

K.P.I. GLOBAL INFRASTRUCTURE LIMITED

REGISTERED OFFICE:

C/O, R. Kantilal & Co. 71/73, Old
Hanuman Lane, Picat Road Kalbadevi,
Mumbai- 400062 (Maharashtra)

CORPORATE OFFICE:

A- 1 & 2, Firdous Tower, B/H
Fazal Shopping Center, Adajan Patisa,
Surat- 395 001 (Gujarat)

DIRECTORS REPORT F.Y. 2012-13

To

The Members,

Your Directors are pleased to present the **05th** Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2013. The summarized financial results for the year ended 31st March, 2013 are as under:

OPERATING RESULTS:

Your company started a project of residential complex at Olpad, Surat, Gujarat in FY 2009-10 which is expected to complete in the FY 2013-14. No revenue is generated out of this Project till 31-Mar-2013. The entire revenue generation out of this project is expected in FY 2013-14.

Your Company has launched another project during FY 2012-13 of 50 MW Solar Power Plant with a brand name "**SOLARISM**" that will use Polycrystalline Photovoltaic Technology. The Company has already purchased part of land and started the project execution incurring capital expenditure during the year. The first phase of 5MW is expected to be commissioned within FY 2013-14.

DIVIDEND:

In absence of any revenue, your Directors do not recommend any dividend for the year ended 31st March, 2013.

DEPOSITS:

During the year under review your Company has not invited or accepted any deposits within the purview of Sec. 58A of the Companies Act, 1956.

ADDITIONAL INFORMATION:

- (a) **Conservation of Energy:** Particulars of energy conservation in prescribed form 'A' as required U/s 217(i)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules 1988 is not applicable to your Company.
- (b) **Technology Absorption:** The Company has no R & D Dept. & no expenditure either capital or no recurring a/c has been incurred during the year under review.
- (c) **Foreign Exchange Earning & Outgo:** NIL
Received: _____NIL_____ Paid: _____NIL_____
- (d) **The Notes to the Accounts:** Notes referred to in the Auditors' Report are self explanatory and therefore do not call for any further explanation.

PARTICULARS OF EMPLOYEES:

The Company has no employee drawing a remuneration in excess of the limits specified in Sec. 217(2-A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provision of the Section 217(2AA) of the Companies Act, 1956 the Board of Directors of your Company hereby confirms that-

1. In preparation of the Annual Accounts, the applicable accounting standards have been followed and no material departures have been made from the same.
2. The Directors had 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 or loss of the Company for that period.

3. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. The Directors had prepared the Annual Accounts on a going concern basis.

SETTING UP OF NEW PROJECT "SOLARISM":

The Company has launched a new project, viz., "SOLARISM" in the FY 2012-13 to generate Solar Power using Solar Photovoltaic Panels. "SOLARISM" is a drive, a movement and an initiative of the Company to reach and involve every individual to reap benefit of solar energy for development. Owing to its unique business model imbibing the principle of inclusive growth by democratizing the solar energy, the "SOLARISM" has become a movement of the People, for the People and by the People. This project of 50 MW Solar Power is our humble contribution to put a brake on Environmental pollution, save the Earth and protect India's Energy Security.

The project is situated at Sudi Village of Amod Taluka in Bharuch District of Gujarat State on Bharuch-Jambusar Highway and spread over 300 acres consisting of several survey nos. The execution of the project is going on in full swing.

HUMAN RESOURCE DEVELOPMENT:

Your Company takes great pride in the commitment, competence and vigor shown by its workforce in all realms of business. The company also recognizes that the human resource is its biggest and most critical capital and continues to take new initiatives to further align its HR policies to meet the growing needs of its business. People development continues to be a key focus area for the organization. The Company organises regular Management Development Programmes in the form of workshops and training sessions for both the senior and junior management. A training module has been prepared for the Company's frontline employees.

AUDITORS:

M/s Bipinchandra J. Modi & Co., Chartered Accountants, having its office at **Bungalow No. 18/A, Prakash Co-Operative Housing Society Ltd., B/H Intelligent Guidance Class, Athwalines, Surat-395001 (Gujarat)** will retire at the ensuing Annual General meeting of the Company and being eligible offer themselves for re-appointment.

Your directors recommend their re-appointment as Statutory Auditors of the Company.

RE-APPOINTMENT OF DIRECTOR RETIRED BY ROTATION:

Your board proposes for the re-appointment of **Mrs. Rashida Gulam Patel** as Director of the Company who retires by rotation and being eligible for re-appointment.

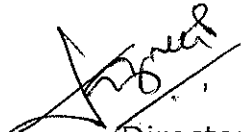
ACKNOWLEDGEMENTS:

Your Directors are grateful to the Almighty Allah SWT for His blessings and guidance. They also place on record their gratitude for the continuing support of Shareholders, Business Associates and Employees at all levels in ensuring an excellent all round operational excellence and wish to place on records their sincere thanks and appreciation.

Place: Mumbai

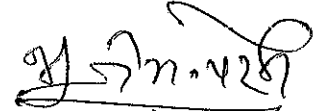
Date: 02.09.2013

For **THE BOARD OF DIRECTORS** of
K.P.I. GLOBAL INFRASTRUCTURE LIMITED



Director

DIN: 004114045



Director

DIN: 0178338