

Since 1994



K.P. ENERGY LIMITED

CIN: L40100GJ2010PLC059169

E-mail : info@kpenergy.in
Website : www.kpenergy.in

KPEL/AGM-NOTICE/SEP/2020/231

August 31, 2020

To,
BSE Limited,
Phiroze, Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Since 1994

Ref: **Scrip Code: 539686** ®

Sub: **Notice of 11th Annual General Meeting**

Dear Sir,

This is to inform you that 11th Annual General Meeting of the members of K.P. Energy Limited will be held on Tuesday, the 29th day of September, 2020 at 3:00 p.m. IST through Video Conference ("VC")/ Other Audio Visual Means ("OAVM").

The notice containing the business to be transacted at the meeting is enclosed herewith.

For K.P. Energy Limited

Karmit Sheth
Company Secretary & Compliance Officer



Encl.: as above

Reg. Office:

'KP House', Opp. Ishwar Farm Junction BRTS, Near Bliss IVF Circle,
Canal Road, Bhatar, Surat- 395017, Gujarat, India.

Phone: +91-261-2234757, **Fax:** +91-261-2234757

E-mail: info@kpenergy.in, **Website:** www.kpenergy.in

ISO 14001:2015, ISO 9001:2015 and BS OHSAS 18001:2007 Certified Company

BSE Listed Company

Notice

NOTICE is hereby given that the Eleventh (11th) Annual General Meeting of the members of K.P. Energy Limited will be held on Tuesday, the 29th day of September, 2020 at 3:00 p.m. IST through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"), to transact the following business:

Ordinary Business:

1. To receive, consider and adopt:

- a. The Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

2. To appoint Mrs. Bhadrabala Dhimant Joshi (DIN: 07244587), who retires by rotation and being eligible offers herself for re-appointment:

"RESOLVED THAT pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force), the approval of the members be and is hereby accorded for the reappoint **Mrs. Bhadrabala Dhimant Joshi (DIN: 07244587)**, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company."

Special Business:

3. Ratification of remuneration of Cost Auditor.

To consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, Companies (Cost Records and Audit) Rules 2014 and the Companies (Audit and Auditors) Rules, 2014 (including statutory modifications or re-enactment thereof, for the time being in force), payment of remuneration of Rs. 50,000/- to M/s. Nanty Shah & Associates, Cost Accountants (Firm Registration No.: 101268) the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2021, be and is hereby approved.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

4. Re-Appointment of Mr. Farukbhai Gulambhai Patel (DIN: 00414045) as Managing Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Sections 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and the provisions of Articles of Association of the Company and Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent and approval of shareholders be and is hereby accorded for re-appointment of **Mr. Farukbhai Gulambhai Patel (DIN: 00414045)** as Managing Director of the Company for a period of five years commencing from **July 15, 2020 to July 14, 2025** on the terms and conditions as may be determined by the Board or any if its committee, from time to time, within the maximum limits of remuneration for Managing Director approved by the members of the Company on such terms and conditions as set out in the forgoing resolution and the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors or any of its Committee be and is hereby authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution"

5. Re-Appointment of Mr. Ashish Ashwin Mithani (DIN: 00152771) as Whole Time Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Sections 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and the provisions of Articles of Association of the Company and Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent and approval of Members of the Company be and is hereby accorded for re-appointment of **Mr. Ashish Ashwin Mithani (DIN: 00152771)** as Whole Time Director of the Company for a period of five years commencing from **July 15, 2020 to July 14, 2025** on the terms and conditions as may be determined by the Board or any if its committee, from time to time, within the maximum limits of remuneration for Whole Time Director approved by the members of the Company on such terms and conditions as set out in the forgoing resolution and the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors or any of its Committee be and is hereby authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution"

6. Re-Appointment of Mr. Sajesh Bhaskar Kolte (DIN: 07277524) as Non-Executive Independent Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Rules made thereunder read with Schedule IV to the Act, applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force and subject to such other laws, rules and regulations as may be applicable in this regard and on the basis of recommendation of the Nomination and Remuneration Committee,

approval of the Members of the Company be and is hereby accorded to re-appoint Mr. Sajesh Bhaskar Kolte (DIN 07277524), as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a further term not exceeding five (5) consecutive years from **September 03, 2020 to September 02, 2025**.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company for the time being are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

7. Appointment of Mr. Vendhan Ganeshan Mudaliar (DIN: 08042293) as Non-Executive Independent Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013, read with Schedule IV of the Companies Act, 2013 and applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force subject to such other laws, rules and regulations as may be applicable in this regard and on the basis of recommendation of the Nomination and Remuneration Committee, approval of the Members of the Company be and is hereby accorded to appoint Mr. Vendhan Ganeshan Mudaliar (DIN: 08042293) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term not exceeding five (5) consecutive years from **September 29, 2020 to September 28, 2025**.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

8. Appointment of Mr. Affan Faruk Patel (DIN: 08576337) as Whole Time Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013, on recommendation of the Nomination and Remuneration Committee and Board of Directors (“Board”) of the Company, the consent of the members of the company be and is hereby accorded for the appointment of **Mr. Affan Faruk Patel (DIN: 08576337)** as a Whole Time Director of the Company, who shall hold office for a period of five years from **September 29, 2020 to September 28, 2025** on the terms and conditions as may be decided by the Board and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Affan Faruk Patel as a Whole Time Director of the Company be paid such remuneration comprising of salary, perquisites, allowances and other benefits as may be determined by the Board from time to time within the maximum limits approved by the members of the Company on the terms and conditions as set out in the forgoing resolution and explanatory statement annexed hereto.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Whole Time Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, alter, enhance or widen (collectively referred to as ‘Variation’) the remuneration specified above which is payable to Whole Time Director during his tenure to the extent permitted, under applicable law without being required to seek any further consent or approval of the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided however that any such Variation shall not exceed any amount permitted to be paid to Whole Time Director under Section 197 read with Schedule V and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 without obtaining requisite approvals.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

9. Appointment of Mr. Salim Suleman Yahoo (DIN: 08648805) as Non-Executive Independent Director of the Company.

To consider and if thought fit, to pass the following Resolution, with or without modification, as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, **Mr. Salim Suleman Yahoo (DIN: 08648805)** who was appointed by the Board of Directors as an Additional Director (Non-Executive Independent Director) of the Company with effect from **December 26, 2019**, pursuant to the provisions of section 161(1) of the Companies Act, 2013 and pursuant to the applicable provisions Articles of Association of the company, who holds office upto the date of ensuing Annual General Meeting of the Company and who has submitted a declaration that he meets the criteria of the independent directorship as provided in section 149(6) of the Companies Act, 2013, on recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the members of the company be and is hereby accorded to the appointment of **Mr. Salim Suleman Yahoo (DIN: 08648805)** as Non-Executive Independent Director of the Company, who shall hold office for a period of five years from **September 29, 2020 to September 29, 2025** and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion

deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

10. Increase in borrowing powers of the Company.

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), on the recommendation of the Board of Directors, the consent of the members of the company be and is hereby accorded to borrow money, as and when required, from time to time any sum or sums of money for the purpose of the business of the Company, from any Bank and/or other Financial Institution and/or any lender and/or any Body corporate/ entity/entities and/or authority/authorities whether from India or outside India, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business) may, at any time, exceed the aggregate of its paid-up share capital, free reserves and securities premium, that is to say reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors shall not at any time exceed the limit upto **Rs. 600 Crores (Rupees Six Hundred Crores Only)**.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

11. Increase in limits of creating Charge/Security over the Assets/Undertaking of the Company.

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“**RESOLVED THAT** in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 179 and 180(1)(a) and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), on the recommendation of the Board of Directors, the consent of the members be and is hereby accorded to create such pledge, mortgage, hypothecation and/or Charge in addition to existing in such form and such manner as may be agreed between the Board of Directors and the Company’s lenders on all or any part of the movable and/or immovable properties of the Company and/or the whole or part of the undertaking of the Company both present and future of every nature and kind whatsoever, in certain events, to secure term loans/ working capital facilities / External Commercial borrowings/ Debentures/ any other form of finance etc., shall not exceed at any point of time upto **Rs. 600 Crores (Rupees Six Hundred Crores Only)** from any Bank and/or other Financial Institution and/or any lender and/or any Body corporate/ entity/entities and/or authority/authorities and/or any other lenders whether from India or outside India, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board, the principal

and/or together with interest, charges, costs, expenses and all other monies payable by the Company, such mortgages and/or charges already created or to be created in future by the Company in such manner as may be thought expedient by the Board of Directors.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

12. Increase in the limits of Loans and Investments by the Company.

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of section 186 of the Companies Act, 2013, read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Board of Directors, the consent of members be and is hereby accorded to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate as it may consider necessary by the Board of Directors of the Company and in the interest of the Company, subject to the aggregate amount of the loans and investments so far made for which guarantees or securities provided to any Bank and/or other Financial Institution and/or any lender and/or any Body corporate/ entity/entities and/or authority/authorities and/or any other person whether from India or outside India, in respect of or against any loans or to secure any financial arrangement of any nature by, any other person(s), any Body(ies) Corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, whether existing or proposed to be incorporated, along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed at any point of time upto **Rs. 600 crores (Rupees Six Hundred Crores Only)** over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

13. Approval for conversion of Loan into Equity Share Capital of the Company.

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and subject to all such approvals, permissions or sanctions as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), permission(s)

or sanction(s) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include any Committee duly constituted/ to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution), the consent of the Members be and is hereby accorded to the Board in respect of the financial assistance including unsecured loans extended / to be extended by the Financial Institutions/Banks/any Body Corporate/Directors (including a Rupee Term Loan Facility availed or to be availed) such that in the event of default by the Company under the lending arrangements or upon exercise of an option provided/agreed under the lending arrangements, Bank(s) / Financial Institution(s)/ any Body Corporate/ Directors at its option agreed in the arrangement by the parties, may be able to convert the outstanding facility / financial assistance including unsecured loans or part thereof to ordinary Equity Shares in the Company upon such terms and conditions of such lending arrangements and / or as deemed appropriate by the Board and at a price to be determined in accordance with the applicable SEBI regulations at the time of conversion.

RESOLVED FURTHER THAT on receipt of the notice of conversion, the Board be and is hereby authorized to do all such acts, deeds and things as the Board may deem necessary and shall allot and issue the requisite number of fully paid-up ordinary Equity Shares in the Company to such Bank(s) / Financial Institution(s)/ Body Corporate/ Directors.

RESOLVED FURTHER THAT the ordinary Equity Shares to be so allotted and issued to the lenders pursuant to its exercising the right of conversion shall rank pari-passu in all respects with the then Equity Shares in the Company and be listed on the Stock Exchange(s) where the existing shares of the Company are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this Resolution to any Director or Directors or to any Committee of Directors or any other executive(s) or officer(s) of the Company to give effect to the aforesaid Resolution."

14. Any other business with the permission of the Chair.

Registered Office:

'KP House', Opp. Ishwar Farm Junction BRTS
Near Bliss IVF Circle,
Canal Road, Bhatar, Surat-395017
Gujarat, India
Tel.: +91 261 2234757
Fax: +91 261 2234757
Email: info@kpenenergy.in
Website: www.kpenenergy.in

**By Order of the Board
FOR K.P. ENERGY LIMITED**

Sd/-

Karmit Sheth

Company Secretary & Compliance Officer

Date: August 29, 2020

Place: Surat

Notes:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.kpenenergy.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

The instructions for shareholders for remote E-Voting are as under:

- (i) The voting period begins on September 26, 2020 and ends on September 28, 2020. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 18, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant K.P. Energy Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for E-Voting for the resolutions proposed in this Notice:

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL 16-digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

Instructions for shareholders attending the AGM through VC/OAVM are as under:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Instructions for shareholders for E-Voting during the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@kpenenergy.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

All queries relating to Share Transfer and allied subjects should be addressed to:

Bigshare Services Private Limited

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri (East), Mumbai-400059
Maharashtra, India

Registered Office:

'KP House', Opp. Ishwar Farm Junction BRTS
Near Bliss IVF Circle,
Canal Road, Bhatar, Surat-395017
Gujarat, India
Tel.: +91 261 2234757
Fax: +91 261 2234757
Email: info@kpenenergy.in
Website: www.kpenenergy.in

**By Order of the Board
FOR K.P. ENERGY LIMITED**

**Sd/-
Karmit Sheth
Company Secretary & Compliance Officer**

**Date: August 29, 2020
Place: Surat**

Annexure To Notice

Explanatory Statement To Special Business Pursuant To Section 102 Of The Companies Act, 2013

Item No. 3 Ratification of remuneration of Cost Auditor.

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. Nanty Shah & Associates, Cost Accountants as Cost Auditor of the Company for the financial year ending on March 31, 2021, to conduct audit of cost accounting records of the Company as may be required for cost audit under the Companies Act, 2013, and Rules made thereunder, at a remuneration of Rs. 50,000/-, applicable taxes and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditor is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in the Notice for ratification of the remuneration payable to the Cost Auditors.

None of the Directors are in any way concerned or interested, financially or otherwise in this resolution.

Item No. 4 Re-Appointment of Mr. Farukbhai Gulambhai Patel (DIN: 00414045) as Managing Director of the Company.

Mr. Farukbhai Gulambhai Patel, aged 48 years was appointed as Managing Director of the Company. He is the founding promoter of the Company. The Company has been taking the advantage of his guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.

Mr. Patel was appointed as Managing Director of the Company for a period of 5 (Five) years w.e.f **July 15, 2015 up to July 14, 2020** in the Extra Ordinary General Meeting of the Company held on July 15, 2015. Mr. Patel holds 54,03,125 equity shares of Rs. 10 each as on March 31, 2020 in the Company. Therefore, he is interested in passing of this resolution by virtue of his directorship and to the extent of his shareholding in the Company.

Mr. Farukbhai Gulambhai Patel is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Managing Director of the Company. He satisfies all the conditions as set out in Section 196 (3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for reappointment.

A brief Profile of Mr. Farukbhai Gulambhai Patel is provided in Annexure to the Notice pursuant to the provisions of (i) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members' approval for the re-appointment of and remuneration payable to Mr. Farukbhai Gulambhai Patel as Managing Director, in terms of the applicable provisions of the Act and the rules made thereunder.

The Board of Directors of the Company in its meeting held on August 30, 2019 approved the revision of remuneration paid to Mr. Farukbhai Gulambhai Patel, Managing Director for his remaining term of office, as recommended by the Nomination and Remuneration Committee in its meeting held on August 30, 2019 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, and in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and at the terms and conditions as set out below:

- Basic Salary: Not exceeding Rs. 6,00,000/- (Rupees Six Lakh only) per month as may be decided by the Board of Directors from time to time.
- Perquisites: He shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called Perquisites) such as medical reimbursement, leave travel assistance, House Rent Allowance, City Compensatory Allowance, Laundry Allowance and any other perquisites as per the policy of the Company in force or as may be approved by the Board from time to time.
- Addition to the above, he shall be entitled to the allowance and benefits as per the policy of the Company in force, such as:
 - i. Company maintained car with driver.
 - ii. Company's contribution to Provident Fund
 - iii. Payment of gratuity and other retirement benefits
 - iv. Encashment of leave
 - v. Personal Accident, Mediclaim and Life Insurance under Employer – Employee scheme
- Minimum Remuneration : in the event of loss or inadequacy of the Profits in any financial year, during the currency of the term of the Managing Director, the Company will pay Remuneration to the Managing Director within the maximum ceiling per annum as per section II of Part II of Schedule V to the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, as per the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company.

This explanatory statement may also be considered as the requisite abstract under section 190 of the Companies Act, 2013 setting out the terms and conditions of the appointment of Mr. Farukbhai Gulambhai Patel as the Managing Director of the Company.

Statement Of Information As Required Under Schedule V, Part II, Section II (B) (iv) For Item No. 9:

I. General Information:

1. Nature of Industry: K.P. Energy Limited provides complete solutions from concept till completion of the project life-cycle of a Wind Project. Activities covered are Siting of Wind-farms, Lands & Permits acquisition, EPCC (Engineering, Procurement, Construction & Commissioning) of Wind Project Infrastructure including power transmission and Operations & Maintenance of entire Balance of Plant of a Utility Scale Windfarm. Business model of company is designed to bring scalability in wind sector by serving OEM (Original Equipment Manufacturers) of Wind Turbines, IPPs (Independent Power Producers), Captive Users as well as Institutional Investment Programmes.

2. Date or expected date of commencement of commercial production: The Company is in business of providing entire gamut of services of development of Balance of Plant (BOP) Services for Wind Power Project and also generates revenue from its own 8.4 MW WTGs at four different site and from providing Operation and Maintenance services to the BOP.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA

4. Financial performance based on given indicators: The financial data as per last audited standalone balance sheet as on March 31, 2020 is as under:

(Rs. In lacs)

Particulars	FY 2019-20
Paid up Capital	1111.5
Reserves and surplus	4282.55
Total Revenue	7471.34
Total Expenses	7193.04
Profit before Tax	278.30
Tax Expenses	(168.28)
Profit after Tax	110.02

5. Foreign investments or collaborations, if any: The Company has in consortium with M/s. Evergreen Power Mauritius Private Limited participated in the bid and won the 30MW wind power project at Mahuva Site in Gujarat.

I. Information about the appointee:

1. Background details:

Mr. Farukbhai Gulambhai Patel, aged 48 years was appointed as Managing Director of the Company. He is the founding promoter of the Company. The Company has been taking the advantage of his guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.

2. Past Remuneration: Annual remuneration of Mr. Farukbhai Gulambhai Patel for the Financial Year 2019-20 was Rs. 40 Lacs.

3. Recognition or awards: Mr. Patel has received many awards and accolades over the course of his tenure with the Company.

4. Job profile and his suitability: Mr. Patel devotes his full time and attention to the business of the Company, subject to superintendence, control and directions of the Board.

5. Remuneration proposed: As mentioned in the resolution.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Keeping in view the profile and the position of Whole-time Director and rich knowledge and experience of the appointee, the remuneration is fully justifiable and comparable to that prevailing in the industry.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Besides the remuneration proposed, Mr. Farukbhai Gulambhai Patel does not have any pecuniary relationship with the Company. Further, he is not related to any managerial personnel of the Company except Mr. Affan Faruk Patel, Additional Director (Whole Time Director) who is Son of Mr. Farukbhai Gulambhai Patel.

II. Other information:

1. Reasons of loss or inadequate profits: The Company does not envisage any loss or inadequate profits during the tenure of appointment of Mr. Farukbhai Gulambhai Patel except as disclosed in the financial results on Quarterly basis. However, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Whole Time Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

2. Steps taken or proposed to be taken for improvement: The Company has taken various steps on a regular basis to scale up the operations of the Company. Company has chalked out ambitious growth plans to scale up operations and profitability. Further, the management has adopted focused business strategies in all spheres of business activities to improve the sales and profitability of the Company.

3. Expected increase in productivity and profits in measurable terms: The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving revenue growth in the future.

III. Disclosures:

The following disclosures shall be mentioned in the Director's Report under the heading "Corporate Governance" attached to the financial statement:

- All elements of remuneration package such as salary, benefits, bonuses, stock options, pensions, etc., of all the directors;
- Details of fixed component and performance linked incentives along with performance criteria;
- Service contracts, notice period, severance fees;
- Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

Save and except Mr. Farukbhai Gulambhai Patel, and his relatives to the extent of their shareholding interest, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives are, in any way concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4 of the Notice.

The Board of Directors and Audit Committee recommends the resolutions set out at Item No. 4 of the Notice for approval of the members by way of Special Resolution.

Item No. 5 Re-Appointment of Mr. Ashish Ashwin Mithani (DIN: 00152771), as Wholetime Director of the Company.

Mr. Ashish Ashwin Mithani, aged 46 years is presently designated as Whole Time Director of the Company. He is also a founding promoter of the Company. The Company has been taking the advantage of his

Skills, experience, guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.

Mr. Mithani was appointed as Whole Time Director of the Company for a period of 5 (Five) years w.e.f. **July 15, 2015 up to July 14, 2020** in the Extra Ordinary General Meeting of the Company held on July 15, 2015. Mr. Mithani holds 14,82,922 equity shares of Rs. 10 each as on March 31, 2019 in the Company. Therefore, he is interested in passing of this resolution by virtue of his directorship and to the extent of his shareholding in the Company.

Mr. Ashish Ashwin Mithani is not disqualified from being re-appointed as a Director or Whole Time Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Whole Time Director of the Company. He satisfies all the conditions as set out in Section 196 (3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for reappointment.

A brief Profile of Mr. Ashish Ashwin Mithani is provided in Annexure to the Notice pursuant to the provisions of (i) the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members' approval for the re-appointment of and remuneration payable to Mr. Ashish Ashwin Mithani as Whole Time Director, in terms of the applicable provisions of the Act and the rules made thereunder.

The Board of Directors of the Company in its meeting held on August 30, 2019 approved the revision of remuneration payable to Mr. Mithani, Whole Time Director for his remaining term of office, as recommended by the Nomination and Remuneration Committee in its meeting held on August 30, 2019 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, and in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and at the terms and conditions as set out below:

- Basic Salary: Not exceeding Rs. 6,25,000/- (Rupees Six Lakh only) per month as may be decided by the Board of Directors from time to time.
- Perquisites: He shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called Perquisites) such as medical reimbursement, leave travel assistance, House Rent Allowance, City Compensatory Allowance, Laundry Allowance and any other perquisites as per the policy of the Company in force or as may be approved by the Board from time to time.
- Addition to the above, he shall be entitled to the allowance and benefits as per the policy of the Company in force, such as:
 - i. Company maintained car with driver.
 - ii. Company's contribution to Provident Fund
 - iii. Payment of gratuity and other retirement benefits
 - iv. Encashment of leave
 - v. Personal Accident, Mediclaim and Life Insurance under Employer – Employee scheme

- Minimum Remuneration : in the event of loss or inadequacy of the Profits in any financial year, during the currency of the term of the Managing Director, the Company will pay Remuneration to the Managing Director within the maximum ceiling per annum as per section II of Part II of Schedule V to the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, as per the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company

This explanatory statement may also be considered as the requisite abstract under section 190 of the Companies Act, 2013 setting out the terms and conditions of the appointment of Mr. Ashish Ashwin Mithani as the Whole Time Director of the Company.

Statement Of Information As Required Under Schedule V, Part II, Section II (B) (iv) For Item No. 9:

II. General Information:

1. Nature of Industry: K.P. Energy Limited provides complete solutions from concept till completion of the project life-cycle of a Wind Project. Activities covered are Siting of Wind-farms, Lands & Permits acquisition, EPCC (Engineering, Procurement, Construction & Commissioning) of Wind Project Infrastructure including power transmission and Operations & Maintenance of entire Balance of Plant of a Utility Scale Windfarm. Business model of company is designed to bring scalability in wind sector by serving OEM (Original Equipment Manufacturers) of Wind Turbines, IPPs (Independent Power Producers), Captive Users as well as Institutional Investment Programmes.

2. Date or expected date of commencement of commercial production: The Company is in business of providing entire gamut of services of development of Balance of Plant (BOP) Services for Wind Power Project and also generates revenue from its own 8.4 MW WTGs at four different site and from providing Operation and Maintenance services to the BOP.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA

4. Financial performance based on given indicators: The financial data as per last audited standalone balance sheet as on March 31, 2020 is as under:

(Rs. In lacs)

Particulars	FY 2019-20
Paid up Capital	1111.5
Reserves and surplus	4282.55
Total Revenue	7471.34
Total Expenses	7193.04
Profit before Tax	278.30
Tax Expenses	(168.28)
Profit after Tax	110.02

5. Foreign investments or collaborations, if any: The Company has in consortium with M/s. Evergreen Power Mauritius Private Limited participated in the bid and won the 30MW wind power project at Mahuva Site in Gujarat.

IV. Information about the appointee:

6. Background details:

Mr. Ashish Ashwin Mithani, aged 46 years is presently designated as Whole Time Director of the Company. He is also a founding promoter of the Company. The Company has been taking the advantage of his Skills, experience, guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.

7. Past Remuneration: Annual remuneration of Mr. Ashish Ashwin Mithani for the Financial Year 2019-20 was Rs. 45 Lacs.

8. Recognition or awards: Mr. Mithani has received many awards and accolades over the course of his tenure with the Company.

9. Job profile and his suitability: Mr. Mithani devotes his full time and attention to the business of the Company, subject to superintendence, control and directions of the Board.

10. Remuneration proposed: As mentioned in the resolution.

11. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Keeping in view the profile and the position of Whole-time Director and rich knowledge and experience of the appointee, the remuneration is fully justifiable and comparable to that prevailing in the industry.

12. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Besides the remuneration proposed, Mr. Ashish Ashwin Mithani does not have any pecuniary relationship with the Company. Further, he is not related to any managerial personnel of the Company.

V. Other information:

13. Reasons of loss or inadequate profits: The Company does not envisage any loss or inadequate profits during the tenure of appointment of Mr. Ashish Ashwin Mithani except as disclosed in the financial results on Quarterly basis. However, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Whole Time Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

14. Steps taken or proposed to be taken for improvement: The Company has taken various steps on a regular basis to scale up the operations of the Company. Company has chalked out ambitious growth plans to scale up operations and profitability. Further, the management has adopted focused business strategies in all spheres of business activities to improve the sales and profitability of the Company.

15. Expected increase in productivity and profits in measurable terms: The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving revenue growth in the future.

VI. Disclosures:

The following disclosures shall be mentioned in the Director's Report under the heading "Corporate Governance" attached to the financial statement:

- (v) All elements of remuneration package such as salary, benefits, bonuses, stock options, pensions, etc., of all the directors;
- (vi) Details of fixed component and performance linked incentives along with performance criteria;
- (vii) Service contracts, notice period, severance fees;
- (viii) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

Save and except Mr. Ashish Ashwin Mithani, and his relatives to the extent of their shareholding interest, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives are, in any way concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 5 of the Notice.

The Board of Directors and Audit Committee recommends the resolutions set out at Item Nos. 5 of the Notice for approval of the members by way of Special Resolution.

Item No. 6 Re-Appointment of Mr. Sajesh Bhaskar Kolte (DIN: 07277524) as Non-Executive Independent Director of the Company.

Mr. Sajesh Kolte, aged 47 years, is a Non-Executive Independent Director of our Company. He is a Bachelor of Science (B.Sc.) in Physics from Gujarat University and holds a degree in Master of Management Studies in Marketing from University of Mumbai. Further he has completed certification programme of Portfolio and Investment Management from IIM, Bangalore. He has professional experience of over 16 years. He has worked for Ceat Limited, Goodlass Nerolac Paints, Berger Paints and ICICI Bank. He has worked with Kotak Mahindra Bank as Principal Banker and Product Manager from 2004 to December 2013. From January 2014, he has been an entrepreneur and trainer in Private Wealth Management and Financial Planning, developing structured products in financial derivative instruments.

The Company has immensely benefited from his wealth of knowledge, guidance and expertise especially in the field of finance and business. Mr. Sajesh Kolte has been actively participating in various deliberations at Board and Committee meetings, thus adding immense value to the Company's growth.

Details of Mr. Kolte's attendance at the Board, Committee and General Meetings held during the last three financial years are given below:

Financial Year	Board Meeting	Audit Committee	Nomination and Remuneration	Annual General Meeting
2018-19	8 out of 8	6 out of 6	2 out of 2	Yes
2017-18	8 out of 9	5 out of 5	1 out of 1	Yes
2016-17	11 out of 12	4 out of 4	2 out of 2	Yes

Apart from the above information, additional disclosures as required pursuant to Regulation 36 of the Listing Regulations and as per Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) are stated in the table annexed hereto.

The Board commends passing of the Special Resolutions as stated at Item no 6 of the Notice for re-appointment of the Independent Director.

Except for the respective directors being interested in their own re-

appointments, none of the other Directors/Key Managerial Personnel of the Company, or their relatives is, in any way, concerned or interested, financially or otherwise in the Special Resolutions set out at Item no. 6 of the Notice.

Item No. 7 Appointment of Mr. Vendhan Ganeshan Mudaliar (DIN: 08042293) as Non-Executive Independent Director of the Company.

Pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, **Mr. Vendhan Ganeshan Mudaliar** is appointed as Non-Executive Independent Director of the Company, who shall hold office for a period of five years from **September 29, 2020 to September 28, 2025** and whose office shall not be liable to retire by rotation.

The Company has received a declaration that Mr. Vendhan Ganeshan Mudaliar meets the criteria of the independent directorship as provided in section 149(6) of the Companies Act, 2013 and in the opinion of the Board, Mr. Vendhan Ganeshan Mudaliar fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent from the management.

Mr. Vendhan Ganeshan Mudaliar is not disqualified from being appointed as Director in terms of section 164 of the act and given his consent to act as a Director of the Company. As per the section 149 of the Companies act, 2013, Mr. Mudaliar as an independent Director shall hold office for a term up to five consecutive years on the Board of a company from **September 29, 2020 to September 28, 2020** and he shall not be included in determining the total number of Directors liable to retire by rotation.

The Board considers that his association would be beneficial to the Company and it is desirable to avail services of Mr. Vendhan Ganeshan Mudaliar as an Independent Director to the Company.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Mudaliar, the proposed appointee, is concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 7 of the Notice.

The Board of Directors and Nomination and Remuneration Committee recommends the resolution set out at Item Nos. 7 of the Notice for approval of the members by way of Ordinary Resolution.

Item No. 8 Appointment of Mr. Affan Faruk Patel (DIN: 08576337) as the Whole Time Director of the Company.

Mr. Affan Patel, aged 23 years is an Electrical Engineer. He has completed his bachelor of Engineering from Sarvajani College of Engineering and Technology (SCET), Surat. He is also functioning as Director in renewable Energy ventures namely KPIG Renewables Private Limited, KP Sor-Urja Private Limited, KPVE Charging Private Limited, Faaiz Money Changer Private Limited, Wind farm Developers Private Limited, K.P. Energy Mahua Windfarms Private Limited and Ungarn Renewables Private Limited.

Mr. Affan was appointed as an additional Executive Director in the Board Meeting held on December 26, 2019. The Board of Directors of the Company in its meeting held on December 26, 2019 approved the revision of remuneration payable to Mr. Affan Faruk Patel, as recommended by the Nomination and Remuneration Committee

in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, and in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and at the terms and conditions as set out below:

Remuneration, Perquisites, Allowances & Other Benefits:

- Basic Salary: Not exceeding Rs. 5,00,000/- (Rupees Five Lacs only) per annum as may be decided by the Board of Directors from time to time.
- Perquisites: He shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called Perquisites) such as medical reimbursement, leave travel assistance, House Rent Allowance, City Compensatory Allowance and any other perquisites as per the policy of the Company in force and/or as may be approved by the Board from time to time.
- In addition to the above, he shall be entitled to the allowances and benefits as per the policy of the Company in force and/or as may be approved by the Board from time to time, such as:
 - vi. Company maintained car with driver.
 - vii. Company's contribution to Provident Fund
 - viii. Payment of gratuity and other retirement benefits
 - ix. Encashment of leave
 - x. Personal Accident, Mediciam and Life Insurance under Employer – Employee scheme

In any financial year, the remuneration payable to Whole Time Director shall not exceed the overall limit pursuant to the provisions of Sections 197, 198 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013.

Statement of Information as required under Schedule V, Part II, Section II (B) (iv) for Item No. 9:

16. General Information:

1. Nature of Industry: K.P. Energy Limited provides complete solutions from concept till completion of the project life-cycle of a Wind Project. Activities covered are Siting of Wind-farms, Lands & Permits acquisition, EPCC (Engineering, Procurement, Construction & Commissioning) of Wind Project Infrastructure including power transmission and Operations & Maintenance of entire Balance of Plant of a Utility Scale Windfarm. Business model of company is designed to bring scalability in wind sector by serving OEM (Original Equipment Manufacturers) of Wind Turbines, IPPs (Independent Power Producers), Captive Users as well as Institutional Investment Programmes.

2. Date or expected date of commencement of commercial production: The Company is in business of providing entire gamut of services of development of Balance of Plant (BOP) Services for Wind Power Project and also generates revenue from its own 8.4 MW WTGs at four different site and from providing Operation and Maintenance services to the BOP.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA

4. Financial performance based on given indicators: The financial data as per last audited standalone balance sheet as on March 31, 2020 is as under:

(Rs. In lacs)

Particulars	FY 2019-20
Paid up Capital	1111.5
Reserves and surplus	4282.55
Total Revenue	7471.34
Total Expenses	7193.04
Profit before Tax	278.30
Tax Expenses	(168.28)
Profit after Tax	110.02

5. Foreign investments or collaborations, if any: The Company has in consortium with M/s. Evergreen Power Mauritius Private Limited participated in the bid and won the 30MW wind power project at Mahuva Site in Gujarat.

VII. Information about the appointee:

6. Background details:

Mr. Affan Faruk Patel, aged 23 years is an Electrical Engineer. He has completed his bachelor of Engineering from Sarvajani College of Engineering and Technology (SCET), Surat. He is also functioning as Director in renewable Energy ventures namely KPIG Renewables Private Limited, KP Sor-Urja Private Limited, KPVE Charging Private Limited, Faaiz Money Changer Private Limited, Wind farm Developers Private Limited, K.P. Energy Mahua Windfarms Private Limited and Ungarn Renewables Private Limited.

7. Past Remuneration: There was no remuneration provided to Mr. Affan Faruk Patel in Past by the Company.

8. Recognition or awards: Mr. Patel has received many accolades over the course of his education life.

9. Job profile and his suitability: Mr. Affan Faruk Patel devotes his full time and attention to the business of the Company, subject to superintendence, control and directions of the Board.

10. Remuneration proposed: As mentioned in the resolution.

11. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Keeping in view the profile and the position of Whole-time Director and knowledge and experience of the appointee, the remuneration is fully justifiable and comparable to that prevailing in the industry.

12. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Besides the remuneration proposed, Mr. Affan Faruk Patel does not have any pecuniary relationship with the Company. Mr. Affan is a Son of Mr. Farukbhai Gulambhai Patel, Managing Director of the Company.

VIII. Other Information:

13. Reasons of loss or inadequate profits: The Company does not envisage any loss or inadequate profits during the tenure of appointment of Mr. Affan Faruk Patel except as disclosed in the

financial results on Quarterly basis. However, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Whole Time Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

14. Steps taken or proposed to be taken for improvement:

The Company has taken various steps on a regular basis to scale up the operations of the Company. Company has chalked out ambitious growth plans to scale up operations and profitability. Further, the management has adopted focused business strategies in all spheres of business activities to improve the sales and profitability of the Company.

15. Expected increase in productivity and profits in measurable terms:

The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving revenue growth in the future.

IX. Disclosures:

The following disclosures shall be mentioned in the Director's Report under the heading "Corporate Governance" attached to the financial statement:

- (ix) All elements of remuneration package such as salary, benefits, bonuses, stock options, pensions, etc., of all the directors;
- (x) Details of fixed component and performance linked incentives along with performance criteria;
- (xi) Service contracts, notice period, severance fees;
- (xii) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Affan Faruk Patel, the proposed appointee, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board of Directors and Nomination and Remuneration Committee recommends the resolution set out at Item Nos. 8 of the Notice for approval of the members by way of Ordinary Resolution.

Item No. 9 Appointment of Mr. Salim Suleman Yahoo (DIN: 08648805) as Non-Executive Independent Director of the Company.

Pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, **Mr. Salim Suleman Yahoo** is appointed as Non-Executive Independent Director of the Company, who shall hold office for a period of five years from **September 29, 2020 to September 28, 2025** and whose office shall not be liable to retire by rotation.

The Company has received a declaration that Mr. Salim Suleman Yahoo meets the criteria of the independent directorship as provided in section 149(6) of the Companies Act, 2013 and in the opinion of the Board, Mr. Salim Suleman Yahoo fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and are an independent from the management.

Mr. Salim Suleman Yahoo is not disqualified from being appointed as Director in terms of section 164 of the act and given his consent to act as a Director of the Company. As per the section 149 of the Companies act, 2013, Mr. Yahoo as an independent Director shall hold office for a term up to five consecutive years on the Board of a company from **September 29, 2020 to September 28, 2020** and he shall not be included in determining the total number of Directors liable to retire by rotation.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Salim Suleman Yahoo as an Independent Director to the Company.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Yahoo, the proposed appointee, is concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 9 of the Notice.

The Board of Directors and Nomination and Remuneration Committee recommends the resolution set out at Item Nos. 9 of the Notice for approval of the members by way of Ordinary Resolution.

Item No. 10 Increase in borrowing powers of the Company.

According to Companies (Amendments) Act, 2017 and Section 180(1) (c) of the Companies Act, 2013 requires that the Board of Directors shall not borrow money in excess of the Company's paid-up share capital, free reserves and securities premium apart from temporary loans obtained from the Company's Bankers, etc. in the ordinary course of business, except with the approval of the members of the Company by a Special Resolution.

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company may need additional funds for growth. Hence, the consent of the members be and is hereby accorded to enable the Board of Directors to raise finance together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may, at any time, exceed the aggregate of its paid-up share capital, free reserves and securities premium, that is to say reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors shall not at any time exceed the limit of **Rs. 600 Crores (Rupees Six Hundred Crores Only)**.

None of the Directors or Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 10 of the Notice.

The Board of Directors recommends the resolution set out at Item Nos. 10 of the Notice for approval of the members by way of Special Resolution.

Item No.11 Increase in limits of creating Charge/Security over the Assets/Undertaking of the Company.

Pursuant to the provisions of Section 179 and 180(1)(a) and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) the Board of Directors of the Company shall not sell, lease or otherwise dispose of the whole or substantially whole or the undertaking of the Company and also shall not create further pledge, mortgage, hypothecation and/or Charge on the movable/immovable properties of the Company except with the approval of the members of the Company by Special Resolution.

Therefore, the consent of the members be and is hereby accorded to enable the Board of Directors to create such charge/security in addition to existing on the movable & immovable properties of the Company shall not exceed at any point of time upto **Rs. 600 Crores (Rupees Six Hundred Crores Only)**.

None of the Directors or Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 11 of the Notice.

The Board of Directors recommends the resolutions set out at Item Nos. 11 of the Notice for approval of the members by way of Special Resolution.

Item No. 12 Increase in the limits of Loans and Investments by the Company.

As per the provisions of Section 186 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), No company shall directly or indirectly (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty per cent. of its paid-up share capital, free reserves and securities premium account or one hundred per cent. of its free reserves and securities premium account, whichever is more.

As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to enable the Board of Directors of the Company for acquiring securities of any other body corporate, giving any loan and giving any guarantee or providing security, in connection with loans, Financial assistance to subsidiary companies, whether existing or proposed to be incorporated, or otherwise for an amount not exceeding **Rs. 600 crores (Rupees Six Hundred Crores only)**.

None of the Directors or Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 12 of the Notice.

The Board of Directors recommends the resolutions set out at Item Nos. 12 of the Notice for approval of the members by way of Special Resolution.

Item No.13 Approval for conversion of Loan into Equity Share Capital of the Company.

To meet funding requirements towards proposed capital expenditures, operational expenditure and working capital with respect to the power projects being set up by the Company, its Subsidiaries and Associate Companies and for general corporate purposes, your Company has availed / will avail financial assistance by way of Rupee Term Loans, unsecured loans, Non-convertible Debentures, Foreign Currency Loans, FCCB, Corporate Loans etc., from time to time from various lenders i.e. Bank(s) / Financial Institution(s) / any Body Corporate/ Directors upon such terms and conditions stipulated by them and approved by the Board.

Terms of sanction if provides that in the event of default by the Company under the lending arrangements or upon exercise of an option provided/agreed under the lending arrangements the Bank(s) / Financial Institution(s)/ any Body Corporate/Directors and other lenders may be entitled to exercise the option to convert whole or part of their outstanding facility into fully paid up ordinary Equity Shares of the Company at a price to be determined in accordance with the applicable SEBI regulations at the time of such conversion.

The proposed resolution is an enabling resolution under the provisions of the Section 62(3) and other applicable provisions of the Companies Act, 2013 in view of the fact that under the lending arrangements, the Bank(s) / Financial Institution(s) / any Body Corporate/Directors or lenders insist for inclusion of an option to convert the outstanding facility into Equity in the event of default or upon exercise of an option provided/agreed under the lending arrangements in the facility agreements.

Allotment of Equity Shares as above requires prior approval of the Members by way of Special Resolution. Hence this enabling resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives may be deemed to be concerned or interested in the resolution except to the extent of their respective shareholdings in the Company if any. The Board commends the Special Resolution as set out at item No. 12 for approval of Members.

Registered Office:

'KP House', Opp. Ishwar Farm Junction BRTS
Near Bliss IVF Circle,
Canal Road, Bhatar, Surat-395017
Gujarat, India
Tel.: +91 261 2234757
Fax: +91 261 2234757
Email: info@kpenenergy.in
Website: www.kpenenergy.in

**By Order of the Board
FOR K.P. ENERGY LIMITED**

**Sd/-
Karmit Sheth
Company Secretary & Compliance Officer**

**Date: August 29, 2020
Place: Surat**

Details of Directors seeking Appointment/Re-Appointment at the Annual General Meeting:

Name of Director	Mrs. Bhadrabala Dhimant Joshi (DIN:07244587)
Date of Birth	10-Apr-1958
Date of Appointment	17-Aug-2015
Relationship with other Directors Inter se	None
Qualifications	<ul style="list-style-type: none"> • B. Pharm. (Guj. University, 1981) • LL.B. (South Guj. University, 1986)
Expertise in Specific functional areas	Mrs. Bhadrabala Joshi has a vast experience as an Advocate in various matters such as Title Clearance Certificate, Search Reports, Conveyance and other Civil and Criminal matters. Mrs. Bhadrabala Joshi is one of the member of the Panel of Approved Advocates of Nationalized Banks at Surat such as SBI, Bank of India, etc.
Directorships held in other Companies	<ul style="list-style-type: none"> • K.P.I. Global Infrastructure Limited
Memberships/Chairmanships of committees in other Companies	K.P.I. Global Infrastructure Limited Corporate Social Relationship Committee (Member) Stakeholder Relationship Committee (Chairperson)
Number of Equity Shares held in the Company	NIL

Name of Director	Mr. Affan Faruk Patel (DIN: 08576337)
Date of Birth	11-Jul-97
Date of Appointment	26-Dec-19
Relationship with other Directors Inter se	Mr. Affan is a Son of Mr. Farukbhai Gulambhai Patel, Managing Director of the Company.
Qualifications	Bachelor of Engineering from Sarvajanic College of Engineering and Technology (SCET), Surat.
Expertise in Specific functional areas	Mr. Affan Patel, aged 23 years is an Electrical Engineer. He has completed his bachelor of Engineering from Sarvajanic College of Engineering and Technology (SCET), Surat. He is also functioning as Director in renewable Energy ventures namely KPIG Renewables Private Limited and KP Sor-Urja Private Limited.
Directorships held in other Companies	<ul style="list-style-type: none"> • KPIG Renewables Private Limited • KP Sor-Urja Limited • Faaiz Money Changer Private Limited • Wind Farm Developers Private Limited • K.P Energy Mahua Windfarms Privatelimited • Ungarn Renewable Energy Private Limited • KPEV Charging Private Limited
Memberships/Chairmanships of committees in other Companies	NIL
Number of Equity Shares held in the Company	NIL

Name of Director	Mr. Salim Suleman Yahoo (DIN: 08648805)
Date of Birth	08-Nov-1973
Date of Appointment	26-Dec-2019
Relationship with other Directors Inter se	None
Qualifications	Bachelor degree in commerce from University of Bombay. Diploma in Business & Administration from Symbiosis centre for distance learning.
Expertise in Specific functional areas	Mr. Salim Yahoo, aged 46 holds bachelor degree in commerce from University of Bombay. He has also completed Diploma in Business & Administration from Symbiosis Centre for distance learning.

Expertise in Specific functional areas	He was working with CRISIL Limited as Director – Rating MCG from 2008 to 2018. At present he is a Chief Financial Officer of KPI Global Infrastructure Limited and heads the accounts and financial reporting channels since September 25, 2018. He has overall experience in finance and accounting field for 24 years.
Directorships held in other Companies	NIL
Memberships/Chairmanships of committees in other Companies	NIL
Number of Equity Shares held in the Company	NIL

Name of Director	Mr. Sajesh Bhaskar Kolte (DIN:07277524)
Date of Birth	04-Aug-1973
Date of Appointment	03-Sep-2015
Relationship with other Directors Inter se	None
Qualifications	1.Bachelor of Science from Gujarat University 2. Master of Management Studies from University of Mumbai. 3.Portfolio and Investment Management programme from IIM, Bangalore
Expertise in Specific functional areas	Mr. Sajesh Kolte, aged 47 years, is a Non-Executive Independent Director of our Company. He has completed certification programme of Portfolio and Investment Management from IIM, Bangalore. He has professional experience of over 16 years. He has worked for Ceat Limited, Goodlass Nerolac Paints, Berger Paints and ICICI Bank. He has worked with Kotak Mahindra Bank as Principal Banker and Product Manager from 2004 to December 2013. From January 2014, he has been an entrepreneur and trainer in Private Wealth Management and Financial Planning, developing structured products in financial derivative instruments.
Directorships held in other Companies	NIL
Memberships/Chairmanships of committees in other Companies	NIL
Number of Equity Shares held in the Company	NIL

Name of Director	Vendhan Ganeshan Mudaliar (DIN: 08042293)
Date of Birth	10-June-1973
Date of Appointment	NA
Relationship with other Directors Inter se	None
Qualifications	Bachelor of Science
Expertise in Specific functional areas	Mr. Vendhan Ganeshan Mudaliar has completed BSC (Chemistry) from Gujarat University. He has worked as SM – Network Procurement in Vodafone Mobile Services Limited. Currently, he is partner of DEK Engineers.
Directorships held in other Companies	• K.P.I. Global Infrastructure Limited
Memberships/Chairmanships of committees in other Companies	Membership in Audit Committee and Stakeholder Relationship Committee and Chairmanship of Nomination and Remuneration Committee of K.P.I. Global Infrastructure Limited.
Number of Equity Shares held in the Company	NIL

Name of Director	Faruk Gulam Patel (DIN:00414045)
Date of Birth	24-Mar-1972
Date of Appointment	08-Jan-2010
Relationship with other Directors Inter se	Mr.Faruk Gulam Patel is the father of Mr. Affan Faruk Patel
Qualifications	Diploma in Textile Engineering

Expertise in Specific functional areas	Mr. Farukbhai Gulambhai Patel, aged 48 years was appointed as Managing Director of the Company. He is the founding promoter of the Company. The Company has been taking the advantage of his guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.
Directorships held in other Companies	<ul style="list-style-type: none"> • K.P.I. Global Infrastructure Limited • K P Buildcon Private Limited • Evergreen Mahuva Windfarms Private Limited • Kpark Sunbeat Private Limited • K P Silk Fab Private Limited (Stricken off) • Vaishali Salt And Chemicals Private Limited -07/12/2015 (Cessation) • K.P. Structural & Galvanising Private Limited -06/03/2019 (Cessation) • Wind Farm Developers Private Limited - 01/06/2020 (Cessation) • K.P Energy Mahua Windfarms Private Limited -01/06/2020 (Cessation) • Ungarn Renewable Energy Private Limited -01/06/2020 (Cessation) • KPIG Energia Private Limited • KPgenix Sunray Private Limited • Sun Drops Energia Private Limited • KPIG Renewables Private Limited • KP Sor-Urja Limited-25/01/2020(Cessation) • HGV DTL Transmission Projects Private Limited • VG DTL Transmission Projects Private Limited • Quyosh Energia Private Limited • KPEV Charging Private Limited • KP Human Development Foundation
Memberships/Chairmanships of committees in other Companies	Membership in Audit Committee and Corporate Social Responsibility Committee of K.P.I. Global Infrastructure Limited
Number of Equity Shares held in the Company	54,03,125 equity shares

Name of Director	Ashish Ashwin Mithani (DIN:00152771)
Date of Birth	16-Jun-1974
Date of Appointment	08-Jan-2010
Relationship with other Directors Inter se	None
Qualifications	BBA degree from Shri N. R. Vekaria Institute of Business Management Studies.
Expertise in Specific functional areas	Mr. Ashish Ashwin Mithani, aged 46 years is presently designated as Whole Time Director of the Company. He is also a founding promoter of the Company. The Company has been taking the advantage of his Skills, experience, guidance and supervision since incorporation of the Company i.e. January 08, 2010. He has significantly contributed to the overall growth of the Company. Because of his sustained efforts, the Company has sustained a growth pattern and has achieved success in creating a brand image in the Renewable energy sector. He has wholesome exposure on all aspects of business of the Company and is engaged in supervision & conduct of business along with an experienced team.
Directorships held in other Companies	<ul style="list-style-type: none"> • HGV DTL Transmission Projects Private Limited • VG DTL Transmission Projects Private Limited • Ungarn Renewable Energy Private Limited • K.P Energy Mahua Windfarms Private Limited • Evergreen Mahuva Windfarms Private Limited • Wind Farm Developers Private Limited • Aeolus Sustainable Bio-Energy Private Limited - 03/06/2015 (Cessation) • VSM Projects Private Limited - 22/06/2010 (Cessation)
Memberships/Chairmanships of committees in other Companies	NIL
Number of Equity Shares held in the Company	14,82,922 equity shares