

Ref:TTL:SD:SE:

By Courier

Date August 17, 2015

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
STOCK CODE: 533655	STOCK CODE: TRITURBINE

Dear Sirs,

In pursuance of Clause 31 of the listing agreement, we enclose herewith the gist of proceedings of the 20th Annual General Meeting of the Members of the Company held on Thursday, August 6, 2015 for your information and record.

Thanking you,

Yours faithfully,
For Triveni Turbine Ltd.,

**Company Secretary**

Encl: As above

Gist of the proceedings of the Twentieth Annual General Meeting of the Members of Triveni Turbine Limited held on August 6, 2015.

The 20th Annual General Meeting of the Members of the Company was held on August 6th 2015 at 11.00 A.M at Expo Centre, Expo Drive, A-11, Sector 62, Noida -201301 (U.P.)

Shri Dhruv M Sawhney Chairman and Managing Director of the Company chaired the proceedings of the Meetings.

Total 3227 Members including 31 proxy attended the meeting as per the record of the attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2015 and the future outlook of the Company. He apprised the members that the net turnover of the Company was Rs.6255 million versus Rs.5083 million last year. EBITDA was Rs.1535 million versus Rs.1148 million and Profit after tax was Rs.911 million versus Rs.684 million last year.

The members were apprised that the FY 15 was momentous year for Company's JV subsidiary, GE Triveni Ltd.(GETL) which earned profit for the first time and with a very strong order book in hand. He also explained the members of the steps taken to boost international, marketing of Company's products and services by setting up international subsidiaries/ step down subsidiaries.

The Chairman informed the members that in respect of members attending the Annual General Meeting (AGM) who have not already cast their votes by remote e-voting facility for voting, through ballot paper has been made available.

He further informed that the Company has availed the services of Central Depository Services Ltd. (CDSL) as the authorized agency to provide secured system for remote – e voting and have appointed Mr. Suresh Gupta, a Practising Company Secretary as the scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

The Chairman then invited the members to present their queries pertaining to the business proposed to be conducted at the Meeting. Queries raised by few members pertaining to the business of the Company were satisfactorily responded by the Chairman.

The Chairman then ordered a poll to be taken at the meeting through physical ballot and requested Mr. Suresh Gupta, Scrutiniser for an orderly conduct of the voting.

The Chairman announced that the e-voting results along with consolidated scrutinizers report shall be placed on the web site of the company and the CDSL on or before August 8 , 2015.

The resolutions passed by the Members with requisite majority related to the followings.

Item	Particulars	Resolutions (Ordinary/ Special)	Result
1	Adoption of (a) Audited Financial statement, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March 2015 and (b) Audited Consolidated financial statements and report of auditors.	Ordinary	Passed by the requisite majority .
2	Confirmation of interim dividend paid during the financial year 2014-2015 & declaration of final dividend for the said Financial Year.	Ordinary	Passed by the requisite majority
3	Appointment of Mr. Dhruv M Sawhney, who retires by rotation and, being eligible offers himself for re-appointment.	Ordinary	Passed by the requisite majority
4	Ratification of appointment of M/s J.C.Bhalla & Co. Chartered Accountants, as auditors of the Company (including branch audit) and fixing their remuneration.	Ordinary	Passed by the requisite majority
5	Ratification of payment of remuneration to the cost auditor viz M/s J.H. & Associates, cost accountants.	Special	Passed by the requisite majority
6	Approval for Foreign Institutional Investors to acquire/ hold equity up to 49% of paid up equity share capital of the Company.	Special	Passed by the requisite majority
7	Payment of commission to non - executive Directors.	Ordinary	Passed by the requisite majority
8	Approval of the material related party transactions entered into / to be entered into between the Company with Triveni Engineering and Industries Ltd and GE Triveni Ltd.	Special	Passed by the requisite majority

The Consolidated scrutinizers report was uploaded on the websites of the Company and the CDSL, Further the results in the prescribed format were notified to the stock exchanges under clause 35A of the listing agreement.

For Triveni Turbine Ltd



Rajiv Sawhney
Company Secretary