

REF: TEIL:SE:

Date: 7<sup>th</sup> December, 2025

BSE Limited P.J. Tower, Dalal Street, Fort, MUMBAI - 400 001 <b>Thru: BSE Listing Centre</b> <b>STOCK CODE: 532356</b>	National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), MUMBAI - 400 051 <b>Thru: NEAPS</b> <b>STOCK CODE: TRIVENI</b>
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**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Summary Proceedings of the Meeting of the Equity Shareholders of Triveni Engineering & Industries Limited ("the Company") convened pursuant to the Orders passed by the Hon'ble National Company Law Tribunal, Allahabad Bench ("Hon'ble Tribunal") in respect of Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited and Sir Shadi Lal Enterprises Limited ("Company") and Triveni Power Transmission Limited and their respective Shareholders and Creditors ("Scheme")**

Dear Sir/ Madam,

We wish to inform you that a meeting of the equity shareholders of the Company was held on Sunday, December 7, 2025 at 10:00 A.M through video conferencing, with remote e-voting facility, as per the directions of the Hon'ble Tribunal pursuant to the orders dated 17<sup>th</sup> October, 2025 and 28<sup>th</sup> October, 2025 ("**NCLT Convened Meeting**") to consider and if thought fit, approve the Scheme.

Summary of proceedings of the NCLT Convened Meeting as required under **Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** is annexed as **Annexure I**.

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For **Triveni Engineering & Industries Limited**



**Geeta Bhalla**

Group Vice President & Company Secretary / Compliance Officer

M. No.: A9475



*Encl: As above*



**PROCEEDINGS OF THE NCLT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF TRIVENI ENGINEERING & INDUSTRIES LIMITED HELD ON SUNDAY, DECEMBER 7, 2025 AT 10:00 A.M THROUGH VIDEO CONFERENCING, WITH REMOTE E-VOTING FACILITY, AS PER THE DIRECTIONS OF THE HON'BLE TRIBUNAL PURSUANT TO THE ORDERS DATED 17<sup>TH</sup> OCTOBER, 2025 AND 28<sup>TH</sup> OCTOBER, 2025 TO CONSIDER AND IF THOUGHT FIT, APPROVE THE SCHEME.**

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A meeting of the equity shareholders of Triveni Engineering & Industries Limited convened on December 7, 2025 at 10:00 A.M. through video conferencing, pursuant to the orders dated 17<sup>th</sup> October, 2025 and 28<sup>th</sup> October, 2025 passed by Hon'ble National Company Law Tribunal, Allahabad Bench ("**Hon'ble Tribunal**") in respect of Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited ("**Company**") and Sir Shadi Lal Enterprises Limited and Triveni Power Transmission Limited and their respective Shareholders and Creditors ("**Scheme**"). The meeting was duly convened and held in accordance with the relevant provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable circulars/guidelines issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India from time to time.

Mr. Subrata Kumar Dash, IRS Retd. and Ex Member-NCLT, Chairperson appointed by the Hon'ble Tribunal, chaired the meeting. The Chairperson attended the meeting through video conferencing.

Mr. Saumyam Krishna, Advocate, Co-Chairperson appointed by the Hon'ble Tribunal, also attended the meeting through video conferencing.

Mr Ankit Kumar Singh, Practicing Company Secretary, Scrutinizer appointed by the Hon'ble Tribunal was also present at the meeting through video conferencing.

Mrs. Geeta Bhalla, Group Vice President & Company Secretary & Compliance Officer and Mr Suresh Taneja, Group Chief Financial Officer of the Company attended the meeting through video conferencing.

The requisite quorum being present, the Chairperson declared the Meeting to be in order and welcomed the Members.

With the consent of the members, the Notice convening the meeting, the Explanatory Statement under Section 230 read with Section 102 of the Companies Act, 2013, and the relevant annexures including Scheme, having been circulated to the equity shareholders by the permissible mode, were taken as read. The said documents were also available on the website of the Company, and were open for inspection.

He further explained that since the meeting was conducted via video conferencing, there was no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Equity Shareholders was not made available for the Meeting,





The Chairperson then took up the Item as set forth in the Notice convening the meeting of the equity shareholders dated November 3, 2025. The Scheme along with resolution was placed before the equity shareholders for consideration and approval. The Chairperson trusted that the members were aware of the resolution proposed to be passed at that meeting.

The Chairperson mentioned that the Company has provided the facility of remote e-voting prior to the meeting as well as e-voting during the meeting to all those equity shareholders who had not cast their vote earlier, using the services of KFin Technologies Limited (KFintech).

The Chairman then invited the members to give their views and raise queries on the Scheme. The views/ queries raised by a few members were suitably addressed by the Authorized Representative of the Company.

The Chairperson informed the members that Mr. Ankit Kumar Singh, Practicing Company Secretary (FCS: 9653; CP: 17072), Scrutinizer appointed by the Hon'ble Tribunal to scrutinize the entire e-voting process (both remote e-voting and insta-poll e-voting at the meeting) in a fair and transparent manner, and submit his consolidated report to him within 24 hours from the conclusion of this meeting.

The Chairperson further informed that the consolidated results of e-voting along with consolidated scrutinizer's report shall be uploaded on the websites of the Company and KFintech and will also be sent to the BSE Limited and National Stock Exchange of India Limited within the prescribed time. Further, based on the Scrutinizer's Report, he will submit his report on the result of the meeting to the Hon'ble Tribunal within the prescribed time in compliance of relevant Rules and directions of the Hon'ble Tribunal.

The Chairperson also mentioned that the Scheme, if approved by the requisite majority of equity shareholders of the Company under Section 230 of the Companies Act, 2013 read with SEBI Master Circular on Scheme of Arrangement dated June 20, 2023, as amended, will be subject to subsequent approval of the Hon'ble Tribunal and such other statutory or regulatory approvals as may be deemed applicable.

The Chairperson then thanked all the members for their presence and participation in the meeting and for the support and cooperation during the meeting and declared the Meeting as closed at around 10:50 A.M.

The meeting concluded with a vote of thanks to the Chairpersons.

**For Triveni Engineering & Industries Limited**

  
**Geeta Bhalla**

Group Vice President & Company Secretary / Compliance Officer  
M. No.: A9475

