

Date: August 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

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

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Fax +91 80 2773 4439 / 2299 5718

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Dear Sir / Ma'am,

Sub: Disclosure of events or information under Reg. 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Nomination and Remuneration Committee of the Board of Directors of the Company ("Committee") has approved grant of 5,63,884(Five Lakh Sixty Three Thousand Eight Hundred and Eighty Four only) employee stock options ("ESOPs) and 3,99,216 (Three Lakh Ninety Nine Thousand and Two Hundred Sixteen only) employee stock appreciation rights ("ESARs") (collectively referred to as "Options" and individually as "ESOP and "ESAR" respectively) to the eligible employees of the Company and/or its Subsidiary Company(ies) under its TDPSE Equity Based Compensation Plan 2019 ("Plan"). The details of same are given herein below:

Brief details of Options granted	5,63,884 (Five Lakh Sixty Three Thousand Eight Hundred and Eighty Four only) ESOPs to the eligible employees of the Company and/or its Subsidiary Company(ies) as determined by the Committee; 3,99,216 (Three Lakh Ninety Nine Thousand and Two Hundred Sixteen only) ESARs to the eligible employees of the Company and/or its Subsidiary Company (ies) as determined by the Committee.
Whether the scheme is in terms of SEBI (Share Based Employee Benefits) Regulations, 2014 (if applicable);	Yes
Total number of shares covered by these Options;	Not more than the number of Options granted



Pricing formula;	Exercise Price per ESOP is Rs.67.25 Base Price per ESAR is Rs. 67.25	
Vested Options;	Nil	
Time within which Options may be exercised;	The vested Options shall be exercisable within a period of 4 (Four) years from the date of vesting of such Options.	
Options exercised;	Nil	
Money realized by exercise of Options;	Nil	
The total number of shares arising as a result of exercise of Option;	Nil	
Options lapsed;	Nil	
Variation of terms of Options;	NA	
Brief details of significant terms;	The aforesaid options will vest as follows:	
	On 1 st anniversary	33.33%
	On 2 nd anniversary	33.33%
	On 3 rd anniversary	33.34%
Subsequent changes or cancellation or exercise of such Options;	Not Applicable	
Diluted earnings per share pursuant to issue of equity shares on exercise of Options.	Options are yet to be exercised	

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For TD Power Systems Limited


N. Shivatsa
Company Secretary

