

April 17, 2017

The Department of Corporate Services
BSE Limited
P J Towers , Dalal Street
Mumbai- 400001

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex
Bandra (East)
Mumbai 400051

Dear Sirs,

Sub: Share holding pattern

In terms of Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we enclose the Shareholding Pattern for the quarter ended March 31, 2017

Thank you,

Yours faithfully,

For TD POWER SYSTEMS LIMITED


N. Sivatsa
Company Secretary



TD Power Systems Limited
(CIN -L31103KA1999PLC025071)

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

Tel +91 80 229 95700 / 6633 7700

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Shareholding Pattern under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. **Name of Listed Entity:** TD Power Systems Limited
2. **Scrip Code/Name of Scrip/Class of Security:** 533553 NSE:TDPOWERSYS, Class of Security:Equity
3. **Share Holding Pattern Filed under:** Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c)
 - a. **If under 31(1)(b) then indicate the report for Quarter ending 31/03/2017**
 - b. **If under 31(1)(c) then indicate date of allotment/extinguishment**
4. **Declaration: The Listed entity is required to submit the following declaration to the extent of submission of information:-**

	Particulars	Yes*	No*
1	Whether the Listed Entity has issued any partly paid up shares?		No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
3	Whether the Listed Entity has any shares against which depository receipts are issued?		No
4	Whether the Listed Entity has any shares in locked-in?		No
5	Whether any shares held by promoters are pledge or otherwise encumbered?		No

* If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

GENERATED ON :03/04/2017

NSDL : 31/03/2017

CDSL :31/03/2017

For TD POWER SYSTEMS LIMITED


N. Shivatsa
Company Secretary



TD Power Systems Limited

Table I - Summary Statement holding of specified securities

Category	Category of shareholder	Nos. of shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total Shares held(b)	No. (a)	As a % of total Shares held(b)	
								Class eg: X	Class eg: y	Total								
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii) = (iv)+(v)+(vi)	(viii) As a % of (A+B+C2)	(ix)				(x)	(xi) = (vii)+(x) As a % of (A+B+C2)	(xii)		(xiii)		(xiv)
(A)	Promoter & Promoter Group	6	17965563	0	0	17965563	54.0519	17965563	0	17965563	54.0519	0	54.0519	0	0	0	0	17965563
(B)	Public	6965	15272025	0	0	15272025	45.9481	15272025	0	15272025	45.9481	0	45.9481	0	0	NA	NA	15272023
(C)	Non Promoter - Non Public				0				0			0			0	NA	NA	0
(C1)	Shares Underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(C2)	Shares Held By Employee Trust	0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
	Total	6971	33237588	0	0	33237588	100	33237588	0	33237588	100	0	100	0	0	0	0	33237586

GENERATED ON :03/04/2017 NSDL : 31/03/2017 CDSL :31/03/2017

For TD POWER SYSTEMS LIMITED

N. Srivatsa
 N. Srivatsa
 Company Secretary



TD Power Systems Limited

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form		
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (e)		As a % of total Shares held(b)	
								Class eg: X	Class eg: y	Total									
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii) = (iv)+(v)+(vi)	(viii) As a % of (A+B+C2)	(ix)			(x)	(xi) = (vii)+(x) As a % of (A+B+C2)	(xii)	(xiii)	(xiv)				
1 Indian																			
(a) Individuals / Hindu Undivided Family			2	8369624	0	0	8369624	25.1812	8369624	0	8369624	25.1812	0	25.1812	0	0	0	0	8369624
Nikhil Kumar	ACIPK5127G		1	4638664	0	0	4638664	13.9561	4638664	0	4638664	13.9561	0	13.9561	0	0	0	0	4638664
Mohib Nomanbhai Khericha	AGMPK8152H		1	3730960	0	0	3730960	11.2251	3730960	0	3730960	11.2251	0	11.2251	0	0	0	0	3730960
(b) Central Government / State Government(s)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(c) Financial Institutions / Banks			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(d) Any Other (Specify)			3	6360685	0	0	6360685	19.137	6360685	0	6360685	19.137	0	19.137	0	0	0	0	6360685
Promoters Group			2	1334252	0	0	1334252	4.0143	1334252	0	1334252	4.0143	0	4.0143	0	0	0	0	1334252
Chartered Capital & Investment Ltd.	AAACC6247L		1	1134252	0	0	1134252	3.4126	1134252	0	1134252	3.4126	0	3.4126	0	0	0	0	1134252
Sofia Mohib Khericha	AGTPK3860H		1	200000	0	0	200000	0.6017	200000	0	200000	0.6017	0	0.6017	0	0	0	0	200000
Bodies Corporate			1	5026433	0	0	5026433	15.1227	5026433	0	5026433	15.1227	0	15.1227	0	0	0	0	5026433
Saphire Finman Services Llp	ACSFS1690L		1	5026433	0	0	5026433	15.1227	5026433	0	5026433	15.1227	0	15.1227	0	0	0	0	5026433
Sub Total (A)(1)			5	14730309	0	0	14730309	44.3182	14730309	0	14730309	44.3182	0	44.3182	0	0	0	0	14730309
2 Foreign																			
(a) Individuals (Non-Resident Individuals / Foreign Individuals)			1	3235254	0	0	3235254	9.7337	3235254	0	3235254	9.7337	0	9.7337	0	0	0	0	3235254
Hitoshi Matsuo	AHSPM4165B		1	3235254	0	0	3235254	9.7337	3235254	0	3235254	9.7337	0	9.7337	0	0	0	0	3235254
(b) Government			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(c) Institutions			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(d) Foreign Portfolio Investor			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(e) Any Other (Specify)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Sub Total (A)(2)			1	3235254	0	0	3235254	9.7337	3235254	0	3235254	9.7337	0	9.7337	0	0	0	0	3235254
Total Shareholding Of Promoter And Promoter Group (A)= (A)(1)+(A)(2)			6	17965563	0	0	17965563	54.0519	17965563	0	17965563	54.0519	0	54.0519	0	0	0	0	17965563

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

Note :

(1) PAN would not be displayed on website of Stock Exchange(s)

(2) The term 'Encumbrance' has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

GENERATED ON :03/04/2017

NSDL : 31/03/2017

CDSL :31/03/2017

For TD POWER SYSTEMS LIMITED


N. Srivatsa
Company Secretary



TD Power Systems Limited

Table III - Statement showing shareholding pattern of the Public shareholder

Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
								Class eg: X	Class eg: y	Total								
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii) = (iv)+(v)+(vi)	(viii) As a % of (A+B+C2)	(ix)			(x)	(xi) = (vii)+(x) As a % of (A+B+C2)	(xii)	(xiii)		(xiv)		
1 Institutions																		
(a) Mutual Fund		20	6737168	0	0	6737168	20.2697	6737168	0	6737168	20.2697	0	20.2697	0	0	NA	NA	6737168
Reliance Capital Trustee Co. Ltd-A/C																		
Reliancesmall Cap Fund	AAATR0090B		1380451	0	0	1380451	4.1533	1380451	0	1380451	4.1533	0	4.1533	0	0	NA	NA	1380451
Sundaram Mutual Fund A/C																		
Sundaram Smile Fund	AAATS2554B		1106726	0	0	1106726	3.3297	1106726	0	1106726	3.3297	0	3.3297	0	0	NA	NA	1106726
Idfc Sterling Equity Fund	AAETS9556K		1050000	0	0	1050000	3.1591	1050000	0	1050000	3.1591	0	3.1591	0	0	NA	NA	1050000
Icici Prudential Infrastructure Fund	AAAAI0038F		728142	0	0	728142	2.1907	728142	0	728142	2.1907	0	2.1907	0	0	NA	NA	728142
Icici Prudential Value Fund Series 8	AAAAI0038F		463063	0	0	463063	1.3932	463063	0	463063	1.3932	0	1.3932	0	0	NA	NA	463063
Idfc Tax Advantage (EISs) Fund	AAETS9556K		362249	0	0	362249	1.0899	362249	0	362249	1.0899	0	1.0899	0	0	NA	NA	362249
(b) Venture Capital Funds		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(c) Alternate Investment Funds		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(d) Foreign Venture Capital Investors		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(e) Foreign Portfolio Investor		11	1716795	0	0	1716795	5.1652	1716795	0	1716795	5.1652	0	5.1652	0	0	NA	NA	1716795
Baring India Private Equity Fund Iii Listed Investments Limited	AADCB4636P		805778	0	0	805778	2.4243	805778	0	805778	2.4243	0	2.4243	0	0	NA	NA	805778
Ontario Teachers' Pension Plan Board Managed By Arohi Asset Management Pte Ltd-Np9q	AAACO7133R		388957	0	0	388957	1.1702	388957	0	388957	1.1702	0	1.1702	0	0	NA	NA	388957
(f) Financial Institutions / Banks		2	10489	0	0	10489	0.0316	10489	0	10489	0.0316	0	0.0316	0	0	NA	NA	10489
(g) Insurance Companies		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(h) Provident Funds/ Pension Funds		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
(i) Any Other (Specify)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0
Sub Total (B)(1)		33	8464452	0	0	8464452	25.4665	8464452	0	8464452	25.4665	0	25.4665	0	0	NA	NA	8464452
2 Central Government/ State Government(s)/ President of India																		
Sub Total (B)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0



TD Power Systems Limited

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Outstanding convertible securities (Including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (a)		As a % of total Shares held(b)
								Class eg: X	Class eg: y	Total								
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(VII) = (IV)+(V) + (VI)	(VIII) As a % of (A+B+C2)	(IX)			(X)	(XI) = (VII)+(X) As a % of (A+B+C2)	(xii)	(xiii)		(XIV)		
1. Custodian/DR Holder		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0	
2. Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0	
Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	NA	0	

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available and the balance to be disclosed as held by custodian.

GENERATED ON :03/04/2017 NSDL : 31/03/2017 CDSL :31/03/2017

For TD POWER SYSTEMS LIMITED



N. Srivatsa
N. Srivatsa
Company Secretary