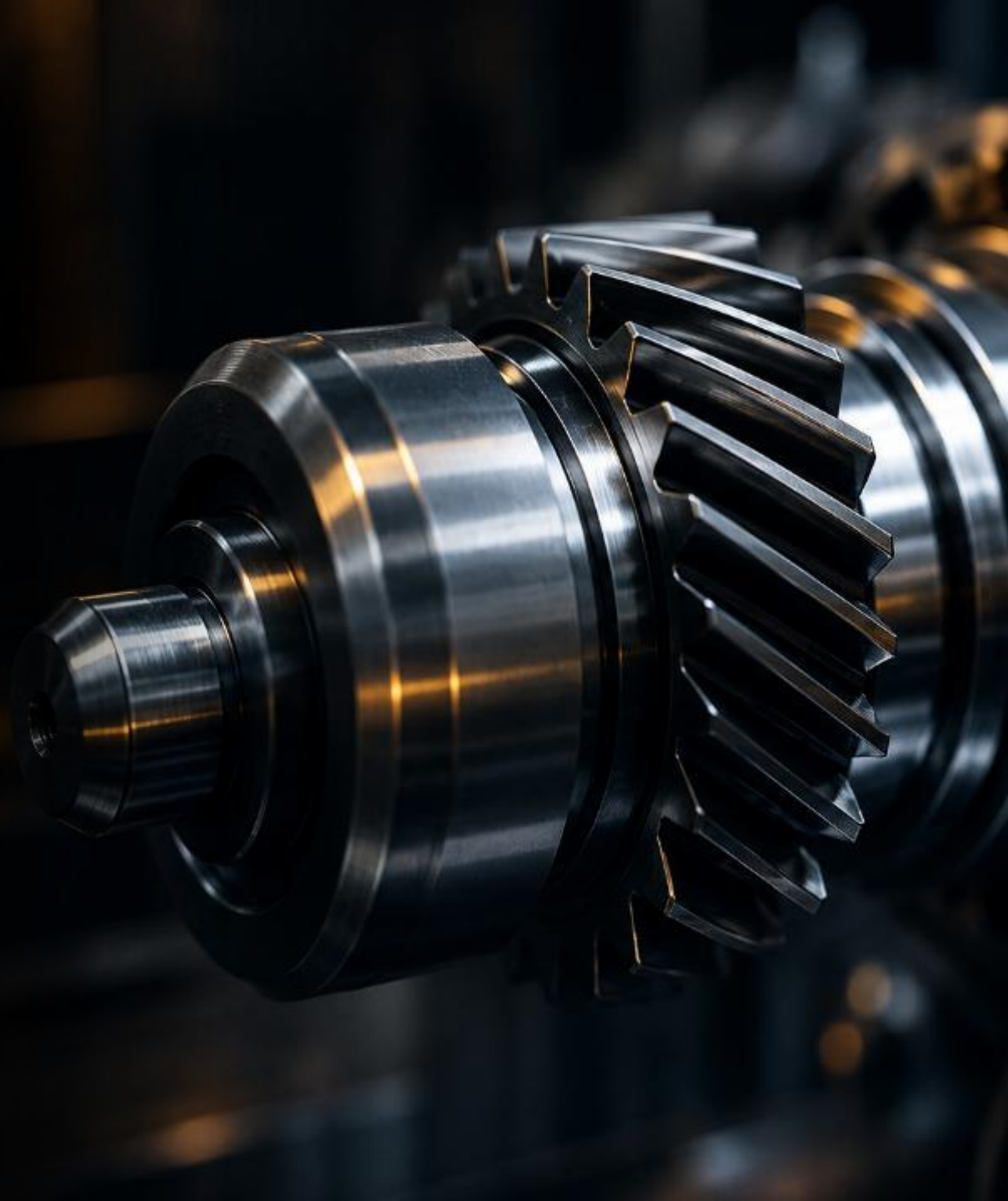
Triveni
POWER TRANSMISSION LTD.

PRECISION ENGINEERING.



INTRODUCTION

August 2026

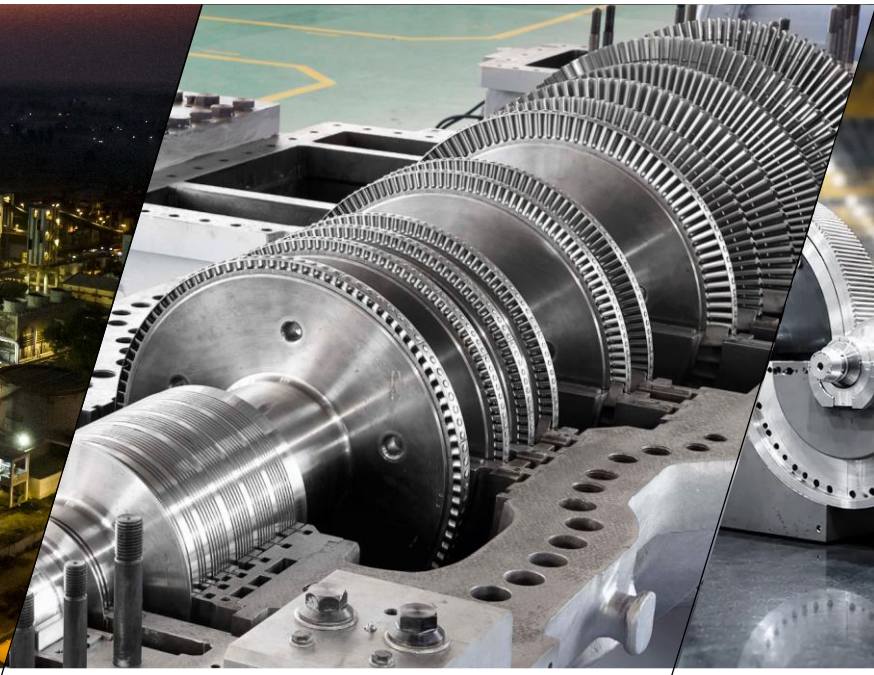
TRIVENI - A DIVERSIFIED GROUP



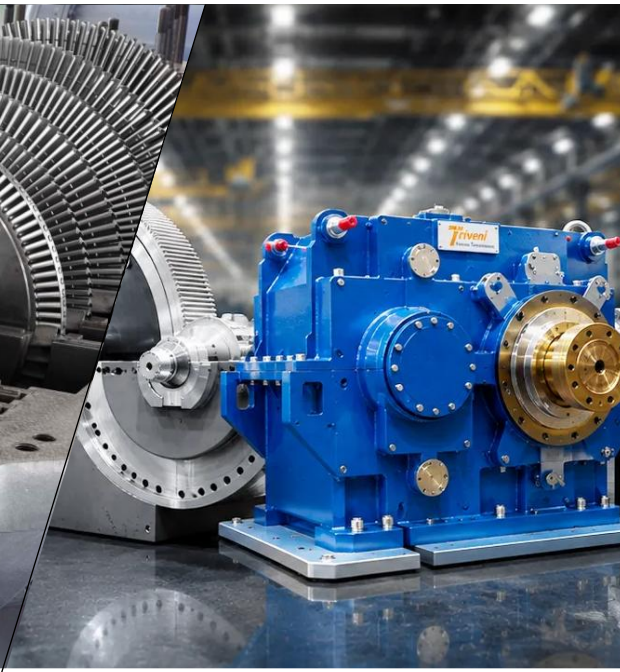
Formed in the 1930's, the Group has businesses that function in a variety of industries including **sugar, fuel ethanol, portable alcohol, water and wastewater management and industrial steam turbines`**



Triveni Engineering & Industries Limited (TEIL) is a diversified industrial conglomerate having core competencies in the areas of **sugar** and **engineering**

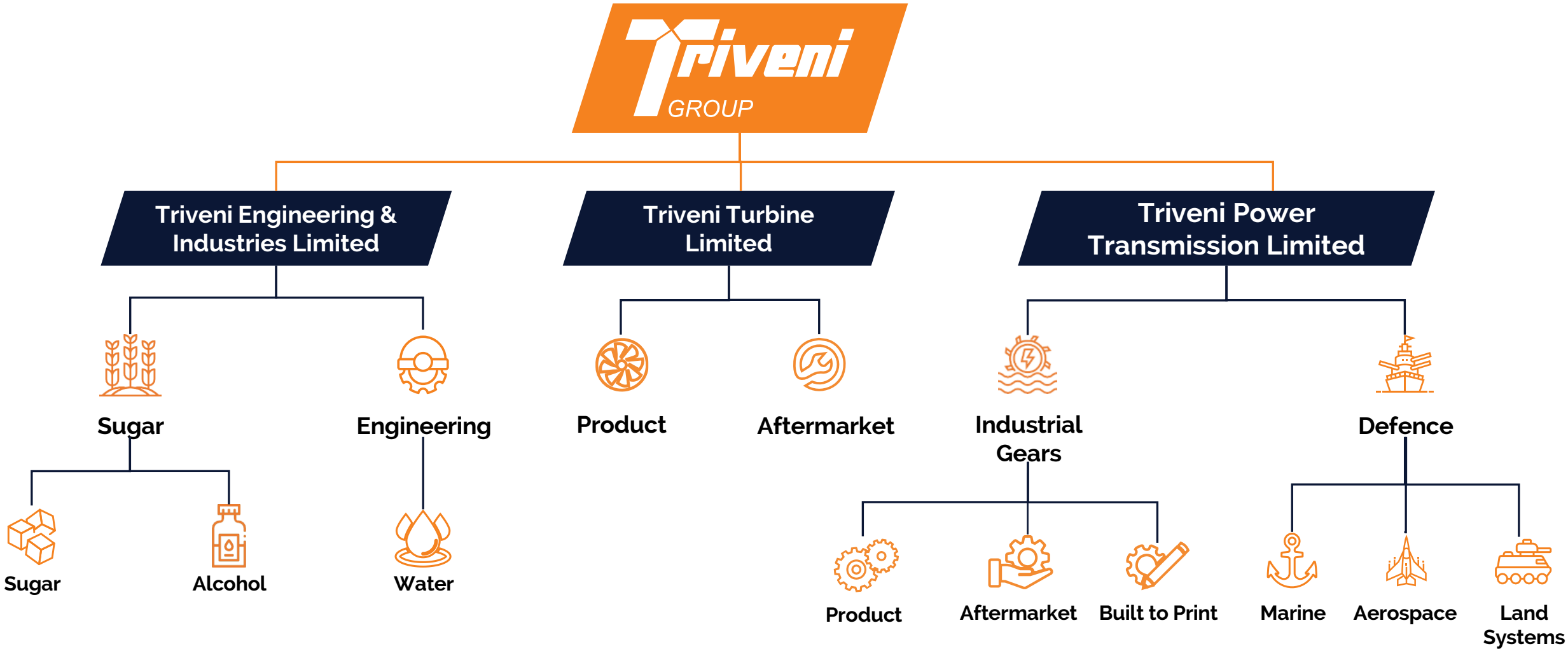


Triveni Turbine Limited (TTL) is a focused, growing and market-leading corporation having core competency in **industrial heat & power solutions and decentralized steam-based renewable turbines up to 100 MW size**



Power Business is demerged from the Triveni Group in 2026 to form **Triveni Power Transmission Limited (TPTL)** which is a global precision engineering partner to the world's leading OEMs, EPCs, and end-users supporting the full asset lifecycle for gearboxes

GROUP STRUCTURE



- In 2011, TEIL vertically demerged Triveni Turbines
- In 2026, Power Transmission business is getting demerged from TEIL; Refer Annexure for details

GROUP PROFILE



TRIVENI ENGINEERING & INDUSTRIES LTD (TEIL)

One of the largest integrated sugar and ethanol (alcohol) producers and a leading player in water and wastewater management, the Company has consistently delivered sustainable growth through operational excellence and innovation. Its stringent quality standards support long-term relationships with customers who demand best-in-class global quality benchmarks.



TRIVENI TURBINE LIMITED (TTL)

The Company provides innovative, reliable and efficient end-to-end industrial steam turbine solutions for heat and power applications, as well as decentralised renewable energy projects, with turbine capacities of up to 100 MW. Continuous investment in R&D enables the delivery of world-class solutions, while its comprehensive aftermarket services support both its own turbine fleet and rotating equipment across multiple OEMs.



TRIVENI POWER TRANSMISSION LIMITED (TPTL)

Triveni Power Transmission Limited (TPTL) is one of the largest manufacturers of engineered-to-order high-speed gears by volume and revenue. The Company specialises in new builds, retrofits, replacements, upgrades and lifecycle field services, delivering reliable, high-performance solutions tailored to customer requirements.

GLOBAL PRESENCE

Triveni POWER TRANSMISSION LTD.

India
(Manufacturing Facilities)

- Gearbox
- Defence



Europe
(Sales & Service)

Triveni Power Transmission GmbH

China
(Sales & Service)

A RICH HISTORY SPANNING 50 YEARS (1/2)



1976 — Started at Mysore, to cater to captive consumption



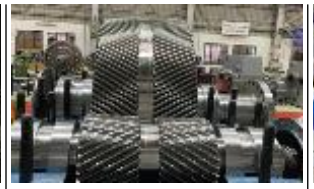
1980 — First gearbox supplied to a non-captive steam turbine OEM



1982 — First hydro gearbox supplied



1991 — First integrally geared internal replacement



1994 — First integrally geared internal replacement



1998 — First 6 MW gas turbine gearbox to USA



2002 — First export of API gearbox



2005 — First Integrally Geared Compressor gearbox

2008 — Frame 6 Gearbox Replacement for Reliance Industries



2009 — Achieved 70,000+ RPM Gearbox Milestone



2011 — Highest Power Local Gearbox 38 MW for an automobile company



2013 — First indigenous LM6000 replacement unit and 850 kW planetary gearbox for a sugar mill.



2014 — Frame 6 gearbox replacement to the United States and 15 MW test rig gearbox for a 1000 MW generator.



2014 — First Built to Print - Integrally Geared compressor gears delivered to Indian OEM .



2016 — 40 MW Test Rig Gear box for Compressor testing to Japanese steel company



A RICH HISTORY SPANNING 50 YEARS (2/2)

2018



Spare internals for nitrogen expander planetary gearbox replacement at a petrochemical complex.

2019



Landmark Oldelval, Argentina Pipeline Project Order for Gas Turbine Driven API Pumps gearbox

2020



Indigenous Replacement Solution for Indian Navy INS Abhay

2022



4.5 MW High Speed Planetary Gearbox for process Air Compressor, replacing European Brand and supplied to Fertilizer Complex

2023

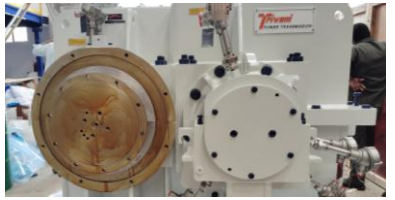
ADNOC Vendor Approval

2024

High Power 27.5 MW Compressor Gearbox for installation in China via European OEM



Landmark Oldelval, Argentina Pipeline Project Order for Gas Turbine Driven API Pumps



2025

Delivered Highest power 57 MW Compressor Gearbox for Air Separation Unit for a steel Plant



TotalEnergies & Technip Energies Approval



Landmark replacement order from Saudi Energy (formerly Saudi Electric Company)



2026

Approval from Qatar Energy

TPTL: BOARD OF DIRECTORS



Dhruv M. Sawhney
Promoter &
Non-Executive Chairman



Tarun Sawhney
Vice Chairman &
Managing Director



Nikhil Sawhney
Promoter &
Non-Executive Director



Sandhya Vasudevan
Independent
Non-Executive Director



Siraj Azmat Chaudhry
Independent
Non-Executive Director



Ashwath Ram
Independent
Non-Executive Director



Mahesh Ram Chand Chhabria
Independent
Non-Executive Director

KEY MANAGEMENT



Dhruv M. Sawhney
Promoter &
Non-Executive Chairman



Tarun Sawhney
Vice Chairman &
Managing Director



Suresh Taneja
Group Chief
Financial Officer #



Rajiv Rajpal
Chief Executive Officer



Prateek Kumar
Group Chief
Legal Officer #



Akash Premsen
Vice President
Strategy #



Sanjeev Asthana
Vice President
Human Resource #



Kumar Sunit
Head – Investor Relations
& Value Creation #



Flt. Lt. D. Srinivasan (Retd.)
Vice President - Product
(Marketing & Contracts)



Pankaj Jain
Vice President - Aftermarket
(Marketing, Contracts & Service)



Mathias Linden
Vice President - Product &
Aftermarket (Europe Region)



M.S. Shankar
Vice President
(Manufacturing)



Suresh Kumar R.
Vice President - Gears
(Design and R&D)



Cdr. PG Ramesh (Retd.)
Chief General Manager-
Defence (Design)



Cdr. Rajeev Ramakrishna (Retd.)
General Manager - Defence
(Business Development)



S. Raman Kumar
Chief Financial Officer

 # Common management personnel for TEIL and TPTL

FOUNDING PRINCIPLES

ETHICS

- Professional and transparent business practices
- Strong focus on Environmental, Social and Governance (ESG)

SUSTAINABILITY

- Leadership in all our business lines with sustainability at the core
- Enabling environmentally responsive operations

PRODUCT QUALITY

- Best in class manufacturing
- Internationally benchmarked on quality standards

TECHNOLOGY

- Consistent R&D of technology to surpass customer needs
- Experienced team with an innovation forward mindset

STRONG RELATIONSHIPS

- Sustainable solutions that create a high degree of value for our customers
- Strong networks in place to enable smooth business operations

STRENGTHS

Strong Leadership & Governance

Experienced management team with a proven track record of providing industrial high speed gear solutions to diverse applications.

Robust corporate governance with a majority-independent board comprising members with diverse and distinguished backgrounds.

Market Leadership

A **global player in high-speed industrial gearbox industry** with best-in-class infrastructure and manufacturing excellence.

Operates in **high entry-barrier**, long gestation industries, ensuring durable competitive advantage.

Driven by Technology

Consistent focus on R&D driving **energy-efficient and low-noise gearboxes** in alignment with global sustainability and OEM standards.

Xperia AR Platform: Immersive AR tool for showcasing, installing, and troubleshooting gearboxes via mobile apps.

Stakeholder Trust & Ecosystem Integration

Strong, long-standing relationships with OEMs, EPCs, end customers and suppliers, ensuring reliability, continuity, and mutual growth.

Established engagement with all stakeholders, enabling smoother operations, compliance, and long-term stability.

Strategic Tailwinds & Growth Drivers

Well-positioned to grow through **market share gain** in overseas markets

Indigenization of Indian Defence industry and internal capability building to drive growth in Defence business

REVENUE STREAMS

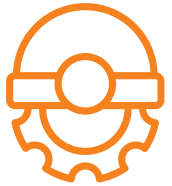
OEMs

Supplies global OEMs with high-speed gearboxes for turbines, compressors, pumps, and fans, designed for extreme conditions (hazardous/sub-zero temperatures and marine environment).



Aftermarket

Has replaced 1,400+ gearboxes from 90+ global brands, offering diagnostics, overhauls, upgrades, and eco-friendly refurbishments for maximum uptime.



Built-to-Print

Designs high-precision gears for select global clients, ensuring recurring revenues.



Defence

Stands out as a trusted OEM for naval propulsion systems, shafting, fin stabilisers, winches, gas turbine generators, and special application pumps.



BUSINESS HIGHLIGHTS

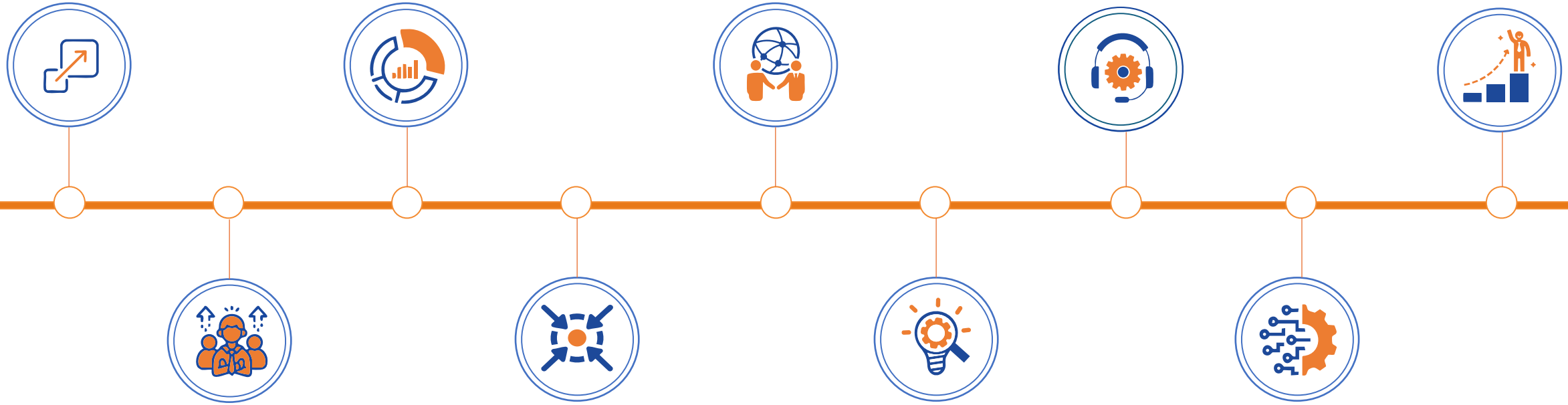
One of the largest engineered-to-order turbo gear manufacturers in the world

Largest domestic market share across OEMs & patronised by global OEMs across application spectrum like STG/GTG/ Compressor / Pumps / Blower / ID-FD Fans

One of the few companies globally catering to AGMA & API standards and supplying gearboxes to hazardous and sub-zero temperatures

Reliable aftermarket services throughout the product life cycle at the lowest cost, thus maximising uptime and performance

Industry leading Product delivery cycle: Ranging from few weeks to 6 months for full gearboxes



Cost and Quality leadership are the major differentiators

Strong focus on value engineering, low-cost manufacturing,

R&D for new product and expertise in reverse engineering & replacement solutions

Providing critical technology and engineered solutions on multiple fronts to Indian Navy and Indian Defence industry

GEAR SOLUTIONS PORTFOLIO

Certifications

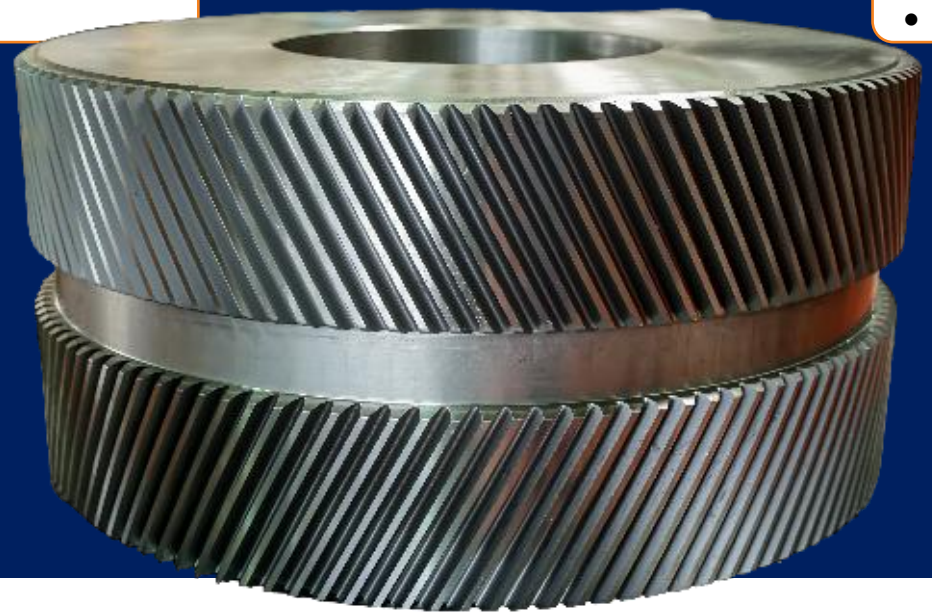
- CE, UL, CSA and Country specific certifications.
- IECEx, ATEX, EAC,ECAS, CUTR INMETRO, UL, and CSA for Instrumentations.
- ABS Certification
- ISO 9001, 14001, 45001

Prime Movers

- Steam Turbines
- Gas Turbines
- Hydro Turbines
- Diesel Engine
- Electric Motor

Applications

- Generators
- Centrifugal Compressors
- Centrifugal Pumps
- Reciprocating Pumps & Compressors
- FD & ID Fans
- Low Speed Industrials- Mill, Agitators,, Extruders etc.
- Marine Propulsion
- Test Rigs



Product Portfolio

- High Speed
- Niche Low Speed
- Built to Print
- Replacement Solutions
- Marine

Standards

- API
- AGMA
- DEF Standards

ENABLING OEMs CONSISTENTLY

>50,000 MW globally installed gears capacity



Steam Turbines



Gas Turbines



Centrifugal Compressors



Reciprocating Compressors



Centrifugal Pumps



Fans and Blowers



Hydel Turbines

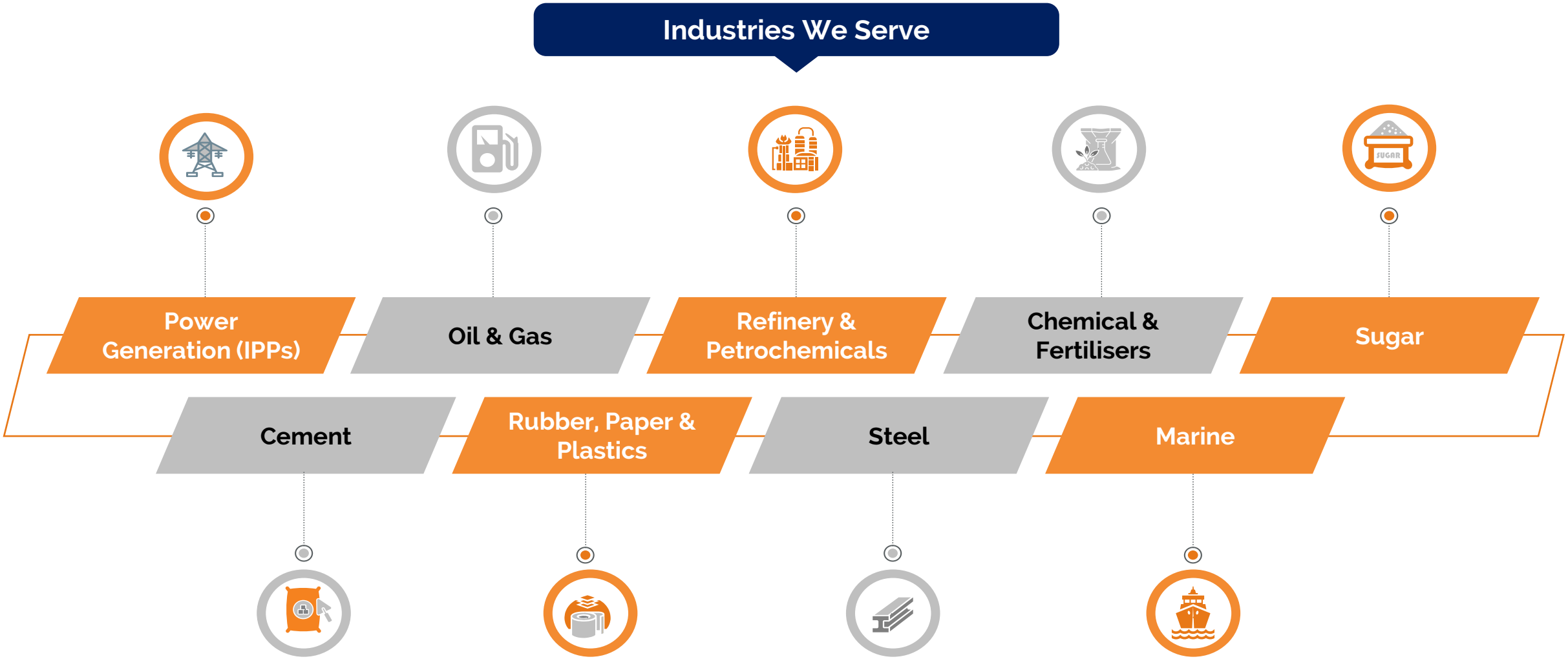


Niche Slow Speed



Test Rigs

SERVING A MULTITUDE OF INDUSTRIES



Note: Sample list

MANUFACTURING EXCELLENCE

Triveni has engineering roots and constantly invests in **world-class technology** to ensure premium quality with faster deliveries at an **optimized cost** for our products & services. We employ **industry 4.0** best practices to keep striving to optimize.

Our associations with some of the leading **Global Design houses, Academic Institutions** and **manufacturers** have enabled us to provide the foremost services/end products to our customers.

With the change in the macro business environment, we have embarked aggressively on a transformational journey to embrace the new ecosphere by embedding **Digitalization in our business processes.**

Cost Management & Efficiencies are in our DNA which helps us to maintain leadership.

Quality Excellence

A fully equipped metallurgical lab, optical spectrometry and traceable calibration regimes engineer quality into every component, not at the end.

Testing Excellence

90 MW/ 25 MW/ 10 MW test benches with partial load testing to API standards- globally benchmarked to ensure gearboxes are supplied fully validated to project requirements.



ADVANCED GEARBOX TECHNOLOGY CAPABILITIES

Digital Design & Engineering

- Proprietary **Triveni Gear Suite** aligned with AGMA & API standards
- Automation of Design calculation

High-Performance Materials & Manufacturing

- Stringent control on **material cleanliness, composition & microstructure**
- High Energy materials for high Pitch line velocity

Bearing & Rotor Dynamics Expertise

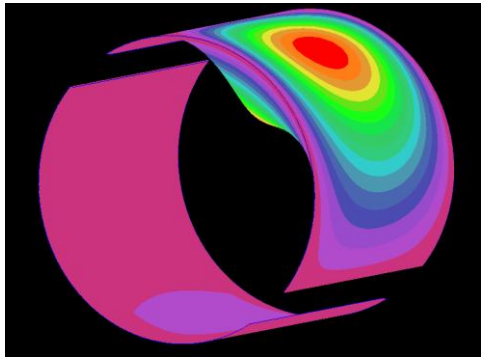
- Advanced **hydrodynamic & tilting pad bearings** for high-speed (>14000 rpm)
- Optimized **oil flow & clearance design** improving efficiency and stability
- Comprehensive **rotor dynamic analysis** (critical speed, stability, unbalance)

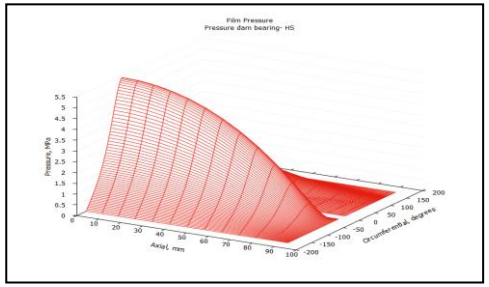
Simulation & Optimization Technologies

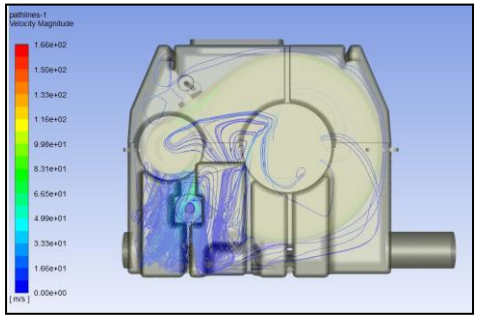
- **CFD-based windage loss reduction** improving gearbox efficiency
- **Finite Element Analysis (FEA)** for stress & distortion prediction
- Numerical simulation for **heat treatment distortion control**

Technology Development Cell:

- Technology Development Cell at Triveni Power Transmission GmbH for Design and Engineering of critical applications such as **High speed Planetary Gearboxes** used in Gas Turbine applications and Integrally Geared Compressor







THE GO-TO SUPPLY PARTNERS FOR ALL GLOBAL OEMs

Triveni Power Transmission Limited has been a committed long term supply partner to major OEMs in India, SE Asia and other parts of the world, offering power transmission solutions for various applications across industrial segments like Power, Oil & Gas, Refineries, Petrochemical, Cement, Steel, Fertiliser, Sugar, Rubber & Plastic, and Marine covering all geographies.

Triveni Power Transmission Limited's expertise in understanding and catering to the latest gear standards, API or AGMA has given way to approvals for supply of gearboxes through major engineering consultants and EPC contractors.



REPLACEMENT SOLUTIONS

- Aftermarket business is central to Triveni Power Transmission Limited's strategy, focusing on lifecycle excellence, operational reliability, and long-term customer partnerships

- Delivers comprehensive aftermarket solutions to optimize gearbox performance and enhance efficiency across both TPTL and third-party/legacy systems

- Service portfolio includes:
  - Precision repairs and advanced refurbishments
  - Performance-driven uprating
  - Reverse engineering and engineered enhancements
  - including speed change
  - Diagnostic study & trouble shooting
  - Supply of premium-quality spare parts

- Provides end-to-end lifecycle solutions tailored to evolving customer needs

- Backed by strong domain expertise, engineering capabilities, and deep application knowledge enables customers to achieve:
  - Maximized uptime
  - Extended equipment life
  - Consistent, reliable performance in demanding industrial environments

- Utilizes Augmented Reality (Experia App) to deliver immersive, simulation-based technical training on installation, commissioning, and troubleshooting



REPLACEMENT SOLUTION PORTFOLIO

On-site training & assistance

Spares and Service Consumables

Commissioning support

Annual maintenance contract



Troubleshooting & Problem solving (RCA)

Overhauling

Diagnostic study & inspection

Speed Change

Uprating

Dimensioning & Replacement of Part/Complete

LEGACY BRANDS REPLACED

USA
PHILADELPHIA
CAMERON
SUNDYNE
TURBODYNE
WESTING HOUSE
MURRY
STORK
TERRY
NPK
CHEMINEER
LENN MASS
FALK
AMARILLO

UK
DAVID BROWN
BELLIS-MORCOM
BROWN BOVERI
ALLEN – BERRY
G.J.WEIR
LIGHTNING MAKE
GREENWOOD & BATELY
R.W TRANSMISSIONS
OPPERMAN MATERGEAR

Germany
RENK
BHS- VOITH
DEMAG
FLENDER
KKK
KOPPEN
KREBER
MAN-GHH
PIV
G.H.H
HUTTENWERK
KRUPP
BLOHM VOSS
MIRLEES
PEKRUN
RENK TACKE
SIEMENS
SMS
STEPHEN WERK
VICKERS
SAWA
BLOHM VOSS
DESCH

Rest of Europe
FLENDER GRAFFENSTADEN
MAAG
GUSTI (OTG)
COMELOR - FRANCE
VALMET - FINLAND
ECHESA – SPAIN
METSO- FINLAND
PEKRUN
POMINI ITALY
SANTASALO
WORTHINGTON
POMINI FARREL – ITALY
POMPE – ITALY
SCHILLE & CO
BENZLERS – SWEDEN
KAZAN – RUSSIA
MOVENTAS - FINLAND
G.ELLI RIDUTTORI SEITES
ROSSI
SANTASALO

Rest of Europe
JEUMOUNT – SCHNEIDER
ZAMBELLO
BOLSHEVIK

Rest of Asia
HANGZHOU
NANJING (NGC)
FORMOSA
KANGPU
DOUBLE ELEPHANT
JEIL – SOUTH KOREA

Japan
SHINKO
SIESA JAPAN
MITSUBISHI
HITACHI
NIPPON
IHI
EBARA
SHIMADZU
KUBOTA
MKK
OSAKA
GENSOKUKI
SEISAKUSHO
ISHIBASHI
SHIMADZU
ABEX
PARAMAX

> 90 International Make gearboxes replaced, Total >1400 installations, Across applications

GLOBAL OEMs



STEAM TURBINE

SIEMENS energy — *India, Czech and Brazil*

Triveni TURBINES

BHEL

SNM

MITSUBISHI HEAVY INDUSTRIES

clean energy ahead TURBODEN

Everllence — *India, Switzerland and Germany*

ShaanGu EKOL

EBARA ELLIOTT ENERGY

DOOSAN Škoda Power

CENTRIFUGAL PUMPS

KSB

MITSUBISHI HEAVY INDUSTRIES

EBARA ELLIOTT ENERGY

SULZER

CW-Hydro, Inc.

FLOWSERVE — *India, Italy, Spain, Argentina, Mexico*

CELEROS FLOW TECHNOLOGY

TRILLIUM FLOW TECHNOLOGIES

HYOSUNG

BHEL



GLOBAL OEMs



GAS TURBINE

BHEL

MITSUBISHI HEAVY INDUSTRIES

SIEMENS energy

Baker Hughes

COMPRESSORS & FANS

SIEMENS energy — *India, Germany, China, US*

Atlas Copco — *India, Germany, China, US*

AS AEROMECCANICA STRANICH

Everllence

Howden

BHEL

KOBELCO

BOLDROCCHI

MITSUBISHI HEAVY INDUSTRIES



SMALL INTERVENTIONS BIG IMPACT

1

Rollscan Test (Barkhausen Noise Analyser Test) – Grinding burn check



2

Introduction of Mesh adjusting mechanism in Bearings – To improve mesh



3

External RTD insertion provisioning – In situ Replacement of RTD's during running



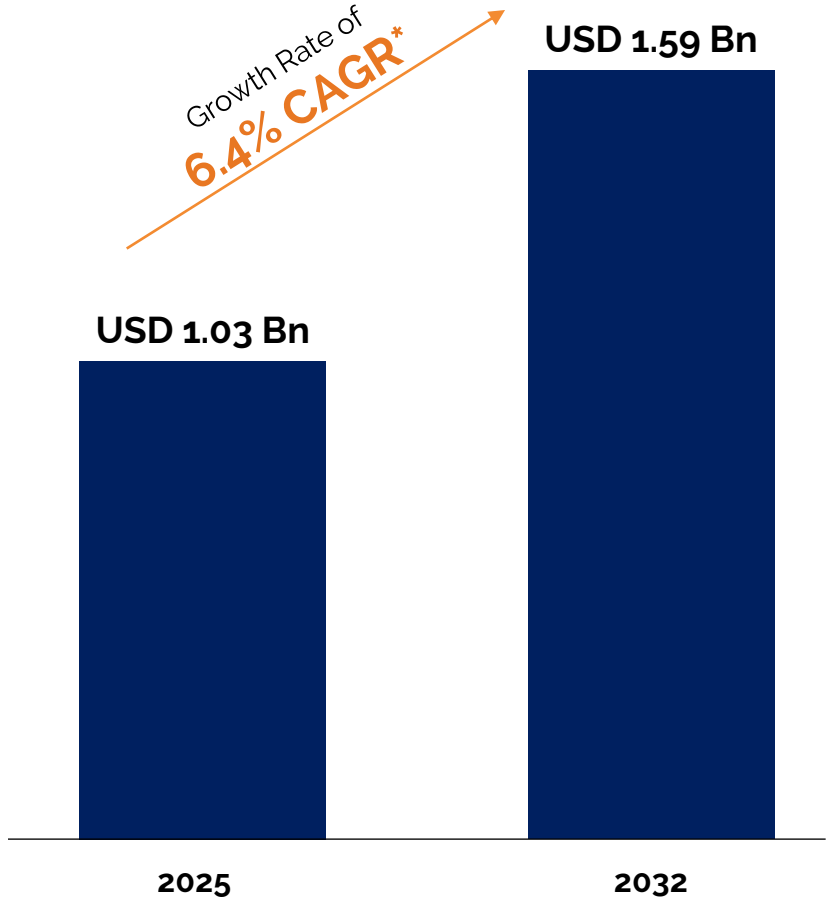
4

Adjustable CNC controlled flexi Mesh Stand - Teeth Mesh validation without casing



INDUSTRY SCENARIO

Global Industrial High Speed New Build & Aftermarket Gearbox market



SECTOR PERFORMANCE

- **Global Market Size:** The global industrial high-speed New Build Gearbox market is projected to grow from around $452 million in 2025 to $717 million in 2032 at a 6.8% CAGR. The global industrial high-speed Aftermarket Gearbox market is projected to grow from around $581 million in 2025 to $875 million in 2032 at a 6.0% CAGR.*

- **Key Applications:** The global industrial high-speed New Build Gearbox market is dominated by Compressor followed by Gas Turbine and Steam Turbine application.

HOW THE MARKET IS EVOLVING

- **Oil & Gas:** Capacity enhancements and modernization in refineries, petrochemical complexes, pipeline projects, Enhanced Oil Recovery (EOR) and Coal Gasification projects are major volume drivers for high-speed industrial gearbox applications.

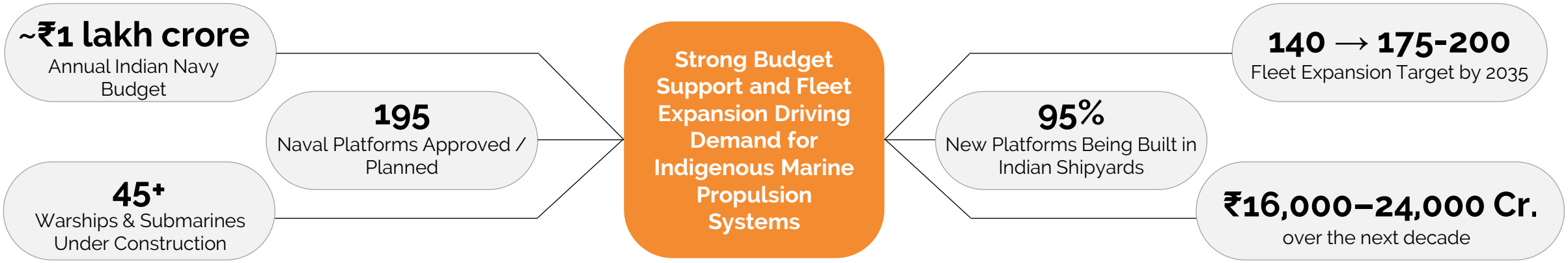
- **Defense and Self-Reliance:** Heightened geopolitical issues is driving indigenization and is pushing domestic players to manufacture turbo-gear units for naval marine propulsion, turbo-generators, and other critical defense applications, driving local engineering.

- **Renewable and Sustainable Energy Conversion:** Projects such as Waste To Energy (WTE) and Waste Heat Recovery (WHR) power generation, Carbon Capture Utilization and Storage (CCUS) projects, Compressed air storage projects facilitate highly sustainable, low carbon emission programs and driving demand.

* Source: Independent market research

INDIAN NAVAL DEFENCE OUTLOOK

Indian naval modernization represents a multi-decade opportunity driven by fleet expansion, indigenization and increasing domestic sourcing of propulsion and drivetrain systems.



Key Naval Programs

Program	Planned Units	Opportunity Relevance
Project 17A Frigates	7	High-value propulsion systems
Next Generation Offshore Patrol Vessels	11	Shafting & gearbox systems
ASW Shallow Water Crafts	16	Marine transmission systems
Next Generation Corvettes	~8	Complete propulsion packages
Next Generation Missile Vessels	~6	High-speed propulsion systems
Project 75(I) Submarines	6	Precision marine drivetrain components
Project 76 Submarines	Planned	Long-term strategic opportunity
Next Generation Destroyers	~4	Large propulsion systems
Future Aircraft Carrier	1	Large-scale indigenous content opportunity

Strategic Tailwinds

- Government focus on **Atmanirbhar Bharat** and indigenisation
- Increasing localization of marine propulsion ecosystem
- Rising defence capital expenditure and maritime security focus
- Long operating life of naval assets supports recurring aftermarket demand
- Strong opportunity across newbuild, retrofit and lifecycle support markets

TRIVENI POWER TRANSMISSION LIMITED (TPTL) AT A GLANCE

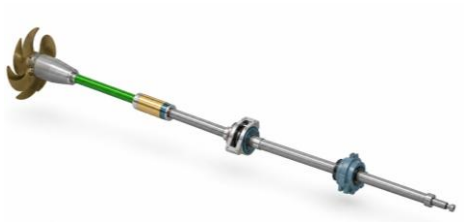


50+ Years of Engineering Excellence	**450+** Employees	**14,000+** Installations across 80+ countries
50+ GW Installed gear capacity	**1,400+** Replacements of 90+ global OEM brands	**90 MW** In-house testing capability
2,800 mm Max. gear diameter	**4,00,000+ sq. ft.** Covered area in two manufacturing facilities	**70,000 RPM** Speed achieved
65 MW Max. power Steam Turbine Generator Gearbox	**57 MW** Max. power Compressor Gearbox	**54 MW** Max. power Gas Turbine Generator Gearbox

DEFENCE BUSINESS PORTFOLIO

Defence Business (Marine)

- Propulsion Shafting



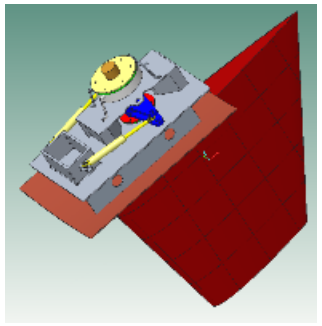
- Marine Gears



- Special Application Pumps



- Fin Stabilizers & Steering Gears



- Winches & Other Engineered Products



- Gas Turbine Generators

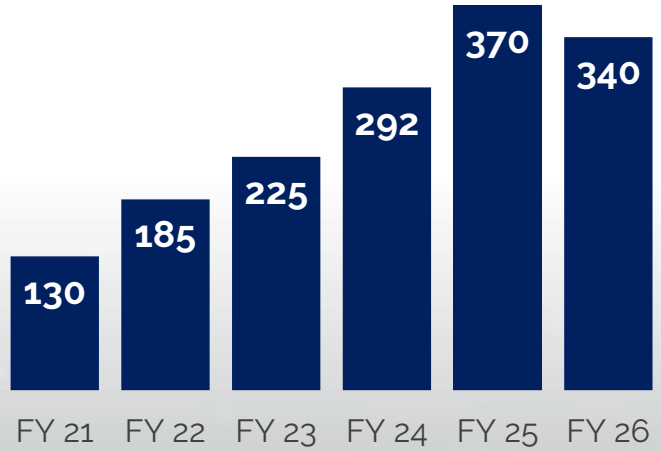


TPTL has become a trusted, reliable supplier to the Indian Navy and Indian Coast Guard across a range of critical equipment, underlining the technological and innovation edge of our products.

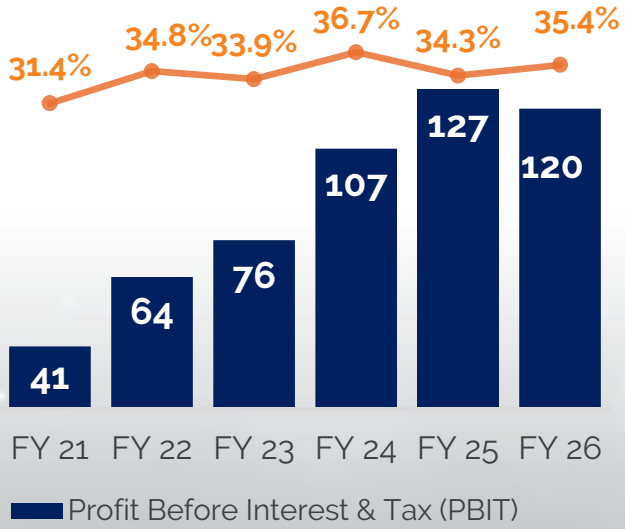
From marine propulsion gearboxes and shafting systems to gas-turbine generators, our defence portfolio is engineered to defence application standards, with indigenous depth and aftermarket support to keep platforms operational for the long haul.

FINANCIAL PERFORMANCE*

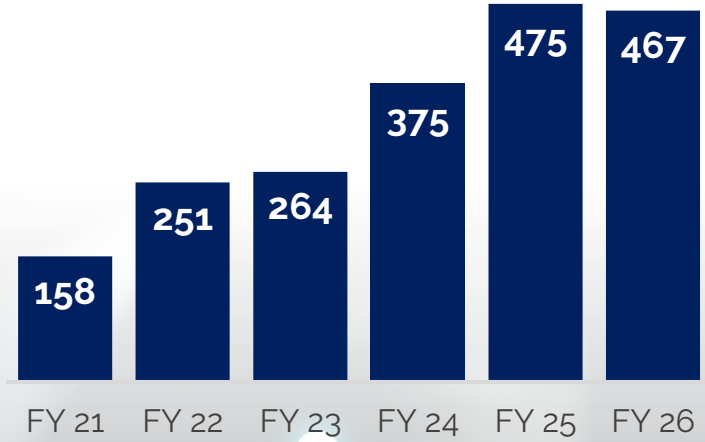
5Y Revenue CAGR of 21% between FY 21-26



5Y PBIT CAGR of 24% between FY 21-26



5Y Order Booking CAGR of 24% between FY 21-26



* Represents PTB (Power Transmission Business) segment of TEIL

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Some of the statements in this presentation that are not historical facts are forward looking statements. These forward-looking statements include our financial and growth projections as well as statements concerning our plans, strategies, intentions and beliefs concerning our business and the markets in which we operate.

These statements are based on information currently available to us, and we assume no obligation to update these statements as circumstances change. There are risks and uncertainties that could cause actual events to differ materially from these forward-looking statements. These risks include, but are not limited to, the level of market demand for our services, the highly-competitive market for the types of services that we offer, market conditions that could cause our customers to reduce their spending for our services, our ability to create, acquire and build new businesses and to grow our existing businesses, our ability to attract and retain qualified personnel, currency fluctuations and market conditions in India and elsewhere around the world, and other risks not specifically mentioned herein but those that are common to industry.

Further, this presentation may make references to reports and publications available in the public domain. Triveni Power Transmission Ltd. makes no representation as to their accuracy or that the company subscribes to those views / findings.


Grazie Tack
Tēnā koe Muchas gracias
Obrigado Много вам Multumes
Mahalo 감사합니다 Asante ԿԱՎ ԿԱՎ
Shukran תודה Rahmat Děkuji Merci
Благодарю
धन्यवाद Hvala
Teşekkürler Salamat Tak Terima kasih
唔該(晒) Tualumba Dziękuję Shukria
Gamsahabnida Σ' ευχαριστώ! Хвала
M goi Takk skal du ha Danke
ありがとう Cảm ơn Kiitos
Nandri

THANK YOU

ANNEXURE

CORPORATE STRUCTURE SIMPLIFICATION – SCHEME APPROVED

On 10 December 2024 the Board of Directors of Triveni Engineering & Industries Limited (TEIL/Amalgamated Company/Demerged Company), **Sir Shadi Lal Enterprises Limited (SSEL/Amalgamating Company)** and **Triveni Power Transmission Ltd. (TPTL/ Resulting Company)** have approved a Composite Scheme of Arrangement (Scheme).

NCLT has approved the said Scheme vide its orders dated 07 May 2026 & 18 May 2026 and the Scheme has become effective from 19 May 2026 upon filing with ROC. Further steps necessary for implementing the Scheme (including corporate actions towards issue of shares) shall follow.



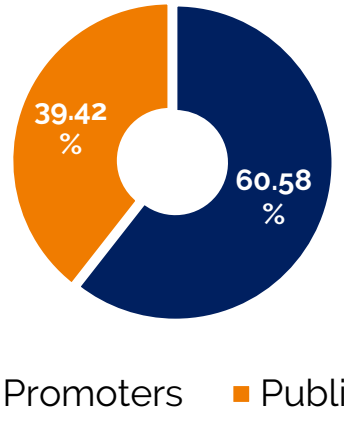
Amalgamation of Sir Shadi Lal Enterprises Limited (SSEL) with Triveni Engineering & Industries Limited (TEIL). SSEL is a subsidiary of TEIL, in which TEIL holds a 61.77% stake presently.

Transfer and vesting of PTB Undertaking (as defined in the Scheme) of TEIL to Triveni Power Transmission Limited (TPTL). TPTL is a wholly-owned subsidiary of TEIL presently.

EXISTING AND RESULTANT STRUCTURE OF ENTITIES: TEIL & TPTL

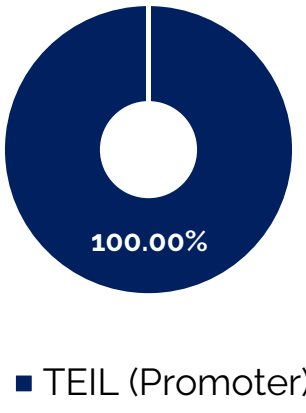
Before PTB Demerger

Triveni Engineering & Industries Ltd.



~22.04 cr shares of INR 1 each

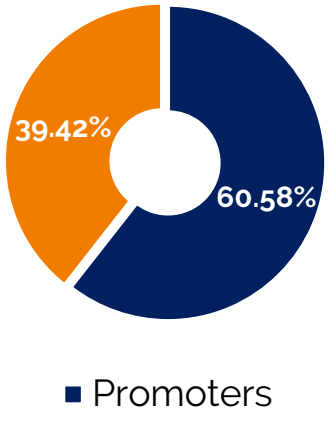
Triveni Power Transmission Ltd.



~3.13 cr shares of INR 2 each

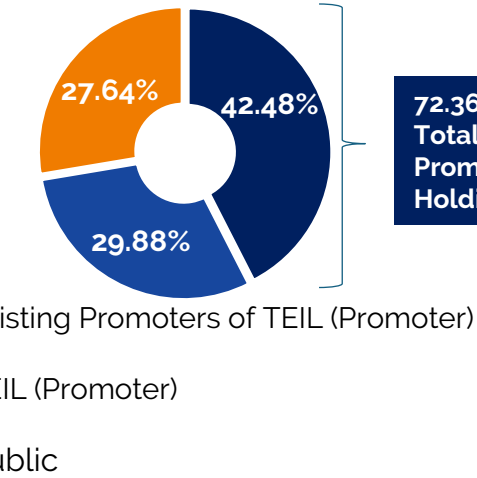
After PTB Demerger

Triveni Engineering & Industries Ltd.



~22.04 cr shares of INR 1 each

Triveni Power Transmission Ltd.



~10.48 cr shares of INR 2 each

RATIONALE FOR DEMERGER OF POWER TRANSMISSION BUSINESS & RATIO OF ISSUE OF EQUITY SHARES BY TPTL



Sharpened focus

The transfer of the PTB Undertaking (as defined in the Scheme) into TPTL will enable each business to sharpen its focus and organize its activities and resources to improve its offerings to their respective customers. This would help to improve its competitiveness, operational efficiency, agility and strengthen its position in relevant markets resulting in more sustainable growth and competitive advantage



Competitive position and market penetration

PTB has attained a significant size, scale and has a large headroom for growth in its market. As PTB is entering the next phase of growth, the transfer and vesting of the PTB Undertaking into the Resulting Company pursuant to this Scheme would result in focused management attention and efficient administration to maximize its potential



Value unlocking

Further, as PTB has separate growth trajectories, risk profile and capital requirement, the segregation of the PTB Undertaking and the Residual Business will enable independent value discovery and lead to unlocking of value for each business

TPTL will issue 1 equity share of face value INR 2 each to shareholders of TEIL for every 3 equity shares of face value INR 1 each held in TEIL, provided that the Existing Equity Shares held by TEIL shall continue to be held by TEIL in TPTL.

CHRONOLOGICAL TRANSACTION MILESTONES

- Approval of the Board of Directors on recommendation of Audit Committee & Independent Directors to the Scheme
- Filing of Application with Stock Exchanges for No Objection
- Filing the Scheme along with Application with NCLT for issuance of summons for directions on convening/ conducting/ dispensing meetings of shareholders and creditors; Hearing and receipt of the NCLT order
- Meetings of shareholders & creditors (where required)
- Filing of petition with NCLT for sanction of the Scheme
- Listing of matter before NCLT and Issuing of Notices to relevant statutory authorities and publication in the newspapers
- Filing of replies/NOC by the relevant statutory authorities
- Final hearing of NCLT for approval of Scheme
- Filing of NCLT order with Registrar of Companies
- Allotment of TEIL shares to the shareholders of SSEL basis Record date as 03 June 2026
- Filing of Listing Application with the Stock Exchanges for listing and trading of shares allotted pursuant to the Scheme
- Allotment of TPTL shares to the shareholders of TEIL basis Record date as 22 July 2026

- Filing of application by TPTL with the stock exchange(s) for listing and trading of shares of TPTL

- Receipt of listing and trading approval from stock exchange(s) by TPTL

[Kindly note that these consist of only the key steps of the process involved in the Scheme, and is not exhaustive in nature]
Steps in green are the completed ones