

September 24, 2016

The Corporate Service Department
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

Sirs,

Sub: - Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: BSE Stock code: 533553 and NSE stock code TDPOWERSYS

Further to our letter dated September 22, 2016, in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the results of Voting (e voting and Poll) in respect of subjects transacted at the 17th Annual General Meeting (AGM) held on Thursday, September 22, 2016 at Hotel Le Meridien, No. 28, Sankey Road (Opp. Bangalore Golf Course), Bangalore 560 052, Karnataka, India in terms of the Notice dated August 03, 2016.

Kindly take the above on record.

Thanking You,

For TD POWER SYSTEMS LIMITED


N. Srivatsa
Company Secretary



TD Power Systems Limited

(CIN -L31103KA1999PLC025071)

REGISTERED OFFICE & FACTORY:
27, 28 and 29, KIADB Industrial Area
Dabaspeta, Nelamangala Taluk
Bengaluru Rural District
Bengaluru - 562 111 India

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TD POWER SYSTEMS LIMITED

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

REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015: VOTING RESULTS

Sl. No.	Description	Particulars		
A	Date of the AGM	September 22, 2016		
B	Book Closure date	September 16, 2016 to September 22, 2016 (both days inclusive).		
C	Total number of shareholders on record date	6350		
D	No. of shareholders present in the meeting either in person or through proxy			
	Shareholders	In person	Proxy	Total
	Promoters and Promoter Group	4	0	4
	Public	57	9 members were represented by 5 proxies	66
	Total	61	9	70
E	No. of Shareholders attended the meeting through Video Conferencing			
	Promoters and Promoter Group:	Nil		
	Public:	Nil		



ORDINARY BUSINESS

Resolution No. 1							Adoption of Financial Statements for the year ended March 31, 2016.		
Resolution required: (Ordinary/ Special)							Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?							No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
		17965563	10091645	56.17	10091645	0	100	0	
	Poll		4638664	25.82	4638664	0	100	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		14730309	81.99	14730309	0	100	0	
Public- Institutions	E-Voting	10170170	5838376	57.41	5838376	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		5838376	57.41	5838376	0	100	0	
Public- Non Institutions	E-Voting	5101855	1753	0.03	1753	0	100	0	
	Poll		166342	3.26	166341	1	100	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		168095	3.29	168094	1	100	0	
Total		33237588	20736780	62.39	20736779	1	100	0	

Resolution No. 2							Approval of Dividend for the year		
Resolution required: (Ordinary/ Special)							Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?							No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
		17965563	10091645	56.17	10091645	0	100	0	
	Poll		4638664	25.82	4638664	0	100	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		14730309	81.99	14730309	0	100	0	
Public- Institutions	E-Voting	10170170	5838376	57.41	5838376	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		5838376	57.41	5838376	0	100	0	
Public- Non Institutions	E-Voting	5101855	1753	0.03	1753	0	100	0	
	Poll		166337	3.26	166337	0	100	0	
	Postal Ballot (if Applicable)		0	0	0	0	0	0	
	Total		168090	3.29	168094	1	100	0	
Total		33237588	20736775	62.39	20736775	0	100	0	



Resolution No. 3		Re-appointment of Mr. K. G. Prabhakar as Director liable to retire by rotation.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	17965563	10091645	56.17	10091645	0	100	0
	Poll		4638664	25.82	4638664	0	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		14730309	81.99	14730309	0	100	0
Public- Institutions	E-Voting	10170170	5838376	57.41	5838376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		5838376	57.41	5838376	0	100	0
Public- Non Institutions	E-Voting	5101855	1753	0.03	1753	0	100	0
	Poll		166342	3.26	166341	1	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		168095	3.29	168094	1	100	0
Total		33237588	20736780	62.39	20736779	1	100	0

Resolution No. 4		Appoint M/s. B. K. Ramadhyani & Co. LLP, Chartered Accountants, Bangalore as Auditors and fix their remuneration.						
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	17965563	10091645	56.17	10091645	0	100	0
	Poll		4638664	25.82	4638664	0	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		14730309	81.99	14730309	0	100	0
Public-Institutions	E-Voting	10170170	5838376	57.41	5838376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		5838376	57.41	5838376	0	100	0
Public- Non Institutions	E-Voting	5101855	1203	0.02	1175	28	97.67	2.33
	Poll		166342	3.26	166341	1	100.00	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		167545	3.28	167516	29	99.98	0.02
Total		33237588	20736230	62.39	20736201	29	62.39	0



Resolution No. 5		Appoint Mr. Mitsuo Sekino, Certified Public Accountant, Tokyo, Japan as Auditor of Company's Japan Branch and fix remuneration.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1) 17965563	(2) 10091645	(3)=[(2)/(1)]*100 56.17	(4) 10091645	(5) 0	(6)=[(4)/(2)]*100 100	(7)=[(5)/(2)]*100 0
	Poll		4638664	25.82	4638664	0	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
Public- Institutions	Total		14730309	81.99	14730309	0	100	0
	E-Voting	10170170	5838376	57.41	5838376	0	100	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		5838376	57.41	5838376	0	100	0
	E-Voting	5101855	1753	0.03	1753	0	100	0
Total	Poll		166342	3.26	166341	1	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		168095	3.29	168094	1	100	0
Total		33237588	20736780	62.39	20736779	1	100	0

SPECIAL BUSINESS

Resolution No. 6		Ratification of payment of remuneration to the Cost Auditors.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1) 17965563	(2) 10091645	(3)=[(2)/(1)]*100 56.17	(4) 10091645	(5) 0	(6)=[(4)/(2)]*100 100	(7)=[(5)/(2)]*100 0
	Poll		4638664	25.82	4638664	0	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		14730309	81.99	14730309	0	100	0
Public- Institutions	E-Voting	10170170	5838376	57.41	5838376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		5838376	57.41	5838376	0	100	0
Public- Non Institutions	E-Voting	5101855	1753	0.03	1753	0	100	0
	Poll		165959	3.25	165958	1	100	0
	Postal Ballot (if Applicable)		0	0	0	0	0	0
	Total		167712	3.29	167711	1	100	0
Total		33237588	20736397	62.39	20736396	1	100	0

