

June 04, 2018

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| BSE Limited P J Tower, Dalal Street, 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 |
|--|---|

Dear Sirs,

Sub: Disclosure in terms of regulation 29(2) of SEBI (SAST) Regulations, 2011 and Regulations 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for purchase of Equity Shares of TD Power Systems Limited

I am sending 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 purchase of 18,200 equity shares representing 0.055% of the paid up capital of TD Power Systems Limited by me :

- 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, 2015 in the prescribed format (Form C) in two numbers

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

Thanking You,

Yours Sincerely,



Lavanya Sankaran

cc to:

The Company Secretary
TD Power Systems Limited
No. 27, 28 & 29, KIADB Industrial Area,
Dabaspet, Nelamangala Taluk, Bengaluru - 562 111

ANNEXURE A

Format for Disclosures 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 Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Lavanya Sankaran (Acquirer) (Immediate Relative & Promoter) Nikhil Kumar Other Promoters: Mohib N Khericha Hitoshi Matsuo Saphire Finman Services LLP | | |
| Whether the acquirer belongs to Promoter/ Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Ltd The National Stock Exchange of India Ltd | | |
| Details of the acquisition as follows | Number | % w.r.t. total share/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: (Annexure- 1 in brief) | 16631311 | 50.04 | 50.04 |
| 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) | 16631311 | 50.04 | 50.04 |
| Details of acquisition | | | |
| a. Shares carrying voting rights acquired | 18200 | 0.05 | 0.05 |
| b. VRs acquired otherwise than by equity shares | | | |
| c. Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired | | | |
| d. Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) | | | |
| e. Total (a+b+c+d) | 18200 | 0.05 | 0.05 |
| After the acquisition, holding of acquirer along with PACs of: (Annexure- 1 in brief) | | | |
| a. Shares carrying voting rights | 16649511 | 50.09 | 50.09 |
| 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 | | | |
| d. Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) | | | |
| e. Total (a+b+c+d) | 16649511 | 50.09 | 50.09 |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.) | Open Market | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | Securities acquired are fully paid up Equity Shares of face value of Rs.10 each | | |
| 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. | Settlement Date 30/05/2018 - 6100 31/05/2018 - 6000 04/06/2018 - 6100 | | |
| Equity share capital / total voting capital of the TC before the said acquisition | 33237588 Equity Shares | | |
| Equity share capital/ total voting capital of the TC after the said acquisition | 33237588 Equity Shares | | |
| Total diluted share/voting capital of the TC after the said acquisition | 33237588 Equity Shares | | |



Signature

Name: Lavanya Sankaran

Acquirer

Place: Bangalore

Date: June 05, 2018

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.

Annexure - 1

| Sl.No | Name of Promoter and PAC | Category | Shareholding Pre-transaction | | Transaction Details | | Shareholding Post-transaction## | |
|-------|---------------------------------|---------------------------|------------------------------|---------|---------------------|-------|---------------------------------|---------|
| | | | No. | % | No. | % | No. | % |
| 1 | Mr. Nikhil Kumar | Promoter | 4638664 | 13.9561 | - | - | 4638664 | 13.9561 |
| 2 | Mr.Mohib N Khericha | Promoter | 3730960 | 11.2251 | - | - | 3730960 | 11.2251 |
| 3 | Mr.Hitoshi Matsuo | Promoter | 3235254 | 9.7337 | - | - | 3235254 | 9.7337 |
| 4 | M/s.Saphire Finman Services LLP | Promoter | 5026433 | 15.1227 | - | - | 5026433 | 15.1227 |
| 5 | Lavanya Sankaran (Acquirer) | Persons acting in Concert | - | - | +18200 | +0.05 | 18200 | 0.05 |
| | Total | | 16631311 | 50.04 | +18200 | +0.05 | 16649511 | 50.09 |



Signature
Name: Lavanya Sankaran
Acquirer

Place: Bangalore
Date: June 05, 2018