

February 3, 2016

The Department of Corporate Services

→ BSE Limited
P J Towers , Dalal Street
Mumbai- 400001

The Listing Department

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex
Bandra (East)
Mumbai 400051

TD Power Systems Limited

(CIN -U31103KA1999PLC025071)

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 7734439 / 2299 5718

Mail tdps@tdps.co.in

www.tdps.co.in

Dear Sirs,

Sub: Financial results for the quarter and nine months ended December 31, 2015

The Board of Directors of the Company at the meeting held today approved the enclosed Unaudited Financial Results for the quarter and nine months ended December 31, 2015. The Limited review report of the Auditors' thereon is also enclosed in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

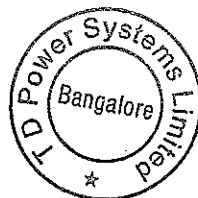
Please take the same on record.

Thank you,

Yours truly,

For TD POWER SYSTEMS LIMITED


N. Sivatsa
Company Secretary



Encl.: A/a

Limited Review Report

To,
The Board of Directors
TD Power Systems Limited
Bengaluru

We have reviewed the accompanying statement of unaudited financial results of TD Power Systems Ltd ("the company") and TD Power Systems Ltd including its subsidiaries (collectively called "the group") respectively for the quarter and nine months ended December 31, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

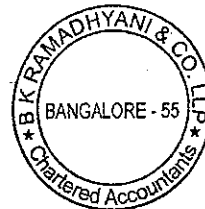
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

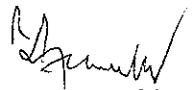
The report on the unaudited accounts of the Japan branch office and Hong Kong branch office of Indian subsidiary (both not audited by us) reviewed by Mr. Mitsuo Sekino and M/s Simon Chong & Co., Certified Public Accountant respectively has been forwarded to us and has been duly dealt with while preparing this report. Our report is not qualified in respect of this matter.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards, notified pursuant to the Companies (Accounting Standards) Rules, 2006 read with General Circular 15/2015 dated November 30, 2015 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013, and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B K Ramadhyani & Co LLP,
Chartered Accountants
Firm Registration No. 002878S/S200021

Place: Bengaluru
Date: 03rd February 2016




R Satyanarayana Murthi
Partner
Membership No. 024248

TD POWER SYSTEMS LIMITED

REGISTERED OFFICE & PLANT: # 27, 28 & 29 KIADB INDUSTRIAL AREA, DABASPET, NELAMANGALA TALUK, BANGALORE 562 111

CIN: L31103KA1899PLC025071, E mail id: tdps@tdps.co.in, Website: www.tdps.co.in, Tel. No.: + 91 80 22995700, Fax: + 91 80 7734439

PART I

STATEMENT OF STANDALONE/CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2015

Sl. No.	PARTICULARS	Consolidated						Standalone					
		Quarter ended			Year to Date & Nine Months Ended			Quarter ended			Year to Date & Nine Months Ended		
		31.12.2015 (UNAUDITED)	30.09.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.12.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.03.2015 (AUDITED)	31.12.2015 (UNAUDITED)	30.09.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.12.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.03.2015 (AUDITED)
	(Refer Notes Below)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	
1	Income from operations	11,282.51	17,587.91	15,055.83	38,809.78	41,037.55	59,744.19	10,150.82	15,265.64	9,893.80	33,997.73	28,084.18	40,476.51
2	Expenses	11,282.51	17,587.91	15,055.83	38,809.78	41,037.55	59,744.19	10,150.82	15,265.64	9,893.80	33,997.73	28,084.18	40,476.51
	a. Cost of materials consumed	5,070.61	8,076.32	6,764.25	19,187.37	18,320.08	24,141.14	4,811.07	8,078.24	6,299.33	18,929.75	17,472.39	23,522.53
	b. Purchases for project business	1,363.96	5,133.34	4,518.60	9,284.97	12,623.63	20,018.44	1,052.67	3,223.09	494.96	4,719.76	1,249.59	3,083.60
	c. Changes in inventories of finished goods, work-in-progress and stock-in-trade	1,177.82	(482.35)	(110.78)	(4.74)	44.46	1,166.59	1,177.82	(482.35)	(110.79)	(4.74)	44.46	1,166.59
	d. Employee benefits expense	1,508.43	1,628.08	1,587.45	4,783.75	4,917.69	6,523.27	1,410.65	1,394.30	1,171.06	4,214.54	3,529.15	4,907.83
	e. Depreciation and amortisation expense	719.98	723.51	704.69	2,166.77	2,170.58	2,876.28	711.09	711.49	684.49	2,130.75	2,110.36	2,800.60
	f. Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	2,210.53	1,491.62	1,429.28	4,888.12	3,886.37	6,484.19	1,145.39	1,400.82	1,173.50	3,538.27	3,112.51	4,041.55
	Total expenses	12,051.33	17,570.54	14,803.49	40,286.24	41,962.79	61,209.92	10,318.70	14,325.59	9,712.66	33,528.32	27,518.46	39,522.70
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(768.82)	17.38	152.35	(1,476.46)	(925.24)	(1,465.73)	(167.87)	940.05	181.25	469.40	565.72	953.81
4	Other income	388.94	512.82	124.54	1,350.67	1,515.06	2,450.15	367.44	493.07	285.00	1,228.30	881.81	1,718.54
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 +/- 4)	(379.87)	530.17	276.89	(125.79)	589.82	984.42	199.58	1,433.12	466.25	1,697.70	1,447.54	2,672.35
6	Finance costs	125.17	133.86	86.19	365.84	269.57	388.69	123.17	127.60	82.98	340.58	263.66	372.00
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 +/- 6)	(505.05)	396.30	190.69	(491.63)	320.25	595.73	76.41	1,305.52	383.27	1,357.12	1,183.87	2,300.35
8	Exceptional items	-	-	-	-	-	-	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 +/- 8)	(505.05)	396.30	190.69	(491.63)	320.25	595.73	76.41	1,305.52	383.27	1,357.12	1,183.87	2,300.35
10	Tax expense & Prior Period Expense	61.21	284.70	212.83	430.20	469.05	678.57	46.16	401.42	253.07	410.05	483.23	604.07
11	Not Profit / (Loss) from ordinary activities after tax (9 +/- 10)	(566.26)	111.61	(22.14)	(921.82)	(148.80)	(82.84)	30.25	904.10	130.20	947.07	720.64	1,696.28
12	Extraordinary items (Net of tax expense Rs. in Lakhs)	-	-	-	-	-	-	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11 +/- 12)	(566.26)	111.61	(22.14)	(921.82)	(148.80)	(82.84)	30.25	904.10	130.20	947.07	720.64	1,696.28
14	Share of profit / (loss) of associates*	-	-	-	-	-	-	-	-	-	-	-	-
15	Minority interest*	-	-	-	-	-	-	-	-	-	-	-	-
16	Not Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 +/- 14 +/- 15) *	(566.26)	111.61	(22.14)	(921.82)	(148.80)	(82.84)	30.25	904.10	130.20	947.07	720.64	1,696.28
17	Paid-up equity share capital (Face value of Rs.10/- per share)	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76	3,323.76
18	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	45,198.99	45,749.72	47,078.76	45,198.99	47,078.76	46,080.23	46,751.44	46,721.20	45,887.86	46,751.44	45,887.86	45,804.38
19.i	Earnings per share (before extraordinary items) (of 'Rs. 10/- each)	-	-	-	-	-	-	-	-	-	-	-	-
	a) Basic (not annualised)	(1.70)	0.34	(0.07)	(2.77)	(0.45)	(0.25)	0.09	2.72	0.39	2.85	2.17	5.10
	b) Diluted (not annualised)	(1.70)	0.34	(0.07)	(2.77)	(0.45)	(0.25)	0.09	2.72	0.39	2.85	2.17	5.10
19.ii	Earnings per share (after extraordinary items) (of 'Rs.10/- each)	-	-	-	-	-	-	-	-	-	-	-	-
	a) Basic (not annualised)	(1.70)	0.34	(0.07)	(2.77)	(0.45)	(0.25)	0.09	2.72	0.39	2.85	2.17	5.10
	b) Diluted (not annualised)	(1.70)	0.34	(0.07)	(2.77)	(0.45)	(0.25)	0.09	2.72	0.39	2.85	2.17	5.10

A. Notes:

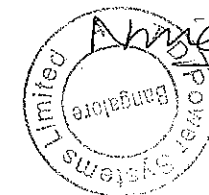
- The above financial results have been subject to a limited review by the statutory auditors in terms of Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (LODR) and the Limited Review report has been placed at the Board meeting held today for approving the said financial results.
- The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting today.
- The Consolidated financial statements for the Quarter and Nine Months ended 31.12.2015 are prepared in accordance with AS 21, notified pursuant to the Companies (Accounting Standard) Rule, 2006
- 100% shareholding of a company named Platin 1255 GmbH in Germany, has been acquired by the company in January 2016 to focus on Marketing, Distribution and Service of the company's products / its customers in the EU and other neighbouring countries.
- Previous years/periods figures have been re-grouped/rearranged wherever required in conformity with current period presentation.

B. Disclosures specified in Part A of Schedule IV in terms of Regulation 33(1)(e) of the SEBI (Listing Obligations & Disclosure Requirements)

- A Dividend of Rs. 2.645 per Equity Share of Rs. 10 each has been paid for the financial year ended 31.03.2015 during this quarter.
- Segment wise Revenue, Results and Capital Employed is stated separately.

C. The Company has opted to furnish extract of consolidated financial results, pursuant to option made available as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Standalone Financial Results are available on the company's website www.tdps.co.in. The key information on the standalone financial results are as under:

	Standalone					
	Quarter ended			Year to Date & Nine Months Ended		
	31.12.2015 (UNAUDITED)	30.09.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.12.2015 (UNAUDITED)	31.12.2014 (UNAUDITED)	31.03.2015 (AUDITED)
Net Sales / Income from Operations	10,150.82	15,265.64	9,893.80	33,997.73	28,084.18	40,476.51
Profit Before Tax	76.41	1,305.52	383.27	1,357.12	1,183.87	2,300.35
Profit After Tax	30.25	904.10	130.20	947.07	720.64	1,696.28

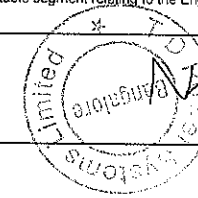
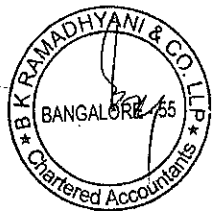


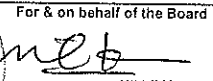
TD POWER SYSTEMS LIMITED
REGISTERED OFFICE & PLANT: # 27,28 & 29 KIADB INDUSTRIAL AREA, DABASPET, NELAMANGALA TALUK, BANGALORE 562 111
CIN: L31103KA1999PLC025071, E mail Id: tdps@tdps.co.in, Website: www.tdps.co.in, Tel. No.: + 91 80 22895700, Fax: + 91 80 7734439
STATEMENT OF STANDALONE/CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2015
UNAUDITED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

Particulars	Consolidated						Standalone					
	Quarter ended			Year to Date & Nine Months Ended			Quarter ended			Year to Date & Nine Months Ended		
	31.12.2015 (UNAUDITED) (Rs.)	30.09.2015 (UNAUDITED) (Rs.)	31.12.2014 (UNAUDITED) (Rs.)	31.12.2015 (UNAUDITED) (Rs.)	31.12.2014 (UNAUDITED) (Rs.)	31.03.2015 (AUDITED) (Rs.)	31.12.2015 (UNAUDITED) (Rs.)	30.09.2015 (UNAUDITED) (Rs.)	31.12.2014 (UNAUDITED) (Rs.)	31.12.2015 (UNAUDITED) (Rs.)	31.12.2014 (UNAUDITED) (Rs.)	31.03.2015 (AUDITED) (Rs.)
1 Segment Revenue												
(a) Manufacturing	8,958.94	10,793.51	9,514.80	27,675.36	26,784.83	37,675.96	8,737.17	10,793.51	9,112.86	27,453.49	25,631.78	36,393.16
(b) Project Business including WOS	1,489.00	7,191.61	1,052.42	10,335.44	5,876.76	9,907.95	1,456.22	5,263.41	788.85	7,897.17	2,901.45	4,867.40
(c) Engineering, procurement and construction (EPC)	895.04	476.57	5,211.91	2,276.00	11,569.21	15,765.64	-	-	-	-	-	-
Total	11,343.01	18,461.69	15,779.13	40,286.80	44,230.80	63,349.54	10,193.40	16,056.92	9,901.71	35,350.67	28,533.23	41,260.56
Less: Inter Segment Revenue	42.58	791.28	7.91	1,352.94	449.06	764.04	42.58	791.27	7.91	1,352.94	449.06	784.05
Less: Inter Company	17.94	82.50	715.39	124.08	2,744.19	2,821.31	-	-	-	-	-	-
Net Sales/ Income from Operations	11,282.51	17,587.91	15,056.83	38,809.78	41,037.55	59,744.19	10,150.82	15,265.64	9,893.80	33,997.73	28,084.18	40,476.51
2 Segment Results												
Results (Profit)(+)/ Loss (-) before tax and interest from Each segment												
(a) Manufacturing	848.76	1,055.74	963.08	2,813.00	2,605.52	4,844.58	848.77	1,055.74	963.08	2,813.00	2,605.52	4,844.58
(a1) Less : Inter Segment/Company	52.22	141.69	275.22	334.02	76.43	23.40	-	-	-	-	-	-
(a2) Less : Inter Company	-	-	-	-	-	-	-	-	-	-	-	-
(b) Project Business including WOS	112.03	823.70	31.93	1,111.10	1,025.41	500.58	136.15	1,107.90	137.81	1,095.26	928.78	281.89
(c) Engineering, procurement and construction (EPC)	(534.09)	(566.13)	58.99	(1,687.59)	(1,363.59)	(2,404.48)	-	-	-	-	-	-
Total	374.50	1,171.61	778.78	1,902.50	2,170.90	2,917.28	984.92	2,163.64	1,100.89	3,908.26	3,532.30	5,126.47
Less: (i) Interest	125.16	133.86	86.19	365.84	269.57	388.69	123.17	127.60	82.98	340.58	263.66	372.00
(ii) Depreciation	719.97	723.51	704.69	2,166.77	2,170.58	2,876.29	711.09	711.49	684.49	2,130.75	2,110.36	2,800.60
(ii) Un-allocable income net of un-allocable expenditure	34.40	(82.08)	(202.77)	(138.47)	(589.49)	(943.43)	74.25	19.04	(49.83)	79.82	(25.59)	(346.46)
Total Profit Before Tax	(505.05)	396.30	190.69	(491.63)	320.25	595.73	76.41	1,305.52	383.27	1,357.12	1,183.87	2,300.35
3 Capital Employed												
(Segment Assets- Segment Liabilities)												
(a) Manufacturing	37,047.90	39,414.49	32,634.79	37,047.90	32,634.79	33,681.01	35,956.88	38,337.57	33,375.36	35,956.88	33,375.36	34,635.16
(b) Project Business including WOS	3,822.23	2,427.16	1,960.41	3,822.23	1,960.41	2,308.91	3,438.81	1,974.81	965.31	3,438.81	965.31	1,097.94
(c) Engineering, procurement and construction (EPC)	(3,733.08)	(3,506.20)	(4,386.92)	(3,733.08)	(4,386.92)	(4,342.74)	-	-	-	-	-	-
(d) Un-allocable Segment	11,385.70	10,738.04	20,194.24	11,385.70	20,194.24	17,756.81	10,679.50	9,732.57	14,870.94	10,679.50	14,870.94	13,395.04
Total	48,522.74	49,073.49	50,402.51	48,522.74	50,402.51	49,403.99	50,075.20	50,044.96	49,211.62	50,075.19	49,211.62	49,126.13

Note:- In Accordance with AS 17 - "Segment reporting", The Company on Standalone basis has two reportable segments i.e. Manufacturing and Projects business. However, the consolidated segment reporting contains one more reportable segment relating to the Engineering, Procurement and Construction (EPC) of power plants undertaken by our wholly owned subsidiary DF Power Systems Private Limited.

Bangalore
February 03, 2016



For & on behalf of the Board

Nikhil Kumar
 Managing Director