

General information about company	
Scrp code	533553
NSE Symbol	TDPOWERSYS
MSEI Symbol	NOTLISTED
ISIN	INE419M01027
Name of the entity	TD Power Systems Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Yes	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Mohib N Khericha	AGMPK8152H	00010365	Non-Executive - Non Independent Director	Chairperson		04-08-1952
2	Mr	Nikhil Kumar	ACIPK5127G	00062243	Executive Director	Not Applicable	MD	17-08-1967
3	Mr	Nithin Bagamane	AHXPB9872B	00136704	Non-Executive - Independent Director	Not Applicable		22-08-1963
4	Mr	Ravi Kanth Mantha	BSUPM9551R	03630968	Non-Executive - Independent Director	Not Applicable		03-09-1972
5	Ms	Prathibha Sastry	BAMP6419L	01505172	Non-Executive - Independent Director	Not Applicable		20-08-1976
6	Ms	S Prabhmani	ABZPP2110J	09695003	Non-Executive - Non Independent Director	Not Applicable		18-06-1960

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (with reference to regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		22-02-2000	09-08-2023			3	1	4	2		
2	NA		24-04-1999	17-01-2021			1	0	0	0		
3	NA		01-04-2014	01-04-2019		114	1	1	2	1	Textual Information(1)	
4	NA		01-04-2014	01-04-2019		114	1	1	1	0	Textual Information(2)	
5	NA		27-09-2017	27-09-2022		72	1	1	2	0		
6	NA		27-09-2022	27-09-2022			1	0	0	0		

Text Block	
Textual Information(1)	Note on Initial Date of Appointment: The director was appointed as per Companies Act 1956 and was regularised as per Companies Act 2013. Based on the FAQs issued by NSE, the initial date of appointment i.e. 1st term of Independent Director is considered effective from April 1, 2014 for disclosure purpose.
Textual Information(2)	Note on Initial Date of Appointment: The director was appointed as per Companies Act 1956 and was regularised as per Companies Act 2013. Based on the FAQs issued by NSE, the initial date of appointment i.e. 1st term of Independent Director is considered effective from April 1, 2014 for disclosure purpose.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00136704	Nithin Bagamane	Non-Executive - Independent Director	Chairperson	12-08-2014		
2	00010365	Mohib N Khericha	Non-Executive - Non Independent Director	Member	12-08-2014		
3	03630968	Ravi Kanth Mantha	Non-Executive - Independent Director	Member	11-02-2015		
4	01505172	Prathibha Sastry	Non-Executive - Independent Director	Member	27-09-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00136704	Nithin Bagamane	Non-Executive - Independent Director	Chairperson	10-08-2017		
2	00010365	Mohib N Khericha	Non-Executive - Non Independent Director	Member	12-08-2014		
3	01505172	Prathibha Sastry	Non-Executive - Independent Director	Member	07-02-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00010365	Mohib N Khericha	Non-Executive - Non Independent Director	Chairperson	12-08-2014		
2	00136704	Nithin Bagamane	Non-Executive - Independent Director	Member	07-02-2018		
3	01505172	Prathibha Sastry	Non-Executive - Independent Director	Member	27-09-2017		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00136704	Nithin Bagamane	Non-Executive - Independent Director	Chairperson	05-11-2014		
2	00010365	Mohib N Khericha	Non-Executive - Non Independent Director	Member	01-11-2021		
3	00062243	Nikhil Kumar	Executive Director	Member	05-11-2014		
4	03630968	Ravi Kanth Mantha	Non-Executive - Independent Director	Member	05-11-2014		
5	99999999	M N Varalakshmi	Chief Financial Officer	Member	01-11-2021		Textual Information(1)

Sr Text Block	
Textual Information(1)	Ms.M N Varalakshmi, being Chief Financial Officer of the company DIN number is not applicable, Hence, 99999999 is entered

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03630968	Ravi Kanth Mantha	Non-Executive - Independent Director	Chairperson	12-08-2014		
2	00062243	Nikhil Kumar	Executive Director	Member	08-08-2018		
3	09695003	S Prabhmani	Non-Executive - Non Independent Director	Member	09-11-2022		
4	01505172	Prathibha Sastry	Non-Executive - Independent Director	Member	27-09-2017		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure 1									
III. Meeting of Board of Directors									
Disclosure of notes on meeting of board of directors explanatory									
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	09-05-2023				Yes	6	6	3	3
2		12-07-2023	63		Yes	6	5	2	2
3		09-08-2023	27		Yes	6	6	3	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-05-2023				Yes	4	4	3	0
2	Audit Committee	12-07-2023	63			Yes	4	3	2	0
3	Audit Committee	09-08-2023	27			Yes	4	4	3	0
4	Nomination and remuneration committee	09-08-2023				Yes	3	3	2	0
5	Risk Management Committee	11-09-2023	32			Yes	4	4	2	1
6	Corporate Responsibility Committee	09-08-2023				Yes	4	4	2	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No/details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1			
VI. Affirmations			
Sr	Subject	Compliance status (Yes/No)	
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes	
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes	
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes	
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes	
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Bharat Rajwani
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Annexure III		
1	Name of signatory	Bharat Rajwani
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block	
Textual Information(1)	The Company has extended loan to its wholly owned subsidiaries and issued trade guarantees on behalf of its subsidiaries. However, in terms of SEBI Circular SEBI/HO/CIR/CMD-2/P/CIR/2021/567 dated May 31, 2021, these details are excluded while considering the disclosure requirements. Additionally it is to be noted that, during the quarter ended September 30, 2023, no loan was given to subsidiaries of the Company.

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		Yes	
Date of the event	11-09-2023	Brief details of the event	The Company's website www.tdps.co.in was not functional on 18.08.2023 and 11.09.2023 due to the incidents of cyber attack. The Company has not suffered loss of any data or documents and all the systems for operations of the Company were functioning properly.

Signatory Details	
Name of signatory	Bharat Rajwani
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	11-10-2023