

UMANANDA TRADE AND FINANCE LIMITED

Regd. Office : B-11 (Basement), Ocean Complex, P-6, Sector-18, Noida-201301, Uttar Pradesh, India
CIN : U67120UP1989PLC060415

Ref:

Date 18th February, 2016

By Courier

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 e-mail- corp.relations@bseindia.com Fax-022-22723121/1278/1557/3354	The Asst. Vice President, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), MUMBAI-400 051 e-mail cmlist@nse.co.in Fax-022-26598237/8238/8347/8348
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Sub: Disclosure u/r 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of Shares of Triveni Engineering and Industries Ltd

Dear Sir,

In terms of the captioned regulations, we wish to inform you that we as one of the Co- promoters of Triveni Engineering & Industries Ltd, (TEIL) a Company listed on your stock exchange, propose to acquire 4,22,750 equity shares of Re. 1/- each in the share capital of TEIL on 26.2.2016 by way of off-market inter-se transfer of shares amongst promoters. The relevant disclosure under Reg 10 (5) in the prescribed format is enclosed.

Please take the same on record.

Thanking you,

Yours faithfully,

For Umananda Trade and Finance Limited


Director

Encl: As above

Cc to : The Company Secretary
Triveni Engineering & Industries Limited
Noida U.P- 201301

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 and Industries Ltd
2	Name of the acquirer(s)	Umananda Trade and Finance Ltd
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 , the acquirer is one of the Co- promoters of the Target Company .
4	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Carvanserai Ltd one of the Co promoters of the Target Company .
	b. Proposed date of acquisition	26.2.2016
	c. Number of shares to be acquired from each person mentioned in 4(a) above	422750 equity shares of Re 1/- each .
	d. Total shares to be acquired as % of share capital of TC	0.16%
	e. Price at which shares are proposed to be acquired	Not exceeding the price limit mentioned under Regulation 10(1) (a) of SEBI Takeover Regulations.
	f. Rationale, if any, for the proposed transfer	Inter-se Transfer amongst 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 44.35 per share
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.	It is hereby confirmed that the acquisition price of 422750 equity shares proposed to be acquired by M/s Umananda Trade and Finance Ltd from M/s Carvanserai Ltd is not higher by more than 25% of the price computed in point 6 as applicable

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, both 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)			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby confirmed that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
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
	a. Acquirer(s) and PACs (other than sellers) (For detail Please refer Annexure A attached)	175534479	68.05	175957229	68.21
	b. Seller (s)	422750	0.16	Nil	Nil

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.

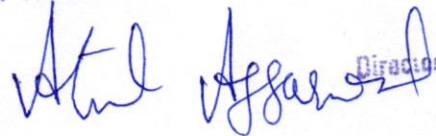
Signature of the Acquirer
For Umananda Trade and Finance Ltd


Director

Annexure A

S.no	Shareholding Details Names of the Acquirer and Persons Acting in concert (PAC) with him	Before the proposed transaction		After the proposed transaction	
		Number of Shares /voting rights	% w.r.t. total share capital of TC	Number of Shares / Voting Rights	% w.r.t. total share capital of TC
1	Umananda Trade and Finance Ltd	2,09,91,589	8.14	2,14,14,339	8.30
2	Dhruv M Sawhney	3,83,91,756	14.88	3,83,91,756	14.88
3	Rati Sawhney	2,03,58,164	7.89	2,03,58,164	7.89
4	Tarun Sawhney	1,46,95,375	5.70	1,46,95,375	5.70
5	Nikhil Sawhney	1,52,77,653	5.92	1,52,77,653	5.92
6	Manmohan Sawhney (HUF)	45,13,225	1.75	45,13,225	1.75
7	Tarana Sawhney	25,000	0.01	25,000	0.01
8	Tarnik Investments & Trading Ltd	1,86,80,527	7.24	1,86,80,527	7.24
9	Subahdra Trade and Finance Ltd	1,69,07,375	6.56	1,69,07,375	6.56
10	Kameni Upaskar Ltd	1,03,28,525	4.00	1,03,28,525	4.00
11	Dhankari Investments Ltd	1,47,14,901	5.70	1,47,14,901	5.70
12	TOFSL Trading & Investments LTD	1639	0.01	1639	0.00
13	The Engineering & Technical Services Ltd	250	0.00	250	0.00
14	Accurate Traders Ltd	6,48,500	0.25	6,48,500	0.25
	Total	175534479	68.05	175957229	68.21

For Umananda Trade and Finance Limited



 Atul Aggarwal