

September 20, 2016

**BSE Limited**  
Dalal Street  
P J Tower, Fort,  
Mumbai-400001

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

Sirs,

Sub: Intimation in terms of Regulations 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011('SEBI Regulations') for purchase of Equity Shares of TD Power Systems Limited [Company Code No. 533553 (BSE) / TDPOWERSYS (NSE)].

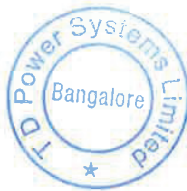
We enclose disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 regarding purchase of 2,00,000 equity shares representing 0.60% of the paid up capital of TD Power Systems Limited by Ms. Sofia M Khericha relative of Promoter of the Company received on September 19, 2016.

Kindly take the same on record.

Thanking You,

For **TD POWER SYSTEMS LIMITED**

  
N. Srivatsa  
Company Secretary



**TD Power Systems Limited**

(CIN -U31103KA1999PLC025071)

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

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[www.tdps.co.in](http://www.tdps.co.in)

**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	Sofia M Khericha & 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	1,00,91,645	30.36	30.36
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)	1,00,91,645	30.36	30.36
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/ <del>held</del>	2,00,000	0.60	0.60
b) VRs acquired / <del>held</del> 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 <sup>#</sup>	1,00,91,645	30.36	30.36
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) <sup>#</sup>	1,00,91,645	30.36	30.36



6. Mode of acquisition / <u>sale</u> (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition in Open Market
7. Date of acquisition / <u>sale</u> 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 / <u>sale</u>	33237588 Equity Shares
9. Equity share capital/ total voting capital of the TC after the said acquisition-/ <u>sale</u>	33237588 Equity Shares
10. Total diluted share/voting capital of the TC after the said acquisition/ <u>sale</u> .	33237588 Equity Shares

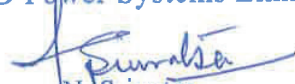
\* Shareholding of Acquirer and PACs after the sale remained the same as one of the PAC Mr. Mohib N Khericha has sold the same quantity of shares i.e. 2,00,000 Equity Shares representing 0.60% of the paid up share capital of the Company on 16.09.2016 itself.

(\*) 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.

Place: Bangalore

Date: September 20, 2016

For T D Power Systems Limited

  
N. Srivatsa  
Company Secretary



Annexure – 1

Sl. No.	Name of Shareholder	Category	Shareholding Pre-transaction		Transaction Details		Shareholding Post-transaction	
			No	%	No	%	No	%
1	Mrs. Sofia M. Khericha	Promoter Group	2084100	6.27	+2,00,000	0.60	2284100	6.87
2	Mr. Mohib N. Khericha	Persons acting in Concert	1846860	5.56	-2,00,000	0.60	1646860	4.95
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
	<b>Total</b>		<b>1,00,91,645</b>	<b>30.36</b>			<b>1,00,91,645</b>	<b>30.36</b>

# Shareholding of Acquirer and PACs after the sale remained the same as one of the PAC, Mr. Mohib N Khericha has sold 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.

Place: Bangalore

Date: September 20, 2016

For T D Power Systems Limited

  
N. Srivatsa  
Company Secretary

