

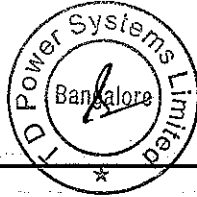
(I) (a) Introductory sub-table - Statement showing Shareholding Pattern

|                          |                              |
|--------------------------|------------------------------|
| Name of the Company      | TD POWER SYSTEMS LIMITED     |
| Script Code, Name of the | BSE- 533553; NSE-TDPOWERSYS; |
| Class of security        | Equity                       |
| Quarter ended            | 30.09.2014                   |

| Partly paid-up shares:-   | No. of partly paid-up shares  | As a % of total no. of partly paid-up shares              | As a % of total no. of shares of the company   |
|---|-------------------------------|---|--|
| Held by Promoter / Promoter Group   | 0                             | 0.0000  | 0.0000   |
| Held by public  | 0                             | 0.0000  | 0.0000   |
| <b>Total</b>  | <b>0</b>                      | <b>0.0000</b>   | <b>0.0000</b>  |
| Outstanding convertible securities:-  | No. of outstanding securities | As a % of total No. of outstanding convertible securities | As a % of total no. of shares of the company, assuming full conversion of the convertible securities |
| Held by Promoter / Promoter Group   | 0                             | 0.0000  | 0.0000   |
| Held by public  | 0                             | 0.0000  | 0.0000   |
| <b>Total</b>  | <b>0</b>                      | <b>0.0000</b>   | <b>0.0000</b>  |
| Warrants:-  | No. of warrants               | As a % of total no. of warrants                           | As a % of total no. of shares of the company, assuming full conversion of warrants                   |
| Held by Promoter / Promoter Group   | 0                             | 0.0000  | 0.0000   |
| Held by public  | 0                             | 0.0000  | 0.0000   |
| <b>Total</b>  | <b>0</b>                      | <b>0.0000</b>   | <b>0.0000</b>  |
| <b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b> |                               |   | <b>33237588</b>  |

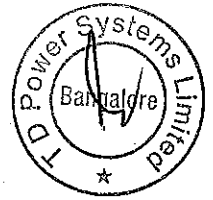
For TD POWER SYSTEMS LIMITED

  
N. Srivatsa  
Company Secretary



**Name of the Company: TD POWER SYSTEMS LIMITED**

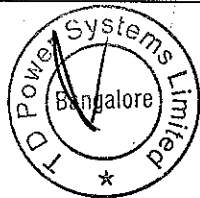
| <b>(I) (a) Statement showing Shareholding Pattern as on 30.09.2014</b> |  |                               |                               |   |   |                                   |   |                               |  |
|--|--|-------------------------------|-------------------------------|---|---|-----------------------------------|---|-------------------------------|--|
| <b>Scrip Code, Name of the scrip</b>                                   |  | <b>BSE- 533553</b>            | <b>NSE- TDPOWERSYS</b>        |   | <b>Class of security: Equity</b>                          |                                   |   |                               |  |
| <b>Quarter ended: 30.09.2014</b>                                       |  |                               |                               |   | <b>NSDL DATA: 30.09.2014</b>                              |                                   |   |                               |  |
| <b>Category Code</b>   | <b>Category of shareholder</b>   | <b>Number of shareholders</b> | <b>Total number of shares</b> | <b>Number of shares held in dematerialised form</b> | <b>Total shareholding as a percentage of total number</b> |                                   | <b>Shares pledged or otherwise encumbered</b> |                               |  |
|  |  |                               |                               |   | <b>As a percentage of (A+B)</b>                           | <b>As a percentage of (A+B+C)</b> | <b>Number of shares</b>                       | <b>As a percentage</b>        |  |
|  |  |                               |                               |   | <b>(VI)</b>   | <b>(VII)</b>                      | <b>(VIII)</b>                                 | <b>(IX) = (VIII)/(IV)*100</b> |  |
| <b>(I)</b>   | <b>(II)</b>  | <b>(III)</b>                  | <b>(IV)</b>                   | <b>(V)</b>  | <b>(VI)</b>   | <b>(VII)</b>                      | <b>(VIII)</b>                                 | <b>(IX)</b>                   |  |
| <b>(A)</b>   | <b>Promoter and Promoter Group</b>   |                               |                               |   |   |                                   |   |                               |  |
| <b>(A)(1)</b>  | <b>Indian</b>  |                               |                               |   |   |                                   |   |                               |  |
| (a)  | Individuals/Hindu Undivided Family   | 2                             | 6985524                       | 6985524   | 21.02   | 21.02                             | 0   | 0.00                          |  |
| (b)  | Central Government/State Government(s)                                     | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0   | 0.00                          |  |
| (c)  | Bodies Corporate   | 1                             | 6026433                       | 6026433   | 18.13   | 18.13                             | 0   | 0.00                          |  |
| (d)  | Financial Institutions / Banks   | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0   | 0.00                          |  |
| (e)  | Any Other (specify)  |                               |                               |   |   |                                   |   |                               |  |
| (e-i)  | Chartered Capital & Investment Ltd.  | 1                             | 1134252                       | 1134252   | 3.41  | 3.41                              | 0   | 0.00                          |  |
| (e-ii)   | Sofia Mohib Khericha   | 1                             | 2084100                       | 2084100   | 6.27  | 6.27                              | 0   | 0.00                          |  |
| (e-iii)  | Foziyha Akil Contractor  | 1                             | 51823                         | 51823   | 0.16  | 0.16                              | 0   | 0.00                          |  |
|  | <b>Sub Total (A)(1)</b>  | <b>6</b>                      | <b>16282132</b>               | <b>16282132</b>                                     | <b>48.99</b>  | <b>48.99</b>                      | <b>0</b>                                      | <b>0.00</b>                   |  |
| <b>(A)(2)</b>  | <b>Foreign</b>   |                               |                               |   |   |                                   |   |                               |  |
| (a)  | Individuals (Non-Resident Individuals/Foreign Individuals)                 | 1                             | 4235254                       | 4235254   | 12.74   | 12.74                             | 0.00  | 0.00                          |  |
| (b)  | Bodies Corporate   | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0.00  | 0.00                          |  |
| (c)  | Institutions   | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0.00  | 0.00                          |  |
| (d)  | Qualified Foreign Investors  | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0.00  | 0.00                          |  |
| (e)  | Any Other (specify)  | 0                             | 0                             | 0   | 0.00  | 0.00                              | 0.00  | 0.00                          |  |
|  | <b>Sub Total (A)(2)</b>  | <b>1</b>                      | <b>4235254</b>                | <b>4235254</b>                                      | <b>12.74</b>  | <b>12.74</b>                      | <b>0.00</b>                                   | <b>0.00</b>                   |  |
|  | <b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b> | <b>7</b>                      | <b>20517386</b>               | <b>20517386</b>                                     | <b>61.73</b>  | <b>61.73</b>                      | <b>0.00</b>                                   | <b>0.00</b>                   |  |
| <b>(B)</b>   | <b>Public shareholding</b>   |                               |                               |   |   |                                   |   |                               |  |
| <b>(B)(1)</b>  | <b>Institutions</b>  |                               |                               |   |   |                                   |   |                               |  |
| (a)  | Mutual Funds/UTI   | 7                             | 2185651                       | 2185651   | 6.58  | 6.58                              | -   | -                             |  |
| (b)  | Financial Institutions / Banks   | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (c)  | Central Government/State Government(s)                                     | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (d)  | Venture Capital Funds  | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (e)  | Insurance Companies  | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (f)  | Foreign Institutional Investors  | 14                            | 7000823                       | 7000823   | 21.06   | 21.06                             | -   | -                             |  |
| (g)  | Foreign Venture Capital Investors  | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (h)  | Qualified Foreign Investors  | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
| (i)  | Any Other (specify)  | 0                             | 0                             | 0   | 0.00  | 0.00                              | -   | -                             |  |
|  | <b>Sub Total (B)(1)</b>  | <b>21</b>                     | <b>9186474</b>                | <b>9186474</b>                                      | <b>27.64</b>  | <b>27.64</b>                      |   |                               |  |



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|               |   |             |                 |                 |               |               |             |             |  |
|---------------|---|-------------|-----------------|-----------------|---------------|---------------|-------------|-------------|--|
| <b>(B)(2)</b> | <b>Non-institutions</b>   |             |                 |                 |               |               |             |             |  |
| (a)           | Bodies Corporate  | 49          | 1771845         | 1771845         | 5.33          | 5.33          | -           | -           |  |
| (b)           | Individuals   |             |                 |                 |               |               |             |             |  |
| (b-i)         | i) Individuals - shareholders holding nominal share capital up to Rs 1 Lakh             | 876         | 202783          | 202781          | 0.61          | 0.61          | -           | -           |  |
| (b-ii)        | ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh       | 16          | 590214          | 444714          | 1.78          | 1.78          | -           | -           |  |
| (c)           | Qualified Foreign Investors   | 0           | 0               | 0               | 0.00          | 0.00          | -           | -           |  |
| (d)           | <b>Any Other</b>  |             |                 |                 |               |               |             |             |  |
| (d-i)         | Non Resident Indians (Repat)  | 17          | 2319            | 2319            | 0.01          | 0.01          | -           | -           |  |
| (d-ii)        | Non Resident Indians (Non Repat)  | 4           | 203             | 203             | 0.00          | 0.00          | -           | -           |  |
| (d-iii)       | Foreign Nationals   | 0           | 0               | 0               | 0.00          | 0.00          | -           | -           |  |
| (d-iv)        | Clearing Member   | 35          | 90094           | 90094           | 0.27          | 0.27          | -           | -           |  |
| (d-v)         | Foreign Companies   | 1           | 876270          | 0               | 2.64          | 2.64          | -           | -           |  |
| (d-vi)        | Trusts  | 0           | 0               | 0               | 0.00          | 0.00          | -           | -           |  |
|               | <b>Sub Total (B)(2)</b>   | <b>998</b>  | <b>3533728</b>  | <b>2511956</b>  | <b>10.63</b>  | <b>10.63</b>  | -           | -           |  |
|               | <b>Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)</b>                         | <b>1019</b> | <b>12720202</b> | <b>11698430</b> | <b>38.27</b>  | <b>38.27</b>  | NA          | NA          |  |
|               | <b>Total (A)+(B)</b>  | <b>1026</b> | <b>33237588</b> | <b>32215816</b> | <b>100.00</b> | <b>100.00</b> |             |             |  |
| <b>(C)</b>    | <b>Shares held by custodians and against which Depository Receipts have been issued</b> |             |                 |                 |               |               |             |             |  |
| i             | Promoter and Promoter group   | 0           | 0               | 0               | 0.00          | 0.00          | 0.00        | 0.00        |  |
| ii            | Public  | 0           | 0               | 0               | 0.00          | 0.00          | 0.00        | 0.00        |  |
|               | <b>Sub Total (C)</b>  | <b>0</b>    | <b>0</b>        | <b>0</b>        | <b>0.00</b>   | <b>0.00</b>   | <b>0.00</b> | <b>0.00</b> |  |
|               | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>1026</b> | <b>33237588</b> | <b>32215816</b> | <b>100.00</b> | <b>100.00</b> | <b>0.00</b> | <b>0.00</b> |  |

For TD POWER SYSTEMS LIMITED

N Srivatsa  
Company Secretary

**TD POWER SYSTEMS LIMITED**

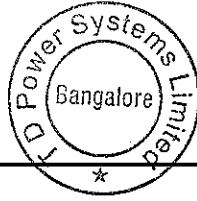
**Reg. Office: # 27, 28 & 29 KIADB Industrial Area, Dabaspet Nelamangala Taluk, Bangalore - 562111**

**City Office: "RMJ Moandoth Towers", # 37, 7th Cross, Vasanthnagar, Bangalore - 560052**

| Sr.No | Notes |
|-------|-------|
| 1     |       |
| 2     |       |
| 3     |       |
| 4     |       |
| 5     |       |
| 6     |       |
| 7     |       |
| 8     |       |

**For TD POWER SYSTEMS LIMITED**

  
**N. Srivatsa**  
**Company Secretary**

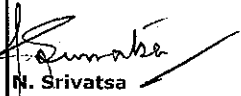


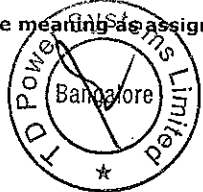
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| NSDL DATA: 30.09.2014  |   |                        |                                   |                                  |                    |  |                         |   |                                       |   |  |
|--|---|------------------------|-----------------------------------|----------------------------------|--------------------|--|-------------------------|---|---------------------------------------|---|--|
| TD POWER SYSTEMS LIMITED   |   |                        |                                   |                                  |                    |  |                         |   |                                       |   |  |
| CDSL DATA: 30.09.2014  |   |                        |                                   |                                  |                    |  |                         |   |                                       |   |  |
| (I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group" |   |                        |                                   |                                  |                    |  |                         |   |                                       |   |  |
| Sr. No.  | Name of the shareholder                 | Details of Shares held |                                   | Encumbered shares <sup>(*)</sup> |                    |  | Details of warrants     |   | Details of convertible securities     |   | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share |
|  |   | Number of shares held  | As a % of grand total (A)+(B)+(C) | No.                              | As a percentage    | As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % total number of convertible securities of the same class |  |
| (I)  | (II)                                    | (III)                  | (IV)                              | (V)                              | (VI)=(V)/(III)*100 | (VII)  | (VIII)                  | (IX)  | (X)                                   | (XI)  | (XII)  |
| 1  | Saphire Finman Services Private Limited | 6026433                | 18.13                             | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 2  | Nikhil Kumar                            | 5138664                | 15.46                             | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 3  | Hitoshi Matsuo                          | 4235254                | 12.74                             | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 4  | Sofia Mohib Khericha                    | 2084100                | 6.27                              | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 5  | Mohib N. Khericha                       | 1846860                | 5.56                              | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 6  | Chartered Capital & Investment Limited  | 1134252                | 3.41                              | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| 7  | Foziyha Akil Contractor                 | 51823                  | 0.16                              | 0.00                             | 0.00               | 0.00   | 0.00                    | 0.00  | 0.00                                  | 0.00  | 0.00   |
| <b>TOTAL</b>   |   | <b>20517386</b>        | <b>61.73</b>                      | <b>0.00</b>                      | <b>0.00</b>        | <b>0.00</b>  | <b>0.00</b>             | <b>0.00</b>                                       | <b>0.00</b>                           | <b>0.00</b>   | <b>0.00</b>  |

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

For TD POWER SYSTEMS LIMITED

  
N. Srivatsa  
Company Secretary



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**TD POWER SYSTEMS LIMITED**

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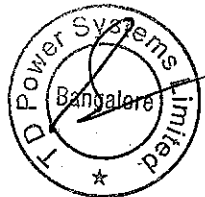
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(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

| Sr. No.      | Name of the shareholder   | Number of shares held | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of warrants     |   | Details of convertible securities     |  | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|---|-----------------------|--|-------------------------|---|---------------------------------------|--|--|
|              |   |                       |  | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1            | Ironwood Investment Holdings  | 1338794               | 4.03   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 2            | India Value Fund IV   | 1218971               | 3.67   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 3            | Smallcap World Fund, Inc  | 1209982               | 3.64   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 4            | IDFC Premier Equity Fund  | 1111825               | 3.35   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 5            | Toyo Denki Seizo KK   | 876270                | 2.64   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 6            | Baring India Private Equity Fund III Listed Investments Limited                     | 805778                | 2.42   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 7            | Ontario Teachers' Pension Plan Board Managed By Arohi Asset Management Pte Ltd-NP9Q | 773850                | 2.33   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 8            | Arohi Asset Management Pte Ltd. A/c Arohi Emerging Asia Master Fund                 | 571807                | 1.72   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 9            | Beaver Investment Holdings  | 554076                | 1.67   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 10           | L and T Mid Cap Fund  | 542484                | 1.63   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 11           | Reliance Capital Trustee Co Ltd-Reliance Equity Linked Saving Fund-Series-I         | 531126                | 1.60   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 12           | Citiigroup Global Markets Mauritius Private Limited                                 | 478204                | 1.44   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 13           | Kotak Mahindra (International) Limited  | 478204                | 1.44   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 14           | Catamaran Management Services Private Limited                                       | 406916                | 1.22   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| 15           | American Funds Insurance Series Global Small Capitalization Fund                    | 343200                | 1.03   | 0.00                    | 0.00  | 0.00                                  | 0.00   | 0.00   |
| <b>Total</b> |   | <b>11241487</b>       | <b>33.83</b>   | <b>0.00</b>             | <b>0.00</b>                                       | <b>0.00</b>                           | <b>0.00</b>  | <b>0.00</b>  |

For TD POWER SYSTEMS LIMITED

*N. Shivatsa*  
N Shivatsa  
Company Secretary



**TD POWER SYSTEMS LIMITED**

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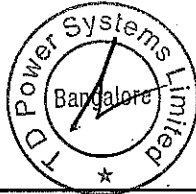
CDSL DATA: 30.09.2014

(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

| Sr. No.      | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | Number of shares | Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of warrants |   | Details of convertible securities     |  | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
|--------------|---|------------------|--|---------------------|---|---------------------------------------|--|--|
|              |   |                  |  | Number of warrants  | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class |  |
| 1            | Nil   | Nil              | Nil  | Nil                 | Nil   | Nil                                   | Nil  | Nil  |
| <b>Total</b> |   | <b>0</b>         | <b>0.00</b>  | <b>0</b>            | <b>0.00</b>                                       | <b>0</b>                              | <b>0.00</b>  | <b>0.00</b>  |

For TD POWER SYSTEMS LIMITED

  
 N. Sivatsa  
 Company Secretary

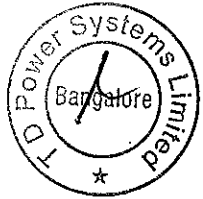


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| TD POWER SYSTEMS LIMITED                             |                         |                            |  |                                |
|--|-------------------------|----------------------------|--|--------------------------------|
| NSDL DATA: 30.09.2014                                |                         | CDSL DATA: 30.09.2014      |  |                                |
| (I)(d) Statement showing details of locked-in shares |                         |                            |  |                                |
| Sr. No.  | Name of the shareholder | Number of Locked in Shares | Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Promoter/Promoter Group/Public |
| 1  | NIL                     | NIL                        | NIL  | Nil                            |
| <b>Total</b>   |                         | 0                          | 0  | 0                              |

For TD POWER SYSTEMS LIMITED

*N. Srivatsa*  
N. Srivatsa  
Company Secretary

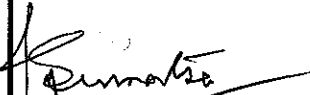


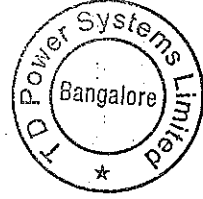


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| TD POWER SYSTEMS LIMITED |  |                           |   |   |
|--------------------------|--|---------------------------|---|---|
| NSDL DATA: 30.09.2014    |  | CDSL DATA: 30.09.2014     |   |   |
| (II)(a)                  | Statement showing details of Depository Receipts (DRs) |                           |   |   |
| Sr. No.                  | Type of outstanding DR (ADRs, GDRs, SDRs, etc.)        | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |
| 1                        | Nil  | Nil                       | Nil   | Nil   |
| <b>Total</b>             | 0  | 0                         | 0   | 0   |

For TD POWER SYSTEMS LIMITED

  
N Srivatsa  
Company Secretary



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**TD POWER SYSTEMS LIMITED**

**NSDL DATA: 30.09.2014**

**CDSL DATA: 30.09.2014**

**(II) (b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "Promoter/  
Promoter Group" are in excess of 1% of the total number of shares**

| <b>Sr. No.</b> | <b>Name of the DR Holder</b> | <b>Type of outstanding DR<br/>(ADRs, GDRs, SDRs,<br/>etc.)</b> | <b>Number of shares<br/>underlying<br/>outstanding DRs</b> | <b>Shares underlying<br/>outstanding DRs as a<br/>percentage of total number of<br/>shares {i.e., Grand Total<br/>(A)+(B)+(C) indicated in<br/>Statement at para (I)(a)<br/>above}</b> |
|----------------|------------------------------|--|--|--|
| <b>1</b>       | Nil                          | Nil  | Nil  | Nil  |
| <b>Total</b>   | 0                            | 0  | 0  | 0  |

**For TD POWER SYSTEMS LIMITED**

  
**N. Srivatsa**  
**Company Secretary**

