

Date: August 24, 2020

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  
  
Tel +91 80 229 95700 / 6633 7700  
Fax +91 80 2773 4439 / 2299 5718  
Mail tdps@tdps.co.in  
  
www.tdps.co.in

Dear Sir / Ma'am,

**SUB: DISCLOSURE OF INFORMATION UNDER REG. 30 OF THE SEBI (LODR): EXERCISE OF OPTION AS PER TDPSL EQUITY BASED COMPENSATION PLAN 2019**

In continuation of our disclosure dated August 16, 2019 regarding grant of Options and Esars, we inform that, the Nomination and Remuneration Committee of the Board of Directors of the Company ("Committee") has approved today, the transfer of 1,77,961 equity shares against exercise of an equivalent number of options granted, on the 1<sup>st</sup> Anniversary from grant of options (i.e. on August 16 2019) in term of TDPSL Equity Based Compensation Plan 2019 ("Plan").

Further, post transfer of the said equity shares, the shareholding of TDPSL Employee Welfare Trust in the Company as shown under category of Non Promoter – Non Public shareholder will stand at 1.25%.

The relevant disclosure as required under Regulation 30 of the SEBI LODR are as follows:

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 its Subsidiary Company 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;	The exercise price decided by NRC for each option is Rs.67.25/- which was 50% discount to the market price on NSE i.e. having the higher trading volume for shares of the Company as on August 14, 2019.



Vested Options;	1,87,961 options
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;	1,77,961 options
Money realized by exercise of Options;	Rs.1,19,67,878/-
The total number of shares arising as a result of exercise of Option;	1,77,961
Options lapsed;	Nil
Variation of terms of Options;	NA
Brief details of significant terms;	Vesting after 1 <sup>st</sup> anniversary of the grant. Total period for vesting 4 years from the date of grant. Exercise price of Rs.67.25 per option. Each option is eligible for 1 equity share of the Company.
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.	Not applicable since the shares have been acquired by the TDPSL Employee trust from the stock market and no shares are being issued afresh resulting in change in paid up capital of the company.

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
For TD Power Systems Limited



N. Srivatsa  
Company Secretary

