

TD Power Systems Limited
(CIN -L31103KA1999PLC025071)

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

Tel +91 80 229 95/00 / 6633 /700
Fax +91 80 7/34439 / 2299 5718
Mail tdps@tdps.co.in

www.tdps.co.in

April 16, 2019

The Corporate Service Department
BSE Limited
P J Towers, Dalal Street
Mumbai – 400 001

The Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra- Kurla Complex
Bandra (East)
Mumbai 400 051

Sirs,

Sub: Reconciliation of Share Capital Audit Report for the Quarter ended March 31, 2019.

In compliance of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 (Erstwhile Regulation 55A of SEBI (Depositories and Participants) Regulations 1996, We enclosed the Reconciliation of Share Capital Audit Report for the Quarter ended March 31, 2019.

Kindly take note of the above on records.

Thanking you,
Yours faithfully,
For TD Power Systems Limited



N. Srivatsa
Company Secretary



Encl: As above



Nagendra D. Rao, B.Com., LL.B., F.C.S.
Practising Company Secretary

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 31ST MARCH, 2019.

01	For the quarter ended	31 st March 2019								
02	ISIN	INE419M01019								
03	Face Value Per Share	Rs.10/- (Rupees Ten Only).								
04	Name of the Company	TD Power Systems Limited								
05	Registered office address	# 27, 28 & 29 KIADB Industrial Area, Dabaspeta, Nelamangala Taluk, Bangalore - 562 111.								
06	Telephone and Fax Number	Registered office : Phone No : 080 - 22995700 Fax No. : 080 - 22995718								
07	E mail Address	srivatsa.n@tdps.co.in								
08	Name of the Stock Exchanges where the Company's securities are listed	1. BSE Limited.(BSE) 2. National Stock Exchange of India Limited. (NSE)								
09	Issued Capital	<table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>31,132,109</td><td>100.00%</td></tr></tbody></table>	Number of Shares	Percent to Total Issued Capital	31,132,109	100.00%				
Number of Shares	Percent to Total Issued Capital									
31,132,109	100.00%									
10	Listed Capital (Exchange Wise)	1. BSE Limited.(BSE): <table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>31,132,109</td><td>100.00%</td></tr></tbody></table> 2. National Stock Exchange of India Limited. (NSE): <table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>31,132,109</td><td>100.00%</td></tr></tbody></table>	Number of Shares	Percent to Total Issued Capital	31,132,109	100.00%	Number of Shares	Percent to Total Issued Capital	31,132,109	100.00%
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31,132,109	100.00%									
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11	Held in Dematerialized form in CDSL	Number of Shares		Percent to Total Issued Capital			
		11,182,415		35.92 %			
12	Held in Dematerialized form in NSDL	Number of Equity Shares		Percent to Total Issued Capital			
		19,949,692		64.08%			
13	Held in physical form	Number of Shares		Percent to Total Issued Capital			
		2		0.0%			
14	Total Number of Shares (11+12+13)	31,132,109 Equity Shares of Rs. 10/- each					
15	Reasons for difference if any, between (9 & 10) (9 & 14) (10 & 14)	None					
16	Certifying the details of changes in share capital during the quarter under consideration as per table below.						
	Particulars	No. of Shares	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
	As on March 31, 2019 the Company has extinguished 2,105,479 fully paid up Equity Shares which were bought back by the Company from Open market through Stock Exchanges under the ongoing Buyback offer. (details as per Annexure - 1)						
	Rights, Bonus, Preferential Issue, ESOP's, Amalgamations, Conversion, Buy Back, Capital Reduction, Forfeiture, any other to specify:						
17	Register of Members is updated (Yes / No), if not updated up to which date	Yes					



18	Reference of previous quarter with regard to excess dematerialized shares, if any.	Not Applicable
19	Has the company resolved the matter mentioned in Point No. 18 above in the current quarter? If not, reason why	Not Applicable
20	Mention the total number of requests if any confirmed after 21 days and total number of requests pending beyond 21 days with reasons for delay	1.Total number of Demat requests if any confirmed after 21 days: Nil 2.Total number of Demat requests pending beyond 21 days: Nil
21	Name, Telephone and Fax Number of the Compliance officer of the Company	Mr. N. Srivatsa, Company Secretary & Compliance Officer: Telephone No. : 080 - 22995700, Fax No. : 080 - 22995718
22	Name, Telephone, Fax Number and Registration Number of the Auditor.	Nagendra D. Rao, No. 543/A, 7th Main, 3rd Cross, S.L. Bhyrappa Road, Hanumanthanagar, Bangalore - 560019 Membership No. : FCS - 5553 Certificate of Practice No. : 7731 Mobile No: 99451 75787 E mail: nagendradrao@gmail.com
23	Appointment of Common Agency for Share Registry work. If yes. Name and Address	Link Intime India Private Limited C - 101, 247 Park, L.B.S. Marg, Vikhroli (West) Mumbai - 400 083.
24	Any other detail that the Auditor may like to provide (E.g. BIFR Company, delisting from the Stock Exchange/s, Company change of name etc.)	No

Place: Bengaluru.

Date: April 15, 2019




NAGENDRA D. RAO
PRACTISING COMPANY SECRETARY
No. 543/A, 7th Main, 3rd Cross
Hanumantha Nagar
BANGALORE - 560 019.

ANNEXURE - I

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 31ST MARCH, 2019

Sl. No.	Particulars	No. of Shares	Effective Date	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
1	618,598 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 23/10/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.001 dtd October 24, 2018]	6,18,598	October 23, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
2	192,332 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 02/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.002 dtd November 3, 2018]	1,92,332	November 2, 2018	NOT APPLICABLE	NSE & BSE	Yes	Yes	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
3	54,015 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 14/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.003 dtd November 15, 2018]	54,015	November 14, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
4	127,602 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 26/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.004 dtd November 27, 2018]	1,27,602	November 26, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.



Sl. No.	Particulars	No. of Shares	Effective Date	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
5	85,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 05/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.005 dtd December 06, 2018]	85,000	December 05, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
6	32,500 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 17/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.006 dtd December 18, 2018]	32,500	December 17, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
7	66,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 26/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.007 dtd December 27, 2018]	66,000	December 26, 2018	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
8	67,646 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 04/01/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.008 dtd January 05, 2019]	67,646	January 04, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.



Sl. No.	Particulars	No. of Shares	Effective Date	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
9	70,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 16/01/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.009 dttd January 17, 2019]	70,000	January 16, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
10	64,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 23/01/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.010 dttd January 24, 2019]	64,000	January 23, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
11	121,154 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 04/02/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.011 dttd February 05, 2019]	1,21,154	February 4, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
12	139,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 13/02/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.012 dttd February 14, 2019]	1,39,000	February 13, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
13	257,032 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 26/02/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2019-20/CA-337458.013 dttd February 27, 2019]	2,57,032	February 26, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.



Sl. No.	Particulars	No. of Shares	Effective Date	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
14	67,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 11/03/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2019-20/CA-337458.015 dtd March 12, 2019]	67,000	March 11, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
15	143,600 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 20/03/2019 - vide CDSL letter no. CDSL/OPS/IPO-CA/2019-20/CA-337458.016 dtd March 22, 2019]	1,43,600	March 20, 2019	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
	Total	21,05,479						

