

TD POWER SYSTEMS LIMITED  
 Regd. Off: No. 27, 28 & 29, KIADB Industrial Area,  
 Dabaspet, Nelamangala Taluk, Bengaluru - 562 111  
 CIN: L31103KA1999PLC025071, E-mail Id: tdps@tdps.co.in, Website: www.tdps.co.in,  
 Tel. No.: + 91 80 22995700, Fax: + 91 80 22995718

**NINETEENTH ANNUAL GENERAL MEETING**

**ATTENDANCE SLIP**

<b>Regd. Folio/DP ID &amp; Client ID</b>	
<b>Name and Address of the Shareholder</b>	
<b>No. of shares held</b>	

1. I hereby record my presence at the **NINETEENTH ANNUAL GENERAL MEETING** of the Company being held at 10:30 AM on Wednesday, September 26, 2018, at Hotel Le Meridien, No. 28 Sankey Road, Opp Bangalore Golf Course, Bangalore 560 052.
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

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**ELECTRONIC VOTING PARTICULARS**

Electronic Voting Sequence Number (EVSN)	User ID	Password
109453		

**Note:**

Please read the instructions printed under Note No. 11 to the Notice dated August 08, 2018 of the Nineteenth Annual General Meeting of the company.

The e-voting period commences on September 23, 2018 at 9.00 AM (IST) and ends on September 25, 2018 at 5.00 PM (IST). The e-voting module shall be disabled by NSDL for voting thereafter.

**Form No. MGT-11****PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**TD POWER SYSTEMS LIMITED**

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**Nineteenth Annual General Meeting – September 26, 2018**

<b>Name of the Member(s)</b>	
<b>Registered address</b>	
<b>E - Mail Id</b>	
<b>Folio No./Client Id</b>	
<b>DP ID</b>	

I/We, being the holder(s) of .....equity shares of TD POWER SYSTEMS LIMITED, hereby appoint

- Name: ..... Address: .....  
E Mail Id: ..... Signature: ..... or failing him
- Name: ..... Address: .....  
E Mail Id: ..... Signature: ..... or failing him
- Name: ..... Address: .....  
E Mail Id: ..... Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Annual General Meeting of the Company, to be held on Wednesday, September 26, 2018 at 10.30 AM at Hotel Le Meridien, No. 28 Sankey Road, Opp Bangalore Golf Course, Bangalore 560052 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolutions</b>	
<b>Ordinary Business</b>	
1.	To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018, together with the Reports of the Directors and Auditors' thereon.
2.	To declare Dividend on Equity Shares
3.	To appoint Director in place of Mr. K G Prabhakar (DIN: 07187463) who retires by rotation and being eligible seeks re-appointment
<b>Special Business</b>	
4.	To appoint Ms. Prathibha Sastry (DIN: 01505172) as an Independent Director
5.	To Re-appoint Mr. Nithin Bagamane (DIN: 00136704) as an Independent Director
6.	To Re-appoint Mr. Ravi Kanth Mantha (DIN: 03630968) as an Independent Director
7.	Ratification of payment of remuneration to the Cost Auditors.

Signed this ..... day of ..... 2018

Signature of Shareholder: .....

Signature of Proxyholder(s): .....

Affix Re.1/- Revenue Stamp
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Note:

- This form in order to be effective should be deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting duly completed and signed.
- For resolutions, Explanatory Statement and notes, please refer Notice of the 19th Annual General Meeting.