

**FORM NO. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on financial year ended on March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014]

**I. REGISTRATION & OTHER DETAILS:**

CIN	L40102GJ2008PLC083302
Registration Date	February 1, 2008
Name of the Company	K.P.I. Global Infrastructure Limited
Category/Sub-category of the Company	Public Company / Limited by Shares
Address of the Registered office & contact details	Shop No A-1/2, Firdos Tower, Near Fazal Tower, Adajan Patia Surat 395009, Gujarat, India. Tel. No.: 91 261 2764757 Fax No.: 91 261 2764757 E-mail: <a href="mailto:cs@kpigroup.co">cs@kpigroup.co</a> Website: <a href="http://www.kpiglobal.kpigroup.co">www.kpiglobal.kpigroup.co</a>
Whether listed company	Yes
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai-400059, Maharashtra, India. Tel. No.: 91 22 40430200 Fax No.: 91 22 28475207 Email: <a href="mailto:ipo@bigshareonline.com">ipo@bigshareonline.com</a> Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sr. No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Electric power generation using solar energy	35105	32.37%
2	Real estate activities with own or leased property	68100	16.59%
3	Construction and maintenance of power plants	42201	49.35%



<b>Sub-Total (A) (2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>88211 84</b>	<b>0</b>	<b>88211 84</b>	<b>68.15</b>	<b>923168 4</b>	<b>0</b>	<b>92316 84</b>	<b>51.10</b>	<b>(17.05)</b>

## **B. Public Shareholding**

### **(1) Institutions**

a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/Fl	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

### **(2) Non Institutions**

#### **a) Bodies corporate**

i) Indian	0	0	0	0	125025 6	0	12502 56	6.92	6.92
ii) Overseas	19444 44	0	19444 44	15.02	194444 4	0	19444 44	10.76	(4.26)

#### **b) Individuals**

i) Individual Shareholders holding	5564	0	5564	0.04	113660 8	130556	12671 64	7.01	6.97
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nominal share capital upto Rs.1 lakh									
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	21732 52	0	21732 52	16.79	436065 2	0	43606 52	24.14	7.35
<b>c) Others (Specify)</b>									
Non-Resident Indian	0	0	0	0	12800	0	12800	0.07	0.07
<b>Sub-Total (B)(2):</b>	<b>41232 60</b>	<b>0</b>	<b>41232 60</b>	<b>31.85</b>	<b>870476 0</b>	<b>130556</b>	<b>88353 16</b>	<b>48.90</b>	<b>17.05</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>41232 60</b>	<b>0</b>	<b>41232 60</b>	<b>31.85</b>	<b>870476 0</b>	<b>130556</b>	<b>88353 16</b>	<b>48.90</b>	<b>17.05</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>12944 444</b>	<b>0</b>	<b>12944 444</b>	<b>100.00</b>	<b>179364 44</b>	<b>130556</b>	<b>18067 000</b>	<b>100.00</b>	<b>0</b>

**(ii) Shareholding of Promoters (including Promoter Group)**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in share holding during the year
		No. of shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	No. of shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	
1.	Farukbhai Gulambhai Patel	8183500	63.22	27.49	9220000	51.03	70.12	(12.19)
2.	Gulammahmad Alibhai Patel	170500	1.32	0	5500	0.03	0	(1.29)
3.	Rashida Gulam Patel	170500	1.32	0	5500	0.03	0	(1.29)
4.	Vahidabanu Faruk Patel	148342	1.14	0	342	0.00	0	(1.14)
5.	Aayesha Farukbhai Patel	148342	1.14	0	342	0.00	0	(1.14)
	<b>Total</b>	<b>8821184</b>	<b>68.15</b>	<b>27.49</b>	<b>9231684</b>	<b>51.10</b>	<b>70.12</b>	<b>(17.05)</b>

**(iii) Change in Promoters' (Including Promoter Group) Shareholding (please specify, if there is no change)**

Sr. No.	Name of Promoter/ Promoter Group	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>Farukbhai Gulambhai Patel</b>				
	At the beginning of the year	8183500	63.22	8183500	63.22
	Date wise Increase in shareholding during the year				
	Transfer of Shares (11.07.2018)	330000	1.89	8513500	65.11
	Transfer of Shares (06.12.2018)	706500	(14.08)	9220000	51.03
	At the end of the year	9220000	51.03	9220000	51.03
<b>2.</b>	<b>Gulammahmad Alibhai Patel</b>				
	At the beginning of the year	170500	1.32	170500	1.32

	Date wise Decrease in shareholding during the year				
	Transfer of Shares (11.07.2018)	(165000)	(1.29)	5500	0.03
	At the end of the year	5500	0.03	5500	0.03
<b>3.</b>	<b>Rashida Gulam Patel</b>				
	At the beginning of the year	170500	1.32	170500	1.32
	Date wise Decrease in shareholding during the year				
	Transfer of Shares (11.07.2018)	(165000)	(1.29)	5500	0.03
	At the end of the year	5500	0.03	5500	0.03
<b>4.</b>	<b>Vahidabanu Faruk Patel</b>				
	At the beginning of the year	148342	1.14	148342	1.14
	Date wise Decrease in shareholding during the year				
	Transfer of Shares (06.12.2018)	(148000)	(1.14)	342	0.00
	At the end of the year	342	0.00	342	0.00
<b>5.</b>	<b>Aayesha Farukbhai Patel</b>				
	At the beginning of the year	148342	1.14	148342	1.14
	Date wise Decrease in shareholding during the year				
	Transfer of Shares (06.12.2018)	(148000)	(1.14)	342	0.00
	At the end of the year	342	0.00	342	0.00

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No.	Name of Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>Raisonneur Capital Ltd</b>				
	At the beginning of the year	1357444	10.49	1357444	10.49
	Date wise Increase / Decrease in shareholding during the year	0	0	0	0
	At the end of the year	1357444	7.51	1357444	7.51
<b>2.</b>	<b>Aspire Emerging Fund</b>				
	At the beginning of the year	587000	4.53	587000	4.53
	Date wise Increase / Decrease in		0	0	0

	shareholding during the year	0			
	At the end of the year	587000	3.25	587000	3.25
<b>3.</b>	<b>Irfanahmed Shahabuddin Mombasawala</b>				
	At the beginning of the year	495000	3.82	495000	3.82
	Date wise Increase in shareholding during the year Market Purchase (08.02.2019)	3200	(1.06)	498200	2.76
	At the end of the year	498200	2.76	498200	2.76
<b>4.</b>	<b>Dhimantraai Chandrashanker Joshi</b>				
	At the beginning of the year	471428	3.64	471428	3.64
	Date wise Increase / Decrease in shareholding during the year	0	0	0	0
	At the end of the year	471428	2.61	471428	2.61
<b>5.</b>	<b>Airan Finstocks Pvt Ltd</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in shareholding during the year Allotment through IPO (18.01.2019)	249600	1.38	249600	1.38
	Market Sell (24.01.2019)	(1600)	(0.01)	248000	1.37
	Market Buy (01.02.2019)	9600	0.05	257600	1.42
	Market Buy (01.03.2019)	1600	0.01	259200	1.43
	Market Buy (08.03.2019)	1600	0.01	260800	1.44
	Market Buy (15.03.2019)	1600	0.01	262400	1.45
	At the end of the year	262400	1.45	262400	1.45
<b>6.</b>	<b>Ikab Securities &amp; Investment Ltd</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase in shareholding during the year Allotment through IPO (18.01.2019)	99200	0.55	99200	0.55
	Market Buy (15.03.2019)	64000	0.35	163200	0.90
	Market Buy (29.03.2019)	96000	0.53	259200	1.43
	At the end of the year	259200	1.43	259200	1.43

<b>7. Shaheedul Hasan</b>				
At the beginning of the year	225500	1.74	225500	1.74
Date wise Increase / Decrease in shareholding during the year	0	0	0	0
At the end of the year	225500	1.25	225500	1.25
<b>8. Aiyub Mohamed Yacoobali</b>				
At the beginning of the year	0	0	0	0
Date wise Increase in shareholding during the year				
Market Buy (01.02.2019)	65600	0.36	65600	0.36
Market Buy (08.02.2019)	72000	0.40	137600	0.76
Market Buy (15.02.2019)	14400	0.08	152000	0.84
Market Buy (22.02.2019)	4800	0.03	156800	0.87
Market Buy (01.03.2019)	12800	0.07	169600	0.94
Market Buy (15.03.2019)	30400	0.17	200000	1.11
Market Buy (29.03.2019)	11200	0.06	211200	1.17
At the end of the year	211200	1.17	211200	1.17
<b>9. Ashish Ashwinbhai Mithani</b>				
At the beginning of the year	225500	1.25	225500	1.25
Date wise Decrease in shareholding during the year				
Transfer of Shares (06.12.2018)	(63800)	(0.35)	161700	0.90
At the end of the year	161700	0.90	161700	0.90
<b>10. Beeline Broking Limited</b>				
At the beginning of the year	0	0	0	0
Date wise Increase in shareholding during the year				
Market Buy (24.01.2019)	81600	0.45	81600	0.45
Market Buy (25.01.2019)	70400	0.39	152000	0.84
At the end of the year	152000	0.84	152000	0.84



**(v) Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	For each of Directors/ Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1.</b>	<b>Farukbhai Gulambhai Patel (Chairman &amp; Managing Director)</b>				
	At the beginning of the year	8183500	63.22	8183500	63.22
	Date wise Increase in shareholding during the year				
	Transfer of Shares (11.07.2018)	330000	1.89	8513500	65.11
	Transfer of Shares (06.12.2018)	706500	(14.08)	9220000	51.03
	At the end of the year	9220000	51.03	9220000	51.03
<b>2.</b>	<b>Santoshkumar Singh (Whole Time Director) – Demised on 24.03.2019</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase in shareholding during the year				
	Preferential Allotment (25.09.2018)	4392	0.02	4392	0.02
	At the end of the year	4392	0.02	4392	0.02
<b>3.</b>	<b>Bhadrabala Dhimant Joshi (Non-Executive Director)</b>				
	At the beginning of the year	78602	0.61	78602	0.61
	Date wise Decrease in shareholding during the year				
	Transfer of Shares (06.12.2018)	(39000)	(0.39)	39602	0.22
	At the end of the year	39602	0.22	39602	0.22
<b>4.</b>	<b>Rajnikant Harilal Shah (Non-Executive Director)</b>				
	At the beginning of the year	5532	0.04	5532	0.04
	Date wise Decrease in shareholding during the year				
	Transfer of Shares (06.12.2018)	(2700)	(0.02)	2832	0.02

	At the end of the year	2832	0.02	2832	0.02
<b>5.</b>	<b>Afzal Aiyub Patel (Chief Financial Officer) – Resigned on 25.09.2018</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in shareholding during the year Preferential Allotment (25.09.2018)	6677 (3733)	0.05 (0.03)	6677 2944	0.05 0.02
	Transfer of Shares (26.09.2018)				
	At the end of the year	2944	0.02	2944	0.02
<b>6.</b>	<b>Salim Suleman Yahoo (Chief Financial Officer) – Appointed on 25.09.2018</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase in shareholding during the year Market Purchase (22.02.2019)	6400	0.03	6400	0.03
	At the end of the year	6400	0.03	6400	0.03
<b>7.</b>	<b>Rajvi Upadhyay (Company Secretary &amp; Compliance Officer)</b>				
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in shareholding during the year Preferential Allotment (25.09.2018)	1464	0.01	1464	0.01
	At the end of the year	1464	0.01	1464	0.01

**Note:** Except mentioned above, none of the Directors (Independent Directors) holds shares in the Company.

**V. INDEBTEDNESS:****Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	380503399	3800000	0	384303399
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>380503399</b>	<b>3800000</b>	<b>0</b>	<b>384303399</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	4455934	25660000	0	21860000
Reduction	69370696	3800000	0	64914762
<b>Net Change</b>	<b>(64914762)</b>	<b>21860000</b>	<b>0</b>	<b>(43054762)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	315588637	25660000	0	341248637
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>315588637</b>	<b>25660000</b>	<b>0</b>	<b>341248637</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sr. No.	Particulars of Remuneration	Mr. Faruk G. Patel Chairman & Managing Director	Mr. Santosh Singh* Whole Time Director	Total
1.	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	12,00,000	5,92,380	17,92,380
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	0	0	0
2.	Stock Options	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission			
	- as % of profit	0	0	0
	- Others, specify	0	0	0
5.	Others, please specify	0	0	0
	<b>Total</b>	<b>12,00,000</b>	<b>5,92,380</b>	<b>17,92,380</b>
	<b>Ceiling as per the Act</b>	<b>As per the provisions of section 197 read with schedule V of Companies Act, 2013</b>		

\* the casual vacancy has been occurred in the post of Whole Time Director, due to sudden and untimely demise of Mr. Santoshkumar Singh, Whole Time Director of the Company on March 28, 2019.

### B. Remuneration to other Directors

#### 1. Independent Directors

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Vendhan G. Mudaliar	Mr. Moh. Hanif Dalchawal	Mr. Raghavendra Rao Bondada	
1.	Fee for attending Board/ Committee Meetings	52,500	47,500	40,000	1,40,000
2.	Commission	0	0	0	0
3.	Others, please specify	0	0	0	0

<b>Total (B1)</b>	<b>52,500</b>	<b>47,500</b>	<b>40,000</b>	<b>1,40,000</b>
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2. Other Non-Executive Directors

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Bhadrabala Dhimant Joshi	Mr. Rajnikant Harilal Shah	
1.	Fee for attending Board/ Committee Meetings	25,000	7,500	32,500
2.	Commission	0	0	0
3.	Others, please specify	0	0	0
<b>Total (B2)</b>		<b>25,000</b>	<b>7,500</b>	<b>32,500</b>
<b>Total Managerial Remuneration (B1) + (B2)</b>				<b>1,72,500</b>
<b>Total Sitting Fees</b>				<b>1,72,500</b>
<b>Total Commission</b>				<b>0</b>
<b>Overall Ceiling as per the Act for payment of commission to Non-Executive Directors</b>				<b>As per the provisions of section 197 read with schedule V of Companies Act, 2013</b>

C. **Remuneration to Key Managerial Personnel other than Managing Director/ Whole-time Directors /Manager**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr. Afzal Aiyub Patel Chief Financial Officer*	Mr. Salim Yahoo Chief Financial Officer#	Ms. Rajvi Upadhyay Company Secretary	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	1,40,000	4,59,850	2,86,500	8,86,350
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	0	0	0	0
2.	Stock Options	0	0	0	0

3.	Sweat Equity	0	0	0	0
4.	Commission				
	- as % of profit	0	0	0	0
	- Others, specify	0	0	0	0
5.	Others, please specify	0	0	0	0
	<b>Total</b>	<b>1,40,000</b>	<b>4,59,850</b>	<b>2,86,500</b>	<b>8,86,350</b>
	<b>Ceiling as per the Act</b>	<b>As per the provisions of section 197 read with schedule V of Companies Act, 2013</b>			

\* Ceased w.e.f. September 25, 2018

# Appointed w.e.f. September 25, 2018

#### VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ COURT)	Appeal made, if any (give details)
<b>A. COMPANY</b>					
Penalty	None				
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty	None				
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	None				
Punishment					
Compounding					

For and on behalf of  
M/s K.P.I. Global Infrastructure Limited

Place: Surat  
Date: August 31, 2019

Sd/-  
Farukbhai Gulambhai Patel  
Chairman & Managing Director  
DIN: 00414045