



IPAMC/26/16-17

September 09, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir

Sub: Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011

This is to inform you that ICICI Prudential Mutual Fund (the Fund) under its various schemes hold equity shares of TD Power Systems Limited (the Company) (whose shares are listed on your Stock Exchange).

ICICI Prudential Infrastructure Fund had purchased 1,857 equity shares of the company on September 07, 2016. As a result of the said purchase, the shareholding of the Fund has exceeded 5% of the paid-up capital of the Company. Details of shareholding as on September 07, 2016 as below:

| Name of the shareholder | Total share holdings as on September 07, 2016 | % of shares/voting rights to total paid up capital of your Company as on September 07, 2016 |
|---|---|---|
| ICICI Prudential Infrastructure Fund | 721,509 | 2.1708 |
| ICICI Prudential Value Fund - Series 8 | 463,063 | 1.3932 |
| ICICI Prudential Business Cycle Fund-Series 1 | 322,796 | 0.9712 |
| ICICI Prudential India Recovery Fund - Series 3 | 154,783 | 0.4657 |
| Total | 1,662,151 | 5.0008 |

The objective of the purchase is from an investment perspective and not with the objective of seeking any controlling interest. However, the disclosures in this regard as required under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed herewith.

Please let us know if any disclosure is required under SEBI (Prohibition of Insider Trading) Regulations, 2015. If you require any further information, please feel free to contact us.

Thanking you

Sincerely

For ICICI Prudential Asset Management Company Limited

Rakesh Shetty
Company Secretary

Encl: as above



Format for Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

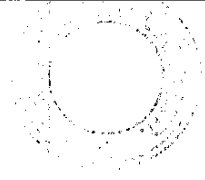
PART – A – Details of the Acquisition

| | | | |
|--|---|---|--|
| Name of the Target Company (TC) | TD Power Systems Ltd. | | |
| Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer | ICICI Prudential Mutual Fund (the Fund) under its various schemes | | |
| Whether the acquirer belongs to Promoter/Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | Bombay Stock Exchange, National Stock Exchange | | |
| Details of the acquisition as follows | Number | % w.r.t. total shares / voting capital wherever applicable(*) | % w.r.t. total diluted share / voting capital of the TC (**) |
| Before the acquisition under consideration, holding of acquirer along with PACs of: | 1,660,294 | 4.9952 | |
| a) Shares carrying voting rights | | | |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | -- | -- | |
| c) Voting rights (VR) otherwise than by equity shares | -- | -- | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | -- | -- | |
| e) Total (a+b+c+d) | 1,660,294 | 4.9952 | |
| Details of acquisition | | | |
| a) Shares carrying voting rights acquired | 1,857 | 0.0056 | |
| b) VRs acquired otherwise than by equity shares | -- | -- | |
| c) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired | -- | -- | |
| d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | -- | -- | |

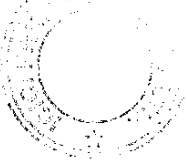
ICICI Prudential Asset Management Company Limited
 Corporate Identity Number: U99999DL1993PLC054135
 Corporate Office: One BKC 13th Floor, Bandra Kurla Complex, Mumbai – 400051.
 Tel: +91 22 2652 5000 Fax: +91 22 2652 8100, website: www.icicipruamc.com, email id: enquiry@icicipruamc.com
 Central Service Office: 2nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Mumbai - 400063.
 Tel: 022 2685 2000 Fax: 022 26868313
 Registered Office: 12th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi 110 001



| | | | |
|---|-------------------|--------|--|
| e) Total (a+b+c+/-d) | 1,857 | 0.0056 | |
| After the acquisition, holding of acquirer along with PACs of: | | | |
| a) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) Shares pledged with the acquirer | -- | -- | |
| b) VRs otherwise than by equity shares | -- | -- | |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | 1,662,151 | 5.0008 | |
| d) Total (a+b+c) | 1,662,151 | 5.0008 | |
| Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/interse transfer/encumbrance, etc.) | Secondary Market | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | N.A. | | |
| Date of acquisition of/date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | September 07,2016 | | |
| Equity share capital/total voting capital of the TC before the said acquisition | 33,237,588 | | |
| Equity share capital/total voting capital of the TC after the said acquisition | 33,237,588 | | |
| Total diluted share/voting capital of the TC after the said acquisition | 33,237,588 | | |





R. R. Shetty 

Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: September 09,2016

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

() Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.**

(*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.**

ICICI Prudential Asset Management Company Limited

Corporate Identity Number: U99999DL1993PLC054135

Corporate Office: One BKC 13th Floor, Bandra Kurla Complex, Mumbai – 400051.

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