

Mohib N. Khericha

Chartered Accountant

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September 17, 2016

By Email and Courier/Post

To,
The Company Secretary,
TD Power Systems Limited
27,28,29, KIADB Industrial Area,
Dabaspeta, Nelamangala Taluk,
BANGALORE – 562111

Dear Sirs,

Sub: Intimation in terms of regulation 29(2) of SEBI (SAST) Regulations, 2011 and Regulations 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for sale of Equity Shares of TD Power Systems Limited [Company Code No. 533553 (BSE) / TDPOWERSYS (NSE)].

We are sending you herewith following documents in terms of regulation 29(2) of SEBI (SAST) Regulations, 2011 and Regulations 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 regarding sale of 2,00,000 equity shares representing 0.60% of the paid up capital of the of TD Power Systems Limited by me in Open market through stock exchange:

- 1) Disclosure in terms of regulation 29(2) of SEBI (SAST) Regulations, 2011 in the prescribed format; and
- 2) Disclosure in terms of regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2016 in the prescribed format (Form C).

Kindly take the same on your record and acknowledge the receipt.

Thanking You,

Yours Sincerely,



Mohib N Khericha

cc to:

The Bombay Stock Exchange Limited
Dalal Street
P J Tower, Fort,
Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	TD Power Systems Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mohib N Khericha (seller) and others (As per Annexure – 1)		
3. Whether the acquirer belongs to Promoter/ Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Ltd		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	1,47,34,809	44.33	44.33
b) Shares in the nature of encumbrance	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NA	NA	NA
Total (a+b+c+d)	1,47,34,809	44.33	44.33
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/sold	2,00,000	0.60	0.60
b) VRs acquired /sold otherwise than by shares	NA	NA	NA
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/sold	NA	NA	NA
d) Shares encumbered / invoked/ released by the acquirer	NA	NA	NA
Total (a+b+c+/-d)	2,00,000	0.60	0.60
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights [#]	1,47,34,809	44.33	44.33
b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs otherwise than by shares	NA	NA	NA
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) after acquisition.	NA	NA	NA
Total (a+b+c+d) [#]	1,47,34,809	44.33	44.33

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6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Sale in Open Market
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 16, 2016
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	33237588 Equity Shares
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	33237588 Equity Shares
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	33237588 Equity Shares

Shareholding of Seller and PACs after the sale remained the same as one of the PAC Mrs. Sofia M Khericha has purchased the same quantity of shares i.e. 2,00,000 Equity Shares representing 0.60% of the paid up share capital of the Company on 16.09.2016 itself.

(*) 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.

Signature of the seller

Mohib N. Khericha

Mohib N Khericha

Place: Ahmedabad

Date: September 17, 2016

Annexure – 1

Sl. No.	Name of Shareholder	Category	Shareholding Pre-transaction		Transaction Details		Shareholding Post-transaction	
			No	%	No	%	No	%
1	Mr. Mohib N. Khericha	Promoter	1846860	5.56	-2,00,000	0.60	1646860	4.95
2	Mrs. Sofia M. Khericha	Persons acting in Concert	2084100	6.27	+2,00,000	0.60	2284100	6.87
3	M/s. Saphire Finman Services LLP	Persons acting in Concert	5026433	15.12	--	--	5026433	15.12
4	M/s. Chartered Capital and Investment Limited	Persons acting in Concert	1134252	3.41	--	--	1134252	3.41
5	Mr. Nikhil Kumar	Persons acting in Concert	4638664	13.96	--	--	4638664	13.96
6	Mr. K. G. Prabhakar	Persons acting in Concert	4500	0.01	--	--	4500	0.01
	Total		1,47,34,809	44.33			1,47,34,809	44.33

Shareholding of Seller and PACs after the sale remained the same as one of the PAC Mrs. Sofia M Khericha has purchased the same quantity of shares i.e. 2,00,000 Equity Shares representing 0.60% of the paid up share capital of the Company on 16.09.2016 itself.

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