

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

KPEL/BM/MAR/2018/O-087

March 20, 2018

To,
BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai – 400 001

Ref: Scrip Code: 539686

Dear Sirs,

Sub.: Postal Ballot

Ref.: Compliance under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Apropos our letter dated 16th March, 2018 and pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed the Postal Ballot Notice dated 20th March, 2018 together with the Explanatory Statement and Postal Ballot Form which is being disseminated to the members of the Company, seeking approval by way of an Ordinary Resolution for issue of Bonus Equity shares in the proportion of 3:10 i.e. 3 (Three) Bonus equity share of Rs. 10/- each for every 10 (Ten) fully paid up equity share of Rs. 10/- each of the Company held by the members as on the Record Date and Increase in authorized share capital of the Company from Rs. 10.60 crore to Rs. 12.50 crore and subsequent alteration of Memorandum of Association to give effect to said increase in authorized share capital.

Kindly please take this on records and acknowledge.

Thanking You,

Yours faithfully,

For K.P. Energy Limited


Ashish Ashwin Mithani
Whole Time Director
(DIN: 00152771)



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@kpenergy.in, Website: www.kpenergy.in

CIN Number : L40100GJ2010PLC059169



NOTICE OF THE POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 and Rules made thereunder)

To the Members of the Company,

Notice is hereby given pursuant to the provisions of section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, enabling provisions of the Articles of Association of the Company, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 including any statutory modification(s) or re-enactment(s) thereof or the time being in force and subject to other applicable laws and regulations, that the Resolution appended below for issue of Bonus Equity Shares is proposed to be passed by the Members through Postal Ballot including voting through electronic means ("Remote E-voting").

The Explanatory Statement pursuant to sections 102 and 110 of the Act pertaining to the said Resolution setting out the material facts concerning the same and the reasons thereof are annexed hereto with a Postal Ballot Form for your consideration.

The Board of Director of the Company, at its meeting held on Friday, 16th Day of March, 2018 has appointed **Ms. Janki Shah** Proprietor of **M/s. SJV & Associates**, Practicing Company Secretaries (Membership No. ACS 29657, CP No. 10836) as the Scrutinizer for conducting the Postal Ballot and Remote E-voting process in a fair and transparent manner.

Members have the option to vote either by Physical Postal Ballot or through Remote E-voting. Members desiring to exercise their vote by means of Physical Postal Ballot are requested to carefully read the instructions printed in this Postal Ballot Notice and Postal Ballot Form and return the same duly completed in the enclosed self-addressed postage prepaid Business Reply Envelope. It may also be deposited personally at the address given thereon. Postal Ballot Form(s), if sent by courier or by registered post/speed post at the expense of the Member(s) will also be accepted.

The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5:00 p.m. (IST) on Monday, 23rd Day of April, 2018. Postal Ballot Forms received after 5:00 p.m. on Monday, 23rd Day of April, 2018 will be treated as 'invalid'.



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

CIN Number : L40100GJ2010PLC059169

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Wednesday, 25th Day of April, 2018

ITEM 1: ISSUE OF BONUS SHARES BY WAY OF CAPITALIZATION OF RESERVES:

Ordinary Resolution

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ITEM 2: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Ordinary Resolution

RESOLVED THAT

RESOLVED FURTHER THAT

RESOLVED FURTHER THAT
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Date: 20th March, 2018
Place: Surat

For and On behalf of the Board of Directors of
M/S K.P. ENERGY LIMITED

Sd/-
Karmit Sheth
Company Secretary & Compliance Officer

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K.P. ENERGY LIMITED | Postal Ballot Notice

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Ms. Janki Shah

M/s. SJV & Associates

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Saturday, 24th Day of March, 2018 at 10:00 a.m.
Monday, 23rd Day of April, 2018 at 5.00 p.m. E

Friday, 16th Day of March, 2018
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Ms. Janki Shah

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The instructions for shareholders voting electronically are as under:

	For Members holding shares in Demat Form and Physical Form
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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.

Note for Non – Individual Shareholders and Custodians

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K.P. ENERGY LIMITED | Postal Ballot Notice

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Important Communications to Members			
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Bigshare Services Private Limited

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

Sd/-
 Karmit Sheth
 Company Secretary & Compliance Officer

Registered Office:

Date: 20th March, 2018
 Place: Surat

EXPLANATORY STATEMENT UNDER SECTIONS 102 AND 110 OF THE COMPANIES ACT, 2013

Item Nos. 1 and 2

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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

POSTAL BALLOT FORM

1. Name and Registered Address of the sole :
/first named shareholder

2. Name(s) of the joint holder(s), if any :

3. Sequence Number for E-voting :

4. Folio No./DP ID No./Client ID No.* :
(*Applicable to investors holding
shares in dematerialized form)

5. No. of Equity Share(s) held :

6. I/We hereby exercise my/our vote (s) in respect of the following Resolution(s) to be passed by means of postal ballot for the business stated in the Postal Ballot Notice dated Tuesday, 20th Day of March, 2018, issued by the Company, by conveying my/our assent or dissent to the said resolution(s) by placing the tick (v) mark in the appropriate box below:

Sr. No.	Description of the resolution(s)	Number of Equity Share(s) held by me/us	I/We assent to the resolution(s) (FOR)	I/We dissent to the resolution(s) (AGAINST)
1	Issue of Bonus Shares			
2	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association			

Date:

Place:

Signature of the Shareholder

NOTES:

1. Please read carefully the instructions printed overleaf, before exercising the vote.

2. Last Date for receipt of Postal Ballot Forms by Scrutinizer is Monday, 23rd Day of April, 2018 by 5.00 p.m.

INSTRUCTION FOR VOTING IN PHYSICAL FORM

- (i) A Member desiring to exercise voting right by postal ballot may complete the Postal Ballot Form (no other form or photocopy thereof is permitted) and send it in the attached self-addressed Business Reply Envelope, so as to reach the Scrutinizer on or before Monday, 23rd Day of April, 2018 (5.00 p.m.). The Postal Ballot Forms received after this date will be treated as if the reply from the Member has not been received.
- (ii) Envelopes containing postal ballots, if sent by courier at the expense of the registered member will also be accepted.
- (iii) The votes should be cast either in favour or against the resolution by putting the tick (v) mark in the column provided for assent or dissent. Postal Ballot Form bearing (v) mark in both the columns will render the form invalid.
- (iv) Incomplete, unsigned or incorrectly filled Postal Ballot Forms will be rejected. Form which is defaced or mutilated in such a way that its identity as a genuine form cannot be established will be treated as invalid. Any amendment to the resolution or imposition of any condition by any member while exercising his vote shall render the postal ballot form invalid.
- (v) The Postal Ballot Form should be completed and signed by the sole/first named Member and in his absence, by the next named Member, as per specimen signature registered with the Company. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/authority letter, together with attested specimen signature(s) of the authorised signatory(ies).
- (vi) Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
- (vii) Members are requested not to send any other paper along with Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in the envelope will be destroyed by the Scrutinizer.
- (viii) A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date specified in Point No.(i) above.
- (ix) Any Member, who wants to cast his vote electronically instead of physical Postal Ballot Form, may refer the detailed procedure mentioned in the Notes to the Postal Ballot Notice.