

K.P.I. GLOBAL INFRASTRUCTURE LIMITED

CIN: U40102GJ2008PLC083302

SHOP NO A-1/2, FIRDOS TOWER, NEAR FAZAL TOWER, ADAJAN PATIA, SURAT-395009

Phone No: 0261 2764757 Email Id: info@kpgroup.co Website: www.kpgroup.co

BOARD OF DIRECTOR'S REPORT

To,
The Members,
K.P.I. GLOBAL INFRASTRUCTURE LIMITED

Your Directors are pleased to present the 10th Annual Report on the business and operation of K.P.I. Global Infrastructure Limited together with the Audited Statements of Accounts of the Company for the year ended on 31st March, 2018.

FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

PARTICULARS	F.Y. 2017-18	F.Y. 2016-17
Revenue From Operations	315554473.50	257602735.15
Other Income	435013.59	2605928.00
Total Income	315989487.09	260208663.15
Expenditure	129975910.49	82926009.05
Profit Earnings before interest, tax, depreciation and amortization (EBITDA)	186013576.6	177282654.1
Finance Cost	29750842.83	19468506.02
Depreciation	80797164.00	56648922.00
Prior Period Items	(28905.00)	121903.60
Profit/Loss Before Taxation	75436664.77	101287129.68
Tax expenses	1492860.94	47414797.00
Profit/Loss for the period	73943803.83	53872332.68

(Previous period/year figures have been re-grouped/re-classified wherever required)

STATE OF THE COMPANY'S AFFAIRS:

There has been no change in the business of the Company during the financial year ended March 31, 2018. The Key highlights pertaining to the business of the company for the year 2017-18 and period subsequent there to have been given hereunder:

Your company has recorded Rs. 31,59,89,487.09/- as a Total Revenue (including other income) in the year 2017-18 which was Rs. 26,02,08,663.15/- as a Total Revenue (including other income) in the year 2016-17 and the Net profit of the company has been recorded in the year 2017-18 is Rs. 7,39,43,803.83/- as compared to net profit of Rs. 5,38,72,332.68/- in the year 2016-17.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO THE DATE OF THE REPORT:

There have been no material changes and commitments which affects the financial position of the Company which have occurred between the end of the financial year to the date of this Report.

REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES COMPANIES AND JOINT VENTURES:

Your Company does not have any subsidiary Company, any Associates Company and any Joint Venture alliances. Hence, this clause is not applicable to this instance. (ATTACHED AOC-1, MARKED NOT APPLICABLE)

ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEMS:

The Company has in place adequate systems of internal control commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance of corporate policies.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

Our Company had suo moto filed compounding application on 31.07.2018 with Registrar of Companies/Regional Director/National Company Law Tribunal, North Western Region, Ahmedabad for providing "K P Avenue" city survey no. 495,496, 497, 499 & 500 at Taluka: Olpad, Dist: Surat" as collateral security to K.P. Energy Private Limited (presently K.P. Energy Limited) and the Order for the said matter is pending before the concerned authority. Hence, there were no other significant and material orders passed by the Regulators or Courts or tribunals impacting the going concern status of the Company and its future operations.

DIVIDEND:

During the year under review, your Company **do not recommend** any dividend during the year ended March 31, 2018.

RESERVES:

The company has transferred the whole amount of Profit to Reserve and surplus account as per attached audited Balance sheet for the year ended March 31, 2018.

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of the Section 134(3)(c) of the Companies Act, 2013:

- A. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- B. that we have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- C. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- D. that the annual accounts have been prepared on a going concern basis;
- E. that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively; and
- ~~F. the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.~~
- G. That the proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s. K A SANGHAVI & CO LLP**, Chartered Accountants, bearing Firm Registration No. **120846W / W100289**, were appointed as the Statutory Auditors of the Company to hold office from the conclusion of the Annual General Meeting (AGM) of the Company held on 29th September, 2016 till the conclusion of the AGM to be held in the year 2021 on such remuneration as may be determined by the Board of Directors of the Company on a year to year basis.

COMMENTS ON STATUTORY AUDITORS REPORT, SECRETARIAL AUDITORS REPORT AND COST AUDITORS REPORTS:

1. Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made by auditors in auditor report.
2. The Secretarial Auditors Report: **NOT APPLICABLE** in case of our company.
3. The Cost Auditors Report: **NOT APPLICABLE** in case of our company.

MEETINGS OF THE BOARD:

Sixteen meetings of the Board of Directors were held during the year as detailed here under:

Sr. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	19.05.2017	5	5	100
2	01.07.2017	5	5	100
3	01.08.2017	5	5	100
4	24.08.2017	5	5	100
5	01.09.2017	5	5	100
6	07.09.2017	5	5	100
7	12.09.2017	5	5	100
8	29.09.2017	5	5	100
9	06.11.2017	5	5	100
10	11.12.2017	5	5	100
11	15.01.2018	5	5	100
12	17.01.2018	7	7	100
13	24.01.2018	7	7	100
14	28.02.2018	7	7	100
15	05.03.2018	7	7	100
16	29.03.2018	7	7	100

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

• **APPOINTMENT:**

During the year, the Board appointed Mr. Santoshkumar Singh as Whole Time Director, Mrs. Bhadrabala Dhimantra Jishi as Director, Mr. Vendhan Ganesan Mudaliar as an Independent Director, Mr. Mohamed Hanif Mohamed Habib Dalchawal as an Independent Director, Mr. Raghavendra Rao Bondada as an Independent Director with effect from January 17, 2018 and Board had also appointed Mr. Afzal Aiyub Patel as Chief Financial Officer with effect from January 15, 2018.

- **CHANGE IN DESIGNATION:**

As per the provisions of the Companies Act, 2013, Designation of Mr. Farukbhai Gulambhai Patel was changed from Director to Chairman and Managing Director of the Company and Designation of Mr. Rajnikant Harilal Shah was changed from Executive Director to Non-Executive Director with effect from January 17, 2018.

- **CESSATION:**

Mrs. Rashida Gulam Patel, Mr. Gulammahmad Alibhai Patel and Mr. Dhimantra Chandrashankar Joshi has resigned from the post of Directors of the Company with effect from January 17, 2018 and the Board places on record its appreciation for the valuable services rendered by Mrs. Rashida Gulam Patel, Mr. Gulammahmad Alibhai Patel and Mr. Dhimantra Chandrashankar Joshi during their tenure.

- **RE-APPOINTMENT:**

As per the provisions of the Companies Act, 2013, Mrs. Bhadrabala Dhimantra Joshi (DIN: 07244587) Director is liable to retire by rotation and offer herself for re-appointment as Director of the company. After considering recommendations of Board, the Members of the Company at the ensuing Annual General Meeting may re-appoint Mrs. Bhadrabala Dhimantra Joshi as Director of the company.

- **COMPANY SECRETARY AND COMPLIANCE OFFICER:**

During the year, Mr. Niraj Agarwal resigned from the post of Company Secretary and Mr. Nayankumar Gamdha appointed as Company Secretary of the Company on July 1, 2017. Afterwards, Mr. Nayankumar Gamdha resigned from the post of Company Secretary on September 12, 2017 and Ms. Rajvi Upadhyay appointed as Company Secretary of the Company on November 6, 2017.

DECLARATION BY AN INDEPENDENT DIRECTOR(S):

Pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 Mr. Vendhan Ganesan Mudaliar, Mr. Raghvendra Rao Bondada and Mr. Mohamed Hanif Mohamed Habib Dalchawal are the Independent Directors of the Company. The Company has received declarations from all the Independent Directors of the Company at the time of their appointment confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013. The Independent Directors have also confirmed that they shall complied the Company's code of conduct.

BOARD EVALUATION:

As Board evaluation is not applicable to our company, the Board has not carried out performance evaluation of itself, its Committees and each of the Directors.

SHARE CAPITAL:

- **AUTHORISED SHARE CAPITAL:**

During the year, on January 17, 2018 the Company has increased the Authorised Share Capital of the Company from the existing Rs. 5,50,00,000/- (Rupees Five crore fifty lakhs only) divided into 55,00,000 (Fifty-Five lakhs) Equity Shares of Rs. 10/- (Rupees ten only) each to Rs. 20,00,00,000/- (Rupees Twenty crores only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees ten only) each, by creation of additional 1,45,00,000 (One Crore Forty-Five lakh) Equity Shares of Rs. 10/- (Rupees ten only) each ranking pari pasu in all respect with existing equity shares of the company.

- **PREFERENTIAL ALLOTMENT:**

During the year, on January 17, 2018 members of the Company has approved preferential Allotment / private placement and on January 24, 2018 the Company has made an allotment of 9,72,222 equity shares by way of Foreign Direct Investment (FDI) having a **Nominal value** of Rs. 97,22,220/- (Rupees Ninety-Seven Lakhs Twenty-Two Thousand Two Hundred Twenty Only) i.e. Rs. 10/- (Rupees Ten Only) per share and **Premium Value of Rs. 12,63,88,860/- (Rupees Twelve Crore Sixty-Three Lakhs Eighty-Eight Thousand Eight Hundred Sixty Only)** i.e. Rs. 130/- (Rupees One Hundred Thirty Only).

- **BONUS ALLOTMENT:**

After considering the financial position of the company, Board of Directors at its meeting held on February 28, 2018, recommended issue of Bonus shares, subject to approval of the Members at the ensuing General Meeting i.e. on March 5, 2018. After considering the recommendation, members of the Company approved the issue of Bonus shares and on March 5, 2018 company has allotted **64,72,222** Equity Shares of Rs. 10/- each as Bonus Shares in proportion of 1 (One) Equity shares for every 1 (One) Equity shares held to the existing holders of the Company.

The Company has not made other Allotment /Transfer /Buy Back/redeem any Equity Shares/Sweat Equity Shares/ESOP/Preference Shares/Debentures/Bonds during the year.

BOARD COMMITTEE:

During the year, the Company has constituted/reconstituted various Committees pursuant to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. Presently, the Company has following Committees of the Board of Directors:

- **AUDIT COMMITTEE:**

The Company has constituted the Audit Committee of the Board pursuant to resolution of the Board of Directors dated **February 28, 2018** in compliance with Section 177 of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee consists of the following directors:

1. Raghavendra Rao Bondada – Chairman of the Committee
2. Farukbhai Gulambhai Patel – Member
3. Vendhan Ganesan Mudaliar – Member

- **NOMINATION AND REMUNERATION COMMITTEE:**

The Company has constituted a Nomination and Remuneration Committee of the Board pursuant to resolution of the Board of Directors dated **February 28, 2018**. The terms of powers, role and terms of reference of the Nomination and Remuneration Committee are in accordance with Companies Act 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Nomination and Remuneration Committee consists of the following directors:

1. Vendhan Ganesan Mudaliar – Chairman of the Committee
2. Raghavendra Rao Bondada – Member
3. Mohamed Hanif Mohamed Habib Dalchawal – Member

- **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

For redressing the shareholder/ investor complaints and grievances, the Company has constituted the Stakeholders' Relationship Committee of the Board pursuant to resolution of the Board of Directors dated **February 28, 2018** as per the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholders' Relationship Committee consists of the following directors:

1. Bhadrabala Dhimant Joshi – Chairperson of the Committee
2. Santoshkumar Singh – Member
3. Vendhan Ganesan Mudaliar – Member

- **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

The Company has re-constituted a Corporate Social Responsibility Committee of the Board pursuant to resolution of the Board of Directors dated **February 28, 2018**. The terms of powers, role and terms of reference of the Corporate Social Responsibility Committee are in accordance with Companies Act 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Corporate Social Responsibility Committee consists of the following directors:

1. Mohamed Hanif Mohamed Habib Dalchawal – Chairman of the Committee
2. Farukbhai Gulambhai Patel – Member
3. Bhadrabala Dhimant Joshi – Member

There has not been any meeting of committees of Board of Directors held during the year 2017-18.

MANAGERIAL REMUNERATION:

The Company has paid below mentioned Managerial Remuneration to the Directors and Key Managerial Personnel of the Company during the year 2017-18. The Company has not paid any remuneration to other Directors.

Sr. No.	Name of the Director	Designation	Remuneration paid for the year 2017-18
1	Farukbhai Gulambhai Patel	Chairman & Managing Director	12,00,000/-
2	Santoshkumar Singh	Whole Time Director	1,52,840/-
3	Afzal Aiyub Patel	Chief Financial Officer	84,000/-
4	Nayankumar Babubhai Gamdha (Resigned on September 12, 2017)	Company Secretary	43,720/-
5	Rajvi Vinodchandra Upadhyay	Company Secretary	86,036/-

PARTICULARS OF EMPLOYEES:

The information required under the Companies (Appointment & Remuneration) Rules 2014, as amended from time to time, relating to the statement showing the details of employee(s) of the company who throughout the year was in receipt of remuneration, it is stated that none of the employee in the company has received remuneration above the limits specified in the rule.

EMPLOYEE STOCK OPTION SCHEME:

During the year under review, your Company has not granted any Stock Options under Employee Stock Option Scheme/Employee Stock Purchase Scheme. Further, there were no Stock Options outstanding as on March 31, 2018. Hence there are no disclosures provided, as required under Rule 12(9) of The Companies (Share Capital and Debentures) Rules, 2014.

DEPOSITS:

The Company has neither accepted/invited any deposits pursuant to applicable section of the Companies Act, 2013 and rules made thereunder, nor any outstanding deposit of earlier years pursuant to applicable section of the Companies Act, 1956 and rules made thereunder during the year 2017-18.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

There was no technology absorption and no foreign exchange earnings or outgo, during the financial year 2017-18. Hence, the information as required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, is to be regarded as Not Applicable. The Company has not entered into any technology transfer agreement.

EXTRACT OF THE ANNUAL RETURN:

The extract of Annual Return as provided under Sub-Section (3) of Section 92 of the Companies Act, 2013 (the "Act") and as prescribed vide Rule 12(1) is annexed herewith in the prescribed Form MGT-9 and forms part of this Report.

DISCLOSURE OF RELATED PARTY TRANSACTION

All the Related Party Transactions that were entered into during the financial year were in the ordinary course of business and on arm's length basis. (Same detail has been provided in Form AOC – 2 attached herewith)

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

The Company has not given any Loans or not provided any securities under section 186 of the Companies Act, 2013 but the Company has given authorization to continuation of existing Corporate Guarantee to M/s. K.P. Energy Limited for obtaining various credit facilities of Rs. 29.57 Crores from State Bank of India, Specialized Commercial Branch, Surat and your Company has also made an investment of 100 equity shares of Rs.10/- each fully paid up in Evergreen Mahuva Windfarms Private Limited on January 18, 2018.

CSR POLICY

The Company has re-constituted the CSR Committee mentioned above in accordance with Section 135(1) of the Companies Act, 2013. The company has also revised and review the CSR policy of the Company and the details of CSR expenditure has been appended in *Annexure I* of this Board's Report.

CREDIT RATING:

For the year 2017-18, CRISIL (Credit Rating Information Services of India Limited) has undertaken CRISIL rating to the bank facilities of your company dated December 28, 2017 and assigned Long term rating "CRISIL BB+/Stable" and Short term rating "CRISIL A4+" for the total bank loan facilities rated of Rs. 14.50 Crores.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 does not apply as there was no dividend declared and paid last year.

RISK MANAGEMENT POLICY:

The Company has established Enterprise Risk Management process to manage risks with the objective of maximizing shareholders value.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOP referred to in this Report.
4. Being a Public Unlisted Company, provision of **Vigil Mechanism** is not applicable to the Company.
5. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
6. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT:

The Company expresses its sincere gratitude towards different government and other authorities including local authorities for their co-operation to the management by giving timely approval or clearance towards the projects of the Company. The Company is also thankful to the shareholders, suppliers, customers and other associates for their co-operation to the management and for their contribution towards the growth of the Company. The Board does hope for the contribution and co-operation from all continuously in future also.

DATE:10.08.2018

PLACE: SURAT



SANTOSHKUMAR SINGH

WHOLE TIME DIRECTOR

DIN: 08042286

FOR K.P.I. GLOBAL INFRASTRUCTURE LIMITED

FARUKBHAI GULAMBHAI PATEL

CHAIRMAN & MANAGING DIRECTOR

DIN: 00414045

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART "A": SUBSIDIARIES

(Information in respect of each subsidiary to be presented with amounts in Rs. (Amount in Lacs))

Sr. No.	Particulars	Details
1	Name of the subsidiary	NIL
2	Reporting currency	NIL
3	Share capital	NIL
4	Reserves & surplus	NIL
5	Total assets	NIL
7	Total Liabilities	NIL
8	Investments	NIL
9	Turnover	NIL
10	Profit before taxation	NIL
11	Provision for taxation	NIL
12	Profit after taxation	NIL
13	Proposed Dividend	NIL
14	% of shareholding	NIL

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations: **NIL**
2. Names of subsidiaries which have been liquidated or sold during the year: **NIL**

PART "B": ASSOCIATES AND JOINT VENTURES

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate
Companies and Joint Ventures**

Sr. no.	Name of Associates/ Joint Ventures	NIL	NIL
1.	Latest audited Balance Sheet Date	NIL	NIL
2.	Shares of Associate/Joint Ventures held by the company on the year end	NIL	NIL
	No.	NIL	NIL
	Amount of Investment in Associates/Joint Venture	NIL	NIL
	Extend of Holding %	NIL	NIL
3.	Description of how there is significant influence	NIL	NIL
4.	Reason why the associate/ joint venture is not Consolidated	NIL	NIL
5.	Net worth attributable to Shareholding as per latest audited Balance Sheet.	NIL	NIL
6.	Profit / Loss for the year	NIL	NIL
6(i)	Considered in Consolidation	NIL	NIL
6(ii)	Not Considered in Consolidation	NIL	NIL

1. Names of associates or joint ventures which are yet to commence operations: **NIL**
2. Names of associates or joint ventures which have been liquidated or sold during the year: **NIL**

DATE:10.08.2018

PLACE: SURAT



SANTOSHKUMAR SINGH
WHOLE TIME DIRECTOR
DIN: 08042286

FOR K.P.I. GLOBAL INFRASTRUCTURE LIMITED

FARUKBHAJ GULAMBHAJ PATEL
CHAIRMAN & MANAGING DIRECTOR
DIN: 00414045

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis:

Sr. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	NIL
b.	Nature of contracts/arrangements/transaction	NIL
c.	Duration of the contracts/arrangements/transaction	NIL
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e.	Justification for entering into such contracts or arrangements or transactions'	NIL
f.	Date of approval by the Board	NIL
g.	Amount paid as advances, if any	NIL
h.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arm's length basis:

Sr. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	NIL*
b.	Nature of contracts/arrangements/transaction	
c.	Duration of the contracts/ arrangements/ transaction	
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	
e.	Justification for entering into such contracts or arrangements or transactions'	
f.	Date of approval by the Board	
g.	Amount paid as advances, if any	

*Contains from Auditors Report (As per AS-18) Transactions that have taken place during the period April 1, 2017 to March 31, 2018 with related parties by the Company:

Type of Transaction	Type of relationship	Name of the entity / person	Year ended on March 31, 2018	Year ended on March 31, 2017
Subscription received for purchase of equity shares	KMP	Farukbhai Gulambhai Patel	0.00	74395500
	RKMP	Rashida Gulam Patel	0.00	1550000
	RKMP	Gulammahmad Alibhai Patel	0.00	1550000
	RKMP	Vahidabanu Faruk Patel	0.00	1348550
	RKMP	Aayasha Faruk Patel	0.00	1348550
Loans/Advances Taken	KMP	Farukbhai Gulambhai Patel	2593080	1296540
	RKMP	Rashida Gulam Patel	0.00	150000
	RKMP	Vahidabanu Faruk Patel	0.00	155000
	RKMP	Aayasha Faruk Patel	0.00	210000
Managerial remuneration	KMP	Faruk Gulambhai Patel	1200000	1500000
	KMP	Santoshkumar Singh	152840	0.00
	KMP	Afzal Aiyub Patel	84000	0.00
	KMP	Nayankumar Babubhai Gamdha	43720	0.00
	KMP	Rajvi Vinodchandra Upadhyay	86036	0.00
Collaterals Provided to	Entities where KMP / RKMP has significant influence	KP Energy Limited	14200000	14200000
Interest Paid on Loans/Advance	RKMP	Rashida Gulam Patel	10157	2765
	KMP	Afzal Aiyub Patel	10964	0.00
	RKMP	Vahidabanu Faruk Patel	9564	5383
	RKMP	Aayasha Faruk Patel	15002	4652
Salary	RKMP	Vahidabanu Faruk Patel	480000	360000
	RKMP	Aayasha Faruk Patel	480000	390000
	RKMP	Rasida Gulam Patel	318300	360000
	RKMP	Zuveria Faruk Patel	150000	0.00
	RKMP	Gulammahmad Alibhai Patel	541800	0.00
Purchase	Entities where	K P Buildcon Private Limited	42320252	6073358

	KMP / RKMP has significant influence			
Loan given to employees	KMP	Afzal Patel	200000	0.00
Loan received back from employees	KMP	Santoshkumar Singh	53771	0.00
Advance given for purchase of plot	KMP	Faruk Gulambhai Patel	800000	0.00

Status of outstanding balances as at March 31, 2018 regarding transactions with related parties:

Particulars	Type of relationship	Name of the entity / person	Year ended on March 31, 2018	Year ended on March 31, 2017
Managerial Remuneration Payable	KMP	Faruk Gulambhai Patel	88337.00	0.00
	KMP	Santoshkumar Singh	55906.00	0.00
	KMP	Afzal Aiyub Patel	43990.00	0.00
	KMP	Rajvi Vinodchandra Upadhyay	17800.00	0.00
Unsecured Loans	KMP	Faruk Gulambhai Patel	0.00	4500.00
	RKMP	Vahidabanu Faruk Patel	0.00	161295.00
	RKMP	Aayasha Faruk Patel	0.00	227102.00
Salary Payable	RKMP	Vahidabanu Faruk Patel	79368.00	16200.00
	RKMP	Aayasha Faruk Patel	39368.00	30940.00
Sundry Creditor	Entities where KMP / RKMP has significant influence	K P Buildcon Private Limited	12115844.40	1981902.00
Advance from Supplier	KMP	Faruk Gulambhai Patel	800000.00	0.00

Loan to Employees	KMP	Santoshkumar Singh	143444.00	0.00
	KMP	Afzal Aiyub Patel	200000.00	0.00

DATE:10.08.2018
PLACE: SURAT



A handwritten signature in blue ink, appearing to be "Santoshkumar Singh".

SANTOSHKUMAR SINGH
WHOLE TIME DIRECTOR
DIN: 08042286

FOR K.P.I. GLOBAL INFRASTRUCTURE LIMITED

A handwritten signature in blue ink, appearing to be "Farukbhai Gulambhai Patel".

FARUKBHAI GULAMBHAI PATEL
CHAIRMAN & MANAGING DIRECTOR
DIN: 00414045

ANNEXURE-1

BOARDS REPORT ON CORPORATE SOCIAL RESPONSIBILITIES ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013]

1. Composition of Corporate Social Responsibility (CSR) Committee

The Company has re-constituted a Corporate Social Responsibility Committee of the Board pursuant to resolution of the Board dated **February 28, 2018**. The terms of powers, role and terms of reference of the Corporate Social Responsibility Committee are in accordance with Companies Act 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Corporate Social Responsibility Committee consists of the following directors:

Sr. No.	Name of the Person	Position
1	Mohamed Hanif Mohamed Habib Dalchawal	Chairman
2	Farukbhai Gulambhai Patel	Member
3	Bhadrabala Dhimant Joshi	Member

2. Average net profit of the Company for last three financial years, as per Section 198 of Companies Act, 2013:

The average net profit of the Company for the last three financial years is Rs. 4,43,89,334.23/-

3. Prescribed CSR Expenditure (2% of the amount as in item 2 above): Rs. 8,87,786.68/-

4. Details of CSR spent during the financial year.

- a) Total amount to be spent for the financial year: Rs. 9,02,065.24/- (including Rs. 14,278.55/- for the year 2016-17)
- b) Amount unspent, if any; Rs. 46,635.24/-
- c) Manner in which the amount spent during the financial year:

Sr. No	CSR Project or Activities identified	Sectors in which project is covered	Projects or Programs in Area or Name of District	Amount Outlay (budget) project or program wise	Amount Spent on the Project or Programs	Amount Spent: Direct/through Implementation Agency
1	Promoting Education through aid and assistance to under	Education	Surat, Gujarat	4,20,000/-	4,02,930/-	1. Madani Education & charitable Trust 2. Gokul Gala

	privileged children					Charitable Trust 3. The Surat District Muslim Education Society 4. Progressive Muslim Education Trust 5. Surat Islam Yatimkhana Society 6. Manav Charitable Seva Trust
2	Promoting Education through aid and assistance to under privileged children	Education	Surat, Gujarat	2,30,000/-	2,25,000/-	Direct
3	Promoting Education through aid and assistance to under privileged children	Education	Navsari, Gujarat	60,000/-	51,000/-	Navsari Muslim Education and Welfare Society
4	Providing medical assistance to under privileged children by promoting health care	Health Care	Surat, Gujarat	1,75,000/-	1,50,000/-	Progressive Muslim Education Trust
5	Providing assistance to Senior citizens at old age homes	setting up old age homes and other facilities for Senior citizens	Rajkot, Gujarat	25,000/-	20,000/-	Sadbhavna Vrudhashram
6	Providing assistance to mentally retarded children for education and for eradicating hunger and poverty	eradicating hunger, poverty and malnutrition	Surat, Gujarat	10,000/-	6,500/-	Avval Foundation
	TOTAL			9,20,000/-	8,55,430/-	

5. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report:

The Company has formulated its CSR policy in accordance with the Companies Act, 2013 (read with the rules) and Budget for the same, accordingly the Company endeavored to ensure full utilization of the allocated CSR Budget. The Company was required to spend a sum of Rs. 8,87,786.68/- (being 2% of average net profit of last three years) and Rs. 14,278.55/- (unspent amount during the year 2016-17) in the financial year 2017-18. However, the Company during the financial year 2017-18 has spent Rs. 8,55,430/- towards its CSR expenses. In the current financial year, there was a short spent of Rs. 46,635.24/- towards the CSR activities. The amount which remained unspent due to unavoidable circumstances shall be added to the CSR budget for the Financial year 2018-19.

For this reason, during the year, the Company's spend on the CSR activities has been less than the limits prescribed under Companies Act, 2013. The CSR activities are scalable with few new initiatives that may be considered in future and moving forward the Company will endeavor to spend the complete amount on CSR activities in accordance with the statutory requirements.

6. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR policy, is in Compliance with CSR objectives and policy of the Company:

We the Members of Corporate Social Responsibility Committee hereby confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

Place: Surat
Date: 10.08.2018



FARUKBHAJ GULAMBHAI PATEL
CHAIRMAN & MANAGING
DIRECTOR
DIN: 00414045

FOR THE BOARD OF DIRECTORS OF
K.P.I. GLOBAL INFRASTRUCTURE LIMITED

MOHAMED HANIF MOHAMED
HABIB DALCHAWAL
CHAIRMAN OF CSR COMMITTEE
DIN: 08042299