

KPI GREEN ENERGY LIMITED

(Formerly known as K.P.I. Global Infrastructure Limited)

CIN: L40102GJ2008PLC083302



KPI/BM-O/DEC/2023/455

Date: December 30, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400051

Scrip Code: 542323

Symbol: KPIGREEN

Sub.: Outcome of the Board Meeting held on December 30, 2023

Dear Sir(s),

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulation'), we wish to inform you that the meeting of the Board of Directors of the Company held today i.e. **December 30, 2023** commenced at 1:30 p.m. & concluded on 2:40 p.m. at the registered office of the Company, wherein Board of Directors, *inter alia*, has:

1. Considered and recommended issue of Bonus Equity Shares in the proportion of 1:2 i.e. 1 (One) bonus equity share of Rs. 10/- (Rupees Ten) each for every 2 (Two) existing equity share of Rs. 10/- (Rupees Ten) each fully paid up, held by the shareholders of the Company as on the record date, subject to the approval of shareholders through Postal Ballot. *Details for issue of bonus equity shares in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as **Annexure – A**;*
2. Considered and approved alteration of the Capital Clause (Clause V) of the Memorandum of Association of the Company (MoA) *inter alia* to accommodate issue of Bonus equity shares. *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**.*
3. Considered and approved appointment of Mr. Amitkumar Subhashchandra Khandelwal (DIN: 09287996) as Non-Executive Non-Independent Director of the Company. *Details for appointment of director in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as **Annexure – C**;*
4. Considered and approved appointment of Dr. Tejpalsingh Jagatsingh Bisht (DIN: 02170301) as Non-Executive Independent Director of the Company. *Details for appointment of director in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023, is attached as **Annexure – D**;*
5. Authorized conducting of the postal ballot process for seeking consent of members of the Company for the Resolutions set out in the postal ballot Notice and approved the postal ballot notice and other matters incidental thereto;

The copy of postal ballot notice will be submitted in due course.

You are requested to kindly take the same on record.

Thanking you,

For KPI Green Energy Limited
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Moh. Sohil Yusuf Dabhoya
Whole Time Director
DIN: 07112947

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Annexure – A

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

Issue of Bonus Equity Shares in the proportion of 1:2 i.e. 1 (One) bonus equity share of Rs. 10/- each for every 2 (Two) existing equity share of Rs. 10/- each fully paid up.

Sr. No.	Particulars	Details
1	Types of Securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Bonus Issue of Equity Shares
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Rs. 20,09,42,030/- (Rupees Twenty Crores Nine Lakhs Forty-Two Thousand and Thirty only) divided into 2,00,94,203 (Two Crores Ninety-Four Thousand Two Hundred and Three) Equity Shares of Rs. 10/- each fully paid up.
4	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of the Company's Securities Premium Account as on March 31, 2023
5	Bonus ratio	1:2 i.e. 1 (One) bonus equity share of Rs. 10/- (Rupees Ten) each for every 2 (Two) existing equity shares of Rs. 10/- (Rupees Ten) each held as on a record date .
6	Details of share capital - pre and post bonus issue	<p>Pre-Bonus paid-up share capital</p> <p>Rs. 40,18,84,050/- (Rupees Forty Crores Eighteen Lakhs Eighty-Four Thousand and Fifty only) divided into 4,01,88,405 (Four Crores One Lakh Eighty-Eight Thousand Four Hundred and Five) Equity Shares of Rs. 10/- (Rupees Ten) each fully paid up.</p> <p>Post-Bonus paid-up share capital</p> <p>Rs. 60,28,26,080/- (Rupees Sixty Crores Twenty-Eight Lakhs Twenty-Six Thousand and Eighty only) divided into 6,02,82,608/- (Six Crores Two Lakhs Eighty-Two Thousand Six Hundred and Eight) equity shares of Rs. 10/- (Rupees Ten) each fully paid up.</p>
7	Free reserves and/ or share premium required for implementing the bonus issue	Securities Premium of Rs. 20,09,42,030/- (Rupees Twenty Crores Nine Lakhs Forty-Two Thousand and



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		Thirty only) is required for implementing the Bonus Issue
8	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	As on March 31, 2023, following balances are available on Standalone basis: Securities premium account: Rs. 33.33 Crores Retained Earnings: Rs. 158.84 Crores
9	Whether the aforesaid figures are audited	Yes, the figure provided at Item no. 8 is audited.
10	Estimated date by which such bonus shares would be credited/dispatched	Subject to obtaining Shareholders approval and other Statutory/Regulatory approvals, as may be necessary, the Bonus shares shall be credited/ dispatched within 2 months from the date of the Board approval i.e. on or before February 29, 2023.

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Annexure-B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with 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 December 30, 2023, subject to approval of the Members, approved alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company as below:

V. *The Authorised Share Capital of the Company is Rs. 70,00,00,000/- (Rupees Seventy Crores Only) divided into 7,00,00,000 (Seven Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each.*


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Annexure-C

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

Appointment of Mr. Amitkumar Subhashchandra Khandelwal (DIN: 09287996) as Non-Executive Non-Independent Director of the Company.

Sr. No.	Particulars	Details
1	Name of the Director	Mr. Amitkumar Subhashchandra Khandelwal
2	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment (regularization) as Non-Executive Non-Independent Director of the Company.
3	Date of appointment/ cessation (as applicable) & term of appointment;	Appointment as a Non-Executive Non-Independent Director of the Company, subject to approval of shareholders of the Company by way of Postal Ballot.
4	Brief profile (in case of appointment);	Mr. Amitkumar Subhashchandra Khandelwal is a seasoned professional with a wealth of knowledge and experience. He holds a Bachelor of Engineering degree in Production from Sardar Vallabhbhai National Institute of Technology, Surat, and a Post Graduate Diploma in Finance Management from The Maharaja Sayajirao University, Vadodara. Additionally, he has completed a course on lead Auditing for Quality Management Systems. With a career spanning over two decades, Mr. Khandelwal has demonstrated his expertise in diverse sectors, including Telecom, Automotive, Pharmaceutical, Manufacturing, Solar, and Transmission industries.
5	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Amitkumar Subhashchandra Khandelwal is not related to any Directors of the Company.
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with ref. no. NSE/CML/2018/02, dated June 20, 2018.	Mr. Amitkumar Subhashchandra Khandelwal is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.

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Annexure – D

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

Appointment (regularization) of Dr. Tejpalsingh Jagatsingh Bisht (DIN: 02170301) as Non-Executive Independent Director of the Company.

Sr. No.	Particulars	Details
1	Name of the Director	Dr. Tejpalsingh Jagatsingh Bisht
2	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment (regularization) as Non-Executive Independent Director of the Company.
3	Date of appointment/ cessation (as applicable) & term of appointment;	December 04, 2023 For the period of five (5) year, with effect from December 4, 2023 upto December 3, 2028, subject to the approval of Shareholders of the Company.
4	Brief profile (in case of appointment);	Dr. Tejpal Singh Bisht, a member of Indian Police Service from 1985 batch of Gujarat Cadre, holds a diverse academic background with a Gold Medal in M.A.(Economics) from Allahabad University and Ph.D. in Environmental Economics from Saurashtra University. With a career spanning more than three and half decades, he has held key positions in Gujarat Police department such as Superintendent of Police, Inspector General of Police, and eventually rose to the prestigious role of Director General of Police, CID Crime & Railways, Gujarat State. Dr. Bisht has a rich professional journey, starting from his early days at the Reserve Bank of India in Mumbai to commanding the SRPF in Rajkot and overseeing traffic management in Ahmedabad City. He has worked closely with various departments in the Govt of Gujarat in his capacity as Secretary, Home Department. He has also represented the Home Department on the Board of Governors in Gujarat Forensic Sciences University and Raksha Shakti University. Additionally, Dr. Bisht's international exposure includes representing India in conferences on narcotics, money laundering, and terrorism, showcasing his commitment to global security. He has attended conferences/ seminars in UK, Singapore, and UAE. His distinguished service and accomplishments make him a seasoned professional in the realm of law enforcement, public policy and governance.
5	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Tejpalsingh Jagatsingh Bisht is not related to any Directors of the Company.
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with ref. no. NSE/CML/2018/02, dated June 20, 2018.	Mr. Tejpalsingh Jagatsingh Bisht is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.