

August 9, 2022

The Corporate Service
Department
BSE Limited
P J Towers, Dalal Street
Mumbai - 400 001

The Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra- Kurla Complex
Bandra (East)
Mumbai 400 051

TD Power Systems Limited

(CIN -L31103KA1999PLC025071)

REGISTERED OFFICE & FACTORY:
27, 28 and 29, KIADB Industrial Area
Dabaspet, Nelamangala Taluk
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Bengaluru - 562 111 India

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Sirs,

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SUB: DISCLOSURE UNDER REGULATION 30 OF SEBI LODR - OUTCOME OF BOARD MEETING

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that, the Board of Directors of the Company at their meeting held today considered inter alia the following:


1. Re-appointment of M/s. Varma & Varma, Chartered Accountant as statutory auditors for second term of five years from the conclusion of this 23rd AGM till the conclusion of 28th AGM of the Company subject to approval of Shareholders of the Company.
2. Adoption of new set of Articles of Association ("AOA") of the Company in according with provisions of the Companies Act, 2013 in place of, in substitution to, and the entire exclusion of the existing Articles of Association subject to approval of Shareholders of the Company.
3. Re-appointment of Ms. Prathibha Sastry (DIN 01505172) as an Independent Director of the Company for a second term of five (5) years with effect from September 27, 2022 to September 26, 2027 subject to approval of Shareholders of the Company.
4. Appointment of Ms. S Prabhamani (DIN 09695003) as Director, liable to retire by rotation subject to approval of Shareholders of the Company, in place of Mr. K G Prabhakar (DIN: 07187463) who is retiring at the ensuing AGM & does not seek reappointment.

Pursuant to the requirements of the Listing Regulations, brief profiles of Ms. Prathibha Sastry (DIN 01505172), Ms. S Prabhamani (DIN 09695003) and M/s. Varma & Varma, Chartered Accountants, are enclosed herewith as Annexure 1.

Further, we affirm that Ms. Prathibha Sastry (DIN 01505172) and Ms. S Prabhamani (DIN 09695003) are not debarred from holding the office of a director by virtue of any order from SEBI or any other authority.

The above information is also available on the website of the Company i.e www.tdps.co.in

Thanking you,
Yours faithfully,
For TD Power Systems Limited


N. Srivatsa
Company Secretary
Encl: A/a



Annexure 1

Details as required under Regulation 30 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Ms. Prathibha Sastry	Ms. S Prabhamani	M/s. Varma & Varma
Reason for change viz. appointment, resignation, removal, death or otherwise	Reappointment of Ms. Prathibha Sastry (DIN 01505172) as an Independent Director of the Company for a second term of five years	Appointment of Ms. S Prabhamani (DIN 09695003) as Director, liable to retire by rotation in place of Mr. K G Prabhakar at the ensuing AGM, subject to the approval of members of the Company.	Reappointment of M/s. Varma & Varma as Statutory Auditor of the Company for a second term of five years till the conclusion of 28 th Annual General Meeting, subject to the approval of members of the Company.
Date of appointment & term of appointment	from September 27, 2022 to September 26, 2027, subject to the approval of members of the Company.		
Brief profile	<p>Ms. Prathibha Sastry has been part of some of the very best startup organizations like Microsoft Accelerator and THub in India. She was also involved in building the Hardware Innovation Ecosystem in India through the platform Innofest an iSPIRT - A Think Tank, initiative. She has worked closely with almost 200 plus Entrepreneurs/Startups and interacted with 3000 plus. Handled setting up of Investor Relations Programs to Mentor Networks and Customer Connect Program across the board.</p> <p>Ms. Prathibha Sastry actively participates in the committee and Board meetings & provides effective inputs</p>	<p>Ms. S Prabhamani is one of the founder members of the Company & holds a Masters' Degree in Engineering. She joined the core leadership team of TDPS as head of Engineering in 2001 & laid a strong foundation of Design capability for future - be it robust design processes & systems, critical design analytics or deploying top of the line Design software applications & a strong team of Designers. As Chief Operating Officer of the Company from November 1, 2018 to March 31, 2022 she undertook various rationalization and cost control initiatives which contributed immensely to operational performance. Leading a team of colleagues, she ensured that the</p>	<p>Varma & Varma, Chartered Accountants was founded on June 17, 1935. The firm has grown over the years and presently operates across India. The firm has several partners who are spread over the prominent southern states of India and in Mumbai and offers the whole range of services required for the modern businesses. The firm has more than 400 trained staff members, including Managers, other Senior Qualified Accountants. The firm has clients in diverse fields of activity including Banking, Infrastructure, Manufacturing & Services.</p>

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	<p>on matters including foundation and implementation of Corporate Social Responsibility related projects of the Company. She is an Independent Director of the company's Turkey subsidiary.</p>	<p>manufacturing operations were carried on without major interruptions through the pandemic crisis. With her appointment as Director, her 3 decade long experience in the Industry including 21 years in TDPS will continue to be available to the Company .</p>	
<p>Disclosure of relationships between directors</p>	<p style="text-align: center;">None</p>		

