

NOTICE

Notice is hereby given that the **7th Annual General Meeting** of the Members of K.P. Energy Limited will be held on **Monday, 19th September, 2016** at **11.00 a.m.** at Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat – 395003 to transact following business:

ORDINARY BUSINESS:

1. To consider and adopt audited financial statement of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon
2. To appoint Mrs. Bhadrabala Dhimantrai Joshi (DIN: 07244587), who retires by rotation and being eligible offers herself for re-appointment.:

“**RESOLVED THAT** pursuant to the provisions of section 152(6) of the Companies Act, 2013 and the rules made there under, Mrs. Bhadrabala Dhimantrai 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.”

3. To consider, and if thought fit, to pass with or without modification(s), the following resolution for an appointment of Auditors for the term of five years and to fix their remuneration:

“**RESOLVED THAT** pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 and the rules made there under, M/SK A SANGHAVI & CO., Chartered Accountants, bearing Registration No. **120846W**, be and is, hereby appointed as Auditor of the company to hold from the conclusion of this 7th AGM until the conclusion of the 12th AGM of the Company (subject to ratification of the appointment by the members at every AGM held after this AGM) on such remuneration as may be determined by the Board of Directors of the Company on a year to year basis.”

SPECIAL BUSINESS:

4. Increase In Borrowing Power of The Company:

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

“**RESOLVED THAT** in supersession of the resolutions passed by the members of the Company and in accordance with the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the Articles of Association of the Company, the consent of the



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Phone: +91-261-2764757, Fax: +91-261-2774757

E-mail: info@kpenery.in, Website: www.kpenery.in

CIN Number : L40100GJ2010PLC059169

Company be and is hereby accorded to the Board of Directors (hereinafter referred to as 'Board' which term shall include a Committee thereof authorized for the purpose) to borrow from time to time any sums of money, which together with money already borrowed and outstanding at any point of time (apart from temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business) shall not exceed Rs. 100 crore (Rupees one hundred crore only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate and negotiate with the lending entities and to finalize and execute the documents and deeds as may be applicable on such terms and conditions, as may be decided by the Board, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company."

5. Increase In Limits of providing Guarantee to Any Body Corporate, Bank, And Financial Institutions:

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

RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the Articles of Association of the Company and subject to such approvals, consents and permissions, as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as 'Board' which term shall include any Committee thereof constituted/ to be constituted by the Board) to give, from time to time, guarantee and/or provide security(ies) in connection with requirement of providing Advance Bank Guarantee, Performance Bank Guarantee, Security Bank Guarantee in various course of business to customers, clients, statutory board/agencies, body corporate as per the industry norms or regulations upto an aggregate amount not exceeding Rs. 50 crore (Rupees fifty crore only) notwithstanding that the individual/ aggregate guarantees, so given or to be given by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013 read with rules made thereunder.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company."



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6. Appointment of Mr. Bhupendra Vadilal Shah (DIN: 06359909) as Non Executive Director of the Company:

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

“RESOLVED THAT Pursuant to provisions of section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and in pursuance to the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, Mr. Bhupendra Vadilal Shah (DIN: 06359909), who was appointed as an Additional Director of the Company with effect from July 30, 2016 under Section 161 of the Companies Act, 2013, who is eligible for appointment and signifying his intention to appoint as Non – Executive Director of Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

7. Appointment of Statutory Auditor to fill Casual Vacancy:

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

“RESOLVED THAT pursuant to provision of section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions if any, M/s K A SANGHVI & CO., Chartered Accountants (FRN: 120846W) be and is hereby appointed as Statutory Auditors of the Company to fill casual vacancy caused by the resignation of M/s. Bipinchandra J. Modi & Co., Chartered Accountants (FRN: 101521W)”

“RESOLVED FURTHER that M/s. K A SANGHVI & Co., Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold office from July 30, 2016 until the Conclusion of the 7th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in conclusion with Auditors duly approved by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company.”

8. Any other Business with the permission of the Chair.



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K.P. Energy Limited
(A KP Group Company)



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By Order of the Board
For, K.P. ENERGY LIMITED

sd/-
Farukbhai Gulambhai Patel
(Managing Director)
DIN: 00414045

Date: 30/07/2016
Place: Surat

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. Voting through electronic means:
 - I. In compliance with the provision of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the company is pleased to provide members facility to exercise their right to vote at the 7th Annual General Meeting (AGM) by electronic means and the items of business as detailed in this Notice may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).
 - II. The e-voting period begins on **16th September, 2016 at 10:00 am** and ends on **18th September, 2016 at 5.00 pm**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date of **12th September, 2016**, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.



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- III. Ms. Janki Shah Proprietor of M/s. SJV & Associates, Practicing Company Secretaries (Membership No. ACS 29657, CP No. 10836), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- IV. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be able to exercise their right at the meeting.
- V. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.

Instructions for e-voting are as under:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 16th September, 2016 at 10:00 a.m. and ends 18th September, 2016 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 12th September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:



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For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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. 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 (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant K.P. ENERGY LIMITED on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.



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- (xvii) 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.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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.
- (xx) In case you have any queries or issues regarding e-voting, 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.
3. The relative Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No. of the Notice as set out above, is annexed hereto.
 4. Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 12th September, 2016 to Monday, 19th September, 2016 (both days inclusive).
 5. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries in writing to the Company Secretary at least seven days before the date of the meetings so that the information required may be made available at the meeting.
 6. Members/Proxies are requested to bring to the meeting the Attendance slip duly filled in along with their copy in this Annual Report.
 7. The Company's Shares are listed on the SME Platform of BSE Limited.
 8. The Transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 125 of the Companies Act, 2013, during the current Financial Year is not applicable.



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9. The Details of the Directors appointed/re-appointed during the year is provided herewith as a part of Corporate Governance Report as required by SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

10. GREEN INITIATIVE

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' initiated by the Ministry of Corporate Affairs, Government of India (MCA), by its recent circulars, enabling electronic delivery of documents including the annual report, quarterly, half yearly results to shareholders at their e-mail address previously registered with the depository participants (DPs)/company/registrars and share transfer agents.

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses to help us in the Endeavour to save trees and protect the planet. Those holding shares in demat form can register their email address with their concerned DP. Those shareholders who hold shares in physical form are requested to register their e-mail addresses with our registrar, Bigshare Services Pvt. Ltd, by sending a letter, duly signed by the first/sole holder quoting details of folio number.

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

Bigshare Services Private Limited

E-2/3, Ansa Industrial Estate, Sakivihar Road,
Sakinaka, Andheri (E),
Mumbai - 400 072,
Maharashtra, India

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By Order of the Board
For, **K.P. ENERGY LIMITED**

sd/-
Farukbhai Gulambhai Patel
(Managing Director)
DIN: 00414045

Date: 30/07/2016

Place: Surat



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ANNEXURE TO NOTICE

EXPLANATORY STATEMENT TO SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

FOR ITEM NO.:- 4

In terms of the provisions of Section 180(1)(c) of the Companies Act, 2013 ('the Act'), the Board of Directors shall not, except with the consent of the Company by way of Special Resolution, borrow money together with the money already borrowed, if any (apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business) exceeding the aggregate of the paid-up share capital and free reserves.

Further, Section 180(1)(a) of the Act provides that the Board of Directors shall not sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking(s) of the Company except with the consent of the Company accorded by way of a Special Resolution. As the documents to be executed between the lenders/security holders/ trustees for the holders of the said securities and the Company may contain provisions to take over substantial assets of the Company in certain events, it is necessary to pass a Special Resolution under Section 180(1)(a) of the Act for creation of charges/ mortgages/ hypothecations etc.

Accordingly, it is proposed to obtain the Members' approval by way of Special Resolution(s) to enable the Board of Directors to borrow money upto Rs. 100crore (Rupees one hundred crore only) and secure the borrowings of the Company and/or its subsidiary(ies) /affiliate(s)/ associate(s) or other person(s) by creating charge, mortgage, hypothecation and other encumbrances, if any, on all or any of the movable and/or immovable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolutions set forth in Item Nos. 4 of the notice except to the extent of their shareholding in the Company.

The Board recommends the resolutions set forth in Item Nos. 4 for approval of Members as Special Resolution.

FOR ITEM NO.:-5

In terms of the provisions of Section 186 of the Companies Act, 2013 ('the Act'), where giving of any loan or guarantee or providing any security or the acquisition of securities exceeds (a) sixty percent of the aggregate of the paid-up capital and free reserves and securities premium account, or (b) hundred percent of its free reserves and securities premium account, whichever is more, prior approval of the shareholders by means of passing a Special Resolution shall be necessary.



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K.P. Energy Limited
(A KP Group Company)



The Company is constantly reviewing opportunities for expansion of its business operations either directly or through its subsidiary/ associate companies/ other bodies corporate/ Board/Agencies/Statutory bodies or persons and would, therefore, be required to Advance Bank Guarantee, Performance Bank Guarantee, Security Bank Guarantee in various course of business to customers, clients, statutory board/agencies as per the industry norms or regulations to facilitate speedy implementation of various projects of the Company.

It is, therefore, proposed that the Board of Directors of the Company be authorized to provide guarantee(s) and/or providing of security(ies) for an amount not exceeding Rs. 50 crore (Rupees Fifty hundred crore only) from time to time in/to one or more of the persons/entities i.e. subsidiary/ associate companies/ other bodies corporate/ Statutory bodies/ agencies etc. Since the above guarantees and/or securities proposed together with the aggregate guarantees given, securities provided from time to time by the Company may exceed the limit prescribed, approval of the shareholders is required for the same.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolutions set forth in Item No. 6 of the notice except to the extent of their shareholding in the Company.

The Board recommends the resolution set forth in Item No. 5 for approval of Members as Special Resolution.

FOR ITEM NO.:-6

Mr. Bhupendra Vadilal Shah was appointed as an Additional Director by the Board of Directors in its meeting held on July 30, 2016 pursuant to section 161 of the Companies Act, 2013 ('Act'), Mr. Bhupendra Vadilal Shah is entitled to hold office upto the date of 12th Annual General Meeting. Mr. Bhupendra Vadilal Shah, aged 66 is a Businessman with vast experience in his field. The Company has received consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014(including any statutory modification(s) or re-enactment thereof for the time being in force). The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mr. Bhupendra Vadilal Shah proposed to be appointed as Non Executive Director fulfils the conditions specified in the Act and Rules made there under. A copy of draft letter of Appointment of Mr. Bhupendra Vadilal Shah as Non Executive Director setting out the terms and conditions is available for inspection at registered office of the company during normal business hours on all working days upto the date of Annual General Meeting. Except Mr. Bhupendra Vadilal Shah, no other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed resolution. The resolution seeks approval of the members for the appointment of Mr. Bhupendra Vadilal Shah as Non Executive Director of the Company for term of five consecutive years pursuant to provisions of the Act and Rules made there under and that he shall be liable to retire by rotation.



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FOR ITEM NO.:-7

The Members of the Company at the 5th Annual General Meeting held on 30th September, 2014 had appointed M/s. Bipinchandra J. Modi & Co., Chartered Accountants, Surat, (FRN: 101521W) as the Statutory Auditors of the Company to hold office from the Conclusion of 5th Annual General Meeting till the Conclusion of 10th Annual General Meeting of the Company for the financial year ending as on 31st March 2019, subject to ratification of the appointment by the members at every Annual General Meeting of the Company held after 5th Annual General Meeting of the Company.

M/s. Bipinchandra J. Modi & Co., Chartered Accountants, Surat, (FRN: 101521W), vide their letter dated 22th July 2016 agreed to step down and resigned from the position of Statutory Auditors of the Company, resulting into casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013.

The Board of Directors at its meeting held on 30th July, 2016, as per the recommendation of the Audit Committee and pursuant to the provisions of section 139(8) under Companies Act, 2013, appointed M/s. K A SANGHVI & CO., Chartered Accountants, Surat (FRN:120846W), as the Statutory Auditors to fill casual vacancy caused due to resignation of M/s. Bipinchandra J. Modi & Co., Chartered Accountants, Surat, subject to the approval of the members in 7th Annual General Meeting of the Company, at such remuneration plus out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the auditors and duly approved by the Board of Directors of the Company.

The Company has received consent letter and eligibility certificate from M/s. K A SANGHVI & CO., Chartered Accountants, Surat, (FRN: 120846W), along with the confirmation that, their appointment, if made would be within the limits prescribed under the Companies Act, 2013. Accordingly consent of the members is sought for passing ordinary resolution for Appointment of Statutory Auditors.

None of the Directors, Key managerial Personnel of the Company and their relatives are in way concerned or interested, financially or otherwise, in Resolution at Item No. 7.

The Board recommends the Resolution at Item No. 7 for approval of the Members.

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By Order of the Board
For, K.P. Energy Limited

sd/-
Farukbhai Gulambhai Patel
(Managing Director)
DIN: 00414045

Date: 30/07/2016
Place: Surat



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STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE 7TH ANNUAL GENERAL MEETING OF THE COMPANY.

Mrs. Bhadrabala Dhimantrai Joshi - Non Executive Non Independent Director

Name of Director	Bhadrabala Dhimantrai Joshi (DIN: 07244587)
Date of Birth	10/04/1958
Date of Appointment	17/08/2015
Relationship with other Directors Inter se	None
Profile & Expertise in Specific functional Areas	Senior Advocate
Qualification	B.Pharm & LL.B.
No. of Equity Shares held in the Company	Nil
List of other Companies in which Directorships are held	Nil
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	Membership in Nomination and Remuneration Committee of K.P. Energy Limited

Mr. Bhupendra Vadilal Shah - Non Executive Director

Name of Director	Mr. Bhupendra Vadilal Shah (DIN: 06359909)
Date of Birth	17/01/1950
Date of Appointment	30/07/2016
Relationship with other Directors Inter se	None
Profile & Expertise in Specific functional Areas	Technical & Financial expertise
Qualification	B.E.(Civil)
No. of Equity Shares held in the Company	2000 equity shares
List of other Companies in which Directorships are held	Nil
List of committees of Board of Directors (across all other Companies) in which Chairmanship/Membership is held	Nil



Reg. Office:

A-1/2, Firdos Tower, Behind Fazal Shopping Center, Adajan Patia, Surat - 395009.

Phone: +91-261-2764757, Fax: +91-261-2774757

E-mail: info@kpenery.in, Website: www.kpenery.in

CIN Number : L40100GJ2010PLC059169



K.P. Energy Limited
(A KP Group Company)

K.P. ENERGY LIMITED

CIN: L40100GJ2010PLC059169

A-1/2, Firdos Tower, Behind Fazal Shopping Centre, Adajan Patia, Surat- 395009
Phone No: 0261 2764757 Email Id: info@kpenergy.in Website: www.kpenergy.in

7th Annual General Meeting on Monday, 19th September 2016 at 11:00 AM

ATTENDANCE SLIP

I/We hereby record my/our presence at the 7th Annual General Meeting of the Company held at Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat - 395003 on Monday, 19th September, 2016 at 11:00 A.M.

Folio No. / Client ID/DPID No.

Full Name of the Shareholder:

Signature:

Full Name of Proxy:

Signature:

(To be filled in if the Proxy attends instead of the Member)



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**7th ANNUAL GENERAL MEETING
PROXY FORM
(Form: MGT 11)**

[Pursuant to section 105(6) of Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the members(s) : _____

Registered Address : _____

Email ID : _____

Folio No. / Client ID : _____

DP ID : _____

I / We, being the member(s) of _____ shares of the above named Company hereby appoint:

1. **Name:** _____ **Email ID:** _____
Address: _____

Signature: _____

Or failing him/her

2. **Name:** _____ **Email ID:** _____
Address: _____

Signature: _____

Or failing him/her

3. **Name:** _____ **Email ID:** _____
Address: _____

Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Seventh Annual General Meeting of the Company, to be held on Monday, September 19, 2016 at 11 a.m. at Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat - 395003 and at any adjournment thereof in respect of such resolutions as are indicated below:



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Resolution No.	Particulars	Vote: Refer Note No. 4		
		For	Against	Abstain
1	To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended at March 31, 2016 together with the Report of Board of Directors and Report of Auditor thereon (Ordinary resolution).			
2	To appoint Mrs. Bhadrabala Dhimantrai Joshi (DIN: 07244587), who retires by rotation and being eligible offers herself for reappointment. (Ordinary resolution).			
3	To reappoint Auditors of the company to hold office from the conclusion of 7th AGM until the conclusion of the 12th AGM and to fix their remuneration and to pass the following resolution thereof (Ordinary resolution).			
Special Business:				
4	To increase the Borrowing Power of the Company in excess of aggregate of paid up share capital and free reserve (Special Resolution)			
5	Increase In Limits of Guarantee To Any Body Corporate, Bank, And Financial Institutions (Special Resolution)			
6	To appoint Mr. Bhupendra Vadilal Shah (DIN: 06359909), who was appointed as an Additional Director of the Company with effect from July 30, 2016, under Section 161 of the Companies Act, 2013 who is eligible to appoint as Non- Executive Director of Company (Ordinary resolution)			
7	To appoint M/s K A SANGHVI & Co., Chartered Accountants, Surat (FRN: 120846W) as Statutory Auditors of the Company to fill the Casual vacancy caused by the resignation of M/s Bipinchandra J. Modi & Co., Chartered Accountants, Surat. (Ordinary Resolution)			

Signed this _____ day of _____, 2015.

Signature of Member(s) _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp of
not less
than Rs.
1/-



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K.P. Energy Limited
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NOTES:

1. For the Resolutions, Explanatory Statements and Notes, please refer to the notice of the 7th Annual General Meeting.
2. This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
3. A Proxy need not be a member of the Company.
4. It is optional. To indicate your preference please put 'X' in appropriate column. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.
5. Those Members who have multiple folios with different joint holders may use copies of this Attendance Slip / Proxy.



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Route Map to the venue of 7th Annual General Meeting

Venue: Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat - 395003



Land Mark: Near Delhi Gate



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