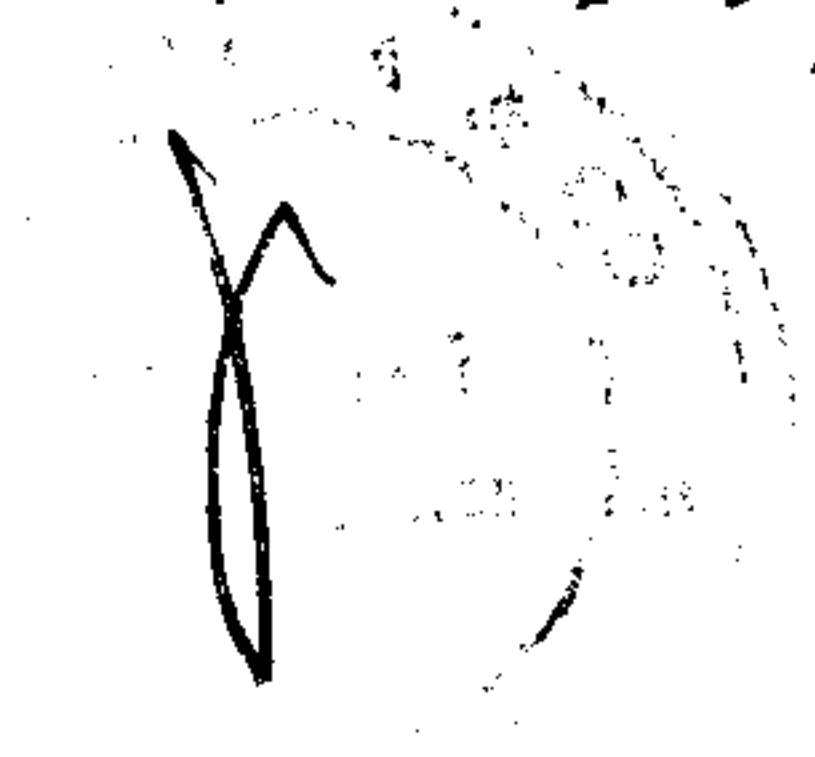


4. a) The Statement reflects the Company's share of income of ₹ 557 lacs and ₹ 1701 lacs for the quarter and for nine months ended December 31, 2014 respectively relating to its associates – Triveni Turbine Ltd and Aqwise - Wise Water Technologies Ltd. and profit after tax of ₹ 1 lac and ₹ 2 lacs for the quarter and for nine months ended December 31, 2014 of the subsidiaries Triveni Engineering Ltd, Triveni Energy Systems Ltd, Triveni Entertainment Ltd, Bhudeva Projects Ltd and Savastida Projects Ltd. The accounts of the above mentioned Associates and Subsidiaries are unaudited. Accordingly, our assurance on the Statement in so far as it relates to the amounts included in respect of above companies is based solely on the unaudited financial results which have been furnished to us.
- b) We did not review the financial results of three branches of the Company considered in the preparation of the Statement and which constitute total revenue of ₹ 6524 lacs and ₹ 20690 lacs and net profit before tax of ₹ 314 lacs and ₹ 576 lacs for the quarter and nine months ended December 31, 2014 respectively. These financial results and other financial information have been reviewed by other auditor whose reports have been furnished to us. Our conclusion on the Statement, to the extent they relate to these branches, is based solely on the reports of the other auditor.
5. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with the Accounting Standards specified under the Companies Act, 1956 (which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For J C Bhalla & Company**  
**Chartered Accountants**  
**Firm Regn.No.001111N**  
  
**(Sudhir Mallick)**  
**Partner**  
**Membership No.80051**

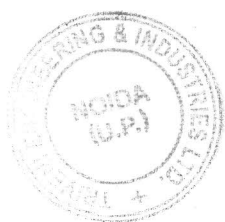
Place : Noida

Date : Feb. 12, 2015



**TRIVENI ENGINEERING & INDUSTRIES LTD.**  
 Regd. Office : Deoband, Distt. Saharanpur, Uttar Pradesh 247 554  
 Corp. Office : 15-16 Express Trade Towers, 8th Floor, Sector-16A, Noida, U.P - 201 301  
 CIN : L15421UP1932PLC022174

| PART I                                                                                                           |  | ( ₹ in lacs, except per share data ) |               |               |                |                |                 |
|------------------------------------------------------------------------------------------------------------------|--|--------------------------------------|---------------|---------------|----------------|----------------|-----------------|
| Statement of Consolidated Unaudited Results for the Quarter and Nine Months Ended 31/12/2014                     |  |                                      |               |               |                |                |                 |
| Particulars                                                                                                      |  | 3 Months Ended                       |               |               | 9 Months Ended |                | 18 Months Ended |
|                                                                                                                  |  | 31/12/2014                           | 30/09/2014    | 31/12/2013    | 31/12/2014     | 31/12/2013     | 31/03/2014      |
|                                                                                                                  |  | Unaudited                            | Unaudited     | Unaudited     | Unaudited      | Unaudited      | Audited         |
| <b>1 Income from Operations</b>                                                                                  |  |                                      |               |               |                |                |                 |
| (a) Net Sales / Income from Operations (Net of excise duty)                                                      |  | 58029                                | 45510         | 59025         | 161080         | 157795         | 315068          |
| (b) Other Operating Income                                                                                       |  | 142                                  | 38            | 29            | 228            | 55             | 268             |
| <b>Total Income from Operations (Net)</b>                                                                        |  | <b>58171</b>                         | <b>45548</b>  | <b>59054</b>  | <b>161308</b>  | <b>157850</b>  | <b>315336</b>   |
| <b>2 Expenses</b>                                                                                                |  |                                      |               |               |                |                |                 |
| (a) Cost of materials consumed (Refer Note No.3 a) & 3 b)}                                                       |  | 41042                                | 4078          | 33093         | 59362          | 51480          | 318934          |
| (b) Purchases of stock-in-trade                                                                                  |  | 359                                  | 273           | 319           | 1028           | 865            | 2289            |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade                                |  | 7272                                 | 37061         | 17691         | 78409          | 86019          | (83762)         |
| (d) Employee benefits expense                                                                                    |  | 3879                                 | 3485          | 3404          | 10754          | 10046          | 21453           |
| (e) Depreciation and amortisation expense (Refer Note No.2)                                                      |  | 1482                                 | 1513          | 1968          | 4460           | 5936           | 11878           |
| (f) Off-season expenses (Net) (Refer Note No.4)                                                                  |  | 432                                  | (4938)        | (1233)        | (8605)         | (9563)         | 10047           |
| (g) Other expenses                                                                                               |  | 7105                                 | 6326          | 5879          | 19694          | 16843          | 40014           |
| <b>Total Expenses</b>                                                                                            |  | <b>61571</b>                         | <b>47798</b>  | <b>61121</b>  | <b>165102</b>  | <b>161626</b>  | <b>320853</b>   |
| <b>3 Profit/ (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)</b>           |  | <b>(3400)</b>                        | <b>(2250)</b> | <b>(2067)</b> | <b>(3794)</b>  | <b>(3776)</b>  | <b>(5517)</b>   |
| 4 Other Income                                                                                                   |  | 263                                  | 255           | 285           | 825            | 1195           | 2174            |
| <b>5 Profit/ (Loss) from ordinary activities before Finance costs and Exceptional items (3+4)</b>                |  | <b>(3137)</b>                        | <b>(1995)</b> | <b>(1782)</b> | <b>(2969)</b>  | <b>(2581)</b>  | <b>(3343)</b>   |
| 6 Finance Costs                                                                                                  |  | 2521                                 | 2994          | 2475          | 8851           | 10320          | 18523           |
| <b>7 Profit/ (Loss) from ordinary activities after Finance costs but before Exceptional Items (5-6)</b>          |  | <b>(5658)</b>                        | <b>(4989)</b> | <b>(4257)</b> | <b>(11820)</b> | <b>(12901)</b> | <b>(21866)</b>  |
| 8 Exceptional Items (Net) - Gain / (Loss)                                                                        |  | -                                    | -             | -             | -              | 462            | 524             |
| <b>9 Profit/(Loss) from ordinary activities before Tax (7+8)</b>                                                 |  | <b>(5658)</b>                        | <b>(4989)</b> | <b>(4257)</b> | <b>(11820)</b> | <b>(12439)</b> | <b>(21342)</b>  |
| 10 Tax Expense (Net of MAT credit entitlement / reversal )                                                       |  | (1833)                               | (1319)        | (884)         | (3473)         | (1861)         | (1460)          |
| <b>11 Net Profit/(Loss) from ordinary activities after Tax (9-10)</b>                                            |  | <b>(3825)</b>                        | <b>(3670)</b> | <b>(3373)</b> | <b>(8347)</b>  | <b>(10578)</b> | <b>(19882)</b>  |
| 12 Share of Profit/ (Loss) of Associates                                                                         |  |                                      |               |               |                |                |                 |
| - Ordinary                                                                                                       |  | 557                                  | 881           | 399           | 1701           | 848            | 2249            |
| - Extraordinary                                                                                                  |  | -                                    | -             | -             | -              | -              | -               |
|                                                                                                                  |  | <b>557</b>                           | <b>881</b>    | <b>399</b>    | <b>1701</b>    | <b>848</b>     | <b>2249</b>     |
| 13 Minority Interest                                                                                             |  | -                                    | -             | -             | -              | -              | -               |
| <b>14 Net Profit/(Loss) after taxes, minority interest and share of profit / (loss) of associates (11+12+13)</b> |  | <b>(3268)</b>                        | <b>(2789)</b> | <b>(2974)</b> | <b>(6646)</b>  | <b>(9730)</b>  | <b>(17633)</b>  |
| 15 Paid up Equity Share Capital (Face Value ₹ 1/-)                                                               |  | 2579                                 | 2579          | 2579          | 2579           | 2579           | 2579            |
| 16 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year                       |  |                                      |               |               |                |                | 79849           |
| 17 Earnings per share (of ₹ 1/-each) (not annualised):                                                           |  |                                      |               |               |                |                |                 |
| (a) Basic (in ₹)                                                                                                 |  | (1.27)                               | (1.08)        | (1.15)        | (2.58)         | (3.77)         | (6.84)          |
| (b) Diluted (in ₹)                                                                                               |  | (1.27)                               | (1.08)        | (1.15)        | (2.58)         | (3.77)         | (6.84)          |



| PART II                                                             |                                                                                          |                |            |            |                |            |                 |
|---------------------------------------------------------------------|------------------------------------------------------------------------------------------|----------------|------------|------------|----------------|------------|-----------------|
| Select Information for the Quarter and Nine Months Ended 31/12/2014 |                                                                                          |                |            |            |                |            |                 |
| Particulars                                                         |                                                                                          | 3 Months Ended |            |            | 9 Months Ended |            | 18 Months Ended |
|                                                                     |                                                                                          | 31/12/2014     | 30/09/2014 | 31/12/2013 | 31/12/2014     | 31/12/2013 | 31/03/2014      |
|                                                                     |                                                                                          | Unaudited      | Unaudited  | Unaudited  | Unaudited      | Unaudited  | Audited         |
| <b>A PARTICULARS OF SHAREHOLDING</b>                                |                                                                                          |                |            |            |                |            |                 |
| 1                                                                   | Public Shareholding                                                                      |                |            |            |                |            |                 |
|                                                                     | - Number of Shares                                                                       | 81987881       | 81987881   | 81922921   | 81987881       | 81922921   | 81942921        |
|                                                                     | - Percentage of Shareholding                                                             | 31.79          | 31.79      | 31.77      | 31.79          | 31.77      | 31.77           |
| 2                                                                   | Promoters and promoter group Shareholding                                                |                |            |            |                |            |                 |
|                                                                     | (a) Pledged / Encumbered                                                                 |                |            |            |                |            |                 |
|                                                                     | - Number of Shares                                                                       | 3600000        | Nil        | Nil        | 3600000        | Nil        | Nil             |
|                                                                     | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 2.05           | Nil        | Nil        | 2.05           | Nil        | Nil             |
|                                                                     | - Percentage of Shares (as a % of the total share capital of the Company)                | 1.39           | Nil        | Nil        | 1.39           | Nil        | Nil             |
|                                                                     | (b) Non- encumbered                                                                      |                |            |            |                |            |                 |
|                                                                     | - Number of Shares                                                                       | 172357229      | 175957229  | 175957229  | 172357229      | 175957229  | 175957229       |
|                                                                     | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group) | 97.95          | 100.00     | 100.00     | 97.95          | 100.00     | 100.00          |
|                                                                     | - Percentage of Shares (as a % of the total share capital of the Company)                | 66.82          | 68.21      | 68.23      | 66.82          | 68.23      | 68.23           |

| Particulars                                    | 3 Months Ended<br>31/12/2014 |
|------------------------------------------------|------------------------------|
| <b>B INVESTOR COMPLAINTS</b>                   |                              |
| Pending at the beginning of the quarter        | Nil                          |
| Received during the quarter                    | 8                            |
| Disposed off during the quarter                | 8                            |
| Remaining unresolved at the end of the quarter | Nil                          |



**SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

₹ in lacs

| Particulars                               | 3 Months Ended |               |               | 9 Months Ended |                | 18 Months Ended |
|-------------------------------------------|----------------|---------------|---------------|----------------|----------------|-----------------|
|                                           | 31/12/2014     | 30/09/2014    | 31/12/2013    | 31/12/2014     | 31/12/2013     | 31/03/2014      |
|                                           | Unaudited      | Unaudited     | Unaudited     | Unaudited      | Unaudited      | Audited         |
| <b>1. Segment Revenue</b>                 |                |               |               |                |                |                 |
| [Net Sale/Income from each segment]       |                |               |               |                |                |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>  |                |               |               |                |                |                 |
| Sugar                                     | 46744          | 35344         | 48559         | 129344         | 124721         | 249298          |
| Co-Generation                             | 4002           | 154           | 2898          | 5794           | 5715           | 26568           |
| Distillery                                | 4899           | 1701          | 4637          | 10891          | 12394          | 22609           |
|                                           | 55645          | 37199         | 56094         | 146029         | 142830         | 298475          |
| <b>(b) Engineering</b>                    |                |               |               |                |                |                 |
| Gears                                     | 2260           | 2500          | 1313          | 6125           | 6704           | 14209           |
| Water                                     | 4162           | 5095          | 4045          | 14356          | 12016          | 25301           |
|                                           | 6422           | 7595          | 5358          | 20481          | 18720          | 39510           |
| <b>(c) Others</b>                         | 1808           | 2272          | 1937          | 6259           | 4875           | 14175           |
| <b>Total</b>                              | 63875          | 47066         | 63389         | 172769         | 166425         | 352160          |
| Less : Inter segment revenue              | 5704           | 1518          | 4335          | 11461          | 8575           | 36824           |
| <b>Net Sales</b>                          | <b>58171</b>   | <b>45548</b>  | <b>59054</b>  | <b>161308</b>  | <b>157850</b>  | <b>315336</b>   |
| <b>2. Segment Results</b>                 |                |               |               |                |                |                 |
| [Profit/(Loss) before tax and interest]   |                |               |               |                |                |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>  |                |               |               |                |                |                 |
| Sugar                                     | (5944)         | (2849)        | (4388)        | (8606)         | (9534)         | (19193)         |
| Co-Generation                             | 1766           | 85            | 1390          | 2635           | 2070           | 9935            |
| Distillery                                | 667            | (119)         | 1354          | 1620           | 4069           | 7365            |
|                                           | (3511)         | (2883)        | (1644)        | (4351)         | (3395)         | (1893)          |
| <b>(b) Engineering</b>                    |                |               |               |                |                |                 |
| Gears                                     | 775            | 764           | 217           | 1686           | 1895           | 3965            |
| Water                                     | (246)          | (78)          | (263)         | (447)          | (777)          | (1409)          |
|                                           | 529            | 686           | (46)          | 1239           | 1118           | 2556            |
| <b>(c) Others</b>                         | 39             | 63            | 59            | 186            | 128            | 390             |
| <b>Total</b>                              | (2943)         | (2134)        | (1631)        | (2926)         | (2149)         | 1053            |
| Less : i) Interest Expense                | 2521           | 2994          | 2475          | 8851           | 10320          | 18523           |
| ii) Exceptional Items (Net) - (Gain)/Loss | -              | -             | -             | -              | (462)          | (524)           |
| iii) Other Unallocable Expenditure        | 194            | (139)         | 151           | 43             | 432            | 4396            |
| [Net of Unallocable Income]               |                |               |               |                |                |                 |
| <b>Total Profit/(Loss) before Tax</b>     | <b>(5658)</b>  | <b>(4989)</b> | <b>(4257)</b> | <b>(11820)</b> | <b>(12439)</b> | <b>(21342)</b>  |
| <b>3. Capital Employed</b>                |                |               |               |                |                |                 |
| [Segment Assets - Segment Liabilities]    |                |               |               |                |                |                 |
| <b>(a) Sugar &amp; Allied Businesses</b>  |                |               |               |                |                |                 |
| Sugar                                     | 105825         | 117249        | 82970         | 105825         | 82970          | 129266          |
| Co-Generation                             | 15134          | 13835         | 15787         | 15134          | 15787          | 16138           |
| Distillery                                | 13677          | 14213         | 12693         | 13677          | 12693          | 14995           |
|                                           | 134636         | 145297        | 111450        | 134636         | 111450         | 160399          |
| <b>(b) Engineering</b>                    |                |               |               |                |                |                 |
| Gears                                     | 7633           | 7701          | 7741          | 7633           | 7741           | 8223            |
| Water                                     | 14133          | 13737         | 15387         | 14133          | 15387          | 14012           |
|                                           | 21766          | 21438         | 23128         | 21766          | 23128          | 22235           |
| <b>(c) Others</b>                         | 366            | 336           | 389           | 366            | 389            | 374             |
| <b>Capital Employed in Segments</b>       | <b>156768</b>  | <b>167071</b> | <b>134967</b> | <b>156768</b>  | <b>134967</b>  | <b>183008</b>   |
| Add : Unallocable Assets less Liabilities | 20810          | 20961         | 22609         | 20810          | 22609          | 19401           |
| [including Investments]                   |                |               |               |                |                |                 |
| <b>Total</b>                              | <b>177578</b>  | <b>188032</b> | <b>157576</b> | <b>177578</b>  | <b>157576</b>  | <b>202409</b>   |



## Notes

1. In view of the seasonal nature of company's sugar business, the performance results may vary from quarter to quarter.
2. The useful lives of the fixed assets have been revised in accordance with Schedule II to the Companies Act, 2013. Accordingly, the depreciation charged for the nine months ended December 31, 2014 is lower by ₹ 1386.62 lacs. The carrying amount in excess of residual value of the assets (net of deferred tax), the revised useful lives of which had expired prior to 01.04.2014, shall be deducted against the opening reserves.
3. a) Cost of material consumed for the quarter and nine months ended 31.12.2014 is net of ₹ 2793 lacs being the cane subsidy at the rate of ₹ 6 per quintal provided by the UP State Government for the crushing season 2013-14.  
b) The State Government of U.P. has, inter-alia, announced a subsidy upto ₹ 28.60/qlt of cane purchased for the Sugar Industry for the season 2014-15, linked to the average selling prices of sugar and its by-products during the period 1.10.2014 to 31.05.2015. Pending final determination of sugar and by-product prices during the aforesaid period, the Company has, in the interim, accounted for a subsidy of ₹ 8.60/qlt of cane purchased.
4. For the purpose of quarterly / nine months 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.
5. The unaudited standalone results of the Company are available on the Company's website [www.trivenigroup.com](http://www.trivenigroup.com), website of BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)). Summarised standalone financial performance of the Company is as under :

|                          | 3 months ended          |                         |                         | 9 months ended          |                         | 18 months ended       |
|--------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-----------------------|
|                          | 31.12.2014<br>Unaudited | 30.09.2014<br>Unaudited | 31.12.2013<br>Unaudited | 31.12.2014<br>Unaudited | 31.12.2013<br>Unaudited | 31/03/2014<br>Audited |
| Net Sales                | 58171                   | 45548                   | 59054                   | 161308                  | 157850                  | 315336                |
| Profit/(Loss) before tax | (5659)                  | (4413)                  | (4113)                  | (11246)                 | (8903)                  | (16737)               |
| Profit/(Loss) after tax  | (3826)                  | (3094)                  | (3229)                  | (7773)                  | (7042)                  | (15278)               |

6. As the previous accounting year was of eighteen months, the figures for corresponding nine months ended December 31, 2013 are derived by aggregating the figures for the quarters ended June 30, 2013, September 30, 2013 and December 31, 2013.
7. The figures of previous periods under various heads have been regrouped to the extent necessary.
8. 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 February 12, 2015. The statutory auditors have carried out a limited review of the above financial results.

for TRIVENI ENGINEERING & INDUSTRIES LTD



Dhruv M. Sawhney  
Chairman & Managing Director

Place : Noida  
Date : February 12, 2015

