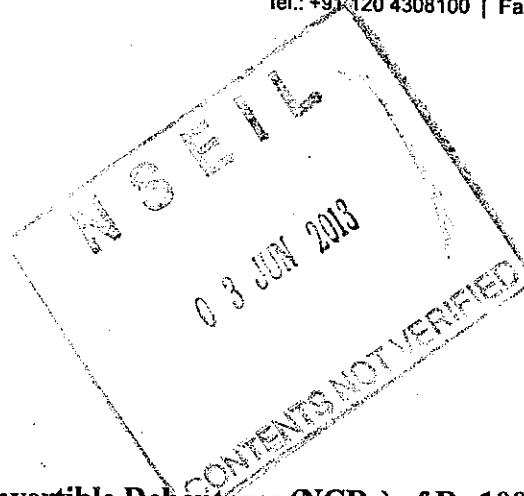


REF:TEIL:SD:NSE:NCD:

26th May, 2013

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.



Re: Secured Redeemable Non-Convertible Debentures (NCDs) of Rs.100 Crores (outstanding Rs.70 Crores) issued to LIC of India on private placement basis.

Dear Sir,

As required under amended Clause 6 of the Listing Agreement for Debt Securities, we hereby provide the following information in respect of captioned Debt Securities, based on the unaudited financial results of the Company for the half-year ended 31st March, 2013 (copy enclosed):-

(a)	Credit Rating	:	ICRA A plus
(b)	Asset cover available (For Ist pari-passu chargeholders)	:	2.24
(c)	Total Debt Equity Ratio Debt Equity Ratio (Long Term)	:	1.41 0.57
(d)	Previous due date for the payment of interest/principal and whether the same has been paid or not :	:	The previous due date for payment of interest was 31st March, 2013 and the interest amount of Rs. 2,14,89,041/- was paid by the Company to LIC of India on 30th March, 2013 through RTGS vide UTR No. CBINH13089306186. The previous due date for payment of first instalment of principal amount was 26th December, 2012 and the principal amount of Rs. 30 Crores was paid by the Company to LIC of India on 26th December, 2012 through RTGS vide UTR No. CBINH12361300570.

Contd..2/-

: 2 :

(e)	Next due date for the payment of interest/principal	:	The next due date for payment of interest is 30 th June, 2013. The due date for payment of next instalment of principal amount is 26 th December, 2013.
-----	---	---	--

2. Further as required under amended Clause 5 of the Listing Agreement for Debt Securities, this is to inform you that the Company has been maintaining the prescribed security cover in respect of captioned debt securities. These securities are secured by a first pari-passu charge created by equitable mortgage on immovable assets and hypothecation of all movable assets, both present and future of the Company subject to bankers prior charges created/to be created on current assets for providing working capital facilities.

Thanking you,

Yours faithfully,
For Triveni Engineering & Industries Ltd.,


GEETA BHALLA
Company Secretary

For Unit Trust of India
Investment Advisory Services Ltd.

Authorised Signatory

Encl: As above



ICRA Limited

An Associate of Moody's Investors Service

D/RAT/2012-13/T-17/7

February 20, 2013

Mr Suresh Taneja
Vice President & CFO
Triveni Engineering & Industries Limited
Express Trade Towers, 8th Floor
15-16, Sector - 16 A
Noida - 201301

Certified to be true copy

For Triveni Engineering & Industries Ltd

[Signature]
Company Secretary

Dear Sir,

Re: ICRA Credit Rating for Rs 70 Crore NCD Programme of Triveni Engineering & Industries Limited (instrument details in Annexure)

As you would be aware, in terms of the mandate letter received from the clients, ICRA is required to review all its ratings, on an annual basis, or as and when the circumstances so warrant.

The Rating Committee of ICRA, after due consideration of the latest development in your company, has reaffirmed the rating of your non-convertible debenture (NCD) programme at [ICRA]A+ (pronounced as ICRA A plus). The outlook for the long term rating is Negative. Instruments with [ICRA]A rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. Within this rating category, rating modifier {"+" (plus)} can be used with the rating symbol. The modifier reflects the comparative standing within the rating category.

ICRA reserves the right to suspend, withdraw or revise the above rating at any time on the basis of new information or unavailability of information or such other circumstances, which ICRA believes, may have an impact on the rating assigned to you.

The rating, as aforesaid, however, should not be treated as a recommendation to buy, sell or hold the instruments issued by you.

You are required to forthwith inform us about any default or delay in repayment of interest or principal amount of the instrument rated, as above, or any other debt instruments/ borrowing. You are also required to keep us forthwith informed of any other developments which may have a direct or indirect impact on the debt servicing capability of the company including any proposal for re-schedulement or postponement of the repayment programmes of the dues/ debts of the company with any lender(s) / investor(s).

[Signature]

[Signature]

Building No. 8, 2nd Floor
Tower A, DLF Cyber City
Phase II, Gurgaon - 122002

Tel. : + 91 - 124 - 4545300
Fax : + 91 - 124 - 4050424

website : www.icra.in
email : info@icraindia.com

Regd. Office: 1105, Kailash Building, 11th Floor, 26, Kasturba Gandhi Marg, New Delhi - 110001

RATING • RESEARCH • INFORMATION



You are required to inform us immediately as and when the borrowing limit for the instrument rated, as above, or as prescribed by the regulatory authority (ies) is exceeded.

We thank you for your kind cooperation extended during the course of the rating exercise. Please let us know if you need any clarification.

With kind regards,

Yours sincerely,
for ICRA Limited

Sabyasachi Majumdar
Senior Vice President

Siddhartha Kaushik
Analyst



Annexure

Instrument	Amount Outstanding (Rs Crore)	Rating
Non Convertible Debenture	70.00	[ICRA]A+ (Negative)
Total	70.00	

J. C. BHALLA & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201301 (U.P.)
TEL : +91 - 120 - 4241000, FAX : +91-120-4241007
EMAIL : taxaid@vsnl.com

Unit Trust of India Investment Advisory services Ltd.,
Unit no. 2, Block B, 1st Floor, Unit no. 2,
Block B, JVPD Scheme, Gulmohar Cross
Road 9, Andheri (West) Mumbai-400049

Re: NCD's of Rs.100 crores privately placed with LIC by Triveni Engineering & Industries Ltd

On the basis of unaudited (Limited Review) accounts of Triveni Engineering & Industries Ltd. for the period 6 months ended on 31st March 2013, and other information provided, we enclosed herewith Fixed Assets Coverage Ratio and Debt Equity Ratio of the company (Annexure 1).

The certificate is being issued at the request of the company.

For J C Bhalla & Co.
Chartered Accountants
Firm No: 001117N

S. Mallick
Partner
Membership No : 80051

Place : Noida
Dated : May 24, 2013



Annexure 1

Rs. Crores

Computation of Fixed Assets Coverage Ratio

Net Book Value of Fixed Assets as on 31.3.13	989.76
Less : Revaluation Reserves	15.40
A Net Fixed Assets available for Security	974.36
B Total Secured term loans	524.31
C Term Loans Secured by 1st pari-passu charge	434.34
Fixed Assets Cover Ratio (FACR) (for 1st pari-passu charge holders) - (A/C)	2.24
Fixed Assets Cover Ratio (FACR) (for Secured Term Loans holding 1st, 2nd and residual/subservient charge) - (A/B)	1.86

Note: Cash Credit limits which are collaterally secured by 2nd/3rd charge, are not included herein as these are primarily secured by charge on stocks, receivables and other movable current assets.

Computation of Debt Equity Ratio

Debts

1 Long Term Debts from Banks & Financial Institutions	526.59
2 Working Capital Borrowings	762.05
3 Unsecured Loans	14.25
4 Total Borrowings	1302.89

Equity

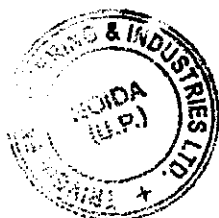
Share Capital	25.79
Reserves	915.57
	941.36
Less : Revaluation Reserve	15.40
5 Net Shareholders Funds	925.96

Total Debt Equity Ratio - (4/5)	1.41
Long Term Debt Equity Ratio - (1/5)	0.57



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

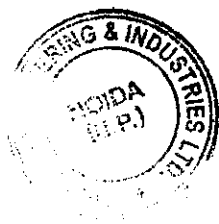
PART I (₹ in lacs, except per share data)						
Statement of Standalone Unaudited Results for the Quarter and Six Months Ended 31/03/2013						
Particulars	3 Months Ended			6 Months Ended		Year Ended
	31/03/2013	31/12/2012	31/03/2012	31/03/2013	31/03/2012	30/09/2012
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income from Operations						
(a) Net Sales / Income from Operations (Net of excise duty)	58433	53335	49914	111768	91803	184666
(b) Other Operating Income	14	9	597	23	1172	1279
Total Income from Operations (Net)	58447	53344	50511	111791	92975	185945
2 Expenses						
(a) Cost of materials consumed	111115	54361	86822	165476	135963	143124
(b) Purchases of stock-in-trade	472	384	397	856	698	1115
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(73601)	(15671)	(57070)	(89272)	(77143)	(13458)
(d) Employee benefits expense	3814	3420	3595	7234	6972	13408
(e) Depreciation and amortisation expense	1962	2014	2026	3976	4063	8155
(f) Off-season expenses charged/(deferred) -Net	8167	582	9109	8749	10108	538
(g) Other expenses	8180	5907	7390	14087	13838	23513
Total Expenses	60109	50997	52269	111106	94499	176395
3 Profit/ (Loss) from Operations before Other Income, Finance costs and Exceptional Items (1-2)	(1662)	2347	(1758)	685	(1524)	9550
4 Other Income	346	383	648	729	1078	1841
5 Profit/ (Loss) from ordinary activities before Finance costs and Exceptional Items (3+4)	(1316)	2730	(1110)	1414	(446)	11391
6 Finance Costs	2944	2561	3189	5505	5274	12277
7 Profit/ (Loss) from ordinary activities after Finance costs but before Exceptional Items (5-6)	(4260)	169	(4299)	(4091)	(5720)	(886)
8 Exceptional Items (Net) - Gain / (Loss)	950	-	-	950	(7896)	(7896)
9 Profit/(Loss) from ordinary activities before Tax (7+8)	(3310)	169	(4299)	(3141)	(13616)	(8782)
10 Tax Expense (Net of MAT credit entitlement / reversal)	(1176)	44	(1186)	(1132)	(3411)	(2111)
11 Net Profit/(Loss) from ordinary activities after Tax (9-10)	(2134)	125	(3113)	(2009)	(10205)	(6671)
12 Extraordinary Items (Net) - Gain / (Loss) (Net of Tax Expense)	-	-	-	-	-	-
13 Net Profit/(Loss) for the period (11+12)	(2134)	125	(3113)	(2009)	(10205)	(6671)
14 Paid up Equity Share Capital (Face Value ₹ 1/-)	2579	2579	2579	2579	2579	2579
15 Paid up Debt Capital *1				7000	10000	10000
16 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year						92025
17 Debenture Redemption Reserve as per balance sheet of previous accounting year						2000
18 Earnings per share (before and after extraordinary items) of ₹ 1/-each) (not annualised):						
(a) Basic (in ₹)	(0.83)	0.05	(1.21)	(0.78)	(3.96)	(2.59)
(b) Diluted (in ₹)	(0.83)	0.05	(1.21)	(0.78)	(3.96)	(2.59)
19 Debt Equity Ratio *2				1.41	1.46	1.08
20 Debt Service Coverage Ratio *3				0.36	0.28	0.78
21 Interest Service Coverage Ratio *4				0.98	0.69	1.59



Select Information for the Quarter and Six Months Ended 31/03/2013

Particulars	3 Months Ended			6 Months Ended		Year Ended
	31/03/2013	31/03/2012	31/03/2012	31/03/2013	31/03/2012	30/09/2012
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- Number of Shares	81922921	81922921	82027117	81922921	82027117	81922921
- Percentage of Shareholding	31.77	31.77	31.81	31.77	31.81	31.77
2 Promoters and promoter group Shareholding						
(a) Pledged / Encumbered						
- Number of Shares	450000	19050000	19050000	450000	19050000	19050000
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	0.26	10.83	10.83	0.26	10.83	10.83
- Percentage of Shares (as a % of the total share capital of the Company)	0.17	7.39	7.39	0.17	7.39	7.39
(b) Non- encumbered						
- Number of Shares	175507229	156907229	156803033	175507229	156803033	156907229
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	99.74	89.17	89.17	99.74	89.17	89.17
- Percentage of Shares (as a % of the total share capital of the Company)	68.06	60.84	60.80	68.06	60.80	60.84

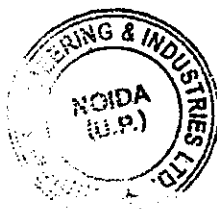
Particulars	3 Months Ended 31/03/2013
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	4
Disposed off during the quarter	4
Remaining unresolved at the end of the quarter	Nil



SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

₹ in lacs

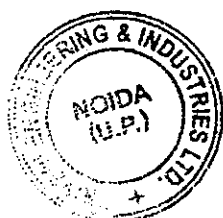
Particulars	3 Months Ended			6 Months Ended		Year Ended
	31/03/2013	31/12/2012	31/03/2012	31/03/2013	31/03/2012	30/09/2012
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1. Segment Revenue [Net Sale/Income from each segment]						
(a) Sugar & Allied Businesses						
Sugar	44984	45013	39889	89997	73754	148207
Co-Generation	7961	3890	6989	11851	11994	12927
Distillery	2946	3871	3355	6817	6456	12644
	55891	52774	50233	108665	92204	173778
(b) Engineering						
Gears	3065	1545	3609	4610	5323	10432
Water	4282	4180	4904	8462	9270	16923
	7347	5725	8513	13072	14593	27355
(c) Others	5530	1227	602	6757	1172	2440
Total	68768	59726	59348	128494	107969	203573
Less : Inter segment revenue	10321	6382	8837	16703	14994	17628
Net Sales	58447	53344	50511	111791	92975	185945
2. Segment Results [Profit /(Loss) before tax and interest]						
(a) Sugar & Allied Businesses						
Sugar	(5162)	591	(5633)	(4571)	(7923)	294
Co-Generation	3196	1451	2729	4647	4786	4990
Distillery	1096	817	904	1913	1452	2716
	(870)	2859	(2000)	1989	(1685)	8000
(b) Engineering						
Gears	1037	314	1219	1351	1639	3005
Water	(259)	154	666	(105)	1165	1228
	778	468	1885	1246	2804	4233
(c) Others	219	42	1	261	3	12
Total	127	3369	(114)	3496	1122	12245
Less : i) Interest Expense	2944	2561	3189	5505	5274	12277
ii) Exceptional Items (Net) - (Gain)/Loss	(950)	-	-	(950)	7896	7896
iii) Other Unallocable Expenditure	1443	639	996	2082	1568	854
[Net of Unallocable Income]						
Total Profit/(Loss) Before Tax	(3310)	169	(4299)	(3141)	(13616)	(8782)
3. Capital Employed [Segment Assets - Segment Liabilities]						
(a) Sugar & Allied Businesses						
Sugar	149243	100761	148877	149243	148877	127184
Co-Generation	19577	18008	21223	19577	21223	18054
Distillery	15663	13212	14756	15663	14756	13176
	184483	131981	184856	184483	184856	158414
(b) Engineering						
Gears	8750	9166	9861	8750	9861	9306
Water	15632	15893	16732	15632	16732	15387
	24382	25059	26593	24382	26593	24693
(c) Others	388	324	256	388	256	192
Capital Employed in Segments	209253	157364	211705	209253	211705	183299
Add : Unallocable Assets less Liabilities	19109	20003	18919	19109	18919	20160
[including Investments]						
Total	228362	177367	230624	228362	230624	203459



STANDALONE STATEMENT OF ASSETS AND LIABILITIES

(₹ in lacs)

Particulars	As At	
	31/03/2013 Unaudited	30/09/2012 Audited
A		
<u>EQUITY AND LIABILITIES</u>		
<u>Shareholders' Funds</u>		
Share Capital	2579	2579
Reserves and Surplus	91557	93581
Sub-total - Shareholders' funds	94136	96160
<u>Non - Current Liabilities</u>		
Long Term borrowings	36696	43287
Deferred Tax Liability (Net)	5477	6609
Other Long-term liabilities	279	361
Long -term provisions	2230	2158
Sub-total - Non-current liabilities	44682	52415
<u>Current Liabilities</u>		
Short term borrowings	77393	42353
Trade Payables	68948	10224
Other current liabilities	23505	24267
Short-term provisions	6441	3618
Sub-total - Current liabilities	176287	80462
TOTAL - EQUITY AND LIABILITIES	315105	229037
B		
<u>ASSETS</u>		
<u>Non-Current Assets</u>		
Fixed Assets	100658	102691
Non-current investments	4090	4103
Long-term loans and advances	25461	25249
Other non-current assets	2566	762
Sub-total - Non - current assets	132775	132805
<u>Current Assets</u>		
Inventories	147264	53829
Trade Receivables	23846	20965
Cash and cash equivalents	825	1049
Short-term loans and advances	4047	4027
Other current assets	6348	16362
Sub-total - Current assets	182330	96232
TOTAL - ASSETS	315105	229037



*1 Paid up Debt Capital represents Non convertible privately placed listed Debentures.

*2 Debt Equity Ratio : Total Loans funds/Net worth

*3 Debt Service Coverage Ratio : Profit before interest, tax, depreciation, amortisation, exceptional and extra-ordinary items/(Interest expenses + Amount of long term loans repaid during the year).

*4 Interest Service Coverage Ratio : Profit before interest, tax, depreciation, amortisation, exceptional and extra-ordinary items / Interest expenses

Notes

1. In view of the seasonal nature of company's sugar business, the performance results may vary from quarter to quarter.
2. Exceptional items of the current period(s) represent income earned on part disposal of stake in certain associate companies through court approved Capital Reduction Schemes.
3. The figures of previous year/periods under various heads have been regrouped to the extent necessary.
4. 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 May 8, 2013. The statutory auditors have carried out a limited review of the above financial results.

for TRIVENI ENGINEERING & INDUSTRIES LTD

Place : Noida
Date : May 8, 2013



Dhruv M. Sawhney
Chairman & Managing Director

