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REF:TEIL:SE:

Date: 25th November, 2019

The Deputy General Manager
Department of Corporate Services,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P.J. Tower,
Dalal Street, Fort,
MUMBAI - 400 001

The Asst. Vice President,
Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
MUMBAI - 400 051

STOCK CODE: 532356

STOCK CODE: TRIVENI

Ref: **Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sirs,

Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed disclosure of related party transactions on a consolidated basis and balances for the half-year ended September 30, 2019.

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For TRIVENI ENGINEERING & INDUSTRIES LTD.,


GRETA BHALLA
Group Vice President &
Company Secretary

TRIVENI ENGINEERING & INDUSTRIES LIMITED

Summary of Related party transactions for the period 1 April 2019 to 30 September 2019
(All amounts in ₹ lakhs, unless otherwise stated)

(i) **Related parties where control exists**

Subsidiaries (wholly owned)

Triveni Energy Systems Limited
Triveni Engineering Limited
Triveni Entertainment Limited
Svastida Projects Limited
Triveni Industries Limited
Triveni Sugar Limited
Mathura Wastewater Management Private Limited

(ii) **Related parties with whom transactions have taken place during the period 1 April 2019 to 30 September 2019 alongwith details of such transactions and outstanding balances as at 30 September 2019:**

Name of related party and nature of transactions	Relationship	Half Year ended 30-Sep-19
Sales and rendering services		
Triveni Sugar Limited	Subsidiary	0.35
Svastida Projects Limited	Subsidiary	0.35
Triveni Entertainment Limited	Subsidiary	0.35
Triveni Energy Systems Limited	Subsidiary	0.35
Triveni Engineering Limited	Subsidiary	0.35
Triveni Industries Limited	Subsidiary	0.35
Triveni Turbine Limited	Associate	2264.49
Mathura Wastewater Management Pvt Limited	Subsidiary	2945.37
Purchases and receiving services		
Triveni Turbine Limited	Associate	155.83
Tirath Ram Shah Charitable Trust	Enterprise over which key managerial personnel have substantial interest/significant influence	0.53
Interest income		
Mathura Wastewater Management Private Limited	Subsidiary	3.64
Aqwisewise Water Technologies Limited	Associate	4.48
Rent & other charges received		
Triveni Turbine Limited	Associate	10.90
Rent paid		
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	25.70
Rati Sawhney	Relative of key managerial personnel	18.73
Kameni Upaskar Limited	Enterprise over which key managerial personnel have substantial interest/significant influence	40.42
Remuneration		
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	194.04
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	112.74
Geeta Bhalla (Group Vice President & Company Secretary)	Key managerial personnel	37.63
Directors fee paid		
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	6.60
Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director)	Key managerial personnel	8.10
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	5.50
Homai A. Daruwalla (Independent Non-Executive Director)	Key managerial personnel	5.50
Dr. Santosh Pande (Independent Non-Executive Director)	Key managerial personnel	5.00
Sudipto Sarkar (Independent Non-Executive Director)	Key managerial personnel	5.50
J. K. Dadoo (Independent Non-Executive Director)	Key managerial personnel	3.00
Contribution to Post employment benefit plans		
Triveni Engineering Works Limited Gratuity Fund	Post employment benefit plan	227.18
Triveni Engineering and Industries Ltd. Officers' Pension Fund	Post employment benefit plan	66.01
Upper India Sugar Mills Employees' Provident Fund	Post employment benefit plan	529.30
Expenses incurred by the Company on behalf of party (net of expenses incurred by party on behalf of the Company) on reimbursable basis		
Mathura Wastewater Management Pvt Limited	Subsidiary	24.81
Triveni Turbine Limited	Associate	0.71
Kameni Upaskar Limited	Enterprise over which key managerial personnel have substantial interest/significant influence	(1.58)

TRIVENI ENGINEERING & INDUSTRIES LIMITED

Summary of Related party transactions for the period 1 April 2019 to 30 September 2019
(All amounts in ₹ lakhs, unless otherwise stated)

Name of related party and nature of transactions	Relationship	Half Year ended 30-Sep-19
Investment in equity shares		
Mathura Wastewater Management Pvt Limited	Subsidiary	1350.00
Purchase of equity shares under buyback scheme		
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	1479.98
Rati Sawhney	Relative of key managerial personnel	683.24
Manmohan Sawhney HUF	Relative of key managerial personnel	165.62
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	539.25
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	560.62
Tarana Sawhney	Relative of key managerial personnel	0.92
STFL Trading and Finance Private Limited	Enterprise over which key managerial personnel have substantial	3064.93
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	0.54
Sale of property, plant & equipment (tangible)		
Tirath Ram Shah Charitable Trust	Enterprise over which key managerial personnel have substantial interest/significant influence	1.29

Outstanding balances

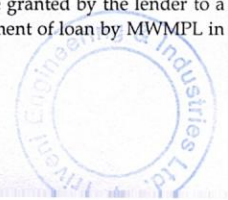
	Relationship	As at 30-Sept-19
Receivable		
Triveni Turbine Limited	Associate	653.26
Mathura Wastewater Management Private Limited	Subsidiary	1324.48
Aqwiswise Water Technologies Limited	Associate	282.53
Tirath Ram Shah Charitable Trust	Enterprise over which key managerial personnel have substantial interest/significant influence	0.60
Payable		
Mathura Wastewater Management Private Limited	Subsidiary	1660.79
Triveni Turbine Limited	Associate	1375.94
Dhruv M. Sawhney (Chairman & Managing Director)	Key managerial personnel	11.14
Tarun Sawhney (Vice Chairman & Managing Director)	Key managerial personnel	53.65
Suresh Taneja (Group Chief Financial Officer)	Key managerial personnel	0.13
Geeta Bhalla (Group Vice President & Company Secretary)	Key managerial personnel	0.38
Nikhil Sawhney (Promoter Non-Executive Director)	Key managerial personnel	6.30
Lt. Gen (Retd.) Kanwal Kishan Hazari (Independent Non-Executive Director)	Key managerial personnel	4.50
Fakir Chand Kohli (Independent Non-Executive Director)	Key managerial personnel	4.50
Shekhar Dutta (Independent Non-Executive Director)	Key managerial personnel	6.30
Homai A. Daruwalla (Independent Non-Executive Director)	Key managerial personnel	6.30
Dr. Santosh Pande (Independent Non-Executive Director)	Key managerial personnel	6.30
Sudipto Sarkar (Independent Non-Executive Director)	Key managerial personnel	6.30
Rati Sawhney	Relative of key managerial personnel	7.14
Triveni Engineering and Industries Ltd. Officers' Pension Fund	Post employment benefit plan	66.01
Upper India Sugar Mills Employees' Provident Fund	Post employment benefit plan	86.76
Guarantees / surety/ commitment outstanding		
Mathura Wastewater Management Private Limited (see (v) below)	Subsidiary	9915.00

(iii) Remuneration of key managerial personnel:

	Half Year ended 30-Sep-19
Short-term employee benefits	314.27
Post-employment benefits	30.14
Total	344.41

The remuneration of key managerial personnel is determined by the remuneration committee having regard to the performance of individuals, market trends and applicable provisions of Companies Act, 2013.

- (iv) Remuneration and outstanding balances of KMP does not include long term employee benefits by way of gratuity and compensated absences, which are currently not payable and are provided on the basis of actuarial valuation by the Company.
- (v) The Company, during the previous year, had given corporate guarantee amounting to ₹ 9915 lakhs in connection with a loan agreed to be granted by the lender to a wholly owned subsidiary of the Company, Mathura Wastewater Management Pvt. Ltd. (MWMPPL), which will come into force upon availing of loan by MWMPPL in subsequent period(s).



TRIVENI ENGINEERING & INDUSTRIES LIMITED

Summary of Related party transactions for the period 1 April 2019 to 30 September 2019

(All amounts in ₹ lakhs, unless otherwise stated)

(vi) Terms & conditions:

- (a) Transactions relating to dividends and buyback of shares were on same terms and conditions that applied to other shareholders.
- (b) Loans to subsidiary and associate were given at normal commercial terms & conditions at prevailing market rate of interest.
- (c) Sales to and purchases from related parties, including rendering/availment of service, are made on terms equivalent to those that prevail in arm's length transactions. All other transactions were made on normal commercial terms and conditions and at market rates.
- (d) The outstanding balances as at 30 September 2019 are unsecured and settlement occurs in cash. The Company has not recorded any impairment of receivables relating to amounts owed by related parties during the half year ended 30 September 2019.

For Triveni Engineering & Industries Ltd.


Group Vice President & Company Secretary