

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 7734439 / 2299 5718
Mail tdps@tdps.co.in

www.tdps.co.in

January 17, 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

Sirs,

Sub: Reconciliation of Share Capital Audit Report for the Quarter ended December 31, 2018.

In compliance of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 Correspondence to Regulation 55A of SEBI (Depositories and Participants) Regulations 1996, we enclosed the Reconciliation of Share Capital Audit Report for the Quarter ended December 31, 2018.

Kindly take note of the above on records.

Thanking you,
Yours faithfully,
For **TD Power Systems Limited**



N. Srivatsa
Company Secretary

Encl: As above



Nagendra D. Rao, B.Com., LL.B., F.C.S.

Practising Company Secretary

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 31ST DECEMBER, 2018.

01	For the quarter ended	31 st December 2018								
02	ISIN	INE419M01019								
03	Face Value Per Share	Rs.10/- (Rupees Ten Only).								
04	Name of the Company	TD Power Systems Limited								
05	Registered office address	# 27, 28 & 29 KIADB Industrial Area, Dabaspeta, Nelamangala Taluk, Bangalore - 562 111.								
06	Telephone and Fax Number	Registered office : Phone No : 080 - 22995700 Fax No. : 080 - 22995718								
07	E mail Address	srivatsa.n@tdps.co.in								
08	Name of the Stock Exchanges where the Company's securities are listed	1. BSE Limited.(BSE) 2. National Stock Exchange of India Limited. (NSE)								
09	Issued Capital	<table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>3,20,61,541</td><td>100.00%</td></tr></tbody></table>	Number of Shares	Percent to Total Issued Capital	3,20,61,541	100.00%				
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3,20,61,541	100.00%									
10	Listed Capital (Exchange Wise)	1. Bombay Stock Exchange Limited.(BSE): <table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>3,20,61,541</td><td>100.00%</td></tr></tbody></table> 2. National Stock Exchange of India Limited. (NSE): <table border="1"><thead><tr><th>Number of Shares</th><th>Percent to Total Issued Capital</th></tr></thead><tbody><tr><td>3,20,61,541</td><td>100.00%</td></tr></tbody></table>	Number of Shares	Percent to Total Issued Capital	3,20,61,541	100.00%	Number of Shares	Percent to Total Issued Capital	3,20,61,541	100.00%
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3,20,61,541	100.00%									



11	Held in Dematerialized form in CDSL	Number of Shares		Percent to Total Issued Capital		
		1,13,58,030		35.43 %		
12	Held in Dematerialized form in NSDL	Number of Equity Shares		Percent to Total Issued Capital		
		2,07,03,509		64.57%		
13	Held in physical form	Number of Shares		Percent to Total Issued Capital		
		2		0.0%		
14	Total Number of Shares (11+12+13)	3,20,61,541 Equity Shares of Rs. 10/- each				
15	Reasons for difference if any, between (9 & 10) (9 & 14) (10 & 14)	None				
16	Certifying the details of changes in share capital during the quarter under consideration as per table below.	Yes				
Particulars	No. of Shares	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
<p>As on December 31, 2018, the Company has bought back 1,233,693 (Twelve Lakh Thirty Three Thousand Six Hundred and Ninety Three) only Equity Shares from Open market through Stock Exchanges under the ongoing Buyback offer. The company has extinguished 1,176,047 (Eleven Lakh Seventy Six Thousand Forty Seven) only fully paid up Equity Shares as on December 31, 2018 (Details of Equity shares which have been extinguished is as per Annexure - 1)</p>						
<p>Rights, Bonus, Preferential Issue, ESOP's, Amalgamations, Conversion, Buy Back, Capital Reduction, Forfeiture, any other to specify:</p>						



17	Register of Members is updated (Yes / No), if not updated up to which date	Yes
18	Reference of previous quarter with regard to excess dematerialized shares, if any.	Not Applicable
19	Has the company resolved the matter mentioned in Point No. 18 above in the current quarter? If not, reason why	Not Applicable
20	Mention the total number of requests if any confirmed after 21 days and total number of requests pending beyond 21 days with reasons for delay	1.Total number of Demat requests if any confirmed after 21 days: Nil 2.Total number of Demat requests pending beyond 21 days: Nil
21	Name, Telephone and Fax Number of the Compliance officer of the Company	Mr. N. Srivatsa, Company Secretary & Compliance Officer: Telephone No. : 080 - 22995700, Fax No. : 080 - 22995718
22	Name, Telephone, Fax Number and Registration Number of the Auditor.	Nagendra D. Rao, No. 180, First Floor, 3rd Main, 3rd Cross, S.L.Byrappa Road, Hanumanthanagar, Bangalore - 560 019. Membership No. : FCS - 5553 Certificate of Practice No. : 7731 Mobile No: 99451 75787 E mail: nagendradrao@gmail.com
23	Appointment of Common Agency for Share Registry work. If yes. Name and Address	Link Intime India Private Limited C - 101, 247 Park, L.B.S. Marg, Vikhroli (West) Mumbai - 400 083.
24	Any other detail that the Auditor may like to provide (E.g. BIFR Company, delisting from the Stock Exchange/s, Company change of name etc.)	No

Place: Bengaluru.

Date: January 16, 2019.


NAGENDRA D. RAO
Practising Company Secretary
180, 1st Floor, 3rd Main, 3rd Cross,
S.L. Bhairappa Road, Hanumanthanagar,
BENGALURU - 560 019.



ANNEXURE - I

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 31ST DECEMBER, 2018

S. No.	Particulars	No. of Shares	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
1	618,598 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 23/10/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.001 dtd October 24, 2018]	618,598	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters - 1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
2	192,332 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 02/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.002 dtd November 3, 2018]	192,332	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters - 1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
3	54,015 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 14/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.003 dtd November 15, 2018]	54,015	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters - 1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
4	127,602 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 26/11/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.004 dtd November 27, 2018]	127,602	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters - 1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.



S. No.	Particulars	No. of Shares	Applied / Not applied for listing	Listed on exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal approval pending for Stock Exchange (Specify Names)
5	85,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 05/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.005 dtd December 06, 2018]	85,000	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
6	32,500 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 17/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.006 dtd December 18, 2018]	32,500	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
7	66,000 Equity Shares have been extinguished by the Company. [Date of effect of extinguishment 26/12/2018 - vide CDSL letter no. CDSL/OPS/IPO-CA/2018-19/CA-337458.007 dtd December 27, 2018]	66,000	NOT APPLICABLE	NSE & BSE	Yes.	Yes.	Buy Back of shares letters -1.NSE [Vide Ref:62868 dated October 09, 2018. 2.BSE [Vide Ref: Notice No. 20181009-2 dated October 9, 2018.
	Total	1,176,047					

