

KPEL/BM/AUG/2024/O-503

August 30, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Scrip Code: 539686

Sub: Outcome of the Board Meeting held on August 30, 2024

Dear Sir(s),

We wish to inform you that the Board of the Company at its meeting held today, commenced at 5:00 p.m. and concluded at 6:14 p.m., *inter alia* has:

1. considered and approved the Director's Report along with Secretarial Audit Report issued by Secretarial Auditor of the Company for the financial year ended March 31, 2024 as per the provisions of Companies Act, 2013 and other applicable provisions, if any, and rule made there under;
2. considered and took note that Mr. Affan Faruk Patel (DIN: 08576337), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment pursuant to provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013;
3. considered and took note that Mrs. Venu Birappa (DIN: 09123017), Director of the Company, who retires by rotation and being eligible offers herself for re-appointment pursuant to provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013;
4. considered, approved and recommended special resolution for re-appointment of Dr. Faruk G. Patel (DIN: 00414045) as Managing Director of the Company for period of five years;

Details for re-appointment in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as 'Annexure – A'.

5. considered, approved and recommended special resolution for continuation of directorship by Mr. Bhupendra Vadilal Shah (DIN: 06359909) as a Non-Executive Director of the Company, notwithstanding that he will attain age of 75 (Seventy-Five) years;
6. considered, approved and recommended special resolution for payment of commission to Non-Executive Director(s) including Independent Director(s) of the Company;

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ISO 14001:2015, ISO 9001:2015 and ISO 45001: 2018 Certified Company

BSE Listed Company

K.P. ENERGY LIMITED

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7. considered, approved and recommended special resolution for increasing borrowing powers of the Company pursuant to provisions of Section 179 and 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013;
8. considered, approved and recommended special resolution for increasing limits for selling, leasing or otherwise disposing of the whole or substantially whole of the undertaking and/or Creating Charge/Security over the Assets/Undertaking of the Company pursuant to provisions of Section 179 and 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013;
9. considered, approved and recommended special resolution for increasing limits for loans and investments by the Company pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013;
10. considered, approved and recommended ordinary resolution for approval of Material Related Party Transactions with KPI Green Energy Limited pursuant to applicable provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations;
11. considered, approved and recommended ordinary resolution for approval of Material Related Party Transactions with KP Green Engineering Limited (formerly known as K P Buildcon Private Limited) pursuant to applicable provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations;
12. considered, approved and recommended ordinary resolution for approval of Material Related Party Transactions with Sun Drops Energia Private Limited pursuant to applicable provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations;
13. considered, approved and recommended special resolution for alteration of Object Clause of the Memorandum of Association of the Company;
Brief of alteration in MoA in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as 'Annexure – B'.
14. considered, approved and recommended ordinary resolution for ratification of remuneration of Cost Auditor of the Company as per the provisions of Companies Act, 2013 and other applicable provisions, if any, and rule made there under;
15. considered and appointed M/s. Chirag Shah & Associates, Practicing Company Secretaries, as the Scrutinizer for scrutinizing the E-Voting process for 15th Annual General Meeting of the Company as per the provisions of Companies Act, 2013 and other applicable provisions, if any, and rules made there under;

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16. Considered and approved draft notice for calling 15th Annual General Meeting of the Company scheduled to be held on Thursday, September 26, 2024, at 3:00 p.m. through Video Conference ("VC")/ Other Audio Visual Means ("OAVM");
17. considered and fixed book closure date for the purpose of 15th Annual General Meeting, cutoff date for E-voting and E-voting period as mentioned below:

Sr. No.	Particulars	Date
1	Book Closure Date	From September 21, 2024 to September 26, 2024 (both days inclusive)
2	Cut-off date for E-voting	September 20, 2024
3	CDSL E-voting period	From September 23, 2024 at 09:00 a.m. to September 25, 2024 till 05:00 p.m.

18. considered and fixed Tuesday, September 24, 2024, as the Record Date for the purpose of payment of final dividend, if declared by the Members at the ensuing 15th Annual General Meeting of the Company.

Request you to please take the same on your record.

Thanking You,

Yours faithfully,
For K.P. Energy Limited

Affan Faruk Patel
Whole Time Director
DIN: 08576337

Encl.: a/a

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Annexure - A

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Re-Appointment of Dr. Faruk G. Patel (DIN: 00414045) as Managing Director of the Company.

Sr. No.	Particulars	Details
1	Name of the Director	Dr. Faruk G. Patel
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment as Managing Director of the Company for the period of five years.
3	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Re-appointment as Managing Director for a period of 5 (five) years w.e.f. July 15, 2025 to July 14, 2030, subject to approval of members in the ensuing 15 th Annual General Meeting.
4	Brief profile (in case of appointment);	Dr. Faruk G. Patel is presently designated as Managing Director of the Company. He is the founding promoter of the Company. The Company has been taking advantage of his guidance and supervision since incorporation of the Company i.e. January 8, 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.
5	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Affan Faruk Patel, Whole Time Director of the Company, being a son of Dr. Faruk G. Patel are related to each other.
6	Information as required pursuant to SEBI Letter dated June 14, 2018 read with BSE Circular No. LIST/COMP/14/2018-19, dated June 20, 2018.	Dr. Faruk G. Patel is not debarred from holding the office of Managing Director by virtue of any SEBI Order or any other such Authority.

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Annexure - B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Alteration in Memorandum of Association of the Company, in brief

The Board of Directors of the Company at its Meeting held on August 30, 2024, subject to approval of the Members, approved alteration of Main Object Clause of the Memorandum of Association ('MoA') of the Company by inserting the following new sub-clause 2 and 3 after the existing sub-clause 1 of Clause III [A] of the MoA of the Company:

- To acquire, partner, take over, promote, establish, invest, operate, enter into and carry on all or any of the business of manufacturing, producing, processing, refining, importing, exporting, buying, selling, distributing, and dealing in hydrogen, ammonia, and their derivatives, by-products, and related chemicals, in any form, utilizing green energy sources such as solar, wind, hydro, and other renewables, including establishing, acquiring, constructing, operating, maintaining, and managing plants, refineries, pipelines, storage facilities, distribution networks, and other necessary infrastructure for these activities.*
- To conduct research, development, and innovation in technologies related to green hydrogen and clean ammonia, and to collaborate with governments, corporations, academic institutions, and other stakeholders to promote the adoption and utilization of these sustainable energy sources, providing consulting and advisory services both domestically and internationally.*

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