

K.P. ENERGY LIMITED

CIN: L40100GJ2010PLC059169

Since 1994



E-mail : info@kpenergy.in
Website : www.kpenergy.in

KPEL/AR-19/SEP/2019/170

September 4, 2019

To,
BSE Limited,
Phiroze, Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Ref: **Scrip Code: 539686**

Sub: **Submission of Annual Report for the Financial Year 2018-19**

Dear Sir/Madam,

In terms of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year 2018 - 19.

Kindly disseminate the information on the official website of the exchange for the information of all members of the exchange and investors.

For K.P. Energy Limited


Karmit Sheth
Company Secretary & Compliance Officer
M. No.: A46197



Encl.: as above



Reg. Office:

A-1/2, Firdos Tower, Behind Fazal Shopping Center, Adajan Patia,
Surat - 395009, Gujarat, INDIA.

Phone: +91-261-2764757, Fax: +91-261-2774757

E-mail: info@kpenergy.in, Website: www.kpenergy.in

ISO 14001 : 2015, ISO 9001 : 2015 and BS OHSAS 18001 : 2007 Certified Company

BSE Listed Company

KP ENERGY LIMITED

Annual Report 2018-19



Let the wind of enthusiasm sweep
through you.





“SURVIVAL”

Here's the thing about survival, we must take life the way it comes at us and make the best of it and that's how we endure. Resilience is accepting the new reality, even if it's less good than the one we had before. We can either fight it or can do nothing but scream about what has been lost, or we can accept that and try to put together something that's better. This ascertained to be the quintessence for our business.

Forward-looking Statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management’s plans and assumptions. We have tried wherever possible to identify such statements by using words such as ‘anticipate’, ‘estimate’, ‘expects’, ‘projects’, ‘intends’, ‘plans’, ‘believes’, and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

INSIDE THE
DOCUMENT

Strategic Review	
Fact-O-File: KP Energy	01
Our Journey	03
Message from Managing Director	05
Message from Chief Executive Officer	06
Closer Look at Our Performance	07
Management Discussion and Analysis	09
Corporate Sustainability Report	25
Statutory Reports	
Corporate Information	29
Notice	30
Director’s Report	38
Corporate Governance Report	61
MD/CFO Certification	70
Financial Statements	
Standalone Financial Statements	73
Consolidated Financial Statements	116

FACT-O-FILE

KP ENERGY

~200 MW

Capacity energised till date with an O&M under review

~214 MW

Power Evacuation Capacity

~200 MW

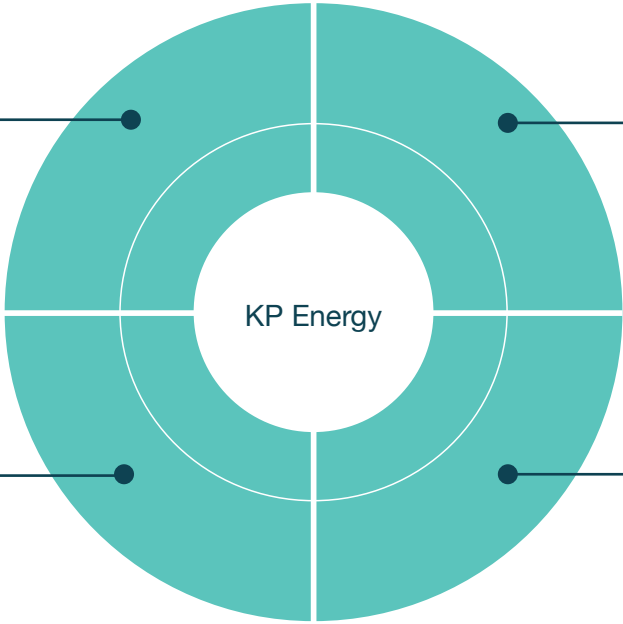
O&M Portfolio

8.4 MW

Wind Generation Assets' capacity

Order Book and Business Pipeline of 1,031.5 MW for coming 3 years

Team strength of about 150 + members



Gujarat
focused player

BSE
Main Board
listed entity

Diversified
revenue streams

Gujarat's
#1 BOP
solutions provider for
Wind Farms

OUR
JOURNEY

Incorporation
of our
company
KP Energy
Private Limited

2010

Allotted on
a total of 56
lease spots
at various
locations
like: Ratdi,
Baradia,
Matalpar and
Odedar.

2012

Allotted on
lease spots
at Kuchdi,
Gujarat

2013

Executed
30MW Joint
Development
agreement
with Suzlon
Energy Ltd for
wind farm at
Ratdi

2014

Executed
31.50 MW and
30 MW Joint
Development
agreement
with Suzlon
Energy Ltd
for wind farm
at Khuchdi
and Matalpar
respectively

Commissioned
27.30 MW
Wind Power
Projects
from Ratdi
& Baradia
Wind Farm at
Porbandar

2015

Initial Public
Offering of
920,000
Equity shares
and Listing on
SME Platform
of BSE
Limited.

2016

Commissioned
81.9 MW,
nearly 3 times
it's last year's
performance

2017

Won Bronze
Award in
category of
"Portfolio
Performance"
Wind Developer
of the year by
IWEF

Tied up
with world's
prominent
wind turbine
technology
provider for
developing wind
power projects
of total 600
MW(300MW
each)

Migration to BSE
Main Board

2018

MESSAGE FROM MANAGING DIRECTOR



"At macro-levels, our policymakers have set an ambitious target of 175 GW of cumulative installed renewable capacity by the year 2022, out of which 60 GW has been specifically planned for wind energy alone. KP Energy is placed comfortably to gain from the installations and capital expenditure in wind energy space."

Dear Patrons,

“परिंदो को मंजिल मिलेंगी यकीनन
ये फैले हुए उनके पर बोलते हैं,
अक्सर वो लोग खामोश रहते हैं
ज़माने में जिनके हुनर बोलते हैं!”

It gives me enormous pleasure to present to you the 10th Annual Report for the financial year 2018-19. This year, in particular, has been very important for your Company, we have not only learned to respond to fast changes but to come out of it all stronger than before. This year's theme, for our annual report, has been inspired by our experiences, obstacles, and rejuvenation, in the wind energy space in India in the past two years.

Your company has evolved and swiftly adapted to the rapid changes in industry dynamics over the past two years. This has involved revisiting our strategies to combat the obstacles and convert them into opportunities. Consequently, we have started developing large-scale wind farms to the tune of 300 MW in size under ISTS from erstwhile 30-50 MW capacities. We have also added new OEM partners like GE, acquired sites which are in proximity to the central grid and participated in consortium led bids. All of this hard work from your company and its employees have led to growth in the volume of business that we do and profits that we generate. We have recorded a 164% growth in total revenues from Rs. 60.23 crores in FY18 to Rs. 158.88 crores in FY19, and a 935% growth in profits after tax from Rs. 1.87 crores in FY18 to Rs. 19.43 crores in FY19. The financial performance for this year is not only comparable but much superior to the final year of the feed-in-tariff regime (FY17).

The transition from conventional energy dominance to large scale renewable energy future is both inescapable and urgent. It demands action at all scales and the participation of everyone. But to achieve this goal rapidly, equitably, and sustainably begins with exploring and unearthing new and creative ideas.

At macro-levels, our policymakers have set an ambitious target of 175 GW of cumulative installed renewable capacity by the year 2022, out of which 60 GW has been specifically planned for wind energy alone. The need for renewables as a power source cannot be overstated and moving ahead, cleaner energy will remain a top priority for any government. The quantum of auctions in Gujarat, along with a recent recovery in tariffs bodes well for your company. KP Energy is placed comfortably to gain from the installations and capital expenditure in wind energy space, for the foreseeable future.

“हज़ार बर्फ गिरे लाख आँधियां उठें
वह फूल खिल के रहेंगे जो खिलने वाले हैं!”

Very truly yours,
Faruk Patel

MESSAGE FROM CEO

Dear Stakeholders,

The financial year 2019 results are direct fallouts of our strategies for the last two years, post end of feed-in tariff era in February 2017. Your company has posted the highest ever topline, bottomline and shareholder's funds. A dip taken last year, due to the lull execution fronts, posed doubts on our consistent growth journey. It exposed us to the risks of cyclonic thunders, which the Indian wind industry was undergoing, especially for small in size entities like us.

Change is the only constant mechanism that any business can undergo. And adoption to changes (regulatory or business process), migrating to new growth avenues, beating the adversities, staying committed to projects, withstanding survival threats are not prerogative of only oldies, biggies or treasuries. Comparatively young & developing entity like KP Energy stands out different in posing the highest positive numbers during dampening trends.

We are grateful to the almighty in enlightening us with the right strategies to overwhelm the change, we are now out of the dark. We would like to thank our suppliers, vendors, creditors for their faith, patience and support in testing times. We are poised for doing bigger and better things, and rewarding them with more opportunities as well.

Kudos to team KP Energy which did not bother about time, situations or resource availability, and made its die-hard efforts to achieve completion of the 50.4 MW Mahuva-I project with Suzlon. Devastation of all access & groundwork during a cloud-burst in monsoon of 2018, stiff opposition by locals for trivial reasons, fake assertions from goosy environment activists, politicking of genuine development initiatives by pseudo leaders, physical challenges in logistics & construction of wind project in extremely weak terrain, non-supportive internal as well as external cash flows, limited resources; the list of limitations is quite big. But it was smaller than the determination of team KP Energy to complete and energise all 24 wind turbines, which have now become a distinct reality, a reverberating and highly rewarding asset for our client.

Our struggle on the battlefield of Kutch with our first 300 MW SECI project will not end till project completion. Due to enormous regulatory changes that have undergone for securing project lands as well as challenges due to haphazard and inorganic development spree from multiple developers trying to establish projects to the tune of 3000 MW, in a span of just two years. It took about 18 years to develop just ~1000 MW in the same area till 2017! Here things can go wrong every-day and even one day of no-problem gives a heavenly feel! Well, this also is a must-learn to remain tolerant, pragmatic, genteel, suave and still tenacious whether challenges are posed from within or outside, during change mechanism. Lessons learned from this University will prepare us for our journey to the next decade!



Our learnings and earnings from our past will be soon visible in our new business alignments, contract, and endeavours for the forthcoming projects. Our selection of business partners or channel partners, methodical 'plan-organize-act-accomplish' strategy and striking growth drivers, as well as balance risks, is the next step to secure future growth journey. Our ambition of becoming an Indian Wind Industry conglomerate is not limited to any digits of topline or bottomline. It lies in faith, smiles, aspirations, hopes, and blessings from our ever-widening team, our extended family of shareholders and stakeholders like you. You deserve more, ought to expect more and we are here to deliver MORE.

Our endeavour is to take KP Energy to such a path, which can be best defined in words of Shri Rabindranath Tagore in Gitanjali,
Where words come out from the depth of truth,
where tireless striving stretches its arms toward perfection.
Where the clear stream of reason has not lost its way
into the dreary desert sand of dead habit.
Where the mind is led forward by thee
into ever-widening thought and action.
In to that heaven of freedom...

Here lies your expectations and our ambitions, together, well aligned for a better tomorrow.

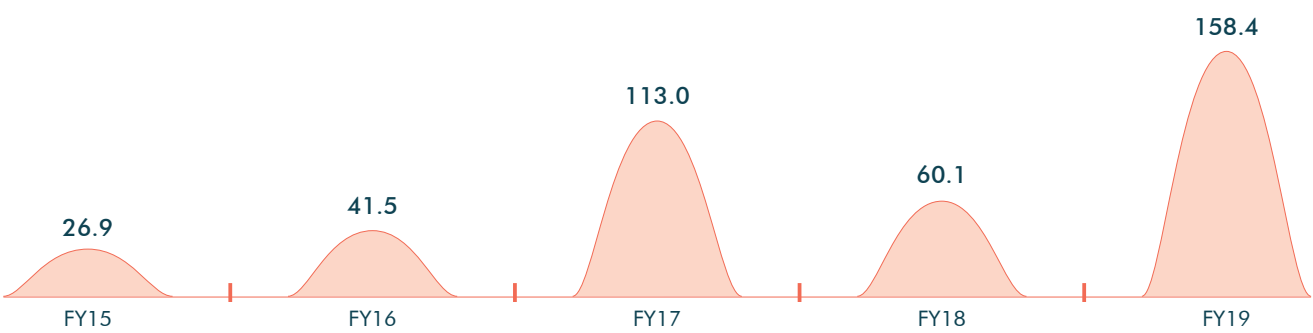
Sincerely yours,
Ashish A Mithani

CLOSER LOOK AT OUR PERFORMANCE

(Standalone)

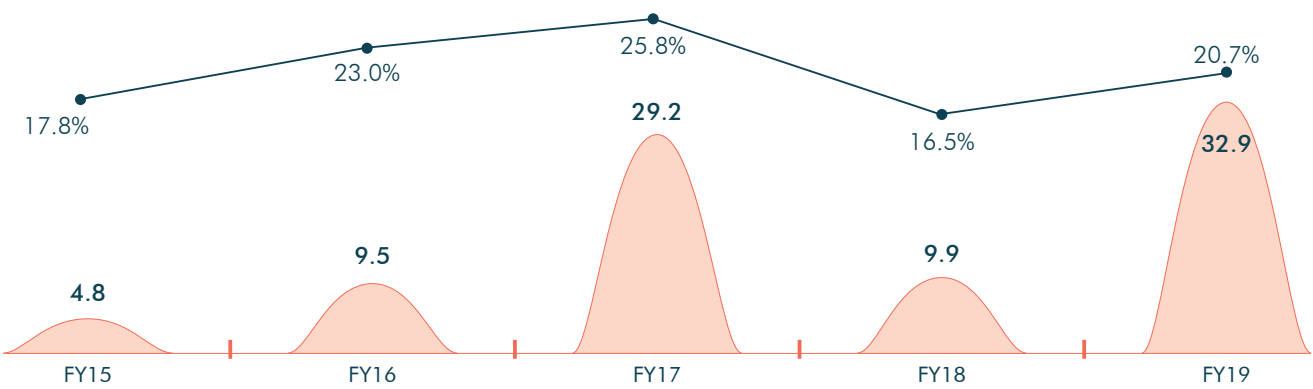
Total Operating Income

(Figures in crores)



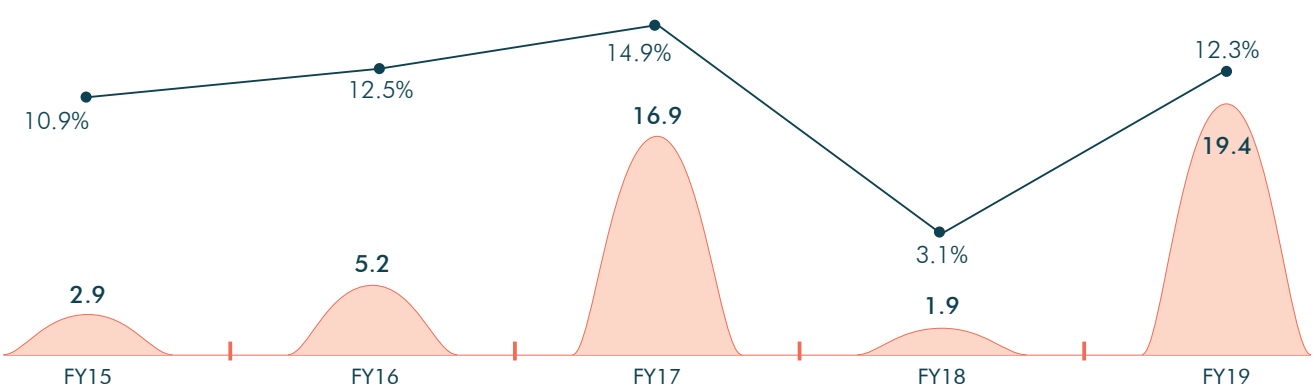
EBITDA

EBITA (in crores) EBITA Margin (in %)



PAT

PAT (in crores) PAT Margin (in %)



Total Operating Income (FY19)

~158 Cr

EBITDA (FY19)

~33 Cr

PAT (FY19)

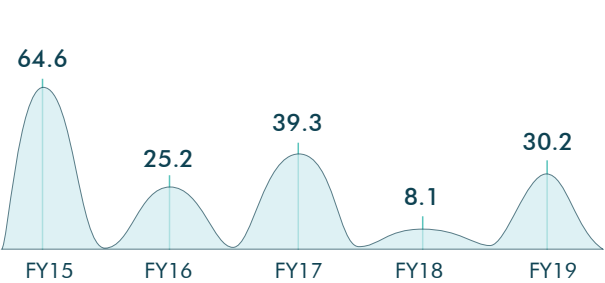
~19 Cr

Dividend History

2017- 1.2 /Share (Total dividend)
2019- 1.0 /Share (Recommended)

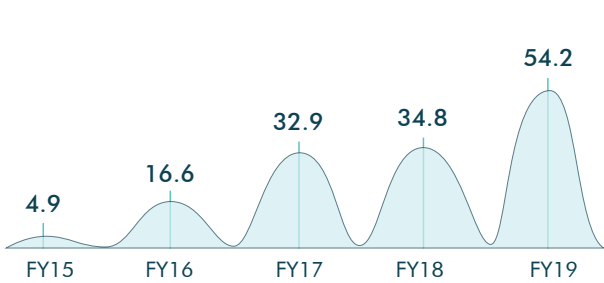
ROCE

(Figures in %)

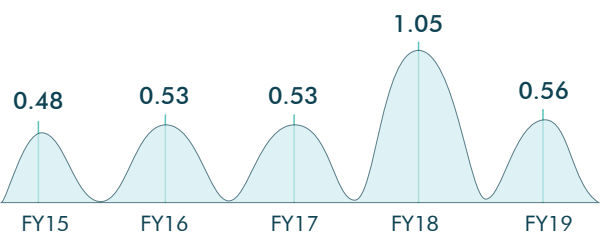


Net Worth

(Figures in crores)

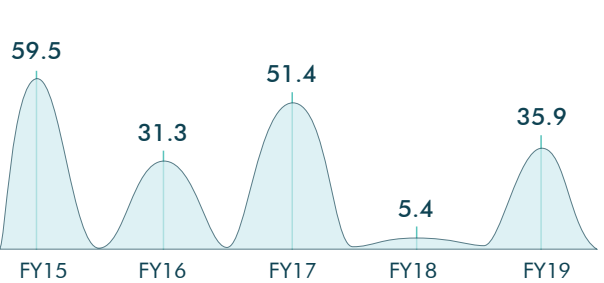


Total Debt/Networth



RONW

(Figures in %)



MANAGEMENT **DISCUSSION** AND **ANALYSIS**



“A sense of
clarity, renewal,
and rejuvenation
is essential in
today’s complex
business industry.”

INDUSTRY OVERVIEW

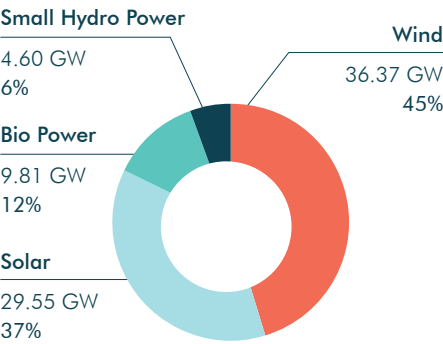
Indian Energy Space

Overview

Being a prevalent power manufacturer and consumer, India has been deployed at number three, subsequent to China and the United States of America. In spite of the aforementioned statistic, there is still a scarcity of power in India making it one of the lowest per-capita power consumption countries. India's per-capita power consumption is less than the world's average and is also reflected as the lowest among BRIC nations.

According to the statistics, 350 GW is the total installed electricity capacity of India as of February 2018 (Source: IBEF). Out of the total installed electricity capacity, renewable sources (RES) are accounted for 34%, within which, the large Hydro Power is accounted for 39% of capacity. Whereas the balance from other Renewable sources was 61% last year in July 2018, other renewable energy installed capacity was 70.65 GW.

Other Renewables – Installed Capacity June 2019 (Source: NIWE)

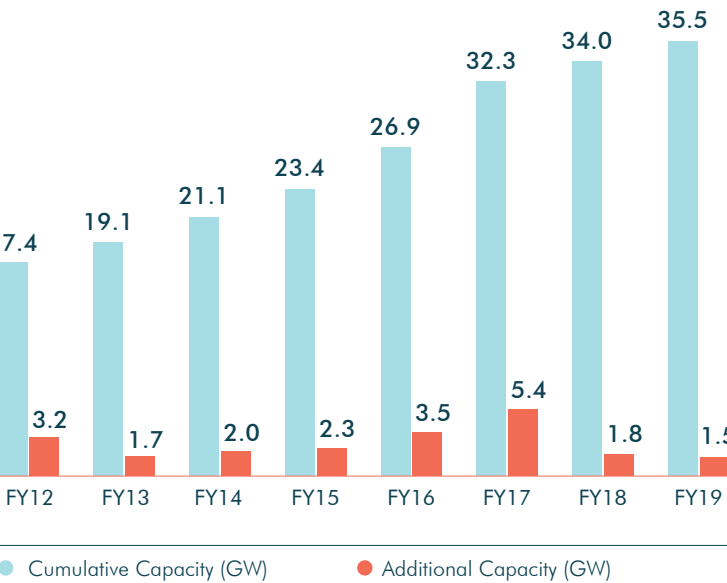


There is a need to rapidly move into a policy to reduce fossil fuel needs. A shift to alternative energy use and renewable energy sources that are used judiciously and equitably would bring about a lower dependency on the dwindling fossil fuel resources and carbon emissions. In order to do so, the government is introducing energy-efficient strategies and promoting Renewable sources (RES) at a very large level. Over the last year in July 2018, shares of RES in total installed capacity has come to 20.4% from >1% in 1997.

Indian Wind Energy Space

Overview

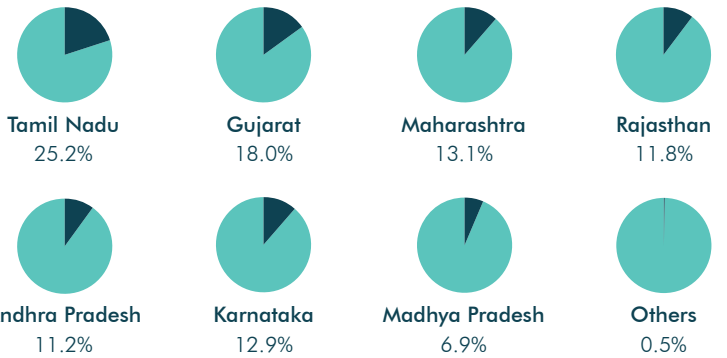
Wing Energy – Growth in Installed Capacity (GW) (Source: MNRE)



According to the MNRE based renewable source of energy, the wind is evident to be a prominent and the largest renewable energy source apart from Large Hydro. As of July 2018, almost 48% of the total RES capacity is accounted for the wind energy capacity in India. Between FY14 to FY19, wind energy capacity grew at a CAGR of ~11%. It reached a cumulative capacity of 35+ GW in FY19.

Considering the total installed wind energy capacity of India, Tamil Nadu is ranked in the first place, closely followed by Gujarat, Maharashtra, Rajasthan, and Andhra Pradesh respectively.

State-wise Installed Wind Energy Capacity (Source: RLDC)



Regulatory Bodies

The Ministry of New and Renewable Energy (MNRE) is the nodal Ministry of the Government of India, it takes care of all the matters concerning new and renewable energy. Developing and installing new and renewable energy sources is the wider objective of MNRE. This facilitates the elevation of energy requirements in the country.

Under the administrative control of MNRE, the Government successfully pioneered the 'Solar Energy Corporation of India Limited' (SECI) in September 2011. SECI intended to expedite the implementation of Jawaharlal Nehru National Solar Mission (JNNSM). The scope of SECI increased thereafter, and now covers the entire renewable energy sector in India.

The scope of SECI now covers the entire renewable energy space.

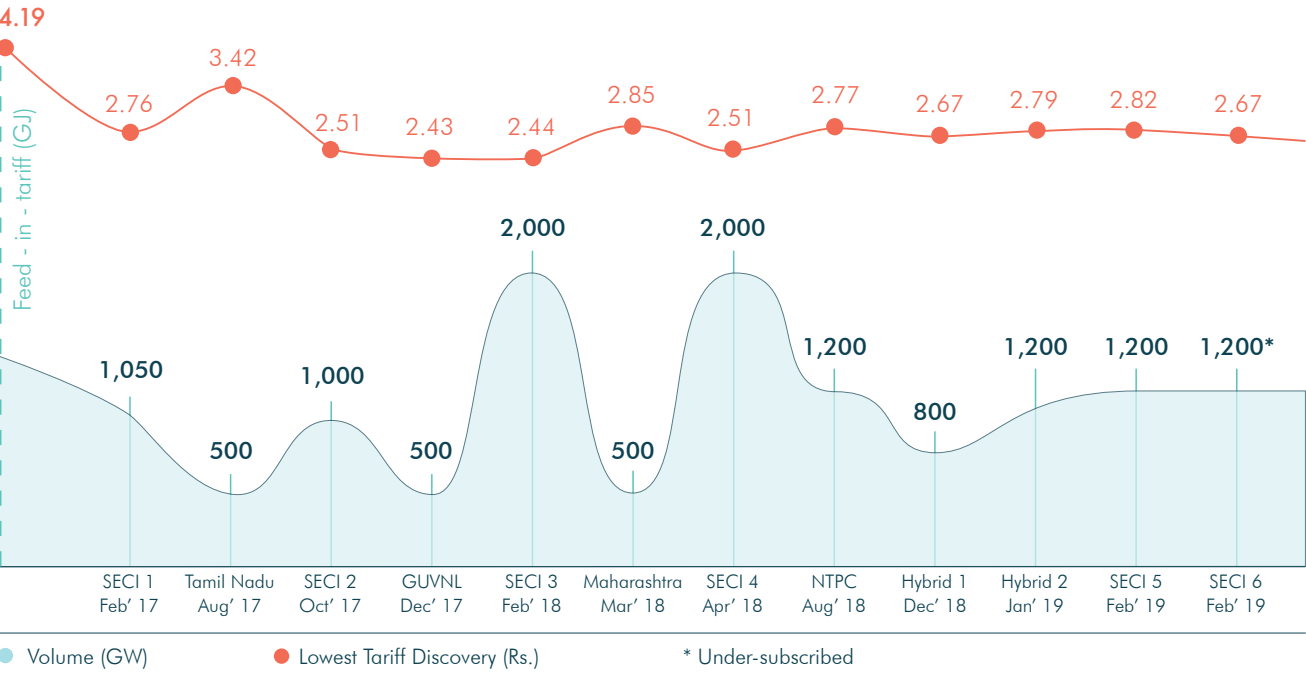
Recent Government Initiatives and Changes in Regulation

Indian Renewable Energy Space has been experiencing various regulatory fluctuations over the last few years. In the year 2017, there was a shift from feed-in-tariff to reverse auction-based price discovery. It is considered to be one of the most revolutionary modifications. Feed-in-tariff caters for wind power generators with a guaranteed price per unit. The cost would be covered and an assured rate of return is also delivered on their investments. Nevertheless, in case of reverse bidding, the entity quoting the lowest prices wins the bid. Due to the competitive price discovery, there has been a substantial fall of around 40% in price per unit.

SECI-I was India's first ever wind power auction held in February 2017, which witnessed a record of low wind power tariff at INR 2.76/kWh (Unit). It was 40% lower than the feed-in-tariff rates. The total volume auctioned in SECI was 1,050 MW. India has auctioned a total capacity of 13.1 GW, from the first auction in February 2017 to its 12th auction 2019.

There was a massive decline in tariff rates, reaching an all-time low of INR 2.43/kWh (Unit) during the GUVNL auction in December 2017. Over the previous 2 years, there has been a great deal of recuperation and the tariffs have also become fairly stable. With a moderate improvement in tariffs, in the auctions since March 2018, hopefully, there will be improvements in the capacity installation in the coming years.

Auction Regime February 2017 to February 2019



CURRENT INDUSTRY SCENARIO - FAVOURING

<p>The government's emphasis on wind energy space resulted in the formulation of various initiatives such as hybrid solar-wind policy, the first-ever policy initiative in the offshore wind energy sector, construction of inter-state Transmission network, etc.</p>	From the Management's Desk
	<p>From 11.50% in FY17 to 17.00% in FY19, there has been an increase in the Renewable Purchase Obligations for both Solar and Non-Solar.</p>
	<p>A continuous flow of bids from Centre (SECI), NTPC as well as State Auction from Gujarat and Maharashtra.</p>
<p>Bids of about 13,000 MW already floated.</p>	
<p>New demands shifted from captive users (AD driven) to Third Party Sales post reduction in Accelerated Depreciation.</p>	<p>Development in WTG technology to harness more power and improve yields.</p>

CURRENT INDUSTRY SCENARIO - UNFAVOURING

<p>Hardly few projects being developed due to many constraints listed above as well financial closure quite challenging due to weak tariffs and offtaker's risks along with site related RoW issues enhancing time & cost overruns of the project.</p>	From the Management's Desk
	<p>Removal of Generation Based Incentives (GBI) and the reduction of Accelerated Depreciation benefits.</p>
<p>Good opportunity for retail investors, however poor implementation of Open Access Regulations and too many restrictive practices.</p>	
<ul style="list-style-type: none"> • Land availability constraints. • Power Evacuation Capacity built up is lagging as compared to bids. • Stringent Bid Norms and penalties. • Very low windy state bid offers. • The financial health of Discoms. 	<ul style="list-style-type: none"> • Poor implementation of RPO amongst obligatories. • Long pending amendment in the Indian Electricity Act to improve the regulatory atmosphere in India.
<p>Challenges to transport WTG to wind farm location with higher hub height and longer blades.</p>	

Gujarat’s Wind Potential

At present, Gujarat has the 2nd highest installed wind capacity in India after Tamil Nadu and enjoys the highest potential wind generation capacity in the country.

According to MNRE, the wind potential of Indian states is as displayed on right

Looking at the potential of siting wind projects in Gujarat, Gujarat will keep continuing to be as a key player in India’s Wind Energy Map.

Recent Developments in Gujarat Wind Space

In April 2018, MNRE has invited Expression of Interest (EOI) for the first 1 GW offshore wind project of the country in Gulf of Khambat, off the coast of Gujarat. ‘Gujarat Wind-solar-hybrid Power Policy- 2018’ has been initiated by the State Government of Gujarat. Its main objectives are as follows:

- 1. Provision of the framework is prepared for the furtherance of large grid-connected wind-solar PV hybrid systems. It ensures optimal and efficient utilization of the transmission infrastructure and land, thereby, reduction in the variability of renewable power generation and achievement of improved grid-stability.
- 2. Facilitation of new technologies, solutions, and methods which combines with the operations of wind and solar PV plants. Fostering the integration with emerging technologies like energy storage systems.

With the aim of connecting the windy states of India, such as Tamil Nadu, Gujarat, and Rajasthan, the Government has envisaged a Green Energy Corridor which is to be built by PGIL. Proposed GEC will not only improve the Inter-State Transmission System (ISTS) but will also provide ample opportunities for Developers in Gujarat to add projects on ISTS network which were stranded/undeveloped only due to non-availability of State Grid Evacuation facilities.

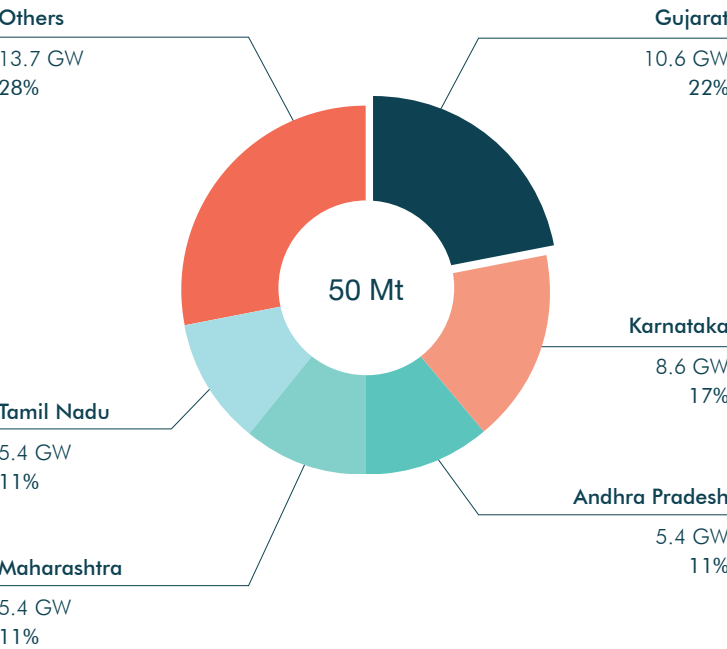
Outlook

The government of India has set an aggressive target of 175 GW of installed renewable capacity. Out of the total installed renewable capacity of 175 GW, 100 GW is targeted to be fulfilled through solar energy, 60 GW from wind energy and the remaining is to be achieved from hydro and biomass power projects.

In order to achieve the target of 60 MW by FY 2022, wind energy capacity additions need to grow at a CAGR of 20% from ~34 GW on July 18. Despite the fact that the capacity additions have slowed down since last year (FY 2018), the Government is resolute in progressing renewables as a power source. Recovery of wind power tariffs in recent auctions after a record low of INR 2.43/kWh during December 2017, should pose well for incremental capacity, especially from IPPs.

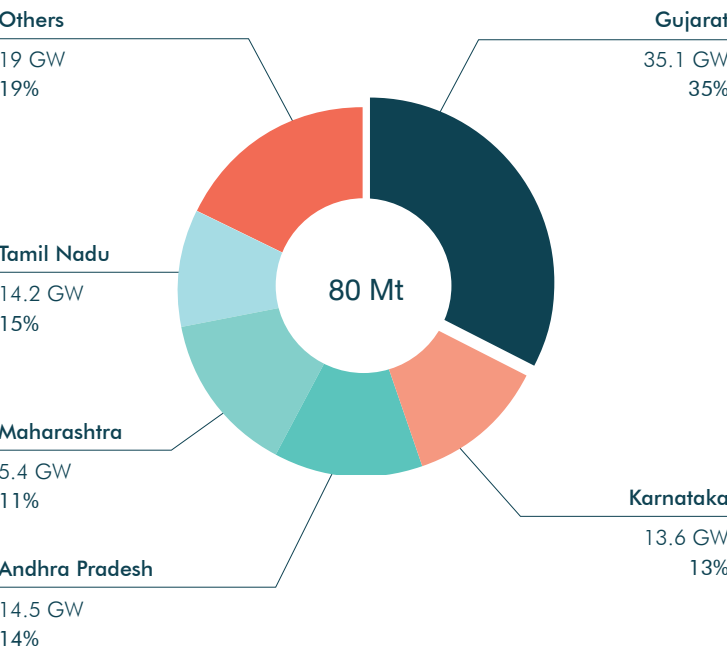
Potential at 50 Mt Height in GW

(State wise)



Potential at 80 Mt Height in GW

(State wise)



The wind is scary during a tornado. We never know when a gust is going to come in our direction and change everything. To have endured uncertainties and hardships, and yet to have come out all honorable and brave -

that was magical.

OUR BUSINESS

Company Overview

KP Energy Limited is Gujarat’s prominent balance of plant solution provider in Wind Industry engaged, from conceptualization till the commissioning of a wind energy project.

KPEL is involved in all activities associated with wind farm development; including services like site identification, site preparation, construction & erection, power evacuation, PPA arrangements, and operations & maintenance. KPEL enjoys a vital link in synergizing a gamut of activities concerning utility-scale wind farm development. Incorporated in 2010, It has undertaken and energized projects with a cumulative capacity of ~200 MW.

EPCC – Engineering, Procurement, Construction and Commission

Over the years, we have developed essential core business segments in which EPCC has been a constant since inception. It contributed 93% of revenue in FY19 as compared to 94% in FY18. Under this section, we offer a unique value proposition, which has been designed to comprehensively address to all the complications encountered by WTG manufacturers, IPPs and captive power consumers in setting-up of a wind farm.

O&M – Operations & Maintenance

We, at KPEL, deliver thorough support in operations and maintenance for the BOP portion of WTG. This segment contributed 1% of revenue in FY19 as compared to 1% of revenue in FY18. At present, KPEL has an O&M portfolio of ~ 200 MW. O&M provision adds value to our fundamental Offerings and assures clients of the uninterrupted services with an outlook of creating an annuity-based revenue stream for the company.

IPP – Independent Power Producer

Our company owns power generation assets with a total capacity of 8.4 MW, at wind farms developed by KPEL itself.

Business Segments

O&M

1%
contribution to revenue

IPP

6%
contribution to revenue

EPCC

93%
contribution to revenue

KPEL’s Track Record on Operations & Maintenance of Balance of Plant Infrastructure at its developed sites

Site name and PSS details	Capacity in MW	Scope of work	Start year of O&M	Overall availability
Matalpar Site: Shevdivadar 66/33kV SS	33.6 MW	Entire BoP OMS from x’mer to metering point at PSS	Since Jun’12	99.62%
Ratdi Site: Baradiya 66/33kV SS	33.6 MW	Entire BoP OMS from x’mer to metering point at PSS	Since Apr’14	99.55%
Kuchhdi Site: Degam 66/33kV SS	70 MW	Entire BoP OMS from x’mer to metering point at PSS	Since Nov’16	99.52%
Mahuva-1 Site: Vagnagar 66/33kV SS	70 MW	Entire BoP OMS from x’mer to metering point at PSS	Since Mar’17	99.65%



Scope of Services

EPCC

Site Identification

- Our key competence lies in the identification of self-sustainable sites and acquiring lands suitable for wind project development.
- We make use of critical resources & technologies such as satellite data, physical evaluation, meso-mapping, wind data study, LIDAR, etc.
- KPEL has an excellent portfolio of wind sites in the State of Gujarat which has the highest wind potential in Country.

Site Preparation and Logistics

- KPEL has a recognized track record of site preparation and execution, in all categories of terrains such as coastal plains, rocky ridges, low lying water prone flats, inundated mountains tops, marshy plateau, muddy soil and many more. It has built roads, bridges, embankments and also done various engineering practices to carry wind turbine parts (particularly blades, nacelle) as well as Erection Cranes across muds, sandy plains, water prone wastelands, inter-tidal zones as well as hillocks & mountain tops.

Construction & Erection

KPEL undertakes:

- a. Civil work related to the WTG foundation and completion of the crane platform.
- b. Connecting such WTGs through 33kv Switchyard (USS), 33kv HV lines across windfarm.
- c. Loading, Unloading, Inter-carting of WTG Parts, its Installation & Erection as well as charging of windfarm.

Power Evacuation as well as Permits & Approvals for Wind Power Project

- We, at KPEL, undertake the responsibility of constructing 33/66kv or 33/220kv infrastructure for power evacuation from and associated EHV lines.
- KPEL is also engaged to obtain all the requisite permits & approvals for setting up & operating a wind farm project from multitudes authorities (local, state & central) depending on the location and WTG parameters.

PPA Arrangement

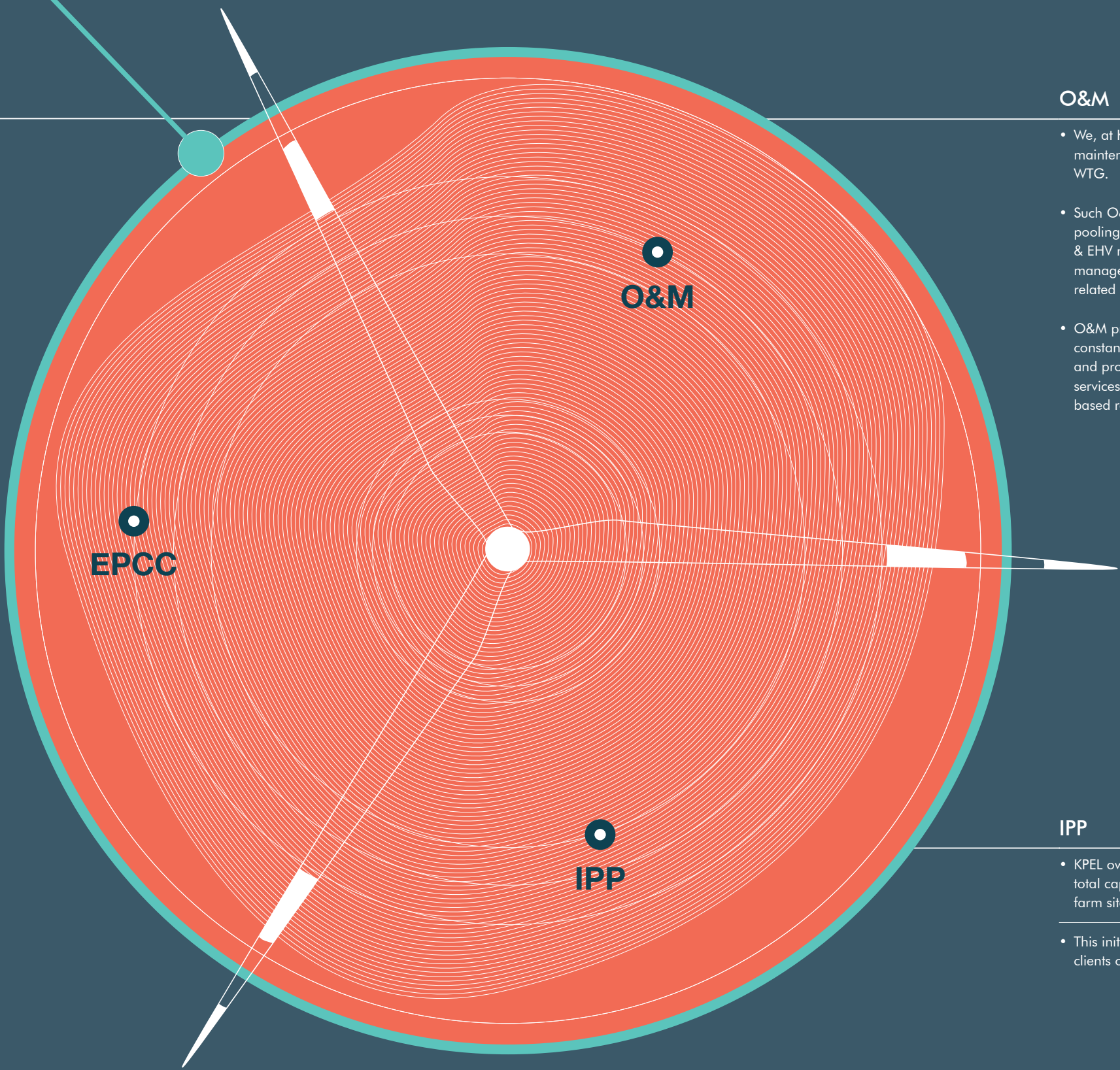
- KPEL offers complete support and assistance in Power Purchase Agreements concerning to DISCOMS and other entities.

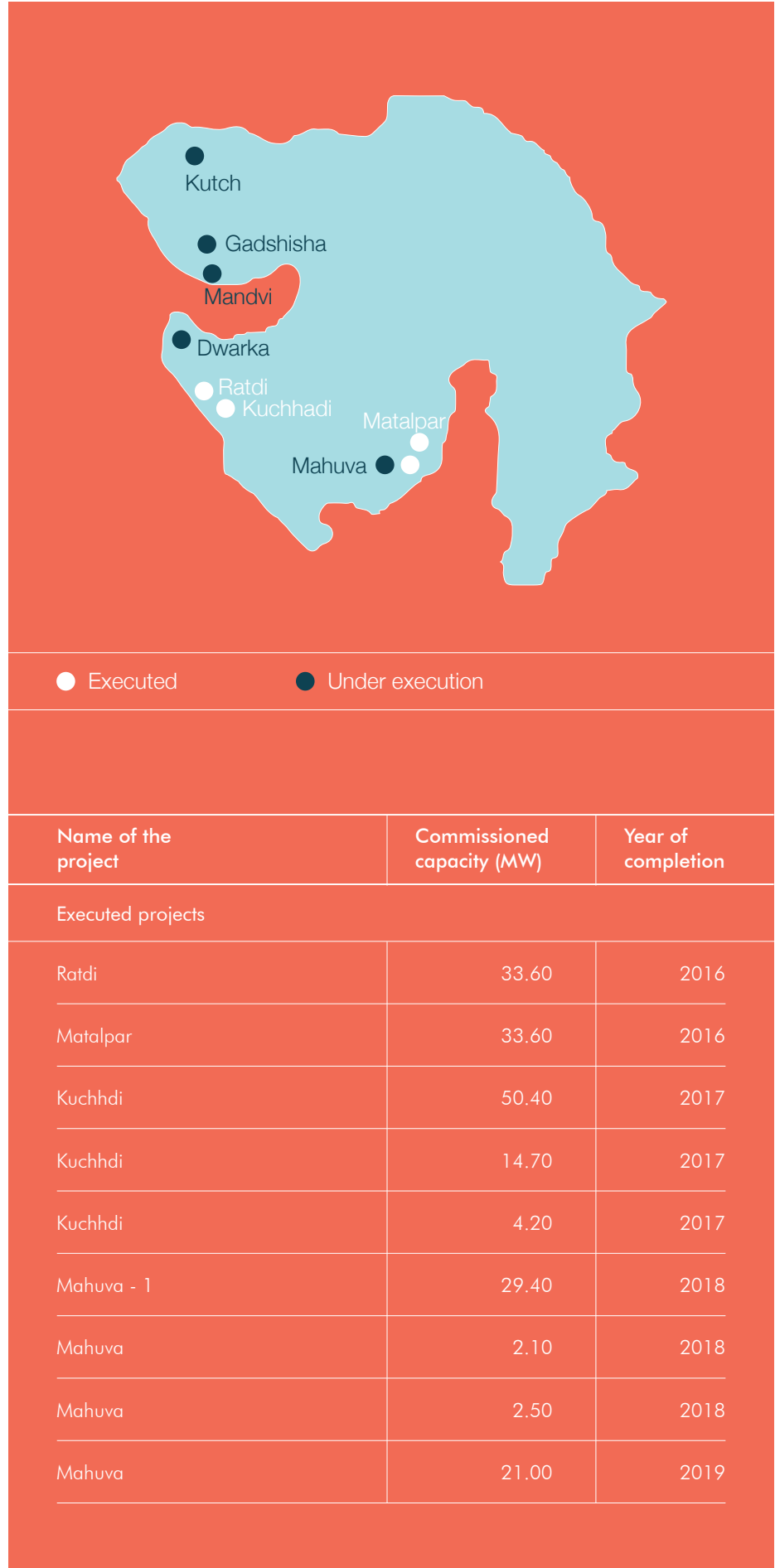
O&M

- We, at KPEL, undertake operations & maintenance support for the BOP portion of WTG.
- Such O&M includes managing wind farm pooling substation (24x7), maintaining EH & EHV network, repairs of access roads and manage power commercials as well as Site related RoWs.
- O&M provision suffices the need to constantly add value to our core offerings and promising clients of the uninterrupted services with a view of creating an annuity-based revenue stream for the company.

IPP

- KPEL owns power generation assets with a total capacity of 8.4 MW, at each of its wind farm sites.
- This initiative also provides confidence to its clients on O&M efficiency and availability.





Execution Track Record

In the foreseeable future, KPEL strategizes to put emphasis only on Gujarat as a territory, continuing to scout Gujarat’s colossal potential in wind energy generation. According to MNRE, Gujarat has a potential of about 10.6 GW at 50 Mt heights and 35.1 GW at height of 80 Mt, which is 22% and 34% of the total potential of wind energy in India respectively. Gujarat has the highest untapped wind capacity in the Indian states. Furthermore, it has been ascertained that more than 50% of the capacity in auction regime (between February 2017 to December 2018), will be coming up in Gujarat. Other factors such as healthy DISCOMS, huge untapped potential makes Gujarat as one of the most attractive states for wind energy.

KPEL has a presence in the state of Gujarat, where it has executed a cumulative capacity of ~200 MW.

Performance Discussion and Outlook

The financial year 2018-19 proved to be a good year for KP Energy, not only did the company quickly adapt its business model to suit the new regime of wind energy, but it also recorded an all-time high revenue from operations, EBITDA, and profit after tax. Total operating revenue for FY19 was 158.4 Cr, recording a growth of 163.6% (y-o-y basis). EBITDA and PAT for FY19 were 32.9 Cr and 19.4 Cr, recording a growth of 230.5% and 933.8% (y-o-y basis) respectively. The financial performance was a result of the company's focus on completing its core project of 300MW with its project partner GE India. Currently, the external environment for the Industry is quite challenging, while auctions have surpassed 13 GW, too many projects aren't any witnessing ground-level execution. It is important, in such a challenging period, that the company does not go on a spree of taking too many projects but sticking with the ones under construction. For the coming years, KP Energy's prime focus is on completing a couple of 300MW-size ISTS projects and remaining flexible and adaptive to the trends in the industry.

Business Pipeline

KPEL has a cumulative business pipeline of 1031.5 MW till 2020-21. List of projects in the pipeline:

Name of the project	Project partner	Total capacity (planned)	Numbers of WTGs	Tentative year of completion	Grid
Gadshisha Manvi - Kutch	GE India Industrial Pvt. Ltd.	300	120	Sep - 19	ISTS
Mahuva - 2	Consortium with Evergreen Power Maritius (IPP)	31.5	15	Sep - 19	State
Mandvi - 2, Kutch	IPP (Under confidential due diligence)	300	131	2020 - 21	ISTS
Dwarka	Sidhpur Windfarms (Under negotiations)	400	148	2020 - 21	ISTS
		1,031.5	414		

Pertaining to its strong order-book, KPEL has strong revenue visibility.

Key Threats, Risks and Concerns

Regulatory Changes

Our industry is a segment of the renewable energy industry. However, the renewable energy industry is eminently a regulated space, wherein, any changes in Government and regulatory policies. There was a shift from feed-in-tariff to auctions in the year 2017. This abrupt change led to the fall of performance of the entire sector in last the two years. And depleting financial health of Discoms too has led to a myriad of financial & operational issues in the wind sector.

Wind Sector Performance

Our revenue streams are operated with capital expenditure in wind energy space by either IPPs or captive users. Depending upon the capital expenditure scenario, a reduction caused by either of them could adversely disturb the efficiency in performance.

Capital Intensive

The nature of our IPP business is capital intensive in comparison with our other two revenue streams. In order to cultivate more in this domain, KPEL will have to entail additional capital.

Internal Controls and Adequacy

The Company has in place an adequate system of internal control commensurate with the size and nature of its business. These have been designed to provide reasonable assurance that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly and the business operations are conducted as per the prescribed policies and procedures of the Company. The Audit Committee and the management have reviewed the adequacy of the internal control systems and suitable steps are taken to improve the same.

Human Resource Development and Industrial Relations

Your Company firmly believes that its human resources are the key enablers for the growth of the Company and important asset. Hence, the success of the Company is closely aligned with the goals of the human resources of the Company. Taking into this account, your Company continued to Invest in developing its human capital and establishing its brand on the market to attract and retain the best talent. Employee relations during the period under review continued to be healthy, cordial and harmonious at all levels and your Company is committed to maintaining good relations with the employees.

Cautionary Statement

Statements in the Management Discussion and Analysis, describing the Company’s objective, projections, estimates, expectations, may be forward-looking statements. Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Important factors that could make a difference to the Company’s operations include economic and political conditions in India and other countries in which the Company operates, volatility in interest rates, changes in government regulations and policies, tax laws, statutes, and other incidental factors. The Company does not undertake to update these statements.

Financial Ratios

Particulars	Formula	2017-18	2018-19	Variation	Comments
Debtors Turnover(in Days)	Net Credit Sales/Average Debtors	123.62	49.16	-60%	The Credit period of customer has been decreased as compare to last year and turnover also increased by 2.63 times.
Inventory Turnover(in Days)	Cost of Coods Sold/Average Inventory	97.75	89.26	-9%	—
Interest Coverage Ratio	EBIT/Interest	2.56	7.93	209%	The increase in interest coverage was on account of a massive increase in EBIT.
Current Ratio	Currnet Asset/Current liabilities	0.77	1.08	40%	The current ratio has increased due to a proportionately-higher increase in current assets, primarily due to an increase in inventories.
Debt Equity Ratio	Total Long Term liabilities/ Shareholder's Fund	1.05	0.48	-54%	The debt to equity ratio has improved on account of two factors i.e. a decrease in long-term borrowings along with an increase in short-term borrowings.
Operating Profit Margin	EBITDA (excluding Other Income) / Sales	16.55%	20.77%	25%	The operating profit margin has increased, on account of higher operating profits due to a recovery in the business volumes post implementation of reverse-auction based price regime.
Net Profit margin	PAT/ Sales	3.12%	12.23%	293%	The net profit margin has increased on account of higher operating profits as compared to previous year.

STRENGTHENING RELATIONSHIPS WITH OUR COMMUNITY FOR A SUSTAINABLE FUTURE.

In plain English, sustainable development is economic development that is created without depleting natural resources and disturbing the ecosystem around. It can be classified as development that meets the needs of the present without compromising the ability of future generations. Apart from the fact that our core business i.e. renewable wind energy is in itself a sustainable resource which reduces the dependency on exhausting fossil fuels, we at KP Energy make our corporate sustainability activities more exhaustive in terms of the lives we touch. KP Energy has been an early adopter of environment-friendly sustainable corporate practices. Corporate social responsibility is imbibed, too deep, in the organizational ethos of KP Energy Limited. It is not linked with the bottom line, but with our aspiration of improving lives, contributing to communities wherever we do business. For KP Energy business and profits without the development of its stakeholders is no development in true sense. There are certain areas of development in which we find our calling - KP Energy works towards supporting projects in education promotion, flora and fauna preservation, infrastructure development, employment, and some others.

Our team's take on Sustainability

"Group's key business, once upon a time, telecom infrastructure, is only a minuscule part now. And entire thrust and revenues presently come from serving nature in terms of developing sustainable green energy assets for the country"

- Mr. Faruk Patel, Managing Director, KP Energy Limited.

"Developing wind projects at hitherto unutilized, barren and mostly wastelands on coastal belts or hillocks itself is the biggest service towards a balance of the ecosystem. Instead of keep burning coal or crude, we have to look forward to seeing what environment, pollution and plethora of ecological challenges, we actually will present to our successors"

- Mr. Ashish A Mithani, Whole Time Director, KP Energy Limited.

KP Energy's Sustainable Development Initiatives

Education Promotion & Development

Distribution of an exemplary education kit to kids taking admissions for the first time in government schools is an activity being conducted by team KP Energy in more than 150 schools in Bhavnagar, Mahuva, Talaja, Jesar, and many more areas where we have been developing our projects. This education kit consists of an all-weather school bag along with necessary accessories, stationery for learning. This initiative has been much appreciated by schools since it becoming a



big motivation for pursuing children to enroll and get educated from remotely located & downtrodden families.

This initiative started a few years back with only 500 kits and has now grown to about 3000 kits every year. Touching lives in rural India is one of the most encouraging aspects of wind farm development. And while developing infrastructure, team KP Energy, keeps a close eye on the existing infrastructure of the schools and keeps contributing to this space without making any noise. We have also installed computers, printers, undertaken rectification of boundary walls, construction of classrooms, potable drinking water, etc. Such initiatives have facilitated in enriching education and enlightening of these rural areas. We have also taken part in distributing booklets for Board Examination, distribution of snacks & sweet on festivals such as Independence Day. Apart from this, we have also undertaken the distribution of grains & vegetables, and other material kits to hostel students.



Mass Plantation Drive

Team KP Energy is undertaking mass plantation drives with the support of rural communities and school kids. It includes planting different species of Mangrove trees on the coastal belt villages to prevent soil erosion and excess salinity from the Sea.

We have planted a record number of 31,000 Mangrove trees in 2019 at Pingleswar, Khared, and Mahuva Site. In the previous years, our team has planted 7060 saplings in the year 2015, 20,000 saplings in the year 2016 in a single day, and also 20,000 saplings in 2017, followed by an environment awareness rally wherein thousands of children from more than 26 different schools participated. Moreover, our target is to plant 1,00,000 trees until the year 2020. Team KP Energy believes a healthy environment is the foundation for a stable

and productive society and to ensure the well-being of present and future generations, we all must participate to protect, conserve, and sustainably manage our natural resources.

Common Infrastructure Development

While undertaking infrastructure developments, the areas most left out are remote villages. We are hardly aware of the living conditions and challenges of these aloof areas where basic amenities are completely absent and it calls for a lot of patience and efforts to keep life running.

Team KP Energy always chooses to provide infrastructure aids to villages which is otherwise extremely difficult for them to manage, either by collective contribution or government aids. For example, building pavements or all-weather roads which will enable farmers and commuters to access them, even in the worst monsoon or floods,



strengthening existing roads, constructing cross drainages, bridges, and walkways to mitigate flood impacts. In FY19 we have also undertaken development & re-development of lakes & check dams at Darga Talav, Gam Talav, Samiya Talav, Khirashra Talav, Anusara Talav, Veriya Talav, Fulai Talav, Chhari Talav, Ludbai Talav, Vedhar Talav at Kutch Site. We have also contributed to the government scheme named 'Sujlam Sufnam Jal Abhiyan Yojna', apart from this we have donated an ambulance for animals to the Forest Department. Some other infrastructure activities include providing sanitation & water connections.

Safety, Security & Wellbeing of all

Projects, when running into crores of rupees in capital investments, are usually designed to optimise productivity and longevity. Similarly, at KP Energy, environment care is also a vital parameter in the design, engineering, execution & operations of the project. We have developed a versatile design for overhead transmission lines to mitigate bird fatality, especially for long-tailed birds. It ensures guards, protection measures for any accidental injury to flora or fauna during construction or operations of wind projects. The company also enjoys being first in the country to obtain environmental permission to develop a specific wind project in the coastal regulation zone from the Ministry of Environment, Forests & Climate Change, Government of India. Apart from the safety of environment and ecosystem, KP Energy is also working towards the wellbeing of people. We undertook relief activities at flood-affected areas in Gujarat, which included distribution of grains, food packets, tiffin services, etcetra.

Local Development via Employment & Enrolment

Human Capital is the most expensive and scarce resource. Instead of considering headcounts, if we develop them as skill sets, no big number or no difficult project can meet time or cost overrun. With this ideology, team KP Energy imparts free training and working opportunities for unemployed youths, develops specific construction or engineering expertise and makes them align with today's much needed vocational skills. Also, all such jobs which are possible and serviceable by local people are entrusted to them only. This has given us huge acceptability among economically backward people, shadowed by the dearth of business opportunities.

While making it sustainable by adding clean & green sources of energy, the company has stretched to enlighten the lives of common people, bring smiles on the faces of kids and converting hopes into actual happenings in real life of aspiring youth, fathoming remote dwellers and making their ends meet with earning opportunities.

CSR is not viewed as a legal binding at KP Energy, but as a fundamental duty of a responsible corporate citizen.



Coporate Information

Name	Designation	Director's Identification Number
Mr. Farukbhai Gulambhai Patel	Managing Director	00414045
Mr. Ashish Ashwin Mithani	Whole Time Director	00152771
Mrs. Bhadrabala Dhimantrai Joshi	Non-Executive Non Independent Director and Chairperson	07244587
Mr. Bhupendra Vadilal Shah	Non-Executive Non Independent Director	06359909
Mr. Sajesh Bhaskar Kolte	Non-Executive Independent Director	07277524
Mr. Raghavendra Rao Bondada	Non-Executive Independent Director	01883766

Compnay Secretary & Compliance Officer:

Mr. Karmit H. Sheth

Chief Financial Officer:

Mr. Pravin R. Singh

Statutory Auditors

M/s K A Sanghavi & Co. LLP
1001/02/03, Rajhans Bonista,
Ram Chowk, Ghod dod Road, Surat.

Registered Office

A-1/2, Firdos Tower,
Behind Fazal Shopping Centre,
Adajan Patia, Surat-395 009
Gujarat, India
Tel.: +91-261-2764757
Fax : +91-261-2764757
Email: info@kpenergy.in
Website: www.kpenergy.in

Secreterial Auditor

M/s SJV & Associates
Prop. Ms Janki Shah

Banker to the Company

State Bank of India
Specialised Commercial Branch
1st Floor, Kiran Chambers,
Opp. J K Tower,
Ring Road, Surat-395002.

Registrar & Share Transfer Agent

M/s Big Share Services Pvt. Ltd
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri (East), Mumbai-400059,
Maharashtra, India
Email: ipo@bigshareonline.com
Website: www.bigshareonline.com.

Internal Auditor

Mr. Harsh Shaileshkumar Shah
Chartered Accountant

Committees of Board

Audit Committee

Mr. Sajesh Bhaskar Kolte, Chairman
Mr. Raghavendra Rao Bondada, Member
Mr. Farukbhai Gulambhai Patel, Member

Stakeholder Relationship Committee

Mr. Raghavendra Rao Bondada, Chairman
Mr. Sajesh Bhaskar Kolte, Member
Mr. Ashish Ashwin Mithani, Member

Nomination & Remuneration Committee

Mr. Sajesh Bhaskar Kolte, Chairman
Mr. Raghavendra Rao Bondada, Member
Mrs. Bhadrabala Dhimantrai Joshi, Member

Corporate Social Responsibility Committee

Mr. Sajesh Bhaskar Kolte, Chairman
Mr. Farukbhai Gulambhai Patel, Member
Mr. Ashish Ashwin Mithani, Member

Notice

Notice is hereby given that the 10th Annual General Meeting (AGM) of the Members of M/s. K.P. Energy Limited will be held on Saturday, September 28, 2019 at 10.00 a.m. at Topaz Hall, 1st Floor, The Grand Bhagwati, Magdalla Circle, Dumas Road, Surat - 395007, Gujarat, to transact following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.
2. To declare a final Dividend on Equity shares of the Company for the financial year 2018-19.
3. To appoint **Mr. Bhupendra Vadilal Shah** (DIN: 06359909), who retires by rotation and being eligible offers himself for re-appointment:

"RESOLVED THAT pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force), the approval of the members be and is hereby accorded for the reappointment of Mr. Bhupendra Vadilal Shah (DIN: 06359909) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company."

SPECIAL BUSINESS:

4. Ratification of Remuneration of Cost Auditor

To consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, Companies (Cost Records and Audit) Rules 2014 and the Companies (Audit and Auditors) Rules, 2014 (including statutory modifications or re-enactment thereof, for the time being in force), payment of remuneration of Rs. 50,000/- to M/s. Nanty Shah & Associates, Cost Accountants (Firm Registration No.: 101268) the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020, be and is hereby approved."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may

be necessary, proper, desirable or expedient to give effect to this resolution."

5. Approval for Related Party Transactions:

To consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Company's policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to ratify the contract(s)/ arrangement(s)/ transaction(s) entered into by the Board of Directors of the Company with VG DTL Transmission Projects Private Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for rendering services for development of Shared Power Evacuation Infrastructure at Kutch, Gujarat, on such terms and conditions as the Board of Directors may deem fit and as per the Tripartite Agreement dated June 11, 2019 and the Subscription and Shareholder's Agreement dated June 11, 2019, up to a maximum aggregate value of **INR 50 Crore** for the financial year 2019-20, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

6. Revision in Remuneration Payable to Mr. Farukhbhai Gulambhai Patel (DIN: 00414045), Managing Director of the Company:

To consider and if thought fit, to pass the following Resolution, with or without modification, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) read with Schedule V of the Companies Act, 2013, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and subject to such other approvals as may be necessary, on the recommendation of Nomination & Remuneration Committee, Audit Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of remuneration of Mr. Farukhbhai Gulambhai Patel, Managing Director of the Company w.e.f April 1, 2019 for remaining duration of his term of office, which shall in no case exceed the overall limit of five percent (5%) of the net profits of the Company as applicable to each of the Managing/ Whole time Directors of the Company and/or ten percent (10%) of the net profits of the Company for all Managing/ Whole-time Directors in accordance with the provisions of Sections 197, 198 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-

enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, alter, enhance or widen (collectively referred to as 'Variation') the remuneration specified above which is payable to Mr. Farukbhai Gulambhai Patel, Managing Director of the company during his tenure to the extent permitted, under applicable law without being required to seek any further consent or approval of the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided however that any such Variation shall not exceed any amount permitted to be paid to Managing Director under Section 197 read with Schedule V and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 without obtaining requisite approvals.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Managing Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

7. Revision in Remuneration payable to Mr. Ashish Ashwin Mithani (DIN: 00152771), Whole Time Director of the Company:

To consider and if thought fit, to pass the following Resolution, with or without modification, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) read with Schedule V of the Companies Act, 2013, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and subject to such other approvals as may be necessary, on the recommendation of Nomination & Remuneration Committee, Audit Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of remuneration of Mr. Ashish Ashwin Mithani, Whole Time Director of the Company w.e.f April 1, 2019 for remaining duration of his term of office, which shall in no case exceed the overall limit of five percent (5%) of the net profits of the Company as applicable to each of the Managing/ Whole time Directors of the Company and/or ten percent (10%) of the net profits of the Company for all Managing/ Whole-time Directors in accordance with the provisions of Sections 197, 198 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, alter, enhance or widen (collectively referred to as 'Variation') the remuneration specified above which is payable to Mr. Ashish Ashwin Mithani, Whole Time Director of the company during his tenure to the extent permitted, under applicable law without being required to seek any further consent or approval of

the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided however that any such Variation shall not exceed any amount permitted to be paid to Managing Director under Section 197 read with Schedule V and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 without obtaining requisite approvals.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Managing Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

8. Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013:

To consider and if thought fit, to pass the following Resolution, with or without modification, as a Special Resolution:

"RESOLVED THAT pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), on the recommendation of the Board of Directors, the consent of members be and is hereby accorded to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken or to be taken by the subsidiary, wholly own subsidiary or associate or joint venture or group company of the Company, whether existing or proposed to be incorporated, in which any director is deemed to be interested, up to an aggregate sum of Rs. 200 Crores (Rupees Two Hundred Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, things and matters as it may in its absolute discretion deem necessary, proper, or desirable and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

9. Any other Business with the permission of the Chair.

Registered Office:
A-1/2, Firdos Tower,
Behind Fazal Shopping Centre,
Adajan Patia, Surat-395 009
Gujarat, India
Tel.: +91-261-2764757
Fax: +91-261-2764757
Email: info@kpenenergy.in
Website: www.kpenenergy.in

By Order of the Board
For K.P. Energy Limited

Sd/-
Karmit Sheth
Company Secretary & Compliance
Officer

Date: August 30, 2019
Place: Surat

Notes

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ONLY ON POLL INSTEAD OF HIM AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members, not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company, carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

1. Corporate members intending to send their authorised representatives to attend the meeting pursuant to section 113 of Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution together with Specimen signatures of those representative(s) authorised under said resolutions to attend and vote on their behalf at the Meeting.
2. Members are requested to:
 - a. bring the copy of the notice of this Annual General Meeting and Attendance Slip with them at the meeting.
 - b. quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Notice is being sent to all the members, whose names appear on the Register of Members/List of Beneficial Owners, as received from National Securities Depository Limited (NSDL)/Central depository Services (India) Limited (CDSL) as at close of business hours on Friday August 30, 2019. All the members, whose name appears in the Register of Members/List of Beneficial Owners, as received from National Securities Depository Limited (NSDL)/Central depository Services (India) Limited (CDSL) as on September 28, 2019, i.e. day of the Meeting shall be entitled to vote at the Meeting.
5. Notice of this 10th Annual General Meeting is available at website of the Company at www.kpenergy.in
6. Relevant documents referred to in the accompanying Notice and the statement is kept open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
7. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.

8. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.

9. The notice of the meeting is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

10. The route map showing directions to reach the General Meeting is annexed.

11. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries in writing to the Company Secretary at least seven days before the date of the General Meetings so that the information required may be made available at the General meeting.

12. Members wishing to claim dividends that remain unclaimed are requested to correspond with registrar and share transfer agent or to the Company Secretary, at the Company's registered office. The statement of unpaid/unclaimed dividends is also available at the website of the company. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the company's Unpaid Dividend Account, will, as per section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividends remains unclaimed for seven consecutive years will be transferred to the IEPF as per section 124 of the Act, and applicable rules.

13. Voting through electronic means:

- a. In compliance with the provision of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the items of business as detailed in this Notice may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).
- b. The e-voting period begins on September 25, 2019 at 10:00 am and ends on September 27, 2019 at 5.00 pm. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date of September 20, 2019, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- c. Ms. Janki Shah Proprietor of M/s. SJV & Associates, Practicing Company Secretaries (Membership No. ACS 29657, CP No. 10836), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
- d. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be able to exercise their right at the meeting.

- e. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through Ballot Form shall be treated as invalid.

The Instructions for Members for Voting Electronically are as Under:-

(i) The voting period begins on September 25, 2019 and ends on September 27, 2019 During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 19, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Log on to the e-voting website www.evotingindia.com

(iii) Click on Shareholders / Members

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

(A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.

(B) The voting period begins on September 25, 2019 and ends on September 27, 2019. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 19, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

Important Communications to Members

MEMBERS WHO HAVE NOT YET REGISTERED THEIR EMAIL ADDRESS ARE REQUESTED TO REGISTER THEIR EMAIL ADDRESS EITHER WITH THE DEPOSITORIES OR WITH THE COMPANY.

Those holding shares in demat form can register their email address with their concerned DP. Those shareholders who hold shares in physical form are requested to register their e-mail addresses with our registrar, Bigshare Services Pvt. Ltd, by sending a letter, duly signed by the first/sole holder quoting details of folio number

All queries relating to Share Transfer and allied subjects should be addressed to:

Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri (East), Mumbai-400059
Maharashtra, India

By Order of the Board
For K.P Energy Limited

Sd/-
Karmit Sheth
Company Secretary & Compliance Officer

Registered Office:
A-1/2, Firdos Tower,
Behind Fazal Shopping Centre,
Adajan Patia, Surat-395 009
Gujarat, India
Tel.: +91-261-2764757
Fax: +91-261-2764757
Email: info@kpenergy.in
Website: www.kpenergy.in

Date: August 30, 2019
Place: Surat

Annexure to Notice

Explanatory Statement to Special Business Pursuant to Section 102 of the Companies Act, 2013

Item No. 4 Ratification of Remuneration of Cost Auditor

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. Nanty Shah & Associates, Cost Accountants as Cost Auditor of the Company for the financial year ending on March 31, 2020, to conduct audit of cost accounting records of the Company as may be required for cost audit under the Companies Act, 2013, and Rules made thereunder, at a remuneration of Rs. 50,000/-, applicable taxes and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditor is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in the Notice for ratification of the remuneration payable to the Cost Auditors.

None of the Directors are in any way concerned or interested, financially or otherwise in this resolution.

Item No. 5 Approval of Related Party Transactions:

The Company in its ordinary course of business has incorporated a Project Specific Special Purpose Vehicle ('SPV') namely VG DTL Transmission Projects Private Limited ('VG DTL') for development of

Shared Power Evacuation Infrastructure for evacuation of Power from the Wind farm on shared basis. VG DTL is a "Related Party" as defined under Section 2(76) of the companies act, 2013.

The Company has entered into Tripartite agreement dated June 11, 2019 and the Subscription and Shareholders agreement dated June 11, 2019 with GE India Industrial Private Limited ('GE') and VG DTL which envisages the terms and conditions of the transaction(s) entered into with VG DTL for development of the Shared Power Evacuation Infrastructure and whether individually and/or in aggregate exceeds the stipulated threshold of ten percent of the annual consolidated turnover of the Company as per the last audited and financial statements of the Company during a financial year of the Company.

The Company therefore requires approval of the shareholders through an ordinary resolution for ratifying the contract(s)/ arrangement (s)/ transaction(s) with VG DTL and rendering services for development of the Shared Power Evacuation Infrastructure in its ordinary course of business up to a maximum amount of Rs. 50 Crores for financial year 2019-20 and onward.

All related parties shall abstain from voting on these resolutions.

The disclosure as required under the Rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014 are as under:-

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Value of Transaction
1.	VG DTL Transmission Projects Private Limited	Subsidiary Company	Rendering of Services	Rs. 50 Crores

The value of the transaction is on the basis of the terms and conditions agreed by the Company for development of Shared Power Evacuation Infrastructure for the Wind Power Projects.

The Audit Committee and the Board, at their meetings held on May 25, 2019 considered and approved the aforesaid transactions.

The Board is of the opinion that the above transaction shall be in the best interest of the Company.

The Board recommends the Special Resolution as set out at Item No. 5 of the Notice for approval by the shareholders.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Farukbhai Gulambhai Patel, Managing Director and Mr. Ashish Ashwin Mithani, Whole Time Director of the Company, is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 5 of the Notice.

Item No. 6 Revision in Remuneration payable to Mr. Farukbhai Gulambhai Patel (DIN: 00414045), Managing Director of the Company:

Mr. Farukbhai Gulambhai Patel, aged 47 years is presently designated as Managing Director of the Company. He is the founding promoter of the Company. The Company has been taking the advantage of his guidance and supervision since incorporation of the Company i.e. January 08, 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.

Mr. Patel has been re-appointed as Managing Director of the Company for a period of 5 (Five) years w.e.f July 15, 2015 up to July 14, 2020 in the Extra Ordinary General Meeting of the Company held on July 15, 2015. Mr. Patel holds 54,03,125 equity shares of Rs. 10 each as on March 31, 2019 in the Company. Therefore, he is interested in passing of this resolution by virtue of his directorship and to the extent of his shareholding in the Company.

The Board of Directors of the Company in its meeting held on August 30, 2019 approved the revision of remuneration paid to Mr. Farukbhai Gulambhai Patel, Managing Director for his remaining term of office, as recommended by the Nomination and Remuneration Committee in its meeting held on August 30, 2019 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, and in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and at the terms and conditions as set out below:

- Basic Salary: Not exceeding Rs. 6,00,000/- (Rupees Six Lakh only) per month as may be decided by the Board of Directors from time to time.
- Perquisites: He shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called Perquisites) such as

medical reimbursement, leave travel assistance, House Rent Allowance, City Compensatory Allowance, Laundry Allowance and any other perquisites as per the policy of the Company in force or as may be approved by the Board from time to time.

- In addition to the above, he shall be entitled to the allowance and benefits as per the policy of the Company in force, such as:

- Company maintained car with driver.
- Company's contribution to Provident Fund
- Payment of gratuity and other retirement benefits
- Encashment of leave
- Personal Accident, Mediclaim and Life Insurance under Employer – Employee scheme

None of the Directors or Key Managerial Personnel or their relatives except Mr. Farukbhai Gulambhai Patel, Managing Director of the Company, is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 6 of the Notice.

The Board of Directors and Audit Committee are recommends the resolutions set out at Item No. 6 of the Notice for approval of the members by way of Special Resolution.

Item No. 7 Revision in Remuneration payable to Mr. Ashish Ashwin Mithani (DIN: 00152771), Managing Director of the Company:

Mr. Ashish Ashwin Mithani, aged 45 years is presently designated as Whole Time Director of the Company. He is also a founding promoter of the Company. The Company has been taking the advantage of his Skills, experience, guidance and supervision since incorporation of the Company i.e. January 08, 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.

Mr. Mithani has been re-appointed as Whole Time Director of the Company for a period of 5 (Five) years w.e.f. July 15, 2015 up to July 14, 2020 in the Extra Ordinary General Meeting of the Company held on July 15, 2015. Mr. Mithani holds 14,82,922 equity shares of Rs. 10 each as on March 31, 2019 in the Company. Therefore, he is interested in passing of this resolution by virtue of his directorship and to the extent of his shareholding in the Company.

The Board of Directors of the Company in its meeting held on August 30, 2019 approved the revision of remuneration payable to Mr. Mithani, Whole Time Director for his remaining term of office, as recommended by the Nomination and Remuneration Committee in its meeting held on August 30, 2019 in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, and in terms of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and at the terms and conditions as set out below:

- Basic Salary: Not exceeding Rs. 6,25,000/- (Rupees Six Lakh only) per month as may be decided by the Board of Directors from time to time.
- Perquisites: He shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called Perquisites) such as medical reimbursement, leave travel assistance, House Rent Allowance, City Compensatory Allowance, Laundry Allowance and

any other perquisites as per the policy of the Company in force or as may be approved by the Board from time to time.

- In addition to the above, he shall be entitled to the allowance and benefits as per the policy of the Company in force, such as:

- Company maintained car with driver.
- Company's contribution to Provident Fund
- Payment of gratuity and other retirement benefits
- Encashment of leave
- Personal Accident, Mediclaim and Life Insurance under Employer – Employee scheme

None of the Directors or Key Managerial Personnel or their relatives except Mr. Ashish Ashwin Mithani, Whole Time Director of the Company, is concerned or interested, financially or otherwise, in the resolutions set out at Item No. 7 of the Notice.

The Board of Directors and Audit Committee are recommends the resolutions set out at Item Nos. 7 of the Notice for approval of the members by way of Special Resolution.

Item No. 8 Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013:

The Company is expected to render support for the business requirements of other companies in the group, from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Companies Act, 2013, the Company was unable to extend financial assistance by way of loan, guarantee or security to other entities of the Group. In the light of amendments notified effective May 7, 2018, inter-alia replacing the provisions Section 185 of Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance up to an aggregate sum of Rs. 200 Crores (Rupees Two Hundred Crores Only) by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities.

The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds from time to time, only for principal business activities of the entities in the Group. Hence, in order to enable the Board of Directors of the Company to advance loan to Subsidiaries/ wholly owned Subsidiary/ Joint Ventures /associates/ other Companies/ Firms in which Directors are interested directly or indirectly under section 185 of the Companies Act, 2013 requires approval of members by a Special Resolution.

None of the Directors except by virtue of their directorship and shareholding in the other entity or Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 8 of the Notice.

The resolutions set out at Item Nos. 8 of the Notice for approval of the members by way of Special Resolution.

Registered Office:
A-1/2, Firdos Tower,
Behind Fazal Shopping Centre,
Adajan Patia, Surat-395 009
Gujarat, India
Tel.: +91-261-2764757
Fax: +91-261-2764757
Email: info@kpenenergy.in
Website: www.kpenenergy.in

By Order of the Board
For K.P. Energy Limited

Sd/-
Karmit Sheth
Company Secretary & Compliance
Officer

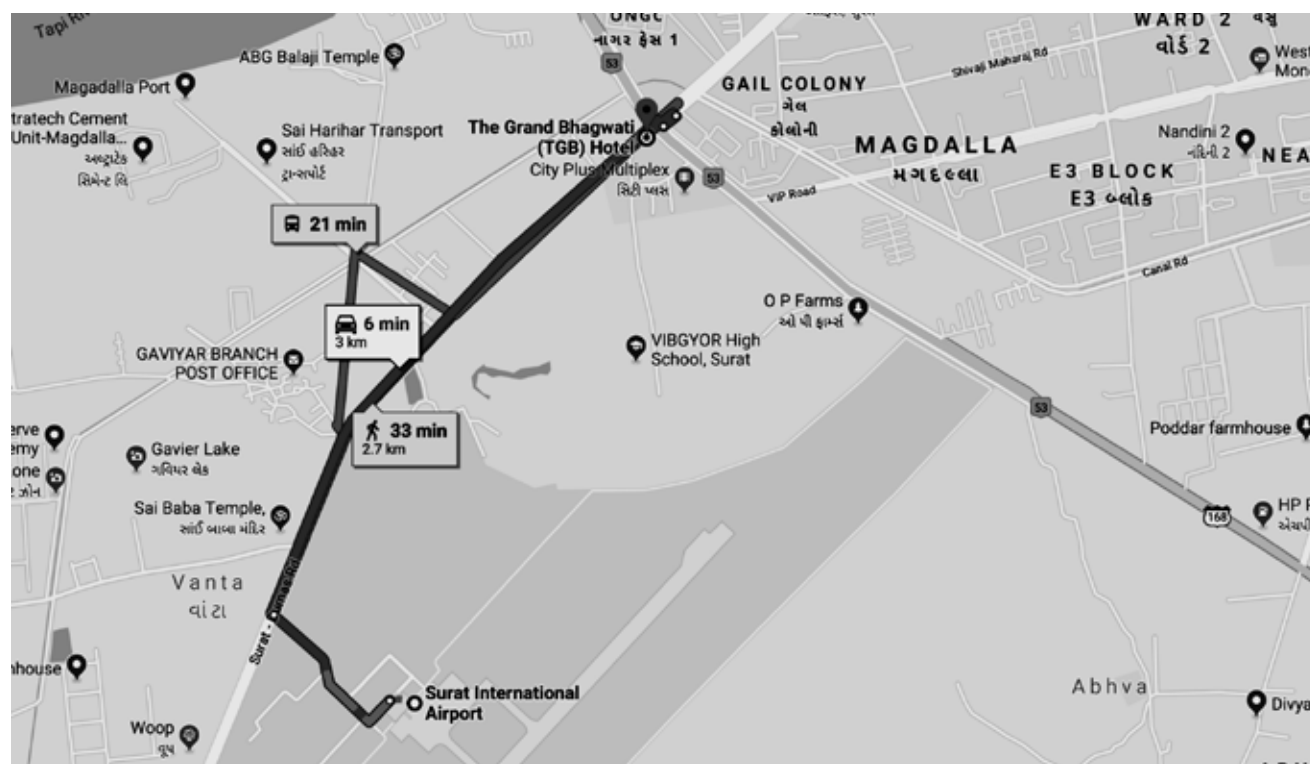
Date: August 30, 2019
Place: Surat

Details of Directors Seeking Appointment/Re-Appointment at the Annual General Meeting:

Name of Director	Mr. Bhupendra Vadilal Shah (DIN: 06359909)
Date of Birth	January 17, 1950
Date of Appointment	July 07, 2016
Relationship with other Directors Inter se	None
Qualifications	BE (Civil). (Maharaja Sayajirao University Baroda, 1971)
Expertise in Specific functional areas	Mr. Shah is a Civil engineer and has vast experience in business management of more than 47 years. He possesses sound technical and financial knowledge.
Directorships held in other Companies	NIL
Memberships/Chairmanships of committees in other Companies	NIL
Number of Equity Shares held in the Company	6500

Route Map to the venue of 10th Annual General Meeting

Venue: Topaz Hall, 1st Floor, The Grand Bhagwati, Magdalla Circle, Dumas Road, Surat - 395007, Gujarat.



Director's Report

To the Members,

The Directors present the 10th Annual Report on the business and operation of K.P. Energy Limited together with audited financial statement for the year ended March 31, 2019. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. Financial Results:

Rs. in Lacs

Name of Related Party	Standalone		Consolidated	
	2019	2018	2019	2018
Revenue from operations	15,841.00	6,009.44	15,841.00	6,009.44
Other Income	47.36	17.07	47.36	17.07
Total Income	15,888.36	6,026.51	15,888.36	6,026.51
Expenditure	12,555.43	5,017.87	12,549.49	5,017.83
Profit Earnings before interest, tax, depreciation and amortization (EBITDA)	3,332.93	1,008.64	3,338.77	1,008.69
Finance Cost	458.04	342.54	463.88	342.59
Depreciation	383.99	287.95	383.99	287.95
Profit Before Taxation	2,490.90	378.15	2,490.9	378.15
Tax expenses	(547.22)	(190.33)	(547.22)	(190.33)
Profit for the period	1,943.68	187.82	1,943.68	187.82

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

2. Financial and Operational Performance:

On a standalone and consolidated basis, the revenue for FY 2019 was Rs. 15,841 Lacs compare to previous year's revenue of Rs. 6,009.44 Lacs which displays company's capabilities to ramp up the execution and growth. The profit after tax (PAT) attributable to shareholders for FY 2019 and FY 2018 was Rs. 1,943.68 Lacs and Rs. 187.82 Lacs respectively. The PAT attributable to shareholders for FY 2019 registers an exponential growth compare to FY 2018 PAT.

Your Company has completed commissioning of all balance 11 WTGs in the last quarter of the FY 19 and completed 50.4MW wind power project of Mahuva-I despite many challenges. This Project have remained very crucial for every team member to practically visualise the physical, social, regulatory challenges and addressing it to the final completion with perseverance. Your Company has proven its mettle in all courses of business, regulatory changes, from lull to gust and from retail to multinationals, from mountains to sea coasts, very aggressively and positively.

3. Issue of Bonus Shares

The Company has allotted 25,65,000 equity shares as fully paid-up bonus shares in the ratio of 3:10 (Three equity share for every Ten existing equity share held on the record date) to its shareholders in its Board Meeting held on May 2, 2018, pursuant to are solution passed by the shareholders on March 16, 2018 by postal ballot.

4. Dividend:

Based on the Company's performance, the Directors have recommended a final dividend of Rs. 1/- per equity share for FY 2019. The final dividend on equity shares, if approved by the members, would involve a cash outflow of Rs. 1.1115 crore, excluding dividend tax. The total dividend on equity shares including dividend tax for FY 2019 would be Rs. 1.1115 crore, resulting in a payout from the standalone profits of the Company.

5. Share Capital:

The authorised share capital of the Company was increased from Rs. 10,60,00,000/- (Rupees Ten Crores Sixty Lacs only) divided into 1,06,00,000 (One Crore Six Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 12,50,00,000/- (Rupees Twelve Crores Fifty Thousand only) divided into 1,25,00,000 (One Crore Twenty Five Lacs) Equity Shares of Rs. 10/- (Rupees ten only) each, by creation of additional 19,00,000 (Nineteen Lac) Equity Shares of Rs. 10/- (Rupees ten only) each ranking pari passu in all respect with existing equity shares of the company on pursuant to the resolution passed by the shareholders of the Company on April 23, 2018 by postal ballot.

During the year under review, the paid up equity share capital of the Company was increased to Rs. 11,11,50,000 (Rupees Eleven Cores Eleven Lacs Fifty Thousand Only) divided into 1,11,15,000 (One Crore Eleven Lac Fifteen Thousand) equity shares of Rs. 10/- (Rupees Ten only) from the existing paid up capital of Rs. 8,55,00,000 (Eight Crore Fifty Five Lacs Only) divided into 85,50,000 (Eighty Five Lacs Fifty Thousand) equity shares of Rs. 10/- each pursuant to allotment of 25,65,000 equity shares as fully paid-up bonus shares on May 2, 2018.

6. Transfer to Reserve:

The company has transferred the whole amount of Profit to Reserve and surplus account as per attached audited Balance sheet for the year ended on 31st March, 2019.

7. Amount of Unpaid/Unclaimed Dividend Transfer to Unpaid Dividend Account of the Company:

During the financial year 2018-19, Company does not required to transfer any amount of unpaid/unclaimed dividend to the Unpaid Dividend Account. The Statement of unpaid / unclaimed dividends as on March 31, 2019 is uploaded on the Company's website www.kpenergy.in.

There were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF) during the year under review.

8. Deposits from Public:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

9. Credit Rating:

During the financial year 2018-19, CARE (Credit Analysis and Research) has reviewed the ratings assigned to the bank facilities of the Company. As on September 26, 2018, CARE (Credit Analysis and Research) has reviewed credit analysis of the bank facilities of your company and assigned rating "Triple B minus" (Stable Outlook) for long term Bank facilities of Rs. 29.06 Crores (Term Loan), Rs. 4 Crore (Cash Credit), and "Triple B minus/A three" (Stable Outlook) for Long term/Short Term bank facilities of Rs. 36 Crores and "A three" to Rs. 1.80 Crore Stand by Letter of Credit.

10. Quality Initiative:

After successful evaluation of management system processes, on-site audit, technical assessment and review of pertinent records in financial year 2018-19, your Company has been awarded ISO 9001:2015 (Quality Management System), ISO 14001:2015 (Environment Management System) and ISO BS OHSAS 18001:2007 (Occupational Health & Safety Management System) certifications from Deutsch Quality System(DQS) India, partner of UL (Underwriters Laboratories) LLC, a global safety certification company having head quarter in Northbrook, Illinois, United States.

11. Employee Stock Option Plan:

Your Company approved the Employee Stock Option Scheme to reward its employees for their past association and performance. The scheme named as 'K.P. Energy Limited Employee Stock Option Plan Tranche - I' ('Scheme') recommended by the Board of Directors on August 28, 2017 which was approved by the Shareholders vide special resolution on September 23, 2017. Pursuant to the same, our company intend to grant up to 1,00,000 options to the employees. However, during the year under review, no option has been granted to any employee of the Company.

12. Material Changes and Commitments Affecting the Financial position of the Company:

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 which the Financial Statements relate and the date of this Report.

13. Directors and Key Managerial Personnel:

• Board of Directors:

The Company has Six (6) Directors consisting of two (2) Independent Directors, two (2) Non-Executive Directors, one (1) Managing Director and one (1) Whole time director. In accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Bhupendra Vadilal Shah (DIN: 06359909) Director is liable to retire by rotation and offer himself 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 Mr. Bhupendra Vadilal Shah as Director of the company. Brief profile of Mr. Bhupendra Vadilal Shah has been given in the Notice convening the 10th Annual General Meeting. There was no other change in the Directors/Key Managerial Personnel during the year 2018-19.

• Key Managerial Personnel:

The following are the Key Managerial Personnel of the Company pursuant to Section 2(51) and 203 of the Companies Act, 2013:

1. Mr. Farukbhai Gulambhai Patel, Managing Director
2. Mr. Ashish Ashwin Mithani, Whole Time Director
3. Mr. Karmit Haribhadrabhai Sheth, Company Secretary
4. Mr. Pravin Radhekanth Singh, Chief Financial Officer

14. Declaration by an Independent Director(s):

Pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 Mr. Sajesh Bhaskar Kolte and Mr. Raghvendra Rao Bondada are the Independent Directors of the Company. The Company has received declarations from both Independent Directors of the Company confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's code of conduct.

15. Board Evaluation:

The Board has carried out performance evaluation of itself, its Committees and each of the Directors (without participation of the concerned Director). Independent Directors collectively evaluated the Board's performance, performance of the Chairperson and other non-independent Directors. The Nomination and Remuneration Committee also reviewed the performance of the Board, its Committees and of the Directors. The performance evaluation concluded on the note that each of the individual directors, Committees and the Board as a whole, were performing efficiently and effectively and shared a common vision to turning organization goals into reality.

16. Meetings of Board:

The Board of Directors of your Company met Eight times during the year 2018-19. The meetings were held on May 02, 2018, May 30, 2018, August 30, 2018, October 03, 2018, December 07, 2018, December 21, 2018, January 05, 2019 and March 30, 2019. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days.

17. Committees of the Board:

The Company has constituted 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
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee

The details with respect to the composition, meetings, powers, roles, terms of reference, etc. of these Committees are given in the 'Report on Corporate Governance' of the Company which forms part of this Annual Report.

18. Subsidiaries, Joint Ventures and Associate Companies:

As on March 31, 2019, your Company has Six (6) subsidiary companies and Six (6) project specific Special Purpose Vehicles (SPVs) in form of Limited Liability Partnership. As on March 31, 2019, there are no joint ventures/associates of the Company.

During the year, VG DTL transmission Projects Private Limited and HGV DTL Transmission Projects Private Limited became wholly owned

subsidiary Company of K.P. Energy Limited dated June 21, 2018 and April 20, 2018, respectively.

The list of Subsidiaries and Associates of your Company as on March 31, 2019, is forming a part of Board's Report and the details under section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014 regarding the performance and financial position of each of the Subsidiaries, Associates and Joint Ventures of the Company is provided in "Form AOC-1" under [Annexure-IV](#) which forms part of this report.

19. Auditors and Auditor's Report:

• 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, on the recommendations of the Audit Committee were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 7th Annual general Meeting until the conclusion of the 12th Annual General Meeting of the Company on such remuneration as may be determined by the Board of Directors of the Company on a year to year basis.

• Statutory Auditors' Observations in Audit Report:

There has been no observation, qualification, reservation or adverse remark or disclaimer made by the statutory auditor in their Report.

• Secretarial Auditor :

Pursuant to provision of Section 204 of Companies Act, 2013 and Rules made thereunder, on the recommendations of the Audit Committee, the Board of Directors of the Company has appointed M/s. SJV & Associates, Practicing Company Secretaries, as a Secretarial Auditor of the Company to undertake the Secretarial Audit for the Financial Year 2018-19 in Meeting of Board of Directors held on May 30, 2018. A Secretarial Audit Report in "Form MR-3" given by M/s. SJV & Associates, Practicing Company Secretaries has been provided in an "[Annexure II](#)" which forms part of the this Report.

• Secretarial Auditors' Observations in Secretarial Audit Report:

There is no qualification, reservation or adverse remarks or disclaimer made by the secretarial auditor in their report.

• Internal Auditor :

Pursuant to Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, on the recommendations of the Audit Committee, the Board of Directors of the Company has appointed Mr. Harsh Shaileshkumar Shah, Chartered Accountant (Membership no. 165448) as an Internal Auditor of the Company to undertake the internal Audit for the Financial Year 2018-19 in Meeting of Board of Directors held on May 30, 2018.

• Cost Auditor:

Pursuant to Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules 2014 and subject to the approval of Central Government, on the recommendations of the Audit Committee, the Board of Directors of the Company has appointed M/s. Nanty Shah & Associates, Cost Accountants as Cost Auditors to undertake the Cost Audit and maintain the Cost records for the Financial Year 2018-19 in Meeting of Board of Directors held on August 30, 2018. After considering the recommendations of Board of Directors of the Company the remuneration payable to the Cost Auditor is ratified by the members at the ensuing Annual General Meeting.

20. Corporate Social Responsibility (CSR):

The Company has constituted the Corporate Social Responsibility (CSR) Committee in accordance with Section 135(1) of the Companies Act, 2013, the Company has undertaken activities in the area of Education, Environment care & Protection, Public Infrastructure Development and Health Care and these activities are in accordance with Schedule VII of the Companies Act, 2013 and the Company's CSR policy. The Report on CSR activities as required is annexed as "[Annexure III](#)" to this report. Approved CSR policy is also available on the Company's website www.kpenergy.in.

21. Management Discussion and Analysis:

The Management Discussion and Analysis Report on the operations of the Company as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in a separate section which forms part of this Annual Report.

22. Corporate Governance:

As per Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, a separate section on corporate governance practices together with a certificate from the Company's Auditors confirming compliances is annexed separately to this report.

23. Internal Financial Control Systems and their Adequacy:

The Company has a well-placed, proper and adequate internal financial control system which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. The internal audit covers a wide variety of operational matters and ensures compliance with specific standard with regards to availability and suitability of policies and procedures. During the year no reportable material weakness in the design or operation were observed.

24. Vigil Mechanism/Whistle Blower Policy:

In pursuant to the provisions of section 177(9) & 177(10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company www.kpenergy.in

25. Extract of Annual Return:

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the annual return for FY 2019 is given in [Annexure - I](#) in the prescribed Form No. MGT-9, which is a part of this report. The same is available on website of the company www.kpenergy.in. The web link is provided below:

<http://www.kpenergy.in/kpdata/assets/uploads/104550.pdf>

26. Significant and Material Orders Passed by the Regulators or Courts:

There were no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

27. Particulars of Loans, Guarantees or Investments:

During the financial year 2018-19, company has repaid the unsecured loan of Rs. 2,00,000 to Mr. Farukbhai Gulambhai Patel, Managing Director and Rs. 10,00,000 to Mr. Ashish Ashwin Mithani, Whole Time Director of the company which was taken during the financial year 2017-18 as per the provisions of section 185 of the Companies Act, 2013 read with The Companies (Acceptance of Deposits) Rules, 2014.

The loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review has been disclosed in the in the note to the Standalone and Consolidated Audit report which forms part of this Annual Report. Please refer to Note no. 2.25 of the Audit report.

28. Related Party Transactions:

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in [Annexure -V](#) in Form No. AOC-2 and the same forms part of this report.

29. 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 2018-19. 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.

30. Employees Remuneration:

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as none of the employees has received remuneration above the limits specified in the rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2018-19. Further, the disclosures pertaining to remuneration and other details as required under section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed in "Annexure 6"

• Remuneration Policy

The Policy on Directors appointment and remuneration, including criteria for determining qualifications, positive attributes and independence of the Directors and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013 is annexed as "Annexure VI" and forms an integral part of this Report.

31. 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:

I. That in the preparation of the annual financial statements for the year ended March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

II. That such accounting policies, as mentioned in the Financial Statements as 'Significant Accounting Policies' have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2018 and of the profit of the Company for the year ended on that date;

III. 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;

IV. That the annual financial statements have been prepared on a going concern basis;

V. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;

VI. Those proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

32. Migration of Company from SME Platform to the Main Board of BSE Limited:

The equity shares of the company were listed on SME Platform of the BSE Limited on since February 25, 2016. Pursuant to the Regulation 106U and other relevant provisions, laid down in Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the consent of the members of the company was accorded and the Company's present listing migrated from BSE SME Platform to the Main Board of BSE Limited with effect from October 08, 2018. The annual listing fee for the year 2018-2019 has been paid to the Exchange.

33. Health & Safety & Environment Policy:

The Company has recognized, health management, occupational safety and environment protection (HSE) as one of the most important elements in the organization's sustainable growth and has closely linked it to its cultural values. Company continually strives to create a safe working environment by being responsive, caring and committed to the various needs governing the security and well-being of employees. The HSE policy has been reviewed by the company and is also available on the Company's website www.kpenergy.in.

34. Obligation of Company Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Sexual Harassment Policy has been reviewed by the company and is also available on the Company's website www.kpenergy.in.

37. Other Disclosures:

- 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.

- As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the Management Discussion and Analysis are attached, which forms part of this report.

- Neither the Managing Director nor the Whole-time Directors of the

Company receive any remuneration or commission from any of its subsidiaries.

38. Acknowledgment:

The Directors wish to place on record their appreciation for the support and cooperation, which the Company continues to receive from the government of Gujarat, the Banks / Financial Institutions, shareholders,

customers and suppliers, and all persons who are directly or indirectly associated with the company.

Your Directors appreciate and value the contribution made by every member of Team KP Energy and look forward to their continued support in future.

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30,2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

FORM NO. MGT-9

Annexure I

Extract of Annual Return

as on financial year ended on 31st March, 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:

i	CIN	L40100GJ2010PLC059169
ii	Registration Date	08.01.2010
iii	Name of the Company	K.P. ENERGY LIMITED
iv	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
v	Address of the Registered office & contact details	A-1/2, Firdos Tower, Behind Fazal Shopping Centre, Adajan Patia, Surat-395009, Gujarat Phone No.: +91-261-2764757 Email id : info@kpenergy.in
vi	Whether listed company	Yes (Scrip Code: 539686)
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai-400059, Maharashtra, India Tel: +91 22 40430200 Fax: +91 22 28475207 Email : ipo@bigshareonline.com

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.	Construction and maintenance of power plants	42201	93.12%

III. Particulars of Holding, Subsidiary & Associate Companies as on 31st March, 2019

Sr. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of Shares Held	Applicable Section
1	K.P Energy Mahua Windfarm Pvt. Ltd. A-1/2, Firdos Tower, Behind Fazal Shopping Centre, Adajan Patia, Surat 395009 (Gujarat)	U40105GJ2012PTC071287	Subsidiary	99.03%	2(87)
2	Wind Farm Developers Pvt. Ltd. A-1/2, Firdos Tower, Behind Fazal Shopping Centre, Adajan Patia, Surat 395009 (Gujarat)	U40101GJ2012PTC072081	Subsidiary	98.77%	2(87)
3	Ungarn Renewable Energy Pvt. Ltd. J-1, Nishat Society, B/H Shalimar Society, Adajan Patia, Surat 395009 (Gujarat)	U40106GJ2014PTC079542	Subsidiary	98.20%	2(87)

4	Evergreen Mahuva Windfarms Pvt. Ltd. Shop No. HG/4, "A" Tower, Firdaus Tower Nr. Fazal Tower, Adajan Patiya Surat 395009 (Gujarat)	U40100GJ2018PTC100573	Subsidiary	51.00%	2(87)
5	VG DTL Transmission Projects Pvt. Ltd. A-1/2, Firdous Tower, Nr. Fazal Shopping Center, New Rander Road, Adajan Patia, , Surat-395009 (Gujarat)	U40300GJ2018PTC102551	Subsidiary	100.00%	2(87)
6	HGV DTL Transmission Projects Pvt. Ltd. A-1/2, Firdous Tower, Nr. Fazal Shopping Center, New Rander Road, Adajan Patia, , Surat-395009 (Gujarat)	U40300GJ2018PTC101886	Subsidiary	100.00%	2(87)

IV. Shareholding Pattern (Equity Share Capital Break up as % to total Equity)

(i) Category Wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (01-04-2018)				No. of Shares held at the end of the year (31-03-2019)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	59,37,521	0	59,37,521	69.44	77,18,859	0	77,18,859	69.44	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total:(A) (1)	59,37,521	0	59,37,521	69.44	77,18,859	0	77,18,859	69.44	0
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	59,37,521	0	59,37,521	69.44	77,18,859	0	77,18,859	69.44	0
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	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 Fund	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
Sub Total (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporate									
i) Indian	5,96,421	0	5,96,421	6.98	8,00,649	0	8,00,649	7.20	0.22
ii) Overseas	0	0	0	0	0	0	0	0	0

b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	6,48,478	14,894	6,63,372	7.76	6,62,535	4,725	6,67,260	6.00	(1.76)
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	11,45,811	0	11,45,811	13.40	16,65,195	0	16,65,195	14.98	1.58
c) Others (Non-Resident Indian)	2,06,875	0	2,06,875	2.42	2,63,037	0	2,63,037	2.37	(0.05)
Sub Total (B)(2):	25,97,585	14,894	26,12,479	30.56	33,91,416	4,725	33,96,141	30.55	(0.01)
Total Public Shareholding (B) = (B)(1)+(B)(2)	25,97,585	14,894	26,12,479	30.56	33,91,416	4,725	33,96,141	30.55	(0.01)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	85,35,106	14,894	85,50,000	100	1,11,10,275	4,725	1,11,15,000	100	0

(ii) Share Holding of Promoters

Sr. No	Category of Shareholders	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.	Farukhbhai Gulambhai Patel	41,56,250	48.61	0	54,03,125	48.61	0	0
2.	Ashish Ashwin Mithani	11,40,646	13.34	0	14,82,922	13.34	0	0
3.	Jolly Ashish Mithani	3,90,625	4.57	0	5,07,812	4.57	0	0
4.	Bhavenbhai Ashwinbhai Mithani	1,87,500	2.19	0	2,43,750	2.19	0	0
5.	Jagruti Niraj Mithani	62,500	0.73	0	81,250	0.73	0	0
6.	Total	59,37,521	69.44	0	77,18,859	69.44	0	0

(iii) Change in Promoters' Shareholding (Specify if there is no change)

Sr. No	Name of Promoter	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
1.	Farukhbhai Gulambhai Patel				
	At the beginning of the year	41,56,250	48.61	41,56,250	48.61
	Date wise Increase / Decrease in shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	12,46,875	-	54,03,125	48.61
	At the end of the year	54,03,125	48.61	54,03,125	48.61
2.	Ashish Ashwin Mithani				
	At the beginning of the year	11,40,646	13.34	11,40,646	13.34
	Date wise Increase / Decrease in Shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	3,42,276	-	14,82,922	13.34
	At the end of the year	14,82,922	13.34	14,82,922	13.34

3.	Jolly Ashish Mithani				
	At the beginning of the year	3,90,625	4.57	3,90,625	4.57
	Date wise Increase / Decrease in Shareholding during the year				4.57
	(+) Bonus Shares allotted on 02.05.2018	1,17,187	-	5,07,812	
	At the end of the year	5,07,812	4.57	5,07,812	4.57
4.	Bhavenben Ashwinbhai Mithani				
	At the beginning of the year	1,87,500	2.19	1,87,500	2.19
	Date wise Increase / Decrease in Shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	56,250	-	243750	2.19
	At the end of the year	243750	2.19	243750	2.19
5.	Jagruti Niraj Mithani				
	At the beginning of the year	62,500	0.73	62,500	0.73
	Date wise Increase / Decrease in Shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	18750	-	81250	0.73
	At the end of the year	81250	0.73	81250	0.73

(iv) Shareholding Pattern of Top Ten Shareholders as of March 31,2019

(Other than Directors, Promoters and Holders of GDRS and ADRS):

Sr. No	Name of Top Ten Shareholder	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
1.	Veer Value Ventures LLP				
	At the beginning of the year	5,00,000	5.85	5,00,000	5.85
	Date wise Increase / Decrease in shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	1,50,000	-	6,50,000	5.85
	At the end of the year	6,50,000	5.85	6,50,000	5.85
2.	Manish Kantilal Haria				
	At the beginning of the year	2,70,000	3.16	2,70,000	3.16
	Date wise Increase / Decrease in shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	81,000	-	3,51,000	3.16
	At the end of the year	3,51,000	3.16	3,51,000	3.16
3.	Ashit Mehta				
	At the beginning of the year	1,85,000	2.16	1,85,000	2.16
	Date wise Increase / Decrease in shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	55,500		2,40,500	2.16
	At the end of the year	2,40,500	2.16	2,40,500	2.16
4.	Hemali Arvindkumar Dagli				
	At the beginning of the year	1,40,000	1.64	1,40,000	1.64
	Date wise Increase / Decrease in shareholding during the year				
	(+) Bonus Shares allotted on 02.05.2018	42,000	-	1,82,000	1.64
	At the end of the year	1,82,000	1.64	1,82,000	1.64

5.	Saurabh Nareshkumar Shah				
	At the beginning of the year	1,30,000	1.52	1,30,000	1.52
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	39,000	-	1,69,000	1.52
	At the end of the year	1,69,000	1.52	1,69,000	1.52
6.	Sanjay M Sanghvi				
	At the beginning of the year	99,000	1.16	99,000	1.16
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	29,700	-	1,28,700	1.16
	At the end of the year	1,28,700	1.16	1,28,700	1.16
7.	Manish Hiralal Vora				
	At the beginning of the year	32,500	0.38	32,500	0.38
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	9,750	-	42,250	0.38
	14.12.2018 Purchase of Shares	574	0.01	42,824	0.39
	08.02.2019 Purchase of Shares	200	0.00	43,024	0.39
	15.03.2019 Purchase of Shares	20	0.00	43,044	0.39
	22.03.2019 Purchase of Shares	150	0.00	43,194	0.39
	At the end of the year	43,194	0.39	43,194	0.39
8.	Atul Mansukhlal Shah				
	At the beginning of the year	49,375	0.58	49,375	0.58
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	14,812	-	64,187	0.58
	28.09.2018 Sale of Shares	(2,400)	(0.02)	61,787	0.56
	At the end of the year	61,787	0.56	61,787	0.56
9.	Chetan Narendra Shah				
	At the beginning of the year	35,000	0.41	35,000	0.41
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	10,500		45,500	0.41
	At the end of the year	45,500	0.41	45,500	0.41
10.	Paul Asset				
	At the beginning of the year	33,750	0.39	33,750	0.39
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	10,125	-	43,875	0.39
	04.05.2018 Sale of Shares	(14,925)	0.13	28,950	0.26
	18.05.2018 Purchase of Shares	7,725	0.07	36,675	0.33
	25.05.2018 Sale of Shares	(1,600)	0.01	35,075	0.32
	01.06.2018 Sale of Shares	(2,400)	0.02	32,675	0.29
	14.09.2018 Purchase of Shares	6,400	0.06	39,075	0.35
	21.09.2018 Purchase of Shares	13,600	0.12	52,675	0.47
	28.09.2018 Purchase of Shares	4,800	0.04	57,475	0.52
	05.10.2018 Purchase of Shares	1,600	0.01	59,075	0.53
	19.10.2018 Sale of Shares	(245)	0.00	58,830	0.53
	02.01.2019 Sale of Shares	(150)	0.00	58,680	0.53
	At the end of the year	58,680	0.53	58,680	0.53

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

Sr. No	Name of Directors and KMP	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
1.	Farukhbhai Gulambhai Patel				
	At the beginning of the year	41,56,250	48.61	41,56,250	48.61
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	12,46,875	-	54,03,125	48.61
2.	At the end of the year	54,03,125	48.61	54,03,125	48.61
	Ashish Ashwin Mithani				
	At the beginning of the year	11,40,646	13.34	11,40,646	13.34
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	3,42,276	-	14,82,922	13.34
3.	At the end of the year	14,82,922	13.34	14,82,922	13.34
	Bhupendra Vadilal Shah				
	At the beginning of the year	5000	0.06	5000	0.06
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	1500	-	6500	0.06
4.	At the end of the year	6500	0.06	6500	0.06
	Bhadrabala Dhimantrai Joshi				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
5.	Sajesh Bhaskar Kolte				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
6.	Raghuvendra Rao Bondada				
	At the beginning of the year	0	0.00	0	0.00
	Date wise Increase / Decrease in shareholding during the year	-	-	-	-
	At the end of the year	0	0.00	0	0.00
7.	Pravin Radhekanth Singh				
	At the beginning of the year	9375	0.11	9375	0.11
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	2812	-	12,187	0.11
	At the end of the year	12,187	0.11	12,187	0.11
8.	Karmit Haribhadrabhai Sheth				
	At the beginning of the year	1250	0.01	1250	0.01
	Date wise Increase / Decrease in shareholding during the year (+) Bonus Shares allotted on 02.05.2018	375	-	1625	0.01
	At the end of the year	1625	0.01	1625	0.01

(vi) Indebtness:

Indebtness of the Company Including Interest Outstanding/Accrued but not Due for Payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	36,28,24,789	12,00,000	0	36,40,24,789
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	36,28,24,789	12,00,000	0	36,40,24,789
Change in Indebtedness during the financial year				
Additions	1,73,000	0	0	1,73,000
Reduction	(5,51,83,000)	(12,00,000)	0	(5,63,83,000)
Net Change	(5,50,10,000)	(12,00,000)	0	(5,62,10,000)
Indebtedness at the end of the financial year				
i) Principal Amount	30,78,14,789	0	0	30,78,14,789
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	30,78,14,789	0	0	30,78,14,789

(vii) Remuneration of Directors and Key Managerial Personnel:

A. Remuneration to Managing Director, Whole Time Director and/or Manager:

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
		Farukbhai Gulambhai Patel (Managing Director)	Ashish Ashwin Mithani (Whole-Time Director)	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	24,00,000	30,40,000	54,40,000
(b)	Value of perquisites u/s 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 option	0	0	0
3	Sweat Equity	0	0	0
4	Commission as % of profit others (specify)	0	0	0
5	Others, please specify (Other Benefits)	0	0	0
	Total (A)	24,00,000	30,40,000	54,40,000
	Ceiling as per the Act	As per the provisions of section 197 read with schedule V of Companies Act, 2013		

B. Remuneration to other directors:

Sr. No	Particulars of Remuneration	Name of the Directors				Total Amount
		Mrs. Bhadrabala Joshi	Mr. Bhupendra Shah	Mr. Sajesh Kolte	Mr. Raghavendra Rao Bondada	
3.	Independent Directors					
(a)	Fee for attending Board/ Committee meetings	0	0	47,500	42,500	90,000
(b)	Commission	0	0	0	0	0
(c)	Others, please specify	0	0	0	0	0
	Total (1)	0	0	47,500	42,500	90,000
4.	Other Non-Executive Directors					
(a)	Fee for attending board committee meetings	25,000	20,000	0	0	45,000
(b)	Commission	0	0	0	0	0
(c)	Others, please specify.	0	0	0	0	0
	Total (2)	25,000	20,000	0	0	45,000
	Total (B)=(1 + 2)	25,000	20,000	47,500	42,500	1,35,000
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act.	One Lac per Board/Committee Meeting				

C. Remuneration to Key Managerial Personnel Other than MD/Manager/WTD

Sr. No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS Mr. Karmit Sheth	CFO Mr. Pravin Singh	Total
1	Gross Salary				
(a)	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0	3,57,000	4,30,000	7,87,000
(b)	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
(c)	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission as % of profit others (specify)	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	3,57,000	4,30,000	7,87,000

(viii) Penalties/Punishment/Compounding of Offences

Particulars of Remuneration	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. Company					
Penalty			NONE		
Punishment					
Compounding					
B. Directors					
Penalty			NONE		
Punishment					
Compounding					
C. Other than Officers in Default					
Penalty			NONE		
Punishment					
Compounding					

Secretarial Audit Report for the Financial Year Ended 31st March 2019

[Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
K.P. ENERGY LIMITED
A1/2, Firdos Tower, Behind Fazal Shopping Centre,
Adajan Patia, Surat-395009, Gujarat, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **K.P. ENERGY LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the K.P. Energy Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit and the representations made by the Company, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2019 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by K.P. Energy Limited for the Financial Year ended on 31st March, 2019 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company;
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
 - e. The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)
 - f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period)
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)
- VI. The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015;
- VII. Other laws applicable to the Company as per the representations made by representative of the Company.

We have also examined compliance with the applicable clauses of the following:

- i. The Electricity Act, 2003
- ii. Secretarial Standards issued by The Institute of Company Secretaries of India.
- iii. The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as applicable in this regard.

We further report that based on the information provided by the company, its officers and authorised representative during the conduct of the audit, in our opinion, adequate systems and processes and control mechanism exist in the company to monitor and ensure compliance with applicable general laws.

We further report that the compliance by the company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. As per the minutes of the meetings duly recorded and signed by the chairman, the decisions of the board were unanimous and no dissenting views have been recorded.

We further report that, the Company has pursuant to section 160U and other related provisions, laid down in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and other applicable provisions of the Companies Act, 2013, and rule framed thereunder, including any modifications, amendments, variation or re-enactment thereof, accorded the approval of the members and migrated from SME platform of the BSE Limited to the Main Board platform.

We further report that, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there has been no delay in transferring amounts, required to be transferred, to Investor Education and Protection fund by the Company.

For **SJV & Associates,**
Company Secretaries

Place:- Ahmedabad
Date:- August 30, 2019

Proprietress
CS Janki Shah
Membership No.:- **ACS-29657**
COP No:- **10836**

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

Annexure – A

To
The Members
K.P. Energy Limited

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **SJV & Associates,**
Company Secretaries

Place:- Ahmedabad
Date:- August 30, 2019

Proprietress
CS Janki Shah
Membership No.:- **ACS-29657**
COP No:- **10836**

Annual Report on Corporate Social Responsibilities Activities

Annexure III

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

A brief outline of Company's CSR Policy:

The Companies Act, 2013 has introduced the idea of CSR recently but your Company is voluntarily following it since last many years. Your Company believes the policy which is more and more beneficial to the society at large by promoting and encouraging economic, social and educational development and also giving active support to local initiatives around its area of operation thereby promoting upliftment of people in varied arenas of life.

Pursuant to the Section 135 of the Companies Act, 2013 (hereinafter refer as "the Act") read with the Companies (Corporate Social Responsibility Policy) Rule, 2014, the Company is required to adopt the Corporate Social Responsibility (CSR) policy in the organization to add sense of responsibility and contribution among corporate which is expected to be Beneficial to different class of people such as children,

women, uneducated, unemployed etc. towards which such CSR activities may be focused.

The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013. Details of the CSR policy and projects or programs undertaken by the Company are available on links given below:

<http://www.kpenenergy.in/wp-content/uploads/2017/11/Corporate-Social-Responsibility-Policy.pdf>

1. Composition of Corporate Social Responsibility (CSR) Committee

The CSR Committee of the Board is responsible for overseeing the execution of the Company's CSR Policy. The CSR Committee comprises Independent director as Chairman, Managing Director and Whole Time Director of the Company.

Sr. No.	Name of the Committee member	Designation
1.	Sajesh Bhaskar Kolte	Chairman
2.	Farukbhai Gulambhai Patel	Member
3.	Ashish Ashwin Mithani	Member

The CSR Committee is responsible for:

- To Recommend the amount of expenditure to be incurred on the activities herein before.
- To monitor the implementation of Corporate Social Responsibility Policy of the Company from time to time.
- The CSR Committee shall arrange to provide all required inputs to undertake CSR activities and shall review all Social initiatives. The CSR committee shall update the Board of Directors on periodically.
- The Board of Directors shall include an Annual Report on CSR activities in their report.

2. Financial Details:

Section 135 of the Companies Act, 2013 and Rules made under it prescribe that every company having a net worth of Rs. 500 Crore or more, or turnover of Rs. 1000 Crore or more or net profit of Rs. 5 Crore or more during any financial year shall ensure that it spends, in every financial year, at least 2% of the average net profit made during the three immediately preceding financial year, in pursuance of CSR policy. The provision pertaining to CSR as prescribed under the Companies Act, 2013 are applicable to K.P. Energy Limited.

Financial Details as sought by the Companies Act, 2013, for fiscal 2018 are as follows:

Sr. No.	Particulars	Amount (Rs)
1.	Average Net Profit of the Company for the last three financial year	10,09,77,714.79
2.	Prescribed CSR Expenditure (2% of the average net profit as computed above)	20,19,554.30
3.	Total amount to be spent for the financial year	20,19,554.30
4.	Amount Spent	69,81,069.00
5.	Amount Unspent	Nil
6.	Manner in which amount spent during the financial year	Detail specified as under:

Manner in which amount spent during the financial year is detailed below:

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 (in Lakhs.)	Amount Spent: Direct/through Implementation Agency
1.	Promotion of Education and allied activities	Education	Mahuva (Bhavnagar)	7.00	5.53	Direct
2.	Mass Tree Plantation Drive	Environment Protection and Sustainability	Mahuva (Bhavnagar)	15.00	11.36	Direct
3.	Contribution for Development of Lakes (Sujlam Suflam Yojna)	Rural Infrastructure Development Projects	Kutch & Mahuva	30.00	28.75	Direct
4.	Gramya Jal & Swachhta Abhiyan	Promoting Sanitation and making available safe drinking Water	Mahuva (Bhavnagar)	7.00	6.34	Direct
5.	Protection of Animals, flora and Fauna.	Animal Welfare	Mahuva (Bhavnagar)	10.00	9.47	Direct
6.	Distribution of grains, food packets, vegetables etc. to the flood affected areas	Eradicating hunger	Mahuva (Bhavnagar)	5.00	4.73	Direct

Our CSR Responsibilities:

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Form AOC-1

Annexure IV

Statement Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014 relating subsidiary Company

Part "A": Subsidiaries

Sr. No	Particulars	Details					
1	Name of the subsidiary Company	K.P Energy Mahua Windfarms Private Limited	Wind Farm Developers Private Limited	Ungarn Renewable Energy Private Limited	Evergreen Mahuva Windfarms Private Limited	VG DTL Transmission Project Private Limited	HGV DTL Transmission Projects Private Limited
2	Date of becoming subsidiary	July 1, 2015	July 1, 2015	July 1, 2015	January 18, 2018	June 21, 2018	April 20, 2018
3	End date of Reporting Period of subsidiary	March 31, 2019	March 31, 2019	March 31, 2019	March 31, 2019	March 31, 2019	March 31, 2019
4	Reporting currency	INR	INR	INR	INR	INR	INR
5	Share capital (Rs.)	50,27,000	39,81,170	27,19,000	1,00,000	1,00,000	1,00,000
6	Reserves & Surplus	NIL	NIL	NIL	NIL	NIL	NIL
7	Total assets (Rs.)	66,57,000	50,41,000	35,22,000	14,72,32,000	1,00,000	1,00,000
8	Total Liabilities (Rs.)	16,30,000	10,60,000	8,03,000	9,08,56,000	NIL	NIL
9	Investments	NIL	NIL	NIL	NIL	NIL	NIL
10	Turnover	NIL	NIL	NIL	NIL	NIL	NIL
11	Profit before taxation	NIL	NIL	NIL	NIL	NIL	NIL
12	Provision for taxation	NIL	NIL	NIL	NIL	NIL	NIL
13	Profit after taxation	NIL	NIL	NIL	NIL	NIL	NIL
14	Proposed Dividend	NIL	NIL	NIL	NIL	NIL	NIL
15	% of shareholding	99.03%	98.77%	98.20%	51.00%	100%*	100%*

*As on March 31, 2019 M/s. K.P. Energy holds 99.90% shares directly and 0.10% shares through its nominee (Registered Owner) Mr. Ashish A Mithani.

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

- Names of subsidiaries which are yet to commence operations: as above
- 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	Particulars
1.	Latest audited Balance Sheet Date	NIL
2.	Date on which the Associate or Joint Venture was associated or acquired	NIL
3.	Shares of Associate or Joint Ventures held by the company on the year end	NIL
	No.	NIL
	Amount of Investment in Associates or Joint Venture	NIL
	Extend of Holding (in percentage)	NIL
4.	Description of how there is significant influence	NIL
5.	Reason why the associate/ joint venture is not Consolidated	NIL
6.	Net worth attributable to Shareholding as per latest audited Balance Sheet	NIL
7.	Profit or Loss for the year	NIL
(i)	Considered in Consolidation	NIL
(ii)	Not Considered in Consolidation	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

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Form AOC-2

Annexure V

(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 or 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:

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2019, which were not at arm's length basis.

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

Sr. No	Name of Related Party and Nature of Relationship	Nature of Contract/ arrangements/ Transactions	Duration of Contracts/ arrangements/ transactions	Salient term of the contracts or arrangements or transactions including the value, if any	Date(s) if approval by the Board, if any	Amount Paid as advances, if any
1.	K P Buildcon Private Limited (Mr. Farukhbhai Gulambhai Patel, Managing Director of the Company is also a Director in K P Buildcon Private Limited)	Purchase of Goods	N.A	1,87,92,000	30.05.2018	NIL
2.	K P Buildcon Private Limited (Mr. Farukhbhai Gulambhai Patel, Managing Director of the Company is also a Director in K P Buildcon Private Limited)	Purchase of fixed assets	N.A	1,74,000	30.05.2018	NIL

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

**Particulars Pursuant to Section 197(12) of the Companies Act, 2013
Read with the Rule 5 of the Companies (Appointment & Remuneration
of Managerial Personnel) Rules, 2014**

Annexure VI

(i) The ratio of the remuneration of each director to the median employee's remuneration for the financial year and such other details as prescribed is as given below:

Name	Ratio
Farukhbhai Gulambhai Patel (Managing Director)	9.09:1
Ashish Ashwin Mithani (Whole Time Director)	11.36:1

(ii) For this purpose, sitting fees paid to the directors has not been considered as remuneration. The percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year.

Name	Designation	% Increase
Mr. Farukhbhai Gulambhai Patel	Managing Director	NIL
Mr. Ashish Ashwin Mithani	Whole Time Director	NIL
Mr. Pravin Radhekant Singh	Chief Financial Officer	10%
Mr. Karmit Haribhadra Sheth	Company Secretary	25%

(iii) The percentage increase in the median remuneration of employees in the financial year: 44.74%

(iv) The number of permanent employees on the rolls of company: 144

(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration:

The average percentage increase already made in the salary of the employees other than managerial personnel in the financial year 2018-19 is 5% whereas Remuneration of managerial personnel is increased by 2.02%

(vi) If remuneration is as per the remuneration policy of the company: Yes

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Remuneration Policy for Directors, Key Managerial Personnel and Other Employees

The Company has formulated the remuneration policy for its directors, key managerial personnel and other employees keeping in view the following objectives:

1. Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the company successfully.
2. Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
3. Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

Remuneration to Executive Directors and Key Managerial Personnel

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company. The remuneration structure to the Executive Directors and Key Managerial Personnel shall include Basic Pay, Perquisites and Allowances and Annual Performance Bonus.

Remuneration to Non-Executive Directors

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders.

Non-Executive Directors shall be entitled to conveyance/sitting fees for attending the meetings of the Board and the Committees thereof.

Remuneration to other employees

Employee's remuneration shall be based on their individual qualifications and work experience, competencies as well as their roles and responsibilities in the organization, job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

Corporate Governance Report

1. Company's Philosophy on Corporate Governance:

The Company's Corporate Governance is a set of systems and practices to ensure that the affairs of the Company are being managed in a way which ensures accountability, transparency and fairness in all its transactions in the widest sense and meet its stakeholders' aspirations and societal expectations. The company is committed to achieve highest standards of corporate governance.

The Company has a well-defined structure for ensuring that business conduct is fair and ethical and has put in place mechanism for reporting illegal and unethical behavior.

2. Board of Directors:

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors as per SEBI (LODR)

Regulations, 2015. The Board comprises of 6 Directors, which includes 2 Executive Directors, 2 Non-Executive Director and 2 Non-Executive Independent Directors. The Independent Directors take active part at the Board and Committee meetings, which adds value in the decision making process. The Company has a Non-Executive Women Director as a Chairperson.

a) The details of composition of Board, category of directors as well as their Directorship/membership in other companies/committees are given below:

The Board comprises of the following directors:

Sr. No.	Name of Director	Designation	Executive / Non Executive/Promoter	Independent / non Independent
1.	Mr. Farukbhai Gulambhai Patel	Managing Director	Executive and Promoter	Non Independent
2.	Mr. Ashish Ashwin Mithani	Whole Time Director	Executive and Promoter	Non Independent
3.	Mr. Raghavendra Rao Bondada	Director	Non-Executive	Independent
4.	Mr. Sajesh Bhaskar Kolte	Director	Non-Executive	Independent
5.	Mrs. Bhadrabala Dhimantra Joshi	Chairperson and Director	Non-Executive	Non Independent
6.	Mr. Bhupendra Vadilal Shah	Director	Non-Executive	Non Independent

Independent directors are Non-Executive directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations. The maximum tenure of the independent Directors is in compliance with the Companies Act, 2013. All the Independent Directors have confirmed that they meet the criteria as mentioned under regulation 16(1)(b) of the SEBI Listing Regulation and Section 149 of the Companies Act, 2013. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge, which enables the Board to provide effective leadership to the Company.

None of the Directors on the Company's Board is a Member of more than 10 (ten) Committees,

and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on 31st March, 2019.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

b) Board Meetings and Attendance of Directors

During the year, Eight Board Meetings were held and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on:

May 2, 2018; May 30, 2018; August 30, 2018; October 3, 2018; December 7, 2018; December 21, 2018; January 05, 2019; March 30, 2019.

The necessary quorum was present for all the meetings.

c) The composition of the Board of Directors as on 30th August, 2019 and number of other Directorships & Memberships / Chairmanships of Committees held by them as on 31st March, 2019 and attendance of each Director at the Board Meetings and last Annual General Meeting held during the year under review are as under:

Sr. No	Name of the Director	Designation	Board Meetings during the year 2018-19		*Number of Directorship in other limited companies	No. of membership(s) / Chairmanship(s) in Committee of other limited companies		Attendance in last AGM held on September 29, 2018
			Held	Attended		Member	Chairperson	
1	Farukbhai Gulambhai Patel	Managing Director	8	8	2	2	0	Attended
2	Ashish Ashwin Mithani	Whole Time Director	8	7	0	0	0	Attended
3	Raghavendra Rao Bondada	Non-Executive, Independent Director	8	7	1	1	1	Attended
4	Sajesh Bhaskar Kolte	Non-Executive, Independent Director	8	8	0	0	0	Attended
5	Bhadrabala Dhimantrai Joshi	Chairperson & Non-Executive, Non-Independent Director	8	8	1	1	1	Attended
6	Bhupendra Vadilal Shah	Non-Executive, Non Independent Director	8	8	0	0	0	Attended

*Directorships and Committee member/Chairmanship in other companies mentioned above excludes directorships in private limited companies, unlimited companies, and foreign companies/Non-profit companies.

d) Details of name of other listed entities where Directors of the Company are Directors and the category of Directorship as on 31st March, 2019 are as under:

Sr. No.	Name of Director	Name of other Listed entities in which the concerned Director is a Director	Category of Directorship
1.	Farukbhai Gulambhai Patel	K.P.I. Global Infrastructure Limited	Chairman & Managing Director
2.	Ashish Ashwin Mithani	Not Applicable	Not Applicable
3.	Raghavendra Rao Bondada	K.P.I. Global Infrastructure Limited	Non-Executive, Independent Director
4.	Sajesh Bhaskar Kolte	Not Applicable	Not Applicable
5.	Bhadrabala Dhimantrai Joshi	K.P.I. Global Infrastructure Limited	Non-Executive, Non Independent Director
6.	Bhupendra Vadilal Shah	Not Applicable	Not Applicable

e) Number of Shares or other convertible securities held by Non-Executive Directors

Mr. Bhupendra Vadilal Shah (Non-Executive Non-Independent Director) holds 6500 equity shares in the Company as on March 31, 2019.

f) Independent Director Familiarisation Program

Details of familiarization program under Regulations 25(7) and 46 of SEBI Listing Regulations to Independent Directors are available on the Company's website at below link:

<http://www.kpenenergy.in/kpdata/assets/uploads/124828.pdf>

g) Skills / expertise competencies of the Board of Directors:

The following is the list of core skills / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available within the Board Members

Strategic Insight	Ability to evaluate competitive corporate and business strategies and, based thereon, contribute towards progressive refinement of the Company's strategies for fulfilment of its goals.
Leadership & Team Spirit	Collective discipline and efforts in between the employee and workers helps the company to execute the projects even in extremely difficult situations.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, Business judgement.
Cultural Building	Ability to contribute to the Board's role towards promoting an ethical organisational culture, eliminating conflict of interest, and setting & upholding the highest standards of ethics, integrity and organisational conduct.

h) Confirmation as regards independence of Independent Directors

In the opinion of the Board, the existing Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the Management.

3. Audit Committee:

a) Broad Terms of reference:

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under the SEBI Listing Regulations and Section 177 of the Companies Act, 2013. The brief terms of reference of Audit Committee are as under:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134(5)(c) read with Section 134(3)(c) of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Modified opinion(s) in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;

11. Evaluation of internal financial controls and risk management systems;

12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14. Discussion with internal auditors of any significant findings and follow up there on;

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the Whistle Blower mechanism;

19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

21. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries.

22. Reviewing the utilisation of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments

b) Composition, name of members and chairperson

The Audit Committee consists of the two independent Directors and one Managing Director of the Company. The Audit Committee comprises of three members. The members are Mr. Sajesh Kolte (Chairman), Mr. Raghavendra Rao Bondada (Member) & Mr. Farukbhai Gulambhai Patel (Member).

c) Meetings and attendance during the year

During the year, Six Audit Committee meetings were held and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on:

May 30, 2018; August 30, 2018; October 3, 2018; December 7, 2018; January 5, 2019; March 30, 2019.

All the members were present in all the meetings of Audit Committee held during the year.

4. Nomination & Remuneration Committee:

a) Broad terms of Reference

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the

Board a policy relating to the remuneration of the directors, key managerial personnel and other employees.

2. Formulation of criteria for evaluation of performance of Independent Directors and the Board.

3. Devising a policy on Board diversity.

4. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.

5. To extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s)/Executive Director(s) based on their performance and defined assessment criteria.

7. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

8. To perform such other functions as may be necessary or appropriate for the performance of its duties.

9. To recommend to the board, all remuneration, in whatever form, payable to senior management;

b) Composition, name of members and chairperson

The Nomination & Remuneration Committee comprises of three members. The members are Mr. Sajesh Kolte (Chairman), Mrs. Bhadrabala Joshi (Member) and Mr. Raghavendra Rao Bondada (Member).

c) Meetings and attendance during the year

During the year 2018-19, two meeting of Nomination & Remuneration

Committee were held and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on:

May 30, 2018; August 30, 2018.

All the members were present in all the meetings of Nomination & Remuneration Committee held during the year.

d) Performance evaluation criteria for independent directors

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgment.

5. Remuneration to Directors:

The Nominations & Remuneration Committee determines individual remuneration packages for Directors, KMPs and Senior Officials of the Company taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due regard to financial and commercial health of the Company as well as prevailing laws and government/other guidelines. The Committee consults with the Chairman of the Board as it deems appropriate. Remuneration of the Chairman is recommended by the Committee to the Board of the Company.

a) Non-Executive Director's Remuneration

The Non-Executive Directors are paid remuneration by way of sitting fee. The Company pays sitting fees of Rs. 2500/- per meeting to Non-Executive Director and Non-Executive Independent Directors for attending its Board Meeting and Committees' Meeting.

b) Executive Director's Remuneration

The details of remuneration paid to the directors during the financial year ended on March 31, 2019 are as under:

Name	Remuneration	Commission	Sitting Fees	Total
Mr. Farukbhai Gulambhai Patel	24,00,000	-	-	24,00,000
Mr. Ashish Ashwin Mithani	30,40,000	-	-	30,40,000

6. Stakeholders Relationship Committee:

a) Broad terms of Reference:

The brief terms of reference of Stakeholders' Relationship Committee are as under:

1. To look into various aspects of interest of shareholders, debenture holders and other security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

2. Reviewing the measures taken for effective exercise of voting rights by shareholders;

3. Reviewing of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent;

4. Reviewing the various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company;

5. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

b) Composition, name of members and chairperson

The Stakeholder Relationship Committee comprises of Mr. Raghavendra Rao Bondada (Chairman), Mr. Ashish Ashwin Mithani (Member) and Mr. Sajesh Bhaskar Kolte (Member).

c) Meetings and attendance during the year

During the year 2018-19, one meeting of Stakeholders Relationship Committee was held on March 30, 2019 and all the members were present in that meeting.

d) Compliance officer

Compliance officer under the Listing Regulation, 2015:

Karmit Sheth, Company Secretary & Compliance officer

e) Investors Complaints

During the year, no complaint was received from shareholders.

7. Corporate Social Responsibility Committee:

a) Broad terms of Reference

1. To Recommend the amount of expenditure to be incurred on the activities herein before;
2. To monitor the implementation of Corporate Social Responsibility Policy of the Company from time to time.
3. The CSR Committee shall arrange to provide all required inputs to

undertake CSR activities and shall review all Social initiatives. The CSR committee shall update the Board of Directors on periodically.

b) Composition, name of members and chairperson

The Corporate Social Responsibility Committee comprises of Mr. Sajesh Bhaskar Kolte (Chairman), Mr. Farukhbhai Gulambhai Patel (Member) and Mr. Ashish Ashwin Mithani (Member).

c) Meetings and attendance during the year

During the year 2018-19, one meeting of Corporate Social Responsibility Committee was held on March 30, 2019, and all the members were present in that meeting.

8. General Body Meeting:

a. Annual General Meetings

The details of Annual General Meetings held during the last three years and special resolutions passed thereat are as follows:

AGM	Financial Year	Date & Time	Venue	Special Resolution Passed
9th	2018	Saturday, September 29, 2018 at 11:00 A.M	Irish Hall (6th Floor), Avadh Utopia, Opp. Airport, Nr. DPS School, Off Dumas Road, Surat, Gujarat.	I. Increase in Borrowing Power of the Company under Section 180 (1) (c) of the Companies Act, 2013. II. Authority to create security on the property of the Company in favour of the lenders under section 180 (1) (a) of the Companies Act, 2013. III. Increase the limit of providing Guarantee to any Body Corporates, Bank or Financial Institutions under section 186 of Companies Act, 2013.
8th	2017	Saturday, September 23, 2017 at 11:00 A.M	Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat - 395003	I. Increase in Authorised Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company. II. Approval of 'K.P. Energy Limited Employee Stock Option Plan Tranche - I'. III. Issue of Equity shares to the employees of the subsidiary companies under K.P. Energy Limited Employees Stock Option Plan Tranche - I: IV. Approval under Section 180(1)(a) of Companies Act, 2013. V. Revision in Remuneration payable to Mr. Farukhbhai Gulambhai Patel (DIN: 00414045), Managing Director of the Company VI. Revision in Remuneration payable to Mr. Ashish Ashwin Mithani (DIN: 00152771), Whole Time Director of the Company
7th	2016	Monday, September 19, 2016 at 11:15 A.M	Hotel Lords Plaza, Ring Road, Near Delhi Gate, Surat, Gujarat - 395003	I. Increase in borrowing power of the company. II. Increase in limits of providing Guarantee to any Body Corporate, Bank and Financial Institutions. III. Appointment of Mr. Bhupendra Vadilal Shah as Non-Executive Director of the company. IV. Appointment of Statutory Auditor to fill casual vacancy.

9. Means of Communication

a) Financial Results

The quarterly, half yearly and annual financial results as applicable are regularly submitted to the Stock Exchange in accordance with SEBI (LODR) Regulations, 2015 and also uploaded on the Company's website – <http://www.kpenergy.in>.

b) News release, presentation etc.

The official news, release, presentation that may be made to the Shareholders at the Annual General Meeting and the presentation as may be done to the analysts are posted on the Company's website – <http://www.kpenergy.in>.

10. General Shareholder Information

a) Annual General Meeting for the FY 2018-19:

Date : September 28, 2019

Time : 10.00 a.m.

Venue : Topaz Hall, 1st Floor, The Grand Bhagwati, Magdalla Circle, Dumas Road, Surat 395007 (Gujarat).

b) **Financial year:** The Financial Year of the Company is from April 1st to March 31st of the following year

c) **Date of Book Closure/Record Date:** As mentioned in the Notice of this Annual General Meeting.

d) **Listing on Stock Exchange:** BSE Limited ("BSE"), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.

e) **Stock Code / Symbol:** 539686

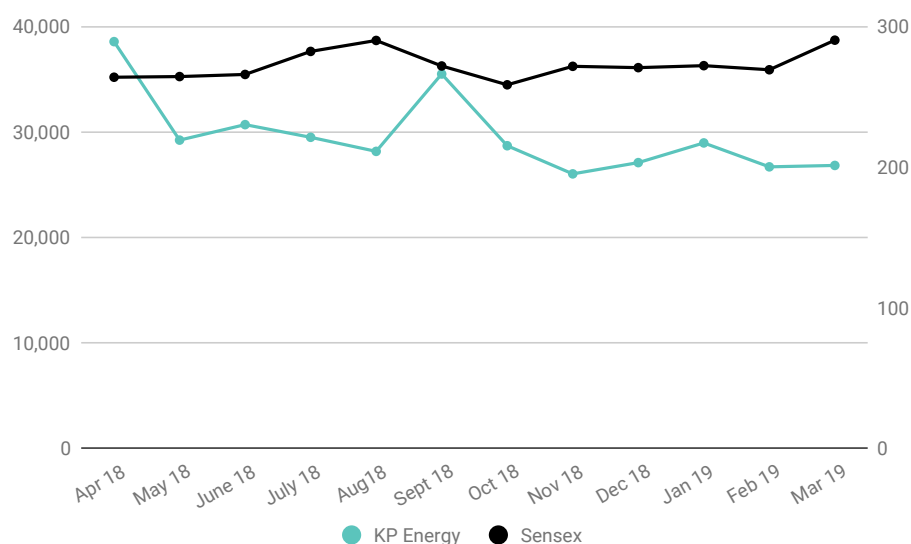
f) **Corporate Identity Number (CIN) of the Company:** L40100GJ2010PLC059169

g) **Market Price Data:**

Market price data on Bombay Stock Exchange Limited are given below:

(In Rs. per share)

Month	High (N)	Low (N)	Close (N)
April 2018	339.00	201.00	289.00
May 2018	275.00	214.00	219.35
June 2018	261.75	197.00	230.00
July 2018	259.75	176.00	221.00
August 2018	231.00	183.30	211.00
September 2018	280.00	190.05	266.00
October 2018	259.75	193.15	215.00
November 2018	228.00	189.00	195.15
December 2018	239.20	190.05	203.05
January 2019	237.00	190.20	217.65
February 2019	220.00	178.10	200.00
March 2019	223.25	181.00	201.00



h) Registrar & Share Transfer Agent:

Name & Address: Bigshare Services Pvt. Ltd.
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400059
Telephone: 022-62638200
Fax: 022-62638299
E-mail: ipo@bigshareonline.com
Website: www.bigshareonline.com

i) Share Transfer System:

In respect of shares held in dematerialized mode, the transfer takes place instantaneously between the transferor, transferee, and the Depository Participant through electronic debit/credit of the accounts involved.

j) Distribution of Shareholding as on March 31, 2019:

i. Distribution of equity shareholding as on March 31, 2019:

Sr. No	Shareholding of nominal value	No. of shareholders	% of Shareholders	Share Amount in Rs.	% of Shareholding
1	1-5000	153	31.74	1,51,750	0.14
2	5001-10000	100	20.75	8,08,780	0.73
3	10001-20000	60	12.45	9,37,660	0.84
4	20001-30000	24	4.98	5,62,450	0.51
5	30001-40000	36	7.47	11,94,320	1.07
6	40001-50000	17	3.53	7,30,620	0.66
7	50001-100000	40	8.30	27,43,680	2.47
8	100001 and Above	52	10.79	10,40,20,740	93.58
	Total	482	100.00	11,11,50,000	100.00

ii. Categories of equity shareholding as on March 31, 2019:

Category	No. of Shares held	% of Shareholding
Promoters	77,18,859	69.44
Private Corporate Bodies	7,79,694	7.01
Clearing Members	20,155	0.18
Non-Resident Indians	2,63,037	2.38
Indian Public	23,33,255	20.99
Total	1,11,15,000	100.00

iii. Top ten equity shareholders of the Company as on March 31, 2019:

Sr. No	Name of the Shareholders	Number of equity shares	% of Holding
1	Farukbhai Gulambhai Patel	54,03,125	48.61
2	Ashish Ashwinbhai Mithani	14,82,922	13.34
3	Veer Value Ventures LLP	6,50,000	5.85
4	Jolly Ashish Mithani	5,07,812	4.57
5	Manish Kantilal Haria	3,51,000	3.16
6	Bhavnaben Ashwinbhai Mithani	2,43,750	2.19
7	Ashit Mehta	2,40,500	2.16
8	Hemali Arvindkumar Dagli	1,82,000	1.64
9	Saurabh Nareshkumar Shah	1,69,000	1.52
10	Sanjay M Sanghavi	1,28,700	1.16

k) Dematerialization of shares and liquidity:

As on March 31, 2019, 99.96% of the total issued, subscribed and paid-up equity share capital of the Company is in Dematerialized form. The equity Shares of the Company are regularly traded on the BSE Limited.

l) Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity: NIL

m) Transfer of unclaimed/unpaid dividends to Unpaid Dividend Account:

Pursuant to Sections 124 and 125 of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), Where a dividend has been declared by a company but has not been paid or claimed within thirty days from the date of the declaration to any shareholder entitled to the payment of the dividend, the company shall,

within seven days from the date of expiry of the said period of thirty days, transfer the total amount of dividend which remains unpaid or unclaimed to a special account to be opened by the company called the Unpaid Dividend Account.

Further, any amount transferred to the Unpaid Dividend Account of a company which remains unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred by the company along with interest accrued to the Investor Education and Protection Fund (IEPF). Shares in respect of such dividends which have not been claimed for a period of seven consecutive years are also liable to be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. The provisions relating to transfer of shares were made effective by the Ministry of Corporate Affairs, vide its Notification

dated October 13, 2017 read with the circular dated October 16, 2017, wherein it was provided that where the period of 7 consecutive years, as above, was completed or being completed during the period from September 7, 2016 to October 31, 2017, the due date of transfer for such shares was October 31, 2017.

In light of the aforesaid provisions, during the year 2018-19 amount of dividends which remains unpaid or unclaimed for the previous year are maintained to the special account opened by the company called the Unpaid Dividend Account. The Statement of unclaimed and unpaid dividend is also available at the website of the company on www.kpenergy.in.

The details of unclaimed/unpaid dividends and the dates by which they can be claimed by the shareholders from the Company as on March 31, 2019 are as follows:

Financial Year	Date of declaration of Dividend	Last date for claiming unpaid/unclaimed payment (As on 31.03.2018)
2017-18	September 23, 2017	March 19, 2025

n) Plant Location: Not Applicable

o) Correspondence Address:

K.P. Energy Limited
A-1/2, Firdos Tower, Behind Fazal Shopping Centre,
Adajan Patia, Surat, Gujarat -395009
Tel: 0261-2764757
Fax: 0261-2764757
Email Id: info@kpenergy.in
Website: www.kpenergy.in

p) Credit Ratings

Rating Agency	Facilities	Rating/Outlook
CARE Ratings Limited	Long Term Bank Facilities	CARE BBB- (Triple B minus) (Stable outlook)
CARE Ratings Limited	Short Term Bank Facilities	CARE A3 (A Three) (Stable Outlook)

imposed on the Company on any matter related to capital markets during the last three years.

c) Whistle Blower Policy:

Company has made a formal Whistle Blower Policy pursuant to provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 which provides detailed procedure to protect the interest of employees of the company and that no personnel has been denied to access to the Audit Committee.

d) Details of compliances:

The Chief Executive Officer and the Chief Financial Officer have furnished a Certificate to the Board for the year ended on 31st March, 2019 in compliance with Regulation 17(8) of Listing Regulations. The certificate is appended as an Annexure to this report. They have also provided quarterly certificates on financial results while placing the same before the Board pursuant to Regulation 33 of the Listing Regulations.

e) Subsidiary Companies:

The Company does not have any material unlisted Indian subsidiary

11. Other Disclosures:

a) Related Party Transaction:

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given under notes to Accounts.

b) Statutory Compliance, Penalties and Structures:

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been

company. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website at below mentioned link:

<http://www.kpenergy.in/kpdata/assets/uploads/Policy%20for%20Determining%20Material%20Subsidiary.pdf>

f) Policy on Related Party Transactions:

The Board's approved policy for related party transactions is uploaded on the website of the Company at the below mentioned link:

<http://www.kpenergy.in/kpdata/assets/uploads/730950.pdf>

g) Certification on Non-disqualification any directors:

The Company has obtained certificate from CS Janki Shah, Practising Company Secretary confirming that none of the Directors of the Company is debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such authority from being appointed or continuing as Director of the Company and the same is also attached to this Report.

h) Fees to Statutory Auditors:

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the

network firm / network entity of which the statutory auditor is a part, is given below:

Rs. in Lakhs

M/s. K A Sanghavi and CO LLP	FY 2018-19
Payment to Statutory Auditor	
Audit Fees	7.77
Other Services	0.48
Total	8.25

i) Disclosure in relating to the Sexual Harassment of women at workplace:

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

j) Non-Mandatory requirements:

i. During the year ended 31st March, 2019, Chairman's Office was maintained by the Company and expenses towards performance of the Chairman's duties were borne by the Company / reimbursed to her.

ii. The quarterly, half-yearly and annual financial results of the Company are posted on the Company's corporate website and extract of these results are published in newspapers on an all India basis. The complete Annual Report is sent to every Shareholder of the Company.

iii. The auditors' report on financial statements of the Company are unqualified.

iv. Internal auditors of the Company, make quarterly presentations to the audit committee on their reports.

k) Disclosure on compliance:

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have obtained a certificate affirming the compliances from our statutory auditor, K A SANGHAVI AND CO LLP, Chartered accountants and the same is attached to this Report.

Declaration Regarding Compliance by Board Members And Senior Management Personnel with the Company's Code of Conduct

This is to confirm that the Company has adopted a Code of Conduct for all the board members and senior management personnel of the Company. In addition, the Company has also adopted a Code of Conduct for Independent Directors. These Codes are available on the Company's website.

Further certified that the members of the board of directors and senior management personnel have affirmed the compliance with the code applicable to them during the year ended 31st March, 2019.

For and on behalf of the Board of Directors of
K.P. Energy Limited

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

MD/CFO Certification

To,
The Board of Directors
K.P. Energy Limited

I, Faruk Gulam Patel, the Managing Director (MD) of the Company and I, Pravin Radhekanth Singh, the Chief Financial Officer (CFO) of the Company do hereby certify to the Board that:

A. We have reviewed the financial statements including the cash flow statement for the year ended 31st March, 2019 and to the best of our knowledge and belief:

- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with Indian Accounting Standards, applicable laws and regulations.

B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2019 are fraudulent, illegal or violates the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

D. We have indicated to the auditors and Audit Committee

- (i) There has not been any significant change in internal control over financial reporting during the year under reference;
- (ii) Changes in accounting policies consequent to the implementation of new Indian Accounting Standards (Ind AS) have been appropriately disclosed in the financial statements. The impact of the new Ind AS on the Company's financials is not material; and
- (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : Surat
Date : August 30, 2019

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Pravin Radhekanth Singh
(Chief Financial Officer)

Independent Auditor's Certification on Corporate Governance

To
The Members of
K.P. Energy Limited

We have examined the compliance of the conditions of Corporate Governance by K.P. Energy Limited ("the Company") for the year ended on March 31, 2019, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2019.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Surat
Date : August 30, 2019

For K A Sanghavi and CO LLP
Chartered Accountants
FRN: 0120846W/W100289

Amish Ashvinbhai Sanghavi
Designated Partner
M.No.: 101413

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V, Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
K.P. Energy Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. K.P. Energy Limited bearing CIN L40100GJ2010PLC059169 and having its registered office at A-1/2, Firdous Tower, Behind Fazal Shopping Centre, Adajan Patia, Surat – 395009, Gujarat, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No	Name of Directors	DIN	Date of appointment in Company
1	Farukbhai Gulambhai Patel	00414045	08/01/2010
2	Ashish Ashwin Mithani	00152771	08/01/2010
3	Bhadrabala Dhimant Joshi	07244587	17/08/2015
4	Bhupendra Vadilal Shah	06359909	30/07/2016
5	Raghavendra Rao Bondada	01883766	17/08/2015
6	Sajesh Bhaskar Kolte	07277524	03/09/2015

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **SJV & Associates,**
Company Secretaries

Place:- Ahmedabad
Date:- August 30, 2019

Proprietress
CS Janki Shah
Membership No.:- **ACS-29657**
COP No:- **10836**

Independent Auditor's Report

To the members of
K.P. Energy Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of K.P. ENERGY LIMITED ("the company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss, Statement of change in equity and Statement of cash flows for the year end, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. (hereinafter referred to as "the standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019 and profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under

section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to the Key Audit Matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's response
1.	<p>Evaluation of procedure for recognizing the revenue from sale of power</p> <p>The company has adopted the procedure for recognizing the revenue from sale of power as unbilled revenue at the initial stage on monthly basis and once the confirmation is received from the customer and the regulatory authority in respect of the actual units of electricity transmitted, the company raises invoice to the client and the same is adjusted against the unbilled revenue booked earlier.</p>	<p>We have obtained the Actual Invoice raised by the company after receipt of the confirmation from the regulatory authority and the customers, Certificate of share of electricity generated by Wind Farms issued by the GETCO – State Load Dispatch Centre on monthly basis, Calculations of Wheeling Loss of wind mill on monthly basis issued by the Electricity company to the client. We have matched the documents and correlate the same with the unbilled revenue booked on monthly basis. The unbilled revenue appearing as on 31st March 2019 would be offset only after the receipt of the above documentary evidences from the respective authorities and the customers which would be settled in the subsequent F.Y. and to that extent there is the possibility that the revenue booked as unbilled revenue can be varied.</p>
2.	<p>Revenue recognition – Fixed price (EPCC) development contracts</p> <p>The Company inter alia engages in Fixed-price (EPCC) development contracts, where, revenue is recognized using the milestone completed computed as per the input method based on management's estimate of contract costs.</p> <p>We identified revenue recognition of fixed price development contracts as a KAM considering there is an inherent risk around the accuracy of revenues given the customised and complex nature of these Windfarm development contracts.</p>	<p>Our audit procedures on revenue recognized from fixed price development contracts include obtaining an understanding of the systems, processes and controls implemented by management for recording and calculating revenue.</p> <p>We have tested that the revenue recognized is in accordance with the Indian accounting standard by evaluating identification of performance obligations. We have also tested management's estimation of contract cost and the obligations if any. We have observed that the estimates of cost to complete were reviewed and approved by the appropriate levels of Management.</p> <p>We have performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract; Assessed the appropriateness of work in progress on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations. We have analyzed the reasonableness of the Contract costs.</p>

Information other than the standalone financial statements and Auditor's report thereon

The company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the management discussion and analysis, Board's report including Annexures to Board's report but does not include the standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, change in equity and cash flows of the Company in accordance with the Indian Accounting Standards specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the

basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters

in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013 we give in the "Annexure-A", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, Statement of changes in equity and Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on 31st March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.

- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

1. The company has following pending litigations

- Public Interest Litigation No. 85 of 2016 at High Court of Gujarat.
- Public Interest Litigation No. 241 of 2018 at High Court of Gujarat
- Special Civil Application No. 9120 of 2017 at High Court of Gujarat

There is no impact of the pending litigation on the financial position of the company.

2. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For K A Sanghavi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
M. No. 101413
1001, 1002, 1003,
Rajhans Bonista, Ram Chowk,
ghod dod road,
Surat-395007 Gujarat

Place : Surat
Date : 25.05.2019

Annexure A

referred to in paragraph 1 under the heading Report on other legal and regulatory requirements of our report of even date

Re: K.P. Energy Limited

I.

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company.

II.

- a. The management has conducted physical verification of inventory except goods-in-transit at reasonable intervals during the year.
- b. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.

III. According to the information and explanations given to us, the Company has not granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, provisions of clauses 3(iii) (a), (b) & (c) of the Order are not applicable to the Company and hence not commented upon.

IV. In our opinion and according to the information and explanations given to us, the company does not have any transactions to which the provisions of Section 185 apply. The company has complied with the provisions of Section 186 of the Act, with respect to the loans, investments, guarantees and security.

V. The Company has not accepted any deposits from the public. Hence, the provisions of Sections 73 to 76 or any other relevant provisions of The Companies Act and rules framed there under are not applicable. The provisions of clause 3(v) of the Order are not applicable to the Company and hence not commented upon.

VI. The provisions of The Companies (Cost Records and Audit) Rules, 2014 as amended by the Companies (cost records and audit) Amendment Rules, 2016 read with provisions of Sec. 148(1) of The Companies Act, 2013 for the maintenance of cost records are applicable to the company. Hence the Company is required to maintain Cost Records and required to get the cost audit done as per the provisions of The Companies (Cost Records and Audit) Rules, 2014

VII.

- a. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund,

income-tax, customs duty, GST, cess and other material statutory dues applicable to it, though there has been a slight delay in few cases.

- b. According to the information and explanations given to us, there has been no amount pending to be deposited by the company on account of disputes.

VIII. Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to banks and Financial Institution. The Company had no Debentures issued or outstanding during the year.

IX. During the year under reporting, the company has not raised any money by way of Initial Public Offer or further public offer (including debt instruments) and term loan and hence no comment has been made on this point.

X. According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.

XI. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

XII. In our opinion and according to the information and explanations given to us, the company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.

XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the notes to the standalone financial statements as required by the applicable Indian accounting standards.

XIV. According to the information and explanations given to us and based on our examinations of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the half yearly ended.

XV. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly the provisions of clause 3(xv) of the Order are not applicable and hence not commented upon.

XVI. According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and hence not commented upon.

Place : Surat
Date : 25.05.2019

For K A Sanghavi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
M. No. 101413
1001, 1002, 1003,
Rajhans Bonista, Ram Chowk,
ghod dod road,
Surat-395007 Gujarat

Annexure B to the auditor's report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of K.P. Energy Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **K. P. Energy Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. However, we are of the opinion that the company can make the Internal Controls on Financial Reporting more adequate and more effective considering the inherent risk and nature and size of the business activities carried out by the company.

For K A Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Place : Surat
Date : 25.05.2019

Amish Ashvinbhai Sanghvi
M. No. 101413
1001, 1002, 1003,
Rajhans Bonista, Ram Chowk,
ghod dod road,
Surat-395007 Gujarat

Company Overview and Significant Accounting Policies

1.1 Company overview

K.P. Energy Limited ("the Company") was incorporated on 08/01/2010 as a Private Limited company and later on converted in Public Limited company domiciled in India. Its shares were originally listed on BSE SME platform and during the year under reporting the company has migrated from BSE SME platform to BSE Main board platform. The company has adopted the IND AS during the year under reporting and the financial statements are prepared as per IND AS prescribed under the companies act, 2013 afetr reconciling the effect of conversion from IGAAP to IND AS. The company is primarily engaged in Wind Farm development, development of Wind Mills and allied services related to it along with generation of electricity through wind mill.

1.2 Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rule, 2015 and companies (Indian Accounting Standards) Second Amendment Rules, 2019.

The Company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101, First-Time Adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of effect of the transition have been summarized in Note 2.1

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.3 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 1.4. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.4 Critical accounting estimates

a. Revenue recognition

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. The use of the percentage-of-

completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

b. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (Minimum alternate tax credit entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax

Ind AS 12 defines deferred tax to include carry forward of unused tax credits. MAT credits are in the form of unused tax credits that are carried forward by the entity for a specified period of time. Accordingly, MAT credit entitlement should be shown separately in the balance sheet.

c. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Significant Accounting Policies

1.5 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

1.6 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax and other applicable taxes etc.

The Company applies the revenue recognition criteria to each separately identifiable component of the sales transaction as set out below:

Sale of goods:

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is neither continuing managerial involvement with the goods nor effective control over the goods sold, it is probable that economic benefits will flow to the Company, the costs incurred or to be incurred in respect of the transaction can be measured reliably and the amount of revenue can be measured reliably.

Sale of power

Revenue from sale of power is recognized as and when significant certainty as to the measurability and collectability exists and actual billing is made to the customers once the actual consumption of power is confirmed from the regulatory authorities and customers. The company recognises the revenue from sale of power as unbilled revenue on monthly basis and the same is settled after the company receives the confirmation from regulatory authorities and the customer in respect of the actual units transmitted and thereafter the actual Invoice is raised to the customer and the same is settled against the unbilled revenue recognised for the said customer. Revenue from the end of the last billing to the Balance Sheet date is recognized as unbilled revenues

Revenue from Infrastructure development and work contract income

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last billing to the Balance Sheet date is recognized as unbilled revenues. Revenue from fixed-price, fixed-timeframe contracts, where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to the measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the current contract estimates. Costs and earnings in excess of billings are classified as unbilled revenue while billings in excess of costs and earnings are classified as unearned revenue. Deferred contract costs are amortized over the term of the contract. Maintenance revenue is recognized rateably over the term of the underlying maintenance arrangement.

Interest Income:

Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable. For all Financial Assets measured at amortized cost, interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

1.7 Inventory

Inventories are valued as follows:

Raw materials, stores and spares

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. Cost of raw materials, components and stores and spares is determined on a "First-in, First-out" basis and includes interest on raw materials as a carrying cost of materials where such materials are stored for a substantial period of time. Stores and spares having useful life of more than twelve months are capitalised as tangible assets under "Property, plant and equipment" and are depreciated prospectively over their remaining useful lives in accordance with Ind AS 16.

Work in progress

Lower of cost and net realisable value. Cost includes raw material cost and a proportion of direct and indirect overheads up to estimated stage of completion.

1.8 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any.

Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The estimated useful lives of assets are as follows :

Building (Temporary structure) | 3 years ⁽¹⁾

Building (Permenant structure) | 60 years ⁽¹⁾

Computer equipment | 3 years ⁽¹⁾

Electrical installation and equipment | 10 years ⁽¹⁾

Furniture and fixtures | 10 years ⁽¹⁾

Vehicles (Heavy) | 8 years ⁽¹⁾

Vehicles (Others) | 10 years ⁽¹⁾

Office equipment | 5 years ⁽¹⁾

Plant and machinery | 15 years ⁽¹⁾

Wind power generation plant | 22 years ⁽¹⁾

(1) Based on technical evaluation, the Management believes that the useful lives as given above best represent the period over which the Management expects to use these assets. Hence, the useful lives for these assets may be different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed of are reported at the lower of the carrying value or the fair value less cost to sell.

1.9 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

1.10 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest calculated using the effective interest rate (EIR) and other costs like finance charges in respect of the finance leases recognised in accordance with Ind AS 17, that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.11 Financial instruments

1.11.1. Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

If the Company determines that the fair value at initial recognition differs from the transaction price, the Company accounts for that instrument at that date as follows:

- at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Company recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.
- in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Company recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

1.11.2. Subsequent measurement

a. Non-derivative financial instruments

(i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income
A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories is

subsequently fair valued through profit or loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit or loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts being approximate fair value due to the short maturity of these instruments.

(v) Investment in subsidiaries

Investment in subsidiaries is carried at cost in accordance with IND AS 27- separate financial statements.

b. Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognized as deduction from equity, net of any tax effects.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flow from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

1.12 Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts being approximate fair value due to the short maturity of these instruments.

1.13 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable"

1.14 Impairment

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss.

b. Non-financial assets

(i) Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

1.15 Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

1.16 Foreign currency

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions and translations

Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

1.17 Earnings per equity share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

1.18 Employee benefits

Provident fund

Eligible employees of K.P Energy Ltd receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. There are no other obligation other than contribution payable to the respective statutory authorities.

No retirement benefits have been paid to any employee during the year by the company. Retirement benefits in the form of Gratuity and other long term / short term employee benefits have not been provided in the financial statements.

1.19 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

1.20 Dividends

The final dividend on shares is recorded as a liability on the date of approval by the shareholders, and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

1.21 Government grants and subsidies

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

1.22 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

1.23 Leases

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on a straight-line basis in net profit in the Statement of Profit and Loss over the lease term.

1.24 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Identification of segments:

In accordance with Ind AS 108– Operating Segment, the operating segments used to present segment information are identified on the basis of information reviewed by the Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components. Results of the operating segments are reviewed regularly by the management team (chairman and chief financial officer) which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Allocation of common costs:

Common allocable costs are allocated to each segment accordingly to the relative contribution of each segment to the total common costs.

Unallocated items:

Revenues and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated corporate expenses". Assets and liabilities, which relate to the Company as a whole and are not allocable to segments on reasonable basis, are shown as unallocated corporate assets and liabilities respectively.

Segment accounting policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

1.25 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

1.26 Significant management judgement in applying accounting policies and estimation uncertainty

The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Company's accounting policies and that may have the most significant effect on the amounts recognised in the financial Statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

- a. Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.
- b. Recognition of deferred tax liabilities - The extent to which deferred tax liabilities can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

1.27 Recent accounting pronouncements

- a) Appendix E8 of IND AS 101 in respect of Uncertainty over Income Tax Treatments to IND AS 12:

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B to Ind AS 101 in respect of uncertainty over Income Tax treatments clarifies that when the first time adoption of IND AS for an entity is before the date of notification, the entity has an option to not to reflect the application of appendix C

to IND AS 12. The Company has evaluated the effect of this on the financial statements and the impact is not material.

b) IND AS 109 - Financial Instruments

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B in respect of prepayment features with negative compensation and its treatment on transition, classification and measurement. The company has no such prepayment features with negative compensation on the date of transition i.e. 01/04/2017 and hence the effect of this amendment is not material to the company.

c) IND AS 23 - Borrowing Cost

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B in respect of capitalization of borrowing cost when the borrowings are made generally and used for acquisition of qualifying assets. The company borrows funds specifically for acquisition of qualifying assets and therefore the capitalisation of general borrowing cost shall not be applicable as per the amendment and hence the effect of this amendment on the company has no materiality. However the company has analysed the effect of this amendment and shall adopt this standard with amendment for capitalisation of borrowing cost when the borrowings are made generally and used for acquisition of qualifying assets.

Standalone Balance Sheet as at 31st March, 2019

(Rs. in lakhs unless otherwise stated)

Particulars	Note	As at March 31, 2019	As at March 31, 2018	As at April 1, 2017
Assets				
Non-current assets				
Property, plant and equipment	2.3	8,282.34	8,450.97	5,028.46
Capital work-in-progress		24.14	24.14	1,785.00
Intangible assets				
Financial assets				
Investments	2.4	124.25	122.25	84.30
Loan	2.5	-	-	-
Other financial assets	2.6	27.24	18.81	18.47
Deferred tax assets (net)	2.16	-	-	-
Other non current assets	2.10	28.10	24.68	-
Total non current assets		8,486.07	8,640.85	6,916.23
Current assets				
Inventories	2.7	2,650.00	972.77	374.26
Financial assets				
Trade receivable	2.8	2,752.73	2,340.99	2,562.67
Cash and cash equivalent	2.9	20.97	3.08	18.92
Other bank balance	2.9	665.70	835.14	167.50
Loan	2.5	44.01	1.23	26.09
Other financial assets	2.6	722.84	94.88	-
Current tax assets (net)				
Other current assets	2.10	1,075.63	475.62	338.68
Total current assets		7,931.87	4,723.71	3,488.11
Total assets		16,417.94	13,364.55	10,404.34
Equity and liabilities				
Equity				
Equity share capital	2.12	1,111.50	855.00	855.00
Other equity	2.13	4,306.54	2,619.36	2,452.12
Total equity		5,418.04	3,474.36	3,307.12
Non current liabilities				
Financial liabilities				
Borrowings	2.14	2,529.12	3,052.28	1,513.93
Other financial liabilities	2.15	-	-	-
Provisions				
Deferred tax liabilities (net)	2.16	1,135.33	853.96	663.63
Other non current liabilities	2.17	369.36	601.71	497.18
Total non current liabilities		4,033.81	4,507.95	2,674.73
Current liabilities				
Financial liabilities				
Borrowings	2.14	495.18	554.14	324.86
Trade payables	2.18	5,130.21	3,673.14	1,932.31
Other financial liabilities	2.15	595.63	643.09	259.14
Other current liabilities	2.17	193.26	267.86	1,730.72
Provisions				
Current tax liabilities (net)	2.19	551.80	244.02	175.46
Total current liabilities		6,966.09	5,382.25	4,422.49
Total liabilities		10,999.90	9,890.19	7,097.23
Total equity and liabilities		16,417.94	13,364.55	10,404.34

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

For and on behalf of the Board of Directors of
K.P. Energy Limited

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Place : Surat
Date : 25/05/2019

Karmit Haribhadra Sheth
(Company Secretary)

Pravin Radhekanth Singh
(Chief Financial Officer)

Standalone Statement of Profit & Loss for the year ended 31st March, 2019

(Rs. in lakhs unless otherwise stated)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
Revenue			
Revenue from operations	2.20	15,841.00	6,009.44
Other income	2.21	47.36	17.07
Total income		15,888.36	6,026.51
Expense			
Cost of material consumed	2.22	9,613.25	3,157.98
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods and stock in trade		-	-
Employee benefits expense	2.22	772.05	549.20
Finance cost	2.22	458.04	342.54
Depreciation and amortisation expense	2.3	383.99	287.95
Other expenses	2.22	2,170.12	1,310.69
Total		13,397.46	5,648.36
Profit / (loss) before tax		2,490.90	378.15
Tax expenses			
Current tax		551.80	-
Minimum alternate tax entitlement		(285.96)	-
Deferred tax (credit) / charge		281.38	190.33
Total tax expenses		547.22	190.33
Profit / (loss) for the year from continuing operations		1,943.68	187.82
Profit / (loss) from the discontinuing operations		-	-
Tax expenses of discontinuing operations		-	-
Profit / (loss) from the discontinuing operations (after tax)		-	-
Profit / (loss) for the period		1,943.68	187.82
Earning per equity share:			
(i) basic		17.49	1.69
(ii) diluted		17.49	1.69

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

For and on behalf of the Board of Directors of
K.P. Energy Limited

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Place : Surat
Date : 25/05/2019

Karmit Haribhadra Sheth
(Company Secretary)

Pravin Radhekanth Singh
(Chief Financial Officer)

Standalone Statement of Changes in Equity

A. Equity Share Capital

(Rs. in lakhs unless otherwise stated)

Particulars	Amount
Balance as at April 01, 2017	855.00
Issued during the year	0
Balance as at March 31, 2018	855.00
Increase on account of bonus issue	256.50
Balance as at March 31, 2019	1111.50

B. Other Equity

Particulars	Reserves & surplus		Other Components of Equity	Total
	Security premium reserve	Retained earnings		
Balance as at April 01, 2017	89.00	2,363.12	-	2,452.12
Profit for the year	-	187.82	-	187.82
Items of OCI for the year :-	-	-	-	-
Final dividend	-	(17.10)	-	(17.10)
Tax on dividend	-	(3.48)	-	(3.48)
Balance as at March 31, 2018	89.00	2,530.36	-	2,619.36
				-
Balance as at April 01, 2018	89.00	2,530.36	-	2,619.36
Profit for the year	-	1,943.68	-	1,943.68
Items of OCI for the year :-	-	-	-	-
Interim dividend	-	-	-	-
Tax on dividend	-	-	-	-
Amount utilised for Bonus Issue	(89.00)	(167.50)	-	(256.50)
Balance as at March 31, 2019	-	4,306.54	-	4,306.54

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

For and on behalf of the Board of Directors of
K.P. Energy Limited

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Place : Surat
Date : 25/05/2019

Karmit Haribhadra Sheth
(Company Secretary)

Pravin Radhekant Singh
(Chief Financial Officer)

Standalone Cashflow Statement for the year ended 31st March,2019

(Rs.in lakhs unless otherwise stated)

Particulars	31st March, 2019	31st March, 2018
Cash flow from operating activities		
Profit / (loss) before tax and exceptional items	2,490.90	378.15
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation expense	383.99	287.95
Loss/(Profit) on sale of fixed assets	3.66	2.76
Amounts written off	38.77	19.45
Interest income	(44.29)	(15.85)
Liabilities written back	-	-
Dividend income from non trade investments	-	-
Operating profit / (loss) before working capital change	2,873.04	672.46
Changes in operating assets and liabilities		
Increase/ (Decrease) in trade payables	1,457.07	1,740.83
Increase/ (Decrease) in provisions and other liabilities	(47.46)	383.95
Increase/ (Decrease) in other current and other non-current liabilities	(306.95)	(1,358.32)
Decrease/ (Increase) in trade receivables	(411.73)	221.67
Decrease/ (Increase) in inventories	(1,677.22)	(598.51)
Decrease/ (Increase) in other current and other non-current financial assets	(679.18)	(70.35)
Decrease/ (Increase) in other current and other non-current assets	(220.39)	59.18
Cash (used in) / generated from operating activities	987.18	1,050.91
Income taxes paid (net of refunds)	(379.89)	(171.69)
Net cash (used in) / generated from operating activities (A)	607.29	879.21
Cash flow from investing activities		
Purchase of fixed assets including intangible assets, capital work in progress and capital advances	(222.53)	(1,954.29)
Proceeds from sale of fixed assets	3.50	1.94
Purchase of non-current investments	(2.00)	(37.95)
Interest received	44.29	15.85
Dividends received	-	-
Net cash (used in) / generated from investing activities (B)	(176.74)	(1,974.45)
Cash flow from financing activities		
Proceeds from issue of equity shares (net of share issue expenses)	-	-
Security Premium	-	-
Proceeds/ (Repayment) from long-term borrowings (net)	(523.16)	1,538.35
Proceeds/ (Repayment) of short term borrowings (net)	(58.96)	229.28
Dividends paid on equity shares	-	(17.10)
Tax on equity dividend paid	-	(3.48)
Net cash (used in) / generated from financing activities (C)	(582.12)	1,747.05
Net Increase / (decrease) in cash and cash equivalent (A+B+C)	(151.57)	651.81
Cash and cash equivalent at the beginning of the year	838.23	186.42
Cash and cash equivalent at the end of the year	686.66	838.23
Components of cash and cash equivalents (refer note 2.9)		
Cash on hand	20.50	0.06
Balances with banks		
‘-on current account	0.46	3.03
‘-other bank balance	665.70	835.14
Total cash and cash equivalents	686.66	838.23

Notes :

- The figures in brackets represent outflows.
- Previous period's figures have been regrouped / reclassified, wherever necessary, to confirm to current year presentation.

In terms of our attached report of even date
For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Date : 25/05/2019
Place : Surat

For and on behalf of the Board of Directors of
K.P. Energy Limited

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Karmit Haribhadra Sheth
(Company Secretary)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Pravin Radhekanth Singh
(Chief Financial Officer)

Notes to Standalone Financial Statements

For the year ended March 31, 2019

2.1 First time Adoption of Indian AS

These standalone financial statements of K.P. Energy Limited for the year ended March 31, 2019 have been prepared in accordance with Ind AS. For the purpose of transition to Ind AS, the company has followed the guidance prescribed in Ind AS 101, First-Time Adoption of Indian Accounting Standards, with April 01, 2017 as transition date and IGAAP as the previous GAAP.

The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes thereto and accounting policies and principles. The accounting policies set out in note 1 have been applied in preparing the standalone financial statements for the year ended March 31, 2019 and the comparative information. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's Balance sheet and Statement of Profit and Loss, is set out in Note 2.2.1 and 2.2.2. Exemptions and exceptions on the first-time adoption of Ind AS availed in accordance with Ind AS 101 have been set out in Note 2.1.1 AND 2.1.2.

2.1.1 Exemptions availed on First-time adoption of IND as 101

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The company has accordingly applied the following exemptions.

(a) Deemed cost for property, plant and equipment, investment property and intangible assets

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties. Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets and investment property at their Previous GAAP carrying value.

(b) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at Fair value through Statement of Profit & Loss on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

(c) Deemed cost for investments in subsidiaries, associates and joint ventures

The Company has elected to continue with the carrying value of all of its investments in subsidiaries, joint ventures and associates recognised as of April 01, 2017 (transition date) measured as per the Previous GAAP as its deemed cost as at the date of transition.

2.1.2 Exceptions Availed on First time Adoption of IND as 101

(a) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at April 01, 2017 are consistent with the estimates as at the same date made in conformity with Previous GAAP.

(b) Non-controlling interests

A first-time adopter shall apply the following requirements of Ind AS 110 prospectively from the date of transition to Ind AS:

(i) Total comprehensive income is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance;

(ii) Accounting for changes in the parent's ownership interest in a subsidiary that do not result in a loss of control; and

(iii) Accounting for a loss of control over a subsidiary.

(c) Impairment of financial assets

At the date of transition to Ind AS, determine whether there has been a significant increase in credit risk since the initial recognition of a financial instrument would require undue cost or effort, the Company has recognised a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is derecognised.

(d) Classification and measurement of financial assets and liabilities

"The classification and measurement of financial assets will be made considering whether the conditions as per Ind AS 109 are met based on facts and circumstances existing at the date of transition. Financial assets can be measured using effective interest method by assessing its contractual cash flow characteristics only on the basis of facts and circumstances existing at the date of transition and if it is impracticable to assess the use of effective interest method, fair value of financial asset at the date of transition shall be the new carrying amount of that asset. The measurement exemption applies for financial liabilities as well."

2.2 Reconciliations

The following reconciliations provide the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101:

1. Equity as at April 01, 2017 and March 31, 2018

2. Net profit for the year ended March 31, 2018

2.2.1 Reconciliation of equity as previously reported under IGAAP to Ind AS

(Rs.in lakhs unless otherwise stated)

Particulars	Note	Opening balance sheet as at April 01, 2017			Balance sheet as at March 31, 2018		
		IGAAP	Effects of transition to Ind AS	Ind AS	IGAAP	Effects of transition to Ind AS	Ind AS
Assets							
Non-current assets							
Property, plant and equipment		5,028.46	-	5,028.46	8,450.97	-	8,450.97
Capital work-in-progress		1,785.00	-	1,785.00	24.14	-	24.14
Intangible assets		-	-	-	-	-	-
Financial assets			-		-	-	-
Investments	1	84.30	-	84.30	122.25	-	122.25
Loan		-	-	-	-	-	-
Other financial assets		18.47	-	81.60	18.81	-	82.26
Deferred tax assets (net)		-	-	-	-	-	-
Other non current assets		-	-	-	24.68	-	-
Total non current assets		6,916.23	-	6,979.37	8,640.85	-	8,679.62
Current assets					-		-
Inventories		374.26	-	374.26	972.77	-	972.77
Financial assets		-	-	-	-	-	-
Trade receivable		2,562.67	-	2,562.67	2,340.99	-	2,340.99
Cash and cash equivalent		18.92	-	186.42	3.08	-	838.22
Loan		26.09	-	26.09	1.23	-	1.23
Other financial assets		-	-	176.17	94.88	-	365.20
Current tax assets (net)		-	-	-	-	-	-
Other current assets		338.68	-	99.37	475.62	-	166.52
Total current assets		3,320.61	-	3,424.97	3,888.56	-	4,684.93
Total assets		10,236.8	-	10,404.34	12,529.4	-	13,364.55
Equity and liabilities		855.00			-		-
Equity			-		-	-	-
Equity share capital			-	855.00	855.00	-	855.00
Other equity	2	2,452.12	-	2,431.53	2,619.36	-	2,619.36
Total equity		3,307.12	-	3,286.53	3,474.36	-	3,474.36
Non current liabilities					-		-
Financial liabilities		-	-	-	-	-	-
Borrowings		1,513.93	-	1,513.93	3,052.28	-	3,052.28
Other financial liabilities		-	-	-	-	-	-
Provisions		-	-	-	-	-	-
Deferred tax liabilities (net)		663.63	-	663.63	853.96	-	853.96
Other non current liabilities		497.18	-	497.18	601.71	-	601.71
Total non current liabilities		2,674.73	-	2,674.73	4,507.95	-	4,507.95
Current liabilities					-		-
Financial liabilities		-	-	-	-	-	-
borrowings		324.86	-	324.86	554.14	-	554.14
trade payables		1,932.31	-	1,932.31	3,673.14	-	3,673.14
other financial liabilities		259.14	-	715.99	643.09	-	746.06
Other current liabilities		1,730.72	-	1,273.87	267.86	-	164.90
Provisions		-	-	20.58	-	-	-
Current tax liabilities (net)		175.46	-	175.46	244.02	-	244.02
Total current liabilities		4,422.49	-	4,443.07	5,382.25	-	5,382.25
Total liabilities		7,097.23	-	7,117.81	9,890.19	-	9,890.19
Total equity and liabilities		10,404.34	-	10,404.34	13,364.55	-	13,364.55

2.2.2 Reconciliation of Profit and Loss as previously reported under IGAAP to Ind AS

(Rs.in lakhs unless otherwise stated)

Particulars	Note	Balance sheet as at March 31, 2018		
		IGAAP	Effects of transition to Ind AS	Ind AS
Revenue from operations		6,009.44	-	6,009.44
Other income		17.07	-	17.07
Total income		6,026.51	-	6,026.51
Expense				
Cost of material consumed		3,157.98	-	3,157.98
Purchase of stock-in-trade		-	-	-
Changes in inventories of finished goods and stock in trade		-	-	-
Employee benefits expense		549.20	-	549.20
Finance cost		342.54	-	342.54
Depreciation and amortisation expense		287.95	-	287.95
Other expenses		1,310.69	-	1,310.69
Total		5,648.36	-	5,648.36
Profit / (loss) before tax		378.15	-	378.15
Tax expenses				
Current tax		-	-	-
Minimum alternate tax		-	-	-
Deferred tax (credit) / charge		190.33	-	190.33
Total tax expenses		190.33	-	190.33
Profit / (loss) for the year from continuing operations		187.82	-	187.82
Profit / (loss) from the discontinuing operations		-	-	-
Tax expenses of discontinuing operations		-	-	-
Profit / (loss) from the discontinuing operations (after tax)		-	-	-
Profit / (loss) for the period		187.82	-	187.82
Earning per equity share:				
(i) basic		1.69	-	1.69
(ii) diluted		1.69	-	1.69

Note 1: Under previous GAAP, investments in long-term equity instrument were carried at cost and tested for other than temporary diminution. Under Ind AS, such investments are carried at fair value through profit or loss (FVTPL) (except for investment in subsidiaries and joint venture).

Note 2: Adjustment in proposed dividend

Under the Previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for equity dividend of ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs as at March 31, 2017 included under the provisions has been reversed with corresponding adjustment to retained earnings. Further dividend declared for the financial year 2016-17 on dated September 23, 2017 amounting to ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs recognised as liability during the year 2017-18. No dividend was declared for financial year 2017-18. hence no adjustment is required for that year.

2.3 Property, Plant & Equipment

The changes in the carrying vale of property, plant and equipment for the year ended March 31, 2019 are as follows:

(Rs.in lakhs unless otherwise stated)

Particulars	Land-Freehold	Buildings	Plant & Machinery	Office equipment	Computer equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value as of april 01, 2018	339.10	204.98	8,180.09	41.09	23.64	77.78	71.19	8,937.87
Additions	111.39	19.46	62.54	7.71	3.94	13.90	3.58	222.53
Deletions	-	-	-	-	-	-	8.81	8.81
Gross carrying value as of march 31, 2019	450.50	224.44	8,242.63	48.80	27.58	91.68	65.96	9,151.58
Accumulated depreciation as of April 01, 2018	-	10.32	423.82	9.51	12.52	17.88	12.85	486.90
Depreciation	-	4.01	354.66	4.48	5.54	8.08	7.22	383.99
Accumulated depreciation on deletions	-	-	-	-	-	-	1.65	1.65
Accumulated depreciation as of March 31, 2019	-	14.33	778.48	13.99	18.06	25.96	18.42	869.25
Carrying value as of march 31, 2019	450.50	210.11	7,464.15	34.81	9.52	65.73	47.54	8,282.34
Carrying value as of march 31, 2018	339.10	194.66	7,756.27	31.57	11.12	59.90	58.34	8,450.97

The changes in the carrying vale of property, plant and equipment for the year ended March 31, 2019 are as follows:

(Rs.in lakhs unless otherwise stated)

Particulars	Land-Freehold	Buildings	Plant & Machinery	Office equipment	Computer equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value as of april 01, 2017	246.07	204.98	4,583.18	35.04	13.31	74.53	73.13	5,230.23
Additions	102.71	-	3,596.91	6.05	10.33	3.25	5.57	3,724.83
Deletions	9.68	-	-	-	-	-	7.51	17.19
Gross carrying value as of march 31, 2018	339.10	204.98	8,180.09	41.09	23.64	77.78	71.19	8,937.87
Accumulated depreciation as of april 01, 2017	-	7.04	163.61	5.72	7.68	10.51	7.20	201.76
Depreciation	-	3.28	260.21	3.80	4.84	7.37	8.45	287.95
Accumulated depreciation on deletions	-	-	-	-	-	-	2.81	2.81
Accumulated depreciation as of march 31, 2018	-	10.32	423.82	9.51	12.52	17.88	12.85	486.90
Carrying value as of march 31, 2018	339.10	194.66	7,756.27	31.57	11.12	59.90	58.34	8,450.97
Carrying value as of march 31, 2017	246.07	204.98	4,583.18	35.04	13.31	74.53	73.13	5,230.23

- a) There is no intent to sale any of the assets held by the company and hence there is no fixed assets held for disposal.
- b) There is no lease hold fixed asset held by the company during the year under reporting and in the preceding year.
- c) Property plant and equipment pledged as security

Refer schedule no. 2.14 for information on property, plant and equipment pledged as security by the Company.

d) All the assets purchased during the year were put to use before 31st March 2019 (31st march 2018). The assets which are not put to use during the year are separately shown under capital work-in-progress at the year end except wind power generation plant at Mahuva, Sathara amounted to Rs. 0.00/- (14,76,04,042/-) which is included in total addition in the wind power generation Plant amounted to Rs. 0.00/- (29,12,47,373/-). The power generation plant at Mahuva, Sathara is commissioned on 29/06/2017, however, the commercial production had not been started from the said plant till 31/03/2018. However the commercial production of power from said plant is commenced in the year under reporting and accordingly depreciation has been provided.

2.4 Investments

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current Investments			
Equity instruments of subsidiaries	124.25	122.25	84.30
Others			
Fixed maturity plan securities			
Total Carrying value	124.25	122.25	84.30

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current Investment			
Fixed maturity plan securities			
Certificates of deposit			
Total Carrying Value	-	-	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current Investments			
Unquoted			
Investment carried at cost			
Investments in equity instruments of subsidiaries			-
Evergreen mahuva windfarms pvt ltd	0.51	0.51	
HGV DTL transmission projects pvt ltd	1.00	-	-
VG DTL transmission projects pvt ltd	1.00	-	-
K.P. energy mahuva windfarms pvt ltd.	49.78	49.78	42.01
Ungarn renewable energy pvt ltd.	26.70	26.70	10.51
Windfarm developers pvt ltd.	39.32	39.32	28.81
	118.31	116.31	81.33
Investments in capital contribution of subsidiary LLPs			
Belampar power infra llp	0.99	0.99	-
Hajipir renewable energy llp	0.99	0.99	-
Mahuva power infra llp	0.99	0.99	0.99
Manar power infra llp	0.99	0.99	0.99
Miyani power infra llp	0.99	0.99	0.99
Vanki renewable energy llp	0.99	0.99	-
	5.94	5.94	2.97
Total	124.25	122.25	84.30

During the year the company has acquired shares of the subsidiary companies and accordingly the total percentage of holding of the Company in the subsidiary companies is as follows :

HGV DTL transmission projects pvt ltd 100% (0%)

VG DTL transmission projects pvt ltd 100% (0%)

2.5 Loans

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Unsecured, considered good	-	-	-
Unsecured, considered doubtful	-	-	-
Total Loans	-	-	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unsecured, considered good			
Loan to subsidiaries (refer: related party transaction note 2.28)	33.08	-	8.77
Other loans			
Loans to employees	10.93	1.23	2.58
Mercy global	-	-	9.75
We associate	-	-	5.00
Total Loans	44.01	1.23	26.09

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Loan to subsidiaries (refer: related party transaction note 2.28)			
K P Energy Mahuva Windfarm Pvt Ltd	14.70	-	3.09
Ungarn Renewable Energy Pvt Ltd	7.78	-	2.59
Wind Farm Developers Pvt Ltd	10.60	-	3.09
Total	33.08	-	8.77

2.6 Other Financial Assets

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Security Deposits	21.74	13.31	12.97
Rental Deposits	5.50	5.50	5.50
Others	-	-	-
Total	27.24	18.81	18.47

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Security Deposits	-	-	-
Rental Deposits	-	-	-
Unbilled Revenues	87.56	-	-
Others	635.28	94.88	-
Total	722.84	94.88	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Security Deposits			
Amrut ganga water deposit	0.05	0.05	0.05
BSE deposit	-	6.50	6.50
Gadhsisa guest house deposit	0.10	-	-
K. P. house deposit	11.00	-	-
Federation of gujarat industries a/c switch	1.09	1.09	1.09
Hanumant pharma	0.25	-	-
Guest house deposit - Ila d. parikh	0.30	0.30	0.30
Labour license security deposit(Gandhidham)	1.76	-	-
Vat deposit	0.10	0.10	0.10
P.G.V.C.L. Deposit	6.85	5.12	4.93
Reliance jio deposit	-	0.14	-
Shri hanumant seva medical	0.25	-	-
Total	21.74	13.31	12.97
Rent Deposits			
Security Deposit for rent	3.00	3.00	3.00
Head office deposit	2.50	2.50	2.50
Total	5.50	5.50	5.50
Others	-	-	-
Total	-	-	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Others			
Investments in current instruments (Current capital) of LLP			
Belampur Power Infra LLP	25.55	-	-
Hajipur Renewable Energy LLP	36.09	3.52	-
Mahuva Power Infra LLP	86.56	-	-
Manar Power Infra LLP	103.33	-	-
Miyani Power Infra LLP	226.69	88.63	-
Vanki Renewable Energy LLP	157.05	2.73	-
	635.28	94.88	-
Total	635.28	94.88	-

Amount shown under the head Investments in current instruments of LLP are the amounts of current capital contribution to various subsidiary LLPs.

2.7 Inventories

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Closing Stock	2650.00	972.77	374.26
Total	2650.00	972.77	374.26

Inventories are valued at cost or net realisable value whichever is lower by following FIFO method. Inventories of leasehold lands are valued at cost. Inventory for the year ended March 31, 2018 includes stock of power valued at net realisable value.

2.8 Trade Receivables

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unsecured			
Considered good (1)	2752.73	2340.99	2,562.67
Considered doubtful	-	-	-
Total	2,752.73	2,340.99	2,562.67

(1) Includes due from related parties (refer: related party transaction note 2.29)

Sundry debtors are trade receivables which are due in respect of goods sold in the normal course of the business.

2.9 Cash and Cash Equivalents

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Balances with Banks			
In current accounts	0.46	3.03	9.74
Cash on Hand	20.50	0.06	9.18
Total	20.97	3.08	18.92

Deposit with more than 12 months maturity

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
In Current Accounts			
Axis bank account	0.14	2.75	0.80
State bank of India c.a.	0.09	0.08	0.25
State bank of India escrow account	0.23	0.20	-
Bank of baroda	-	-	0.63
I.C.I.C.I. bank	-	-	8.05
Total	0.46	3.03	9.74

Other Bank Balance

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
In Unpaid Dividend Accounts			
State bank of India unpaid dividend account	0.09	0.10	-
In Deposit Accounts			
Fixed deposit with state bank of india	333.99	525.99	167.50
Fixed deposit with sidbi	331.61	309.04	-
Total	665.70	835.14	167.50

2.10 Other Assets

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Others			
Advances for land	24.68	24.68	0.00
Prepaid transmission line expense	3.42	-	
Total	28.10	24.68	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Others			
Prepaid expenses	16.39	9.83	10.74
Withholding taxes and others	1,059.24	465.79	327.93
Total	1,075.63	475.62	338.68

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Prepaid expenses			
Prepaid insurance expense	10.52	2.02	6.23
Prepaid interest expense	4.18	4.67	0.04
Prepaid metmast expense	0.42	0.10	
Prepaid rent expense	0.51	0.72	4.48
Prepaid software expense	0.28	2.13	-
Prepaid software expense	0.06	0.18	-
Prepaid transmission line expense	0.42	-	-
Total	16.39	9.83	10.74
Withholding taxes			
TDS receivable fy 2017-18	134.75	156.69	-
TDS receivable fy 2018-19	157.82	-	-
Others			
P & P expense	0.00	38.77	58.22
F.D. interest receivable	0.00	0.00	4.91
Excise duty receivable	-	-	34.81
Service tax receivable	-	-	40.57
VAT credit receivable	-	-	13.24
GST credit receivable	193.10		-
ADITYA BIRLA Finance TDS Receivable	0.56	-	-
Magma Fincorp Ltd	0.97	-	-
WORKS CONTRACT PAYABLE 0.6%	14.42	8.41	-
MAT CREDIT ENTITLEMENT	545.68	259.73	176.17
Advances for land	11.90	2.18	-
My biz a/c	0.03	-	-
Total	1059.24	465.79	327.93

2.11 Fair Value Disclosures

i) Financial instruments by category

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31, 2019			As at March 31, 2018			As at March 31, 2017		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial assets									
Investments	-	-	-	-	-	-	-	-	-
Security deposits	-	-	21.74	-	-	13.31	-	-	12.97
Rental deposits	-	-	5.50	-	-	5.50	-	-	5.50
Trade receivables	-	-	2,752.73	-	-	2,340.99	-	-	2,562.67
Cash and cash equivalents	-	-	20.97	-	-	3.08	-	-	18.92
Other bank balances	-	-	665.70	-	-	835.14	-	-	167.50
Loans	-	-	44.01	-	-	1.23	-	-	26.09
Derivative asset	-	-	-	-	-	-	-	-	-
Other financial assets	-	-	722.84	-	-	94.88	-	-	-
Total	-	-	4,233.48	-	-	3,294.14	-	-	2,793.64
Financial liabilities									
Borrowings	-	-	3,024.30	-	-	3,606.41	-	-	1,838.79
Trade payable	-	-	5,130.21	-	-	3,673.14	-	-	1,932.31
Other financial liabilities	-	-	595.63	-	-	643.09	-	-	259.14
Total	-	-	8,750.14	-	-	7,922.64	-	-	4,030.24

Investment in equity instruments of subsidiaries, joint ventures and associates has been accounted at cost in accordance with Ind AS 27. Therefore not within the scope of Ind AS 109, hence not included here.

ii) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are categorized into three levels of fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3

Financial assets and liabilities measured at fair value - recurring fair value measurements

March 31, 2019	Level 1	Level 2	Total
Financial assets	-	-	-
-	-	-	-
Total financial assets	Level 1	Level 2	Total
March 31, 2018			
Financial assets			
-	-	-	-
Total financial assets	-	-	-
April 1, 2017	Level 1	Level 2	Total
Financial assets			
-	-	-	-
Total financial assets	-	-	-

Valuation process and technique used to determine fair value

(i) The fair value of investments in government securities and quoted equity shares is based on the current bid price of respective investment as at the balance sheet date.

(ii) The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published statements as at the Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

(iii) In order to arrive at the fair value of unquoted investments, the company obtains independent valuations. The techniques used by the valuer are as follows:

- a) Asset approach - Net assets value method
- b) Income approach - Discounted cash flows ("DCF") method
- c) Market approach - Enterprise value/Sales multiple method

Derivative financial asset:

The Company has not entered into derivative financial instruments.

(iii) Fair value of instruments measured at amortised cost

(Rs.in lakhs unless otherwise stated)

Particulars	Level	March 31, 2019		March 31, 2018		April 1, 2017	
		Carrying value	Fair value	Carrying value	Fair value	Carrying value	Fair value
Financial assets							
Security deposits	Level 3	21.74	21.74	13.31	13.31	12.97	12.97
Rental deposits	Level 3	5.50	5.50	5.50	5.50	5.50	5.50
Loans	Level 3	44.01	44.01	835.14	835.14	26.09	26.09
Other financial assets	Level 3	722.84	722.84	94.88	94.88	-	-
Total Financial assets		794.09	794.09	948.83	948.83	44.56	44.56
Financial liabilities							
Borrowing	Level 3	3,024.30	3,024.30	3,606.41	3,606.41	1,838.79	1,838.79
Other financial liabilities	Level 3	595.63	595.63	643.09	643.09	259.14	259.14
Total Financial liabilities		3,619.93	3,619.93	4,249.50	4,249.50	2,097.93	2,097.93

The management assessed that security deposits, loan to related parties, other financial assets and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

(i) Long-term fixed-rate and variable-rate receivables are evaluated by the Company based on parameters such as interest rates, individual creditworthiness of the customer and other market risk factors. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

(ii) All the other long term borrowing facilities availed by the Company are variable rate facilities which are subject to changes in underlying Interest rate indices. Further, the credit spread on these facilities are subject to change with changes in Company's creditworthiness. The management believes that the current rate of interest on these loans are in close approximation from market rates applicable to the Company. Therefore, the management estimates that the fair value of these borrowings are approximate to their respective carrying values.

2.12 Equity

Equity Share Capital

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Authorized			
Equity shares, Rs. 10 par value			
1,25,00,000	1250.00	1060.00	1050.00
(1,06,00,000) ⁽¹⁾			
Issued, subscribed and paid up			
Equity shares, Rs. 10 par value			
1,11,15,000	1111.50	855.00	855.00
(85,50,000) ⁽¹⁾			

(1) Represents number of shares as on March 31, 2018.

Terms / Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

During the year the company has not declared ANY interim dividend nor proposed any final dividend.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

During the year ended March 31, 2019 the amount of per share dividend proposed as distributions to equity shareholders was ` 1.00 per share and recognised for March 31, 2018: ` 0.00 per share, April 01, 2017: ` 0.20 per share. Proposed dividend for the year ended March 31, 2019 is not recognised as per requirements of IND AS.

During the year ended March 31, 2019 the company has issued 25,65,000 (00) fully paid bonus shares in the ration of 3:10 (March 31, 2018: ` 00:00)

Details of Convertible Securities

The company has not issued any securities convertible into equity or preference shares.

Details of Shares Reserved for Employees Stock Options:

The company has not reserved any shares for employees stock options.

Holding More than 5%

Particulars	31-Mar-2019		31-Mar-2018	
	Number of shares	% Held	Number of shares	% Held
Ashish ashwin mithani	1482922	13.34%	1140646	13.34%
Farukbhai gulambhai patel	5403125	48.61%	4156250	48.61%
Veer value ventures llp	650000	5.85%	500000	5.85%

Details of Shares For Preceding Five Years

Particulars	31-Mar-2019	31-Mar-2018	31-Mar-2017	31-Mar-2016	31-Mar-2015
Number of equity shares bought back	-	-	-	-	-
Number of preference shares redeemed	-	-	-	-	-
Number of equity shares issued as bonus share	25,65,000	-	51,30,000	15,00,000	-
Number of preference shares issued as bonus share	-	-	-	-	-
Number of equity shares allotted for contracts without payment received in cash	-	-	-	-	-
Number of preference shares allotted for contracts without payment received in cash	-	-	-	-	-

Reconciliation

Particulars	31-Mar-2019		31-Mar-2018	
	Number of shares	Amount	Number of shares	Amount
Number of shares at the beginning	85,50,000	85,50,000	85,50,000	85,50,000
Add: Bonus Issued	25,65,000	25,65,000	-	-
Less: Bought back	-	-	-	-
Others	-	-	-	-
Number of shares at the end	1,11,15,000	1,11,15,000	85,50,000	85,50,000

2.13 Other Equity

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Retained earnings	4,306.54	2,530.36	2,363.12
General reserve	-	-	-
Security premium reserve	-	89.00	89.00
Total	4,306.54	2,619.36	2,452.12

Adjustment of proposed dividend : Under the Previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for equity dividend of Rs 17.10 lakhs and corporate dividend tax Rs. 3.48 lakhs as at March 31, 2017 included under the provisions has been reversed with corresponding adjustment to retained earnings. Further dividend declared for the financial year 2016-17 on dated September 23, 2017 amounting to Rs 17.10 lakhs and corporate dividend tax Rs. 3.48 lakhs recognised as liability during the year 2017-18. No dividend was declared for financial year 2017-18. hence no adjustment is required for that year. For the current financial year 2018-19, the company has proposed Rs. 1 per share as equity dividend to it's shareholders which is not recognised in this financial statements as per the provisions of IND AS.

Securities premium reserve:

Securities premium reserve represents premium received on issue of shares. Further the securities premium reserve has been netted off with the issue of fully paid bonus shares amounting to Rs 89.00 lakhs.

2.14 Long Term Borrowings

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Secured			
Term Loans			
From Banks	2,523.80	3,025.42	1,430.24
Vehicle Loans			
From Banks	5.32	7.85	13.30
Construction Equipment Loans			
From Banks	-	7.00	28.88
Unsecured			
Business Loans			
From Banks	-	-	-
From Financial institutions	-	-	41.52
From related parties	-	12.00	-
Total	2,529.12	3,052.28	1,513.93

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current maturities of long term debts			
Term Loans			
From Banks	473.52	449.52	204.76
Vehicle Loans			
From Banks	3.14	5.71	5.14
Construction Equipment Loans			
From Banks	8.41	21.87	30.34
Business Loans			
From Financial Institutions	10.11	77.03	84.61
Total	495.18	554.14	324.86

Details of borrowings are as follows:

(Rs.in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Rupee term loans (refer point A part (i) for interest rate)							
SBI term loan ¹	1725.00	Refer note 1 below.	Refer note 1 below.	Refer note 1 below.	963.67	1,246.55	1,430.24
SIDBI term loan ²	1990.00	Refer note 2 below.	Refer note 2 below.	Refer note 2 below.	1,560.12	1,778.86	-
					2,523.80	3,025.42	1,430.24
Vehicle loans (refer point A part (ii) for interest rate and point C part (vi) for security)							
SBI safari loan	15.00	2016-17	60	0.32	5.32	7.57	13.30
SBI bolera loan	7.00	2014-15	60	0.16	-	0.28	-
					5.32	7.85	13.30
Construction equipment loan							
Axis bank batching plant ³	55.00	Refer note 3 below.	Refer note 3 below.	Refer note 3 below.	-	7.00	21.41
Axis bank concrete pump ⁴	35.00	Refer note 4 below.	Refer note 4 below.	Refer note 4 below.	-	-	7.46
						7.00	28.88
Business loans							
Aditya birla finance limited	50.00	2017-18	12	4.53	-	-	-
Capital first limited	75.19	2016-17	36	4.57	-	-	24.52
Magma fincorp limited	50.00	2016-17	24	3.37	-	-	7.70
The capital finance service limited	35.00	2016-17	36	1.96	-	-	9.30
					-	-	41.52
From related parties							
Faruk g. patel					-	2.00	
Ashsih a. mithani						10.00	
					-	12.00	-
					2,529.12	3,052.28	1,513.93

A. Details of interest rate for each type of borrowings

i. The interest on above rupee term loans from banks are linked to the respective banks base rates / MCLR which are floating in nature. As of March 31, 2019 the interest rates ranges from 8.95 % to 10.30 % per annum (March 31, 2018: 8.95 % to 10.00 % per annum; April 01, 2017: 12.05 % per annum).

ii. The interest on above vehicle loans from banks are linked to the respective banks base rates / MCLR which are floating in nature. As of March 31, 2019 the interest rates ranges from 9.25 % per annum (March 31, 2018: 8.70 % to 9.45 % per annum; April 01, 2017: 9.65 % per annum).

B. Details of guarantee for each type of borrowings

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Guaranteed by directors			
Rupee Term loans	3,715.00	3,715.00	1,725.00

C. Details of security for each type of borrowing :

- i. Rupee term loans from all banks are secured against first pari passu hypothecation of all the fixed assets created out of bank finance.
- ii. Vehicle loans from all banks are secured against hypothecation of respective motor vehicle financed.
- iii. Construction equipment loans from all banks are secured against hypothecation of respective construction equipment.

D. Reconciliation of liabilities arising from financing activities:

The changes in the Company's liabilities arising from financing activities can be classified as follows:

(Rs.in lakhs unless otherwise stated)

Particulars	Liabilities from financial activities		
	Long term borrowings	Short term borrowings	Total
Net debt as at April 01, 2017	1,838.79	-	1,838.79
- Proceeds	2,062.88	-	2,062.88
- Repayment	603.11	-	603.11
- Interest paid	267.09	-	267.09
- Interest expense	295.85	-	295.85
Net debt as at March 31, 2018	3,594.41	-	3,594.41
Net debt as at April 01, 2018	3,594.41	-	3,594.41
- Proceeds	-	-	-
- Repayment	959.67	-	959.67
- Interest paid	306.32	-	306.32
- Interest expense	331.39	-	331.39
Net debt as at March 31, 2019	2,966.13	-	2,966.13

(Rs.in lakhs unless otherwise stated)

Name of the Bank	As at March 31		As at April 1
	2019	2018	2017
Current maturities of long term debts			
Term Loans			
From Banks			
State bank of India	264.00	240.00	201.00
SIDBI	209.52	209.52	-
ICICI	-	-	3.76
	473.52	449.52	204.76
Vehicle Loans			
From Banks			
State bank of India safari loan	3.14	5.52	5.14
State bank of India bolera loan		0.19	
	3.14	5.71	5.14
Construction equipment loan			
From Banks			
Axis bank batching plant	8.41	14.41	18.20
Axis bank concrete pump loan	-	7.46	12.15
	8.41	21.87	30.34
Business loans			
From Financial Institutions			
Aditya birla finance limited	-	33.50	
Magma fincorp limited	-	7.27	28.67
Tata capital finance service limited	3.32	12.55	19.72
Capital first limited	6.79	23.72	36.22
	10.11	77.03	84.61
Total	495.18	554.14	324.86

1.

(Rs.in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
SBI term loan II	825.00	2015-16	90	8.00	473.92	599.54	636.06
SBI term loan II	900.00	2016-17	69	13.00	489.75	647.01	794.17

2.

(Rs.in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
SIDBI term loan I	995.00	2017-18	114	8.73	759.48	873.36	
SIDBI term loan II	995.00	2017-18	114	8.73	800.64	905.51	

3.

(Rs.in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Axis bank batching plant I	21.00	2015-16	36	0.68	-	-	1.34
Axis bank batching plant II	34.00	2016-17	36	1.09	-	7.00	20.07

4.

(Rs.in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Axis bank concrete pump I	19.00	2015-16	36	0.61	-	-	3.00
Axis bank concrete pump II	16.00	2015-16	36	0.52	-	-	4.47

2.15 Other Financial Liabilities

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Total	-	-	-

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current	-	-	-
Others			
State bank of India SLC ⁽¹⁾ ⁽³⁾	181.73	180.00	-
State bank of India cash credit account ⁽²⁾ ⁽³⁾	367.29	407.97	243.01
Salary payable ⁽⁴⁾	40.19	50.40	11.42
PF payable	1.61	1.95	0.94
PT payable	0.23	0.14	0.13
Worker wages payable	4.58	2.63	3.64
Total	595.63	643.09	259.14

(1) Company has taken Stand by line of Credit (SLC) from SBI for ` 1.80 Crores (1.80 Crores) which is secured by first pari passu charge on all current assets primarily Stock and Book debts. The rate of interest on the working capital facility from bank is 11 % p.a.(11 % p.a.) calculated on daily products on monthly rests

(2) The company has taken the Cash credit facilities from SBI for ` 4.00 Crores (4.00 Crores) which is secured by first pari passu charge on all current assets primarily Stock and Book debts. The rate of interest on the working capital facility from bank is 10 % p.a.(10.00% p.a.) calculated on daily products on monthly rests. Till the renewal of the working capital facility by the bank during March, 2019

(3) The same is further secured by collateral securities of immovable properties of the director and family members of the Directors, Other fixed assets of the Company including Plant and machineries, lands situated at various places and bank FD. The borrowings are further secured by personal guarantee of Directors and family members of directors along with corporate guarantee of KPI Global infrastructure Ltd.

(4) Includes due to related parties (refer: related party transaction note 2.29)

2.16 Deferred Tax Liabilities

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Deferred tax liabilities arising on account of			
Property, plant and equipment and intangible assets	1,135.33	853.96	663.63
Deferred tax assets arising on account of	1,135.33	853.96	663.63
	-	-	-
Net Deferred tax liabilities	1,135.33	853.96	663.63

2.17 Other Liabilities

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Deposit			
Aspen infrastructures limited	100.00	100.00	-
Monosteel india limited	-	20.00	-
Others			
Simms engineering private limited	269.36	481.71	497.18
Total	369.36	601.71	497.18

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unearned revenue	-	-	-
Others			
Suzlon energy limited	-	11.38	1,263.27
Suzlon gujarat windpark limited	-	153.52	-
Lease rent payable	9.42		
Land rent payable	-	-	10.50
Office rent payable	-	-	0.10
Withholding taxes and others			
TDS payable	60.99	26.77	28.48
GST payable	121.61	76.19	-
Service tax payable	-	-	428.33
TCS payable	-	-	0.04
Unpaid dividend	0.003	0.003	-
Bharat vanza payable a/c	0.56	-	-
Dhaval parmar payable a/c	0.22	-	-
Harshvardhan datt payable a/c	0.46	-	-
Total	193.26	267.86	1,730.72

2.18 Trade Payables

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Trade Payables			
	5,130.21	3,673.14	1,932.31
Total	5,130.21	3,673.14	1,932.31

As reported by the management, As at March 31, 2019 and March 31, 2018, there are no outstanding dues to micro and small enterprises. There are no interest due or outstanding on the same.

2.19 Current Tax Liabilities

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Income tax	551.80	244.02	175.46
Income tax expenses	551.80	244.02	175.46

2.20 Revenue From Operations

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Revenue from sale of power	986.12	318.27
Revenue from operation and maintainance services	103.30	58.63
Revenue from contract	14751.58	5632.55
Total	15841.00	6009.44

2.21 Other Income

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Interest received on financial assets carried at amortization cost		
Interest on fixed deposit	44.29	15.85
Miscellaneous income, net		
Discount	-	1.07
Scrap sale income	-	0.03
Other income	3.07	0.12
Total	47.36	17.07

2.22 Expenses

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Cost of material consumed		
Raw material		
Opening	972.77	374.26
Purchase ⁽⁵⁾	11,290.47	3,756.50
Adjustment	-	-
Closing	2,650.00	972.77
	9,613.25	3,157.98
Employee benefit expense		
Salary, wages and bonus		
Wages to workers ⁽¹²⁾	495.52	329.01
Arrears of salary	12.96	14.72
Bonus to staff	-	-
Salary	247.12	196.28
Contribution to provident fund		
Contribution to provident fund	7.01	6.49
Staff welfare expenses		
Staff welfare expenses	9.45	2.68
Other employee related expenses		
Rent for employee accommodation	-	0.02
	772.05	549.20
Finance cost		
Interest Expenses		
Interest on loan	359.38	241.63
Bank charges		
Bank charges	1.35	0.86
Other interest charges		
Interest on income tax	41.83	-
Interest on professional tax	-	0.00
Interest on gst	-	-
interest on tax deducted at source	11.38	5.61
interest on service tax	-	38.83
Interest on tax collected at source	-	0.01
Interest on value added tax	-	0.44
Finance charges		
Bank guarantee charges	2.73	28.34
Stamp and franking charges	11.45	3.70
Inspection charges	0.02	-
LC interest		13.91
LC charges	0.07	-

SLC interest	21.76	-
Processing fees	7.99	8.95
Pre closure charges	0.06	-
Late payment charges on loan	-	0.27
	458.04	342.54
Other expenses		
Petrol and diesel expenses ⁽⁹⁾	185.65	187.56
Transportation expenses	99.97	97.53
Lease rents	31.83	3.36
Dump yard rent	1.32	1.10
Electrical expense		4.93
Labour expenses	176.35	33.58
Miscellaneous purchase for site	24.15	3.87
Processing fees for geda	12.99	34.59
Site expenses	489.36	410.13
Transfer fees expense of geda	0.62	7.48
Transmission charges ⁽¹¹⁾	52.96	13.11
Sldc charges ⁽¹⁰⁾	1.00	0.49
Telephone expenses	4.38	4.47
Courier charges	4.11	2.93
Stationary and printing expense	10.45	5.03
Municipal tax	0.18	0.16
Professional tax	0.02	0.02
Rent expenses ⁽⁹⁾	90.36	15.04
Batching plant rent		0.30
Land rent expense		5.91
Swaccha bharaat cess expense	-	7.43
Labour tax	0.02	0.03
Auditor's remuneration ⁽¹⁾	8.25	1.82
Internal audit fees	0.20	
Stock audit fees	-	0.28
Loss on sale of fixed assets	3.66	2.76
Sitting fees to director	1.35	1.25
Director remuneration	54.40	57.00
Repairing and maintainance expense	20.84	14.86
Electricity expense	5.99	4.96
Travelling and conveyance expense	26.13	8.60
Accommodation expense	8.59	2.24
Legal and professional fees	55.54	42.41
Certification charges ⁽⁴⁾	1.40	1.95
ISO training expense	-	0.20
ISO fees	0.61	
ISO audit fees	3.70	
Valuation expense	-	0.12
Insurance expense	17.14	13.92
Donation expense	20.87	0.25
Corporate social responsibility expense	69.81	31.65
Security service charges	93.28	32.04
Canteen expense ⁽³⁾	75.22	54.51
Software expense	3.13	1.60
Seminar fees	-	0.42
ROC expense	1.63	0.30
House keeping expense	4.86	0.64
Internet expense ⁽⁶⁾	2.14	0.41
Miscellaneous expense	1.03	3.05
Office expense	5.45	6.15
Stipend expense	3.25	1.60
AGM expense	1.58	0.54
Application fees expense	25.85	3.85

Computer expense	1.19	0.39
Late filing fees	2.95	0.60
Late payment charges	0.00	0.19
O & M charges ⁽⁷⁾	48.62	0.53
Tender fees	-	0.19
Testing charges	0.57	0.54
Training expense	5.41	0.82
Web designing expense	-	0.23
Advertisement expense	8.78	2.06
Brokerage Expense	20.98	1.55
Business Promotion Expense	26.04	49.29
Preliminary and preoperative expense	38.77	19.45
Research and development expense	19.86	9.48
Rebate expense	-	1.71
CST expense	-	1.02
Excise duty expense	-	14.28
VAT expense	-	29.06
Local taxes	39.62	45.87
Stamp duty	1.29	4.79
Discount	40.29	-
Interest on delay payment	13.83	-
Power generation debit note	200.00	-
Registration fees	0.25	-
TDS expenses ⁽²⁾	-	0.22
	2,170.12	1,310.69
⁽¹⁾ Auditor's remuneration:		
As a statutory auditor :	7.77	1.82
As a GST consultant :	0.48	-
Total	8.25	1.82

(2) This expenditure includes prior period expense of Rs. 0(0.22)

(3) This expenditure includes prior period expense of Rs. 0.33(0)

(4) This expenditure includes prior period expense of Rs. 0.49(0)

(5) This expenditure includes prior period expense of Rs. 29.27(0)

(6) This expenditure includes prior period expense of Rs. 0.0116(0)

(7) This expenditure includes prior period expense of Rs. 0.70(0)

(8) This expenditure includes prior period expense of Rs. 0.015(0)

(9) This expenditure includes prior period expense of Rs. 0.23(0)

(10) This expenditure includes prior period expense of Rs. 0.62(0)

(11) This expenditure includes prior period expense of Rs. 0.04(0)

(12) This expenditure includes prior period expense of Rs. 2.39(0)

2.23 Financial risk management

(i) Risk management framework

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Negotiation of terms that reflect the market factors
Market risk-Security price	Investments in equity securities	Sensitivity analysis	Company presently does not make significant investments in equity shares, except for entities where it exercises control or joint control or significant influence.

The Company's risk management is carried out by a central treasury department (of the Company) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such as interest rate risk, credit risk and investment of excess liquidity

A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of financial assets represents the maximum credit exposure.

- cash and cash equivalents,
- trade receivables,
- loans & receivables carried at amortised cost, and
- deposits with banks

a) Credit risk management

The Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

- A: Low
B: Medium
C: High

Assets under credit risk -

Description	March 31, 2019	March 31, 2018	April 1, 2017
A: Low			
Loans	44.01	1.23	26.09
Investments	124.25	122.25	84.30
Other financial assets	750.08	113.68	18.47
Cash and cash equivalents	20.97	3.08	18.92
Other bank balances	665.70	835.14	167.50
Trade receivables	2,752.73	2,340.99	2,562.67

Cash and cash equivalents and other bank balances

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks.

Trade receivables

The Company closely monitors the credit-worthiness of the debtors through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Company assesses increase in credit risk on an ongoing basis for amounts receivable that become past due and default is considered to have occurred when amounts receivable become past due one year.

Other financial assets measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances to employees, security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the company operates.

Maturities of financial liabilities

The tables below analyze the Company's financial liabilities into relevant maturity of the Company based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

March 31, 2019	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	-	100.00	-	100.00
Trade payable	5,130.21	-	-	5,130.21
Other financial liabilities	595.63	-	-	595.63
Total	5,725.84	100.00	-	5,825.84

March 31, 2018	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	20.00	100.00	-	120.00
Trade payable	3,673.14	-	-	3,673.14
Other financial liabilities	643.09	-	-	643.09
Total	4,336.23	100.00	-	4,436.23

April 01, 2017	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	-	-	-	-
Trade payable	1,932.31	-	-	1,932.31
Other financial liabilities	259.14	-	-	259.14
Total	2,191.45	-	-	2,191.45

Interest rate risk

i) Liabilities

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. As at March 31, 2019, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. The Company's investments in fixed deposits all pay fixed interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

(Rs.in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Variable rate borrowings	165.97	165.68
Fixed rate borrowings	193.40	75.95
Total borrowings	359.37	241.63

Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates. In case of fixed rate borrowings a change in interest rates at the reporting date would not affect profit or loss.

(Rs.in lakhs unless otherwise stated)

Particulars	Effect on profit after tax	
	March 31, 2019	March 31, 2018
Total borrowings		
- Impact due to increase of 50 basis points*	-17.97	-9.19
- Impact due to decrease of 50 basis points*	17.97	9.19

*Holding all other variable constant

ii) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

c) Price risk

Exposure

The Company's exposure price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit or loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

The Company does not have any significant investments in equity instruments which create an exposure to price risk.

2.24 Capital management

The Company's capital management objectives are

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's adjusted net debt to equity ratio as at year end were as follows:

Description	March 31, 2019	March 31, 2018	April 1, 2017
Total borrowings	3,024.30	3,606.41	1,838.79
Less : cash and cash equivalents	20.97	3.08	18.92
Net debt	3,003.33	3,603.33	1,819.87
Total equity	5,418.04	3,474.36	3,307.12
Adjusted net debt to adjusted equity ratio	0.55	1.04	0.55

Dividends

Description	March 31, 2019	March 31, 2018
Equity shares		
(i) Final Dividend		
For the year ended March 31, 2018 of Rs 0.00 per share (excluding tax)	-	-
For the year ended March 31, 2017 of Rs 0.20 per share (excluding tax)		17.10
(ii) Proposed Dividend		
For the year ended March 31, 2019 of Rs 1.00 per share (excluding tax)	111.15	-
For the year ended March 31, 2018 of Rs 0.00 per share (excluding tax)		

This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

2.25 Disclosures required U/S. 186(4) of The Companies Act, 2013:

For details of Loans and guarantees given to and given by related parties, refer Note No. 2.28.

For details of Securities provided by the related parties, refer Note No. 2.14 and 2.28.

For details of Investments made refer Note No. 2.4.

2.26 The previous year's figures have been regrouped or reclassified wherever necessary to confirm with the current year's presentation

2.27 Accounting policies not specifically referred to otherwise are consistent and in consonance with Indian Accounting Standard

2.28 Related Party Transaction

Subsidiaries Incorporated In India

Name of Subsidiaries	Holdings as at		
	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
Belampar Power Infra LLP	99.00%	99.00%	0.00%
Evergreen Mahuva Windfarms Private Limited	51.00%	51.00%	0.00%
Hajipir Renewable Energy LLP	99.00%	99.00%	0.00%
HGV DTL Transmission projects Private Limited	100.00%	0.00%	0.00%
K P Energy Mahuva Windfarms Private Limited	99.03%	99.03%	98.85%
Mahuva Power Infra LLP	99.00%	99.00%	99.00%
Manar Power Infra LLP	99.00%	99.00%	99.00%
Miyani Power Infra LLP	99.00%	99.00%	99.00%
Ungarn Renewable Energy Private Limited	98.20%	98.20%	95.55%
Vanki Renewable Energy LLP	99.00%	99.00%	0.00%
VG DTL Transmission Projects Private Limited	100.00%	0.00%	0.00%
Wind Farm Developers Private Limited	98.77%	98.77%	98.33%

List of Other Related Parties

Particulars	Nature of Relationship
K P Sor-urja Limited	Group Company
K P Human Development Foundation	Group Company
K P I Global Infrastructure Limited	Group Company
K P Buildcon Private Limited	Group Company

List of Key Managerial Personnel

Faruk Gulambhai Patel - Managing Director

Ashish Ashwin Miithani - Whole Time Director

Pravin Singh - Chief Financial Officer

Karmit Haribhadrabhai Sheth - Company Secretary

Relative of Key Managerial Personnel

The details of amounts due to or due from related parties as at March 31, 2019, March 31, 2018 and April 1, 2017 are as follows :

Particulars	As at March 31		As at April 1
	2019	2018	2017
Subscription to / Purchase of Equity Shares/capital Contribution to LLPS			
Belampar Power Infra LLP	0.99	0.99	-
Evergreen Mahuva Windfarms Private Limited	0.51	0.05	-
Hajipir Renewable Energy LLP	0.99	0.99	-
HGV DTL Transmission projects Private Limited	1.00	-	-
K P Energy Mahuva Windfarms Private Limited	49.78	49.78	42.01
Mahuva Power Infra LLP	0.99	0.99	0.99
Manar Power Infra LLP	0.99	0.99	0.99
Miyani Power Infra LLP	0.99	0.99	0.99
Ungarn Renewable Energy Private Limited	-	26.70	10.51
Vanki Renewable Energy LLP	0.99	0.99	-
VG DTL Transmission Projects Private Limited	1.00	-	-
Wind Farm Developers Private Limited	39.32	39.32	28.81
	97.55	121.79	84.30
Current Capital Contribution to LLP'S			
Belampar Power Infra LLP	25.55	-	-
Hajipir Renewable Energy LLP	36.09	3.52	-
Mahuva Power Infra LLP	86.56	-	-
Manar Power Infra LLP	103.33	-	-
Miyani Power Infra LLP	226.69	88.63	-
Vanki Renewable Energy LLP	157.05	2.73	-
	635.28	94.88	-
Loans Given			
K P Energy Mahuva Windfarms Private Limited	14.70	-	3.09
Ungarn Renewable Energy Private Limited	7.78	-	2.59
Wind Farm Developers Private Limited	10.60	-	3.09
Borrowings			
-Non Current			
Ashish Ashwin Mithani	-	10.00	-
Faruk Gulambhai Patel	-	2.00	-
	33.08	12.00	8.77
Trade Payables			
Evergreen Mahuva Windfarms Private Limited	386.45	826.95	-
	386.45	826.95	-
Trade Receivables			
K P Buildcon Private Limited	99.79	26.09	-
	99.79	26.09	-
Other Liabilities			
Ashish Ashwin Mithani	0.03	3.71	1.90
Faruk Gulambhai Patel	0.45	3.53	-3.21
Pravin Singh	0.50	0.90	0.29
Karmit Haribhadrabhai Sheth	0.56	0.59	0.25
	1.53	8.72	-0.76

The details of the related-party transactions entered into by the company, for the years ended March 31, 2019, March 31, 2018 and April 1, 2017 are as follows :

Particulars	As at March 31	
	2019	2018
Capital Transaction		
Financing transaction		
Equity		
Evergreen Mahuva Windfarms Private Limited	-	0.51
HGV DTL Transmission projects Private Limited	1.00	-
K P Energy Mahuva Windfarms Private Limited	-	7.77
Ungarn Renewable Energy Private Limited		16.19
VG DTL Transmission Projects Private Limited	1.00	-
Wind Farm Developers Private Limited	-	10.51
	2.00	34.98
Capital Contribution		
Belampar Power Infra LLP	-	0.99
Hajipir Renewable Energy LLP	-	0.99
Vanki Renewable Energy LLP	-	0.99
	-	2.97
Current Contribution		
Belampar Power Infra LLP	25.55	-
Hajipir Renewable Energy LLP	32.57	3.52
Mahuva Power Infra LLP	86.56	-
Manar Power Infra LLP	103.33	-
Miyani Power Infra LLP	138.06	88.63
Vanki Renewable Energy LLP	154.33	2.73
	540.40	94.88
Loans (net of repayments)		
K P Energy Mahuva Windfarms Private Limited	14.70	-3.09
Ungarn Renewable Energy Private Limited	7.78	-2.59
Wind Farm Developers Private Limited	10.60	-3.09
	33.08	-8.77
Revenue Transactions		
Purchases of Goods or Services		
K P Buildcon Private Limited	185.47	6.39
	185.47	6.39
Purchases of Fixed Asset		
K P Buildcon Private Limited	1.74	-
	1.74	-
Sale of Goods or Services		
Evergreen Mahuva Windfarms Private Limited	386.45	826.95
	386.45	826.95
Managerial Remuneration		
KMP		
Ashish Ashwin Mithani	30.40	30.00
Faruk Gulambhai Patel	24.00	27.00
Pravin Singh	4.30	4.07
Karmit Haribhadra Sheth	3.57	3.27
	62.27	64.34

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413
Place : Surat
Date : 25/05/2019

For and on behalf of the Board of Directors of
K.P. Energy Limited

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)
Karmit Haribhadra Sheth
(Company Secretary)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)
Pravin Radhekanth Singh
(Chief Financial Officer)

Independent Auditor's Report

To the members of
K.P. Energy Limited

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **K. P. ENERGY LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss, Statement of change in equity and Statement of cash flows for the year end, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. (hereinafter referred to as "the Consolidated financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019 and profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to the Key Audit Matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's response
1.	Evaluation of procedure for recognizing the revenue from sale of power The company has adopted the procedure for recognizing the revenue from sale of power as unbilled revenue at the initial stage on monthly basis and once the confirmation is received from the customer and the regulatory authority in respect of the actual units of electricity transmitted, the company raises invoice to the client and the same is adjusted against the unbilled revenue booked earlier.	We have obtained the Actual Invoice raised by the company after receipt of the confirmation from the regulatory authority and the customers, Certificate of share of electricity generated by Wind Farms issued by the GETCO – State Load Dispatch Centre on monthly basis, Calculations of Wheeling Loss of wind mill on monthly basis issued by the Electricity company to the client. We have matched the documents and correlate the same with the unbilled revenue booked on monthly basis. The unbilled revenue appearing as on 31st March 2019 would be offset only after the receipt of the above documentary evidences from the respective authorities and the customers which would be settled in the subsequent F.Y. and to that extent there is the possibility that the revenue booked as unbilled revenue can be varied.
2.	Revenue recognition – Fixed price (EPCC) development contracts The Company inter alia engages in Fixed-price (EPCC) development contracts, where, revenue is recognized using the milestone completed computed as per the input method based on management's estimate of contract costs. We identified revenue recognition of fixed price development contracts as a KAM considering there is an inherent risk around the accuracy of revenues given the customised and complex nature of these Windfarm development contracts.	Our audit procedures on revenue recognized from fixed price development contracts include obtaining an understanding of the systems, processes and controls implemented by management for recording and calculating revenue. We have tested that the revenue recognized is in accordance with the Indian accounting standard by evaluating identification of performance obligations. We have also tested management's estimation of contract cost and the obligations if any. We have observed that the estimates of cost to complete were reviewed and approved by the appropriate levels of Management. We have performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract; Assessed the appropriateness of work in progress on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations. We have analyzed the reasonableness of the Contract costs.

Information other than the Consolidated financial statements and Auditor's report thereon

The company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the management discussion and analysis, Board's report including Annexures to Board's report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, change in equity and cash flows of the Company in accordance with the Indian Accounting Standards specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the

audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss, Statement of changes in equity and Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
- d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31st March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating

effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

1. The company has following pending litigations

- Public Interest Litigation No. 85 of 2016 at High Court of Gujarat.
- Public Interest Litigation No. 241 of 2018 at High Court of Gujarat
- Special Civil Application No. 9120 of 2017 at High Court of Gujarat

There is no impact of the pending litigation on the financial position of the company.

2. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Place : Surat
Date : 25.05.2019

For K A Sanghavi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
M. No. 101413
1001, 1002, 1003,
Rajhans Bonista, Ram Chowk,
ghod dod road,
Surat-395007 Gujarat

Annexure – A To The Auditors' Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of K. P. Energy Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **K. P. ENERGY LIMITED** ("the Company") as of March 31, 2019 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. However, we are of the opinion that the company can make the Internal Controls on Financial Reporting more adequate and more effective considering the inherent risk and nature and size of the business activities carried out by the company.

For K A Sanghavi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

Place : Surat
Date : 25.05.2019

Amish Ashvinbhai Sanghvi
M. No. 101413
1001, 1002, 1003,
Rajhans Bonista, Ram Chowk,
ghod dod road,
Surat-395007 Gujarat

Company Overview and Significant Accounting Policies

1.1 Company overview

K.P. Energy Limited ("the Company") was incorporated on 08/01/2010 as a Private Limited company and later on converted in Public Limited company domiciled in India. Its shares were originally listed on BSE SME platform and during the year under reporting the company has migrated from BSE SME platform to BSE Main board platform. The company has adopted the IND AS during the year under reporting and the financial statements are prepared as per IND AS prescribed under the companies act, 2013 after reconciling the effect of conversion from IGAAP to IND AS. The company is primarily engaged in Wind Farm development, development of Wind Mills and allied services related to it along with generation of electricity through wind mill.

1.2 Basis of preparation of financial statements

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rule, 2015 and companies (Indian Accounting Standards) Second Amendment Rules, 2019.

The Company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101, First-Time Adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of effect of the transition have been summarized in Note 2.1

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.3 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 1.4. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.4 Critical accounting estimates

a. Revenue recognition

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. The use of the percentage-of-

completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

b. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (Minimum alternate tax credit entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax

Ind AS 12 defines deferred tax to include carry forward of unused tax credits. MAT credits are in the form of unused tax credits that are carried forward by the entity for a specified period of time. Accordingly, MAT credit entitlement should be shown separately in the balance sheet.

c. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Significant Accounting Policies

1.5 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

1.6 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax and other applicable taxes etc.

The Company applies the revenue recognition criteria to each separately identifiable component of the sales transaction as set out below:

Sale of goods:

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is neither continuing managerial involvement with the goods nor effective control over the goods sold, it is probable that economic benefits will flow to the Company, the costs incurred or to be incurred in respect of the transaction can be measured reliably and the amount of revenue can be measured reliably.

Sale of power

Revenue from sale of power is recognized as and when significant certainty as to the measurability and collectability exists and actual billing is made to the customers once the actual consumption of power is confirmed from the regulatory authorities and customers. Revenue from the end of the last billing to the Balance Sheet date is recognized as unbilled revenues

Revenue from Infrastructure development and work contract income

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last billing to the Balance Sheet date is recognized as unbilled revenues. Revenue from fixed-price, fixed-timeframe contracts, where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to the measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the current contract estimates. Costs and earnings in excess of billings are classified as unbilled revenue while billings in excess of costs and earnings are classified as unearned revenue. Deferred contract costs are amortized over the term of the contract. Maintenance revenue is recognized rateably over the term of the underlying maintenance arrangement.

Interest Income:

Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.

For all Financial Assets measured at amortized cost, interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

Dividend income

Dividend income is recognised at the time when right to receive the payment is established, which is generally when the shareholders approve the dividend.

1.7 Inventory

Inventories are valued as follows:

Raw materials, stores and spares

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. Cost of raw materials, components and stores and spares is determined on a "First-in, First-out" basis and includes interest on raw materials as a carrying cost of materials where such materials are stored for a substantial period of time. Stores and spares having useful life of more than twelve months are capitalised as tangible assets under "Property, plant and equipment" and are depreciated prospectively over their remaining useful lives in accordance with Ind AS 16.

Work in progress

Lower of cost and net realisable value. Cost includes raw material cost and a proportion of direct and indirect overheads up to estimated stage of completion.

1.8 Property, plant and equipment

"Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any.

Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The estimated useful lives of assets are as follows :"

Building (Temporary structure) | 3 years ⁽¹⁾

Building (Permenant structure) | 60 years ⁽¹⁾

Computer equipment | 3 years ⁽¹⁾

Electrical installation and equipment | 10 years ⁽¹⁾

Furniture and fixtures | 10 years ⁽¹⁾

Vehicles (Heavy) | 8 years ⁽¹⁾

Vehicles (Others) | 10 years ⁽¹⁾

Office equipment | 5 years ⁽¹⁾

Plant and machinery | 15 years ⁽¹⁾

Wind power generation plant | 22 years ⁽¹⁾

⁽¹⁾ Based on technical evaluation, the Management believes that the useful lives as given above best represent the period over which the Management expects to use these assets. Hence, the useful lives for these assets may be different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed of are reported at the lower of the carrying value or the fair value less cost to sell.

1.9 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

1.10 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest

calculated using the effective interest rate (EIR) and other costs like finance charges in respect of the finance leases recognised in accordance with Ind AS 17, that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.11 Financial instruments

1.11.1. Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

If the Company determines that the fair value at initial recognition differs from the transaction price, the Company accounts for that instrument at that date as follows:

- at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Company recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.
- in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Company recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

1.11.2. Subsequent measurement

a. Non-derivative financial instruments

(i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value

through profit or loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts being approximate fair value due to the short maturity of these instruments.

(v) Investment in subsidiaries

Investment in subsidiaries is carried at cost in accordance with IND AS 27- separate financial statements.

b. Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognized as deduction from equity, net of any tax effects.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flow from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

1.12 Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts being approximate fair value due to the short maturity of these instruments.

1.13 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

1.14 Impairment

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss.

b. Non-financial assets

(i) Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

1.15 Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

1.16 Foreign currency

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions and translations

Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction."

1.17 Earnings per equity share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

1.18 Employee benefits

Provident fund

Eligible employees of K.P. Energy Ltd receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. There are no other obligation other than contribution payable to the respective statutory authorities.

No retirement benefits have been paid to any employee during the year by the company. Retirement benefits in the form of Gratuity and other long term / short term employee benefits have not been provided in the financial statements.

1.19 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

1.20 Dividends

The final dividend on shares is recorded as a liability on the date of approval by the shareholders, and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

1.21 Government grants and subsidies

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

1.22 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

1.23 Leases

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on a straight-line basis in net profit in the Statement of Profit and Loss over the lease term.

1.24 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker Identification of segments:

In accordance with Ind AS 108– Operating Segment, the operating segments used to present segment information are identified on the basis of information reviewed by the Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components. Results of the operating segments are reviewed regularly by the management team (chairman and chief financial officer) which has been identified as the chief operating decision maker (CODM), to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Allocation of common costs:

Common allocable costs are allocated to each segment accordingly to the relative contribution of each segment to the total common costs.

Unallocated items:

Revenues and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated corporate expenses". Assets and liabilities, which relate to the Company as a whole and are not allocable to segments on reasonable basis, are shown as unallocated corporate assets and liabilities respectively.

Segment accounting policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

1.25 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

1.26 Significant management judgement in applying accounting policies and estimation uncertainty

The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Company's accounting policies and that may have the most significant effect on the amounts recognised in the financial Statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a) Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

b) Recognition of deferred tax liabilities - The extent to which deferred tax liabilities can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

1.27 Recent accounting pronouncements

a) Appendix E8 of IND AS 101 in respect of Uncertainty over Income Tax Treatments to IND AS 12:

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B to Ind AS 101 in respect of uncertainty over Income Tax treatments clarifies that when the first time adoption of IND AS for an entity is before the date of notification, the

entity has an option to not to reflect the application of appendix C to IND AS 12. The Company has evaluated the effect of this on the financial statements and the impact is not material.

b) IND AS 109 - Financial Instruments

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B in respect of prepayment features with negative compensation and its treatment on transition, classification and measurement. The company has no such prepayment features with negative compensation on the date of transition i.e. 01/04/2017 and hence the effect of this amendment is not material to the company.

c) IND AS 23 - Borrowing Cost

On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing Appendix B in respect of capitalization of borrowing cost when the borrowings are made generally and used for acquisition of qualifying assets. The company borrows funds specifically for acquisition of qualifying assets and therefore the capitalisation of general borrowing cost shall not be applicable as per the amendment and hence the effect of this amendment on the company has no materiality. However the company has analysed the effect of this amendment and shall adopt this standard with amendment for capitalisation of borrowing cost when the borrowings are made generally and used for acquisition of qualifying assets.

Consolidated Balance Sheet as at 31st March, 2019

(Rs. in lakhs unless otherwise stated)

Particulars	Note	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017
Assets				
Non-current assets				
Property, plant and equipment	2.3	8,282.34	8,450.97	5,028.46
Capital work-in-progress		1,037.61	829.64	1,785.00
Intangible assets				
Financial assets				
Investments		-	-	-
Loan		-	-	-
Other financial assets	2.5	27.24	18.81	18.47
Deferred tax assets (net)	2.15	-	-	-
Other non current assets	2.9	28.10	24.68	-
Total non current assets		9,375.29	9,324.09	6,831.93
Current assets				
Inventories	2.6	3,426.15	1,172.66	454.90
Financial assets				
Trade receivable	2.7	2,752.73	1,514.05	2,562.67
Cash and cash equivalent	2.8	81.04	18.09	29.15
Other bank balance	2.8	665.70	835.14	167.50
Loan	2.4	10.93	1.23	17.32
Other financial assets	2.5	87.56	-	-
Current tax assets (net)				
Other current assets	2.9	1,521.63	947.79	344.22
Total current assets		8,545.75	4,488.95	3,575.76
Total assets		17,921.04	13,813.04	10,407.69
Equity and liabilities				
Equity				
Equity share capital	2.11	1,111.50	855.00	855.00
Other equity	2.12	4,869.30	2,619.36	2,452.12
Minority interest		2.02	2.02	1.50
Total equity		5,982.82	3,476.38	3,308.62
Non current liabilities				
Financial liabilities				
Borrowings	2.13	2,530.97	3,054.13	1,515.78
Other financial liabilities	2.14	-	-	-
Provisions				
Deferred tax liabilities (net)	2.15	1,135.33	853.96	663.63
Other non current liabilities	2.16	369.36	601.71	497.18
Total non current liabilities		4,035.66	4,509.80	2,676.58
Current liabilities				
Financial liabilities				
Borrowings	2.13	1,016.49	982.65	324.86
Trade payables	2.17	5,539.64	3,673.14	1,932.31
Other financial liabilities	2.14	595.63	643.09	259.14
Other current liabilities	2.16	198.99	283.97	1,730.72
Provisions				
Current tax liabilities (net)	2.18	551.80	244.02	175.46
Total current liabilities		7,902.56	5,826.87	4,422.49
Total liabilities		11,938.22	10,336.66	7,099.08
Total equity and liabilities		17,921.04	13,813.04	10,407.69

For **K.A. Sanghvi & Co LLP**
Chartered Accountants
FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Place : Surat
Date : 25/05/2019

For and on behalf of the Board of Directors of
K.P. Energy Limited

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Karmit Haribhadra Sheth
(Company Secretary)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Pravin Radhekanth Singh
(Chief Financial Officer)

Consolidated Statement of Profit & Loss for the year ended 31st March, 2019

(Rs. in lakhs unless otherwise stated)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
Revenue			
Revenue from operations	2.19	15,841.00	6,009.44
Other income	2.20	47.36	17.07
Total income		15,888.36	6,026.51
Expense			
Cost of material consumed	2.21	9,402.90	3,038.74
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods and stock in trade		-	-
Employee benefits expense	2.21	772.05	549.20
Finance cost	2.21	463.88	342.59
Depreciation and amortisation expense	2.3	383.99	287.95
Other expenses	2.21	2,374.64	1,429.89
Total		13,397.46	5,648.36
Profit / (loss) before tax		2,490.90	378.15
Tax expenses			
Current tax		551.80	-
Minimum alternate tax entitlement		(285.96)	-
Deferred tax (credit) / charge		281.38	190.33
Total tax expenses		547.22	190.33
Profit / (loss) for the year from continuing operations		1,943.68	187.82
Profit / (loss) from the discontinuing operations		-	-
Tax expenses of discontinuing operations		-	-
Profit / (loss) from the discontinuing operations (after tax)		-	-
Profit / (loss) for the period		1,943.68	187.82
Earning per equity share:			
(i) Basic		17.49	1.69
(ii) Diluted		17.31	1.69

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

For and on behalf of the Board of Directors of
K.P. Energy Limited

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Place : Surat
Date : 25/05/2019

Karmit Haribhadra Sheth
(Company Secretary)

Pravin Radhekanth Singh
(Chief Financial Officer)

Consolidated Statement of Changes in Equity

A. Equity Share Capital

(Rs.in lakhs unless otherwise stated)

Particulars	Amount
Balance as at April 01, 2017	855.00
Issued during the year	0
Balance as at March 31, 2018	855.00
Increase on account of bonus issue	256.50
Balance as at March 31, 2019	1111.50

B. Other Equity

Particulars	Reserves & surplus		Other Components of Equity	Total
	Security premium reserve	Retained earnings		
Balance as at April 01, 2017	89.00	2,363.12	-	2,452.12
Profit for the year	-	187.82	-	187.82
Items of OCI for the year :-	-	-	-	-
Final dividend	-	(17.10)	-	(17.10)
Tax on dividend	-	(3.48)	-	(3.48)
Balance as at March 31, 2018	89.00	2,530.36	-	2,619.36
Balance as at April 01, 2018	89.00	2,530.36	-	2,619.36
Profit for the year	-	1,943.68	-	1,943.68
Items of OCI for the year :-	-	-	-	-
Interim dividend	-	-	-	-
Tax on dividend	-	-	-	-
Amount utilised for Bonus Issue	(89.00)	(167.50)	-	(256.50)
Balance as at March 31, 2019	-	4,306.54	-	4,306.54

For K.A. Sanghvi & Co LLP
Chartered Accountants
FRN : 120846W / W100289

For and on behalf of the Board of Directors of
K.P. Energy Limited

Amish Ashvinbhai Sanghvi
(Designated Partner)
M. No. : 101413

Farukhbhai Gulambhai Patel
(Managing Director)
(DIN : 00414045)

Ashish Ashwin Mithani
(Whole Time Director)
(DIN : 00152771)

Place : Surat
Date : 25/05/2019

Karmit Haribhadra Sheth
(Company Secretary)

Pravin Radhekant Singh
(Chief Financial Officer)

Consolidated Cashflow Statement for the year ended 31st March, 2019

(Rs. in lakhs unless otherwise stated)

Particulars	31st March, 2019	31st March, 2018
Cash flow from operating activities		
Profit / (loss) before tax and exceptional items	2,490.90	378.15
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation expense	383.99	287.95
Loss/(Profit) on sale of fixed assets	3.66	2.76
Amounts written off	44.80	19.45
Interest income	(44.29)	(15.85)
Liabilities written back	-	-
Dividend income from non trade investments	-	-
Operating profit / (loss) before working capital change	2,879.07	672.46
Changes in operating assets and liabilities		
Increase/ (Decrease) in trade payables	1,866.50	1,740.83
Increase/ (Decrease) in provisions and other liabilities	(47.46)	383.95
Increase/ (Decrease) in other current and other non-current liabilities	(317.33)	(1,342.21)
Decrease/ (Increase) in trade receivables	(1,238.68)	1,048.62
Decrease/ (Increase) in inventories	(2,253.50)	(717.76)
Decrease/ (Increase) in other current and other non-current financial assets	(105.70)	15.76
Decrease/ (Increase) in other current and other non-current assets	(200.23)	(407.46)
Cash (used in) / generated from operating activities	582.67	1,394.19
Income taxes paid (net of refunds)	(379.89)	(171.69)
Net cash (used in) / generated from operating activities (A)	202.78	1,222.50
Cash flow from investing activities		
Purchase of fixed assets including intangible assets, capital work in progress and capital advances	(430.50)	(2,759.79)
Proceeds from sale of fixed assets	3.50	1.94
Purchase of non-current investments	-	-
Interest received	44.29	15.85
Dividends received	-	-
Net cash (used in) / generated from investing activities (B)	(382.71)	(2,742.00)
Cash flow from financing activities		
Proceeds from issue of equity shares (net of share issue expenses)	-	-
Security Premium	-	-
Minority interest	-	0.52
Proceeds/ (Repayment) from compulsory convertible debenture	562.76	
Proceeds/ (Repayment) from long-term borrowings (net)	(523.16)	1,538.35
Proceeds/ (Repayment) of short term borrowings (net)	33.84	657.79
Dividends paid on equity shares	-	(17.10)
Tax on equity dividend paid		(3.48)
Net cash (used in) / generated from financing activities (C)	73.45	2,176.08
Net Increase / (decrease) in cash and cash equivalent (A+B+C)	(106.49)	656.57
Cash and cash equivalent at the beginning of the year	853.23	196.65
Cash and cash equivalent at the end of the year	746.74	853.23
Components of cash and cash equivalents (refer note 2.9)		
Cash on hand	71.12	13.05
Balances with banks		
'-on current account	9.92	5.04
'-other bank balance	665.70	835.14
Total cash and cash equivalents	746.74	853.23

Notes :

- The figures in brackets represent outflows.
- Previous period's figures have been regrouped / reclassified, wherever necessary, to confirm to current year presentation.

In terms of our attached report of even date

For K.A. Sanghvi & Co LLP

Chartered Accountants

FRN : 120846W / W100289

Amish Ashvinbhai Sanghvi

(Designated Partner)

M. No. : 101413

Date : 25/05/2019

Place : Surat

Farukhbhai Gulambhai Patel

(Managing Director)

(DIN : 00414045)

Karmit Haribhadra Sheth

(Company Secretary)

Ashish Ashwin Mithani

(Whole Time Director)

(DIN : 00152771)

Pravin Radhekant Singh

(Chief Financial Officer)

For and on behalf of the Board of Directors of
K.P. Energy Limited

Notes to Consolidated Financial Statements

For the year ended March 31, 2019

2.1 First Time Adoption of IND AS

These consolidated financial statements of K.PEnergy Limited for the year ended March 31, 2019 have been prepared in accordance with Ind AS. For the purpose of transition to Ind AS, the company has followed the guidance prescribed in Ind AS 101, First-Time Adoption of Indian Accounting Standards, with April 01, 2017 as transition date and IGAAP as the previous GAAP.

The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes thereto and accounting policies and principles. The accounting policies set out in note 1 have been applied in preparing the consolidated financial statements for the year ended March 31, 2019 and the comparative information. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's Balance sheet and Statement of Profit and Loss, is set out in Note 2.2.1 and 2.2.2. Exemptions and exceptions on the first-time adoption of Ind AS availed in accordance with Ind AS 101 have been set out in Note 2.1.1 AND 2.1.2.

2.1.1 Exemptions Availed on First-Time Adoption of IND AS 101

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The company has accordingly applied the following exemptions.

(a) Deemed cost for property, plant and equipment, investment property and intangible assets

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties. Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets and investment property at their Previous GAAP carrying value.

(b) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at Fair value through Statement of Profit & Loss on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

(c) Deemed cost for investments in subsidiaries, associates and joint ventures

The Company has elected to continue with the carrying value of all of its investments in subsidiaries, joint ventures and associates recognised

as of April 01, 2017 (transition date) measured as per the Previous GAAP as its deemed cost as at the date of transition.

2.1.2 Exceptions Availed on First-Time Adoption of IND AS 101

(a) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with Previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at April 01, 2017 are consistent with the estimates as at the same date made in conformity with Previous GAAP.

(b) Non-controlling interests

A first-time adopter shall apply the following requirements of Ind AS 110 prospectively from the date of transition to Ind AS:

(i) Total comprehensive income is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance;

(ii) Accounting for changes in the parent's ownership interest in a subsidiary that do not result in a loss of control; and

(iii) Accounting for a loss of control over a subsidiary.

(c) Impairment of financial assets

At the date of transition to Ind AS, determine whether there has been a significant increase in credit risk since the initial recognition of a financial instrument would require undue cost or effort, the Company has recognised a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is derecognised.

(d) Classification and measurement of financial assets and liabilities

The classification and measurement of financial assets will be made considering whether the conditions as per Ind AS 109 are met based on facts and circumstances existing at the date of transition. Financial assets can be measured using effective interest method by assessing its contractual cash flow characteristics only on the basis of facts and circumstances existing at the date of transition and if it is impracticable to assess the use of effective interest method, fair value of financial asset at the date of transition shall be the new carrying amount of that asset. The measurement exemption applies for financial liabilities as well.

2.2 Reconciliations

The following reconciliations provide the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101:

1. Equity as at April 01, 2017 and March 31, 2018
2. Net profit for the year ended March 31, 2018

2.2.1 Reconciliation of equity as previously reported under IGAAP to Ind AS

(Rs.lakhs unless otherwise stated)

Particulars	Note	Opening balance sheet as at April 01, 2017			Balance sheet as at March 31, 2018		
		IGAAP	Effects of transition to Ind AS	Ind AS	IGAAP	Effects of transition to Ind AS	Ind AS
Assets							
Non-current assets							
Property, plant and equipment		5,028.46	-	5,028.46	8,450.97	-	8,450.97
Capital work-in-progress		1,785.00	-	1,785.00	829.64	-	24.14
Intangible assets		-	-	-	-	-	-
Financial assets		-	-	-	-	-	-
Investments	1	-	-	84.30	-	-	122.25
Loan		-	-	-	-	-	-
Other financial assets		18.47	-	81.60	18.81	-	82.26
Deferred tax assets (net)		-	-	-	-	-	-
Other non current assets		-	-	-	24.68	-	-
Total non current assets		6,831.93	-	6,979.37	9,324.09	-	8,679.62
Current assets							
Inventories		454.90	-	374.26	1,172.66	-	972.77
Financial assets		-	-	-	-	-	-
Trade receivable		2,562.67	-	2,562.67	1,514.05	-	2,340.99
Cash and cash equivalent		29.15	-	186.42	18.09	-	838.22
Loan		17.32	-	26.09	1.23	-	1.23
Other financial assets		-	-	176.17	-	-	365.20
Current tax assets (net)		-	-	-	-	-	-
Other current assets		344.22	-	99.37	947.79	-	166.52
Total current assets		3,408.26	-	3,424.97	3,653.81	-	4,684.93
Total assets		10,240.19	-	10,404.34	12,977.90	-	13,364.55
Equity and liabilities							
Equity							
Equity share capital		855.00	-	855.00	855.00	-	855.00
Other equity	2	2,452.12	-	2,431.53	2,619.36	-	2,619.36
Total equity		3,307.12	-	3,286.53	3,474.36	-	3,474.36
Non current liabilities							
Financial liabilities		-	-	-	-	-	-
Borrowings		1,515.78	-	1,513.93	3,054.13	-	3,052.28
Other financial liabilities		-	-	-	-	-	-
Provisions		-	-	-	-	-	-
Deferred tax liabilities (net)		663.63	-	663.63	853.96	-	853.96
Other non current liabilities		497.18	-	497.18	601.71	-	601.71
Total non current liabilities		2,676.58	-	2,674.73	4,509.80	-	4,507.95
Current liabilities							
Financial liabilities		-	-	-	-	-	-
borrowings		324.86	-	324.86	982.65	-	554.14
trade payables		1,932.31	-	1,932.31	3,673.14	-	3,673.14
other financial liabilities		259.14	-	715.99	643.09	-	746.06
Other current liabilities		1,730.72	-	1,273.87	283.97	-	164.90
Provisions		-	-	20.58	-	-	-
Current tax liabilities (net)		175.46	-	175.46	244.02	-	244.02
Total current liabilities		4,422.49	-	4,443.07	5,826.87	-	5,382.25
Total liabilities		7,099.08	-	7,117.81	10,336.66	-	9,890.19
Total equity and liabilities		10,406.19	-	10,404.34	13,811.02	-	13,364.55

2.2.2 Reconciliation of Profit and Loss as previously reported under IGAAP to Ind AS

(Rs. in lakhs unless otherwise stated)

Particulars	Note	Balance sheet as at March 31, 2018		
		IGAAP	Effects of transition to Ind AS	Ind AS
Revenue from operations		6,009.44	-	6,009.44
Other income		17.07	-	17.07
Total income		6,026.51	-	6,026.51
Expense				
Cost of material consumed		3,038.74	-	3,038.74
Purchase of stock-in-trade		-	-	-
Changes in inventories of finished goods and stock in trade		-	-	-
Employee benefits expense		549.20	-	549.20
Finance cost		342.59	-	342.59
Depreciation and amortisation expense		287.95	-	287.95
Other expenses		1,429.89	-	1,429.89
Total		5,648.36	-	5,648.36
Profit / (loss) before tax		378.15	-	378.15
Tax expenses				
Current tax		-	-	-
Minimum alternate tax		-	-	-
Deferred tax (credit) / charge		190.33	-	190.33
Total tax expenses		190.33	-	190.33
Profit / (loss) for the year from continuing operations		187.82	-	187.82
Profit / (loss) from the discontinuing operations		-	-	-
Tax expenses of discontinuing operations		-	-	-
Profit / (loss) from the discontinuing operations (after tax)		-	-	-
Profit / (loss) for the period		187.82	-	187.82
Earning per equity share:				
(i) basic		1.69	-	1.69
(ii) diluted		1.69	-	1.69

Note 1: Under previous GAAP, investments in long-term equity instrument were carried at cost and tested for other than temporary diminution. Under Ind AS, such investments are carried at fair value through profit or loss (FVTPL) (except for investment in subsidiaries and joint venture).

Note 2: Adjustment in proposed dividend

Under the Previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for equity dividend of ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs as at March 31, 2017 included under the provisions has been reversed with corresponding adjustment to retained earnings. Further dividend declared for the financial year 2016-17 on dated September 23, 2017 amounting to ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs recognised as liability during the year 2017-18. No dividend was declared for financial year 2017-18. hence no adjustment is required for that year.

2.3 Property, Plant & Equipment

The changes in the carrying vale of property, plant and equipment for the year ended March 31, 2019 are as follows:

(Rs.in lakhs unless otherwise stated)

Particulars	Land-Freehold	Buildings	Plant & Machinery	Office equipment	Computer equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value as of april 01, 2018	339.10	204.98	8,180.09	41.09	23.64	77.78	71.19	8,937.87
Additions	111.39	19.46	62.54	7.71	3.94	13.90	3.58	222.53
Deletions	-	-	-	-	-	-	8.81	8.81
Gross carrying value as of march 31, 2019	450.50	224.44	8,242.63	48.80	27.58	91.68	65.96	9,151.58
Accumulated depreciation as of April 01, 2018	-	10.32	423.82	9.51	12.52	17.88	12.85	486.90
Depreciation	-	4.01	354.66	4.48	5.54	8.08	7.22	383.99
Accumulated depreciation on deletions	-	-	-	-	-	-	1.65	1.65
Accumulated depreciation as of March 31, 2019	-	14.33	778.48	13.99	18.06	25.96	18.42	869.25
Carrying value as of march 31, 2019	450.50	210.11	7,464.15	34.81	9.52	65.73	47.54	8,282.34
Carrying value as of march 31, 2018	339.10	194.66	7,756.27	31.57	11.12	59.90	58.34	8,450.97

The changes in the carrying vale of property, plant and equipment for the year ended March 31, 2019 are as follows:

(Rs.in lakhs unless otherwise stated)

Particulars	Land-Freehold	Buildings	Plant & Machinery	Office equipment	Computer equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value as of april 01, 2017	246.07	204.98	4,583.18	35.04	13.31	74.53	73.13	5,230.23
Additions	102.71	-	3,596.91	6.05	10.33	3.25	5.57	3,724.83
Deletions	9.68	-	-	-	-	-	7.51	17.19
Gross carrying value as of march 31, 2018	339.10	204.98	8,180.09	41.09	23.64	77.78	71.19	8,937.87
Accumulated depreciation as of april 01, 2017	-	7.04	163.61	5.72	7.68	10.51	7.20	201.76
Depreciation	-	3.28	260.21	3.80	4.84	7.37	8.45	287.95
Accumulated depreciation on deletions	-	-	-	-	-	-	2.81	2.81
Accumulated depreciation as of march 31, 2018	-	10.32	423.82	9.51	12.52	17.88	12.85	486.90
Carrying value as of march 31, 2018	339.10	194.66	7,756.27	31.57	11.12	59.90	58.34	8,450.97
Carrying value as of march 31, 2017	246.07	204.98	4,583.18	35.04	13.31	74.53	73.13	5,230.23

- a) There is no intent to sale any of the assets held by the company and hence there is no fixed assets held for disposal.
- b) There is no lease hold fixed asset held by the company during the year under reporting and in the preceding year.
- c) Property plant and equipment pledged as security

Refer schedule no. 2.14 for information on property, plant and equipment pledged as security by the Company.

d) All the assets purchased during the year were put to use before 31st March 2019 (31st march 2018). The assets which are not put to use during the year are separately shown under capital work-in-progress at the year end except wind power generation plant at Mahuva, Sathara amounted to Rs. 0.00/- (14,76,04,042/-) which is included in total addition in the wind power generation Plant amounted to Rs. 0.00/- (29,12,47,373/-). The power generation plant at Mahuva, Sathara is commissioned on 29/06/2017, however, the commercial production had not been started from the said plant till 31/03/2018. However the commercial production of power from said plant is commenced in the year under reporting and accordingly depreciation has been provided.

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current Investments			
Total Carrying value	-	-	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current Investment			
Total Carrying Value	-	-	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current Investments			
Unquoted			
Investments carried at cost			
Total	-	-	-

2.4 Loans

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Total Loans	-	-	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unsecured, considered good			
Other loans			
Loans to employees	10.93	1.23	2.58
Mercy global	-	-	9.75
We associate	-	-	5.00
Total Loans	10.93	1.23	17.32

2.5 Other Financial Assets

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Security Deposits	21.74	13.31	12.97
Rental Deposits	5.50	5.50	5.50
Total	27.24	18.81	18.47

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unbilled Revenues	87.56	-	-
Total	87.56	-	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Security Deposits	0.05	0.05	0.05
Amrut ganga water deposit	-	6.50	6.50
BSE deposit	0.10	-	-
Gadhsisa guest house deposit	11.00	-	-
K. P. house deposit	1.09	1.09	1.09
Federation of gujarat industries a/c switch	0.25	-	-
Hanumant pharma	0.30	0.30	0.30
Guest house deposit - Ila d. parikh	1.76	-	-
Labour license security deposit(Gandhidham)	0.10	0.10	0.10
Vat deposit	6.85	5.12	4.93
P.G.V.C.L. Deposit	-	0.14	-
Reliance jio deposit	0.25	-	-
Shri hanumant seva medical	21.74	13.31	12.97
Total			
Rent Deposits			
Security Deposit for rent	3.00	3.00	3.00
Head office deposit	2.50	2.50	2.50
Total	5.50	5.50	5.50

2.6 Inventories

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Closing Stock	3426.15	1172.66	454.90
Total	3426.15	1172.66	454.90

Inventories are valued at cost or net realisable value whichever is lower by following FIFO method. Inventories of leasehold lands are valued at cost. Inventory for the year ended March 31, 2018 includes stock of power valued at net realisable value.

2.7 Trade Receivables

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unsecured			
Considered good	2752.73	1514.05	2,562.67
Considered doubtful	-	-	-
Total	2,752.73	1,514.05	2,562.67

Sundry debtors are trade receivables which are due in respect of goods sold in the normal course of the business.

2.8 Cash and Cash Equivalents

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Balances with Banks			
In current accounts	9.92	5.04	10.37
Cash on Hand	71.12	13.05	18.78
Total	81.04	18.09	29.15

Deposit with more than 12 months maturity

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
In Current Accounts			
Axis bank account	0.14	2.75	0.80
State bank of India c.a.	7.07	1.34	0.46
State bank of India escrow account	0.23	0.20	-
Bank of baroda	-	-	0.63
I.C.I.C.I. bank	-	-	8.05
Yes bank	1.74	-	-
Kotak mahindra bank	0.74	0.75	0.43
Total	9.92	5.04	10.37

Other Bank Balance

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
In Unpaid Dividend Accounts			
State bank of India unpaid dividend account	0.09	0.10	-
In Deposit Accounts			
Fixed deposit with state bank of india	333.99	525.99	167.50
Fixed deposit with sidbi	331.61	309.04	-
Total	665.70	835.14	167.50

2.9 Other Assets

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Others			
Advances for land	24.68	24.68	0.00
Prepaid transmission line expense	3.42	-	-
Total	28.10	24.68	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Others			
Prepaid expenses	16.39	9.83	10.74
Withholding taxes and others	1,505.24	937.97	333.48
Total	1,521.63	947.79	344.22

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Prepaid expenses			
Prepaid insurance expense	10.52	2.02	6.23
Prepaid interest expense	4.18	4.67	0.04
Prepaid metmast expense	0.42	0.10	-
Prepaid rent expense	0.51	0.72	4.48
Prepaid software expense	0.28	2.13	-
Prepaid software expense	0.06	0.18	-
Prepaid transmission line expense	0.42	-	-
Total	16.39	9.83	10.74
Withholding taxes			
TDS receivable fy 2017-18	134.75	156.69	-
TDS receivable fy 2018-19	157.82	-	-
Others			
P & P expense	0.00	44.96	63.77
F.D. interest receivable	0.00	0.00	4.91
Excise duty receivable	-	-	34.81
Service tax receivable	-	-	40.57
VAT credit receivable	-	-	13.24
GST credit receivable	193.10	465.99	-
ADITYA BIRLA Finance TDS Receivable	0.56	-	-
Magma Fincorp Ltd	0.97	-	-
WORKS CONTRACT PAYABLE 0.6%	14.42	8.41	-
MAT CREDIT ENTITLEMENT	545.68	259.73	176.17
Advances for land	11.90	2.18	-
Advances given to supplier	446.00	-	-
My biz a/c	0.03	-	-
Total	1505.24	937.97	333.48

2.10 Fair Value Disclosures

i) Financial instruments by category

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31, 2019			As at March 31, 2018			As at March 31, 2017		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial assets									
Investments	-	-	-	-	-	-	-	-	-
Security deposits	-	-	21.74	-	-	13.31	-	-	12.97
Rental deposits	-	-	5.50	-	-	5.50	-	-	5.50
Trade receivables	-	-	2,752.73	-	-	1,514.05	-	-	2,562.67
Cash and cash equivalents	-	-	81.04	-	-	18.09	-	-	29.15
Other bank balances	-	-	665.70	-	-	835.14	-	-	167.50
Loans	-	-	44.01	-	-	1.23	-	-	26.09
Derivative asset	-	-	-	-	-	-	-	-	-
Other financial assets	-	-	722.84	-	-	94.88	-	-	-
Total	-	-	4,293.56	-	-	2,482.19	-	-	2,803.88
Financial liabilities									
Borrowings	-	-	3,547.46	-	-	4,036.77	-	-	1,840.64
Trade payable	-	-	5,539.64	-	-	3,673.14	-	-	1,932.31
Other financial liabilities	-	-	595.63	-	-	643.09	-	-	259.14
Total	-	-	9,682.73	-	-	8,353.00	-	-	4,032.09

Investment in equity instruments of subsidiaries, joint ventures and associates has been accounted at cost in accordance with Ind AS 27. Therefore not within the scope of Ind AS 109, hence not included here.

ii) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the balance sheet are categorized into three levels of fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements

March 31, 2019	Level 1	Level 2	Total
Financial assets	-	-	-
-	-	-	-
Total financial assets	Level 1	Level 2	Total
March 31, 2018			
Financial assets			
-	-	-	-
Total financial assets	-	-	-
April 1, 2017	Level 1	Level 2	Total
Financial assets			
-	-	-	-
Total financial assets	-	-	-

Valuation process and technique used to determine fair value

(i) The fair value of investments in government securities and quoted equity shares is based on the current bid price of respective investment as at the balance sheet date.

(ii) The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published statements as at the Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

(iii) In order to arrive at the fair value of unquoted investments, the company obtains independent valuations. The techniques used by the valuer are as follows:

- a) Asset approach - Net assets value method
b) Income approach - Discounted cash flows ("DCF") method
c) Market approach - Enterprise value/Sales multiple method

Derivative financial assets:

The Company has not entered into derivative financial instruments.

(iii) Fair value of instruments measured at amortised cost

(Rs. in lakhs unless otherwise stated)

Particulars	Level	March 31, 2019		March 31, 2018		April 1, 2017	
		Carrying value	Fair value	Carrying value	Fair value	Carrying value	Fair value
Financial assets							
Security deposits	Level 3	21.74	21.74	13.31	13.31	12.97	12.97
Rental deposits	Level 3	5.50	5.50	5.50	5.50	5.50	5.50
Loans	Level 3	44.01	44.01	835.14	835.14	26.09	26.09
Other financial assets	Level 3	722.84	722.84	94.88	94.88	-	-
Total Financial assets		794.09	794.09	948.83	948.83	44.56	44.56
Financial liabilities							
Borrowing	Level 3	3,547.4	3,547.4	4,036.77	4,036.77	1,840.6	1,840.64
Other financial liabilities	Level 3	595.63	595.63	643.09	643.09	259.14	259.14
Total Financial liabilities		4,143.09	4,143.09	4,679.86	4,679.8	2,099.78	2,099.78

The management assessed that security deposits, loan to related parties, other financial assets and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

(i) Long-term fixed-rate and variable-rate receivables are evaluated by the Company based on parameters such as interest rates, individual creditworthiness of the customer and other market risk factors. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

(ii) All the other long term borrowing facilities availed by the Company are variable rate facilities which are subject to changes in underlying Interest rate indices. Further, the credit spread on these facilities are subject to change with changes in Company's creditworthiness. The management believes that the current rate of interest on these loans are in close approximation from market rates applicable to the Company. Therefore, the management estimates that the fair value of these borrowings are approximate to their respective carrying values.

2.11 Equity

Equity Share Capital

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Authorized			
Equity shares, Rs. 10 par value			
1,25,00,000	1250.00	1060.00	1050.00
(1,06,00,000) ⁽¹⁾			
Issued, subscribed and paid up			
Equity shares, Rs. 10 par value			
1,11,15,000	1111.50	855.00	855.00
(85,50,000) ⁽¹⁾			

(1) Represents number of shares as on March 31, 2018.

Terms / Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

During the year the company has not declared in interim dividend nor proposed any final dividend.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

During the year ended March 31, 2019 the amount of per share dividend proposed as distributions to equity shareholders was ` 1.00 per share and recognised for March 31, 2018: ` 0.00 per share, April 01, 2017: ` 0.20 per share. Proposed dividend for the year ended March 31, 2019 is not recognised as per requirements of IND AS.

During the year ended March 31, 2019 the company has issued 25,65,000 (00) fully paid bonus shares in the ration of 3:10 (March 31, 2018: ` 00:00)

Details of Convertible Securities

The subsidiary company Evergreen Mahuva Windfarm Private Limited has issued 56,276 zero percent Compulsorily convertible debentures having face value of Rs. 1000 each convertible into equity shares in the ratio of 2:1 after 3 years from the date of it's allotment.

Details of Shares Reserved For Employees Stock Options :

The company has not reserved any shares for employees stock options.

Holding More than 5%

Particulars	31-Mar-2019		31-Mar-2018	
	Number of shares	% Held	Number of shares	% Held
Ashish ashwin mithani	1482922	13.34%	1140646	13.34%
Farukbhai gulambhai patel	5403125	48.61%	4156250	48.61%
Veer value ventures llp	650000	5.85%	500000	5.85%

Details of Shares For Preceding Five Years

Particulars	31-Mar-2019	31-Mar-2018	31-Mar-2017	31-Mar-2016	31-Mar-2015
Number of equity shares bought back	-	-	-	-	-
Number of preference shares redeemed	-	-	-	-	-
Number of equity shares issued as bonus share	25,65,000	-	51,30,000	15,00,000	-
Number of preference shares issued as bonus share	-	-	-	-	-
Number of equity shares allotted for contracts without payment received in cash	-	-	-	-	-
Number of preference shares allotted for contracts without payment received in cash	-	-	-	-	-

Reconciliation

Particulars	31-Mar-2019		31-Mar-2018	
	Number of shares	Amount	Number of shares	Amount
Number of shares at the beginning	85,50,000	85,50,000	85,50,000	85,50,000
Add: Bonus Issue	25,65,000	25,65,000	-	-
Less: Bought back	-	-	-	-
Others	-	-	-	-
Number of shares at the end	1,11,15,000	1,11,15,000	85,50,000	85,50,000

2.12 Other Equity

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Retained earnings	4,306.54	2,530.36	2,363.12
General reserve	-	-	-
Security premium reserve	-	89.00	89.00
0% Compulsorily Convertible Debenture	562.76		
Total	4,869.30	2,619.36	2,452.12

Adjustment of proposed dividend : Under the Previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for equity dividend of ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs as at March 31, 2017 included under the provisions has been reversed with corresponding adjustment to retained earnings. Further dividend declared for the financial year 2016-17 on dated September 23, 2017 amounting to ` 17.10 lakhs and corporate dividend tax ` 3.48 lakhs recognised as liability during the year 2017-18. No dividend was declared for financial year 2017-18. hence no adjustment is required for that year. For the current financial year 2018-19, the company has proposed Rs. 1 per share as equity dividend to its shareholders which is not recognised in this financial statements as per the provisions of IND AS.

Securities premium reserve:

Securities premium reserve represents premium received on issue of shares. Further the securities premium reserve has been netted off with the issue of fully paid bonus shares amounting to ` 89.00 lakhs.

Compulsorily convertible debenture:

The company has issued 56,276 zero percent Compulsorily convertible debentures having face value of Rs. 1000 each convertible into equity shares in the ratio of 2:1 after 3 years from the date of its allotment.

2.13 Long Term Borrowing

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Secured			
Term Loans			
From Banks	2,523.80	3,025.42	1,430.24
Vehicle Loans			
From Banks	5.32	7.85	13.30
Construction Equipment Loans			
From Banks	-	7.00	28.88
Unsecured			
Business Loans			
From Banks	-	-	-
From Financial institutions	-	-	41.52
From related parties	1.85	13.85	1.85
Total	2,530.97	3,054.13	1,515.78

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current maturities of long term debts			
Term Loans			
From Banks	473.52	449.52	204.76
Vehicle Loans			
From Banks	3.14	5.71	5.14
Construction Equipment Loans			
From Banks	8.41	21.87	30.34
Business Loans			
From Financial Institutions	10.11	77.03	84.61
From related parties			
Dheeraj Jain		40.00	
From related others			
Evergreen power mauritius private limited	45.34	388.51	
Evergreen renewable energy	475.98		
Total	1,016.49	982.65	324.86

Details of borrowings are as follows:

(Rs. in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Rupee term loans (refer point A part (i) for interest rate)							
SBI term loan ¹	1725.00	Refer note 1 below.	Refer note 1 below.	Refer note 1 below.	963.67	1,246.55	1,430.24
SIDBI term loan ²	1990.00	Refer note 2 below.	Refer note 2 below.	Refer note 2 below.	1,560.12	1,778.86	-
					2,523.80	3,025.42	1,430.24
Vehicle loans (refer point A part (ii) for interest rate and point C part (vi) for security)							
SBI safari loan	15.00	2016-17	60	0.32	5.32	7.57	13.30
SBI bolera loan	7.00	2014-15	60	0.16	-	0.28	-
					5.32	7.85	13.30
Construction equipment loan							
Axis bank batching plant ³	55.00	Refer note 3 below.	Refer note 3 below.	Refer note 3 below.	-	7.00	21.41
Axis bank concrete pump ⁴	35.00	Refer note 4 below.	Refer note 4 below.	Refer note 4 below.	-	-	7.46
						7.00	28.88
Business loans							
Aditya birla finance limited	50.00	2017-18	12	4.53	-	-	-
Capital first limited	75.19	2016-17	36	4.57	-	-	24.52
Magma fincorp limited	50.00	2016-17	24	3.37	-	-	7.70
The capital finance service limited	35.00	2016-17	36	1.96	-	-	9.30
					-	-	41.52
From related parties							
Faruk G. Patel							
Ashish A. Mithani					1.05	3.05	1.05
					0.80	10.80	0.80
					1.85	13.85	1.85
					2,530.97	3,054.13	1,515.78

A. Details of interest rate for each type of borrowings

i. The interest on above rupee term loans from banks are linked to the respective banks base rates / MCLR which are floating in nature. As of March 31, 2019 the interest rates ranges from 8.95 % to 10.30 % per annum (March 31, 2018: 8.95 % to 10.00 % per annum; April 01, 2017: 12.05 % per annum).

ii. The interest on above vehicle loans from banks are linked to the respective banks base rates / MCLR which are floating in nature. As of March 31, 2019 the interest rates ranges from 9.25 % per annum (March 31, 2018: 8.70 % to 9.45 % per annum; April 01, 2017: 9.65 % per annum).

B. Details of guarantee for each type of borrowings

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Guaranteed by directors			
Rupee Term loans	3,715.00	3,715.00	1,725.00

C. Details of security for each type of borrowing :

i. Rupee term loans from all banks are secured against first pari passu hypothecation of all the fixed assets created out of bank finance.

ii. Vehicle loans from all banks are secured against hypothecation of respective motor vehicle financed.

iii. Construction equipment loans from all banks are secured against hypothecation of respective construction equipment.

D. Reconciliation of liabilities arising from financing activities:

The changes in the Company's liabilities arising from financing activities can be classified as follows:

(Rs. in lakhs unless otherwise stated)

Particulars	Liabilities from financial activities		
	Long term borrowings	Short term borrowings	Total
Net debt as at April 01, 2017	1,838.79	-	1,838.79
- Proceeds	2,062.88	-	2,062.88
- Repayment	603.11	-	603.11
- Interest paid	267.09	-	267.09
- Interest expense	295.85	-	295.85
Net debt as at March 31, 2018	3,594.41	-	3,594.41
Net debt as at April 01, 2018	3,594.41	-	3,594.41
- Proceeds	-	-	-
- Repayment	959.67	-	959.67
- Interest paid	306.32	-	306.32
- Interest expense	331.39	-	331.39
Net debt as at March 31, 2019	2,966.13	-	2,966.13

(Rs. in lakhs unless otherwise stated)

Name of the Bank	As at March 31		As at April 1
	2019	2018	2017
Current maturities of long term debts			
Term Loans			
From Banks			
State bank of India	264.00	240.00	201.00
SIDBI	209.52	209.52	-
ICICI	-	-	3.76
	473.52	449.52	204.76
Vehicle Loans			
From Banks			
State bank of India safari loan	3.14	5.52	5.14
	3.14	5.71	5.14
Construction equipment loan			
From Banks			
Axis bank batching plant	8.41	14.41	18.20
Axis bank concrete pump loan	-	7.46	12.15
	8.41	21.87	30.34
Business loans			
From Financial Institutions			
Aditya birla finance limited	-	33.50	
Magma fincorp limited	-	7.27	28.67
Tata capital finance service limited	3.32	12.55	19.72
Capital first limited	6.79	23.72	36.22
	10.11	77.03	84.61
Total	495.18	554.14	324.86

1.

(Rs. in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
SBI term loan II	825.00	2015-16	90	8.00	473.92	599.54	636.06
SBI term loan II	900.00	2016-17	69	13.00	489.75	647.01	794.17

2.

(Rs. in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
SIDBI term loan I	995.00	2017-18	114	8.73	759.48	873.36	
SIDBI term loan II	995.00	2017-18	114	8.73	800.64	905.51	

3.

(Rs. in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Axis bank batching plant I	21.00	2015-16	36	0.68	-	-	1.34
Axis bank batching plant II	34.00	2016-17	36	1.09	-	7.00	20.07

4.

(Rs. in lakhs unless otherwise stated)

Name of the bank	Amount of sanction	Year of sanction	No of installments	Total amount of installment	March 31		April 1
					2019	2018	2017
Axis bank concrete pump I	19.00	2015-16	36	0.61	-	-	3.00
Axis bank concrete pump II	16.00	2015-16	36	0.52	-	-	4.47

2.14 Other Financial Liabilities

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Total	-	-	-

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current	-	-	-
Others			
State bank of India SLC ^{(1) (3)}	181.73	180.00	-
State bank of India cash credit account ^{(2) (3)}	367.29	407.97	243.01
Salary payable ⁽⁴⁾	40.19	50.40	11.42
PF payable	1.61	1.95	0.94
PT payable	0.23	0.14	0.13
Worker wages payable	4.58	2.63	3.64
Total	595.63	643.09	259.14

(1) Company has taken Stand by line of Credit (SLC) from SBI for ` 1.80 Crores (1.80 Crores) which is secured by first pari passu charge on all current assets primarily Stock and Book debts. The rate of interest on the working capital facility from bank is 11 % p.a.(11 % p.a.) calculated on daily products on monthly rests

(2) The company has taken the Cash credit facilities from SBI for ` 4.00 Crores (4.00 Crores) which is secured by first pari passu charge on all current assets primarily Stock and Book debts. The rate of interest on the working capital facility from bank is 10 % p.a.(10.00% p.a.) calculated on daily products on monthly rests. Till the renewal of the working capital facility by the bank during March, 2019

(3) The same is further secured by collateral securities of immovable properties of the director and family members of the Directors, Other fixed assets of the Company including Plant and machineries, lands situated at various places and bank FD. The borrowings are further secured by personal guarantee of Directors and family members of directors along with corporate guarantee of KPI Global infrastructure Ltd.

2.15 Deferred Tax Liabilities

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Deferred tax liabilities arising on account of			
Property, plant and equipment and intangible assets	1,135.33	853.96	663.63
Deferred tax assets arising on account of	1,135.33	853.96	663.63
	-	-	-
Net Deferred tax liabilities	1,135.33	853.96	663.63

2.16 Other Liabilities

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Non Current			
Deposit			
Aspen infrastructures limited	100.00	100.00	-
Monosteel india limited	-	20.00	-
Others			
Simms engineering private limited	269.36	481.71	497.18
Total	369.36	601.71	497.18

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Current			
Unearned revenue	-	-	-
Others			
Suzlon energy limited	-	11.38	1,263.27
Suzlon gujarat windpark limited	-	153.52	-
Lease rent payable	9.42		
Land rent payable	-	-	10.50
Office rent payable	-	-	0.10
Withholding taxes and others			
TDS payable	66.72	42.88	28.48
GST payable	121.61	76.19	-
Service tax payable	-	-	428.33
TCS payable	-	-	0.04
Unpaid dividend	0.003	0.003	-
Bharat vanza payable a/c	0.56	-	-
Dhaval parmar payable a/c	0.22	-	-
Harshvardhan datt payable a/c	0.46	-	-
Total	198.99	283.97	1,730.72

2.17 Trade Payables

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Trade Payables	5,539.64	3,673.14	1,932.31
Total	5,539.64	3,673.14	1,932.31

As reported by the management, As at March 31, 2019 and March 31, 2018, there are no outstanding dues to micro and small enterprises. There are no interest due or outstanding on the same.

2.18 Current Tax Liabilities

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31		As at April 1
	2019	2018	2017
Income tax	551.80	244.02	175.46
Income tax expenses	551.80	244.02	175.46

2.19 Revenue From Operations

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Revenue from sale of power	986.12	318.27
Revenue from operation and maintenance services	103.30	58.63
Revenue from contract	14751.58	5632.55
Total	15841.00	6009.44

2.20 Other Income

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Interest received on financial assets carried at amortization cost		
Interest on fixed deposit	44.29	15.85
Miscellaneous income, net		
Discount	-	1.07
Scrap sale income	-	0.03
Other income	3.07	0.12
Total	47.36	17.07

2.21 Expenses

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Cost of material consumed		
Raw material		
Opening	1,172.66	454.90
Purchase ⁽⁵⁾	11,656.39	3,756.50
Adjustment	-	-
Closing	3,426.15	1,172.66
	9,402.90	3,038.74
Employee benefit expense		
Salary, wages and bonus		
Wages to workers ⁽¹²⁾	495.52	329.01
Arrears of salary	12.96	14.72
Bonus to staff	-	-
Salary	247.12	196.28
Contribution to provident fund		
Contribution to provident fund	7.01	6.49
Staff welfare expenses		
Staff welfare expenses	9.45	2.68
Other employee related expenses		
Rent for employee accommodation	-	0.02
	772.05	549.20
Finance cost		
Interest Expenses		
Interest on loan	359.38	241.63
Bank charges		
Bank charges	1.55	0.90
Other interest charges		
Interest on income tax	41.83	-
Interest on professional tax	-	0.00
Interest on gst	-	-

interest on tax deducted at source	11.38	5.61
interest on service tax	-	38.83
Interest on tax collected at source	-	0.01
Interest on value added tax	-	0.44
Finance charges		
Bank guarantee charges	2.73	28.34
Stamp and franking charges	17.09	3.70
Inspection charges	0.02	-
LC interest	-	13.91
LC charges	0.07	-
SLC interest	21.76	-
Processing fees	7.99	8.95
Pre closure charges	0.06	-
Late payment charges on loan	-	0.27
	463.88	342.59
Other expenses		
Petrol and diesel expenses ⁽⁸⁾	185.65	187.56
Transportation expenses	99.97	97.53
Lease rents	59.78	4.69
Dump yard rent	1.32	1.10
Electrical expense		4.93
Labour expenses	176.35	33.58
Miscellaneous purchase for site	24.15	3.87
Processing fees for gEDA	12.99	34.59
Site expenses	489.36	410.64
Transfer fees expense of gEDA	0.62	7.48
Transmission charges ⁽¹¹⁾	52.96	13.11
Sldc charges ⁽¹⁰⁾	1.00	0.49
Telephone expenses	4.38	4.47
Courier charges	4.11	2.93
Stationary and printing expense	10.45	5.08
Municipal tax	0.18	0.16
Professional tax	0.02	0.08
Rent expenses ⁽⁹⁾	90.36	15.04
Batching plant rent	-	0.30
Land rent expense	-	5.91
Swaccha bharat cess expense	-	7.43
Labour tax	0.02	0.03
Auditor's remuneration ⁽¹⁾	8.25	1.82
Internal audit fees	0.20	-
Stock audit fees	-	0.28
Loss on sale of fixed assets	3.66	2.76
Sitting fees to director	1.35	1.25
Director remuneration	54.40	57.00
Repairing and maintainance expense	20.84	14.86
Electricity expense	5.99	4.96
Travelling and conveyance expense	26.13	8.60
Accommodation expense	8.59	2.24
Legal and professional fees	66.22	42.41
Certification charges ⁽⁴⁾	1.40	1.95
ISO training expense	-	0.20
ISO fees	0.61	-
ISO audit fees	3.70	-
Valuation expense	-	0.12
Insurance expense	17.14	13.92
Donation expense	20.87	3.25
Corporate social responsibility expense	69.81	31.65
Security service charges	93.28	32.04

Canteen expense ⁽³⁾	75.22	54.51
Software expense	3.13	1.60
Seminar fees	-	0.42
ROC expense	1.64	0.38
House keeping expense	4.86	0.64
Internet expense ⁽⁶⁾	2.14	0.41
Miscellaneous expense	1.03	3.05
Office expense	5.45	6.15
Stipend expense	3.25	1.60
AGM expense	1.58	0.54
Application fees expense	25.85	3.85
Computer expense	1.19	0.39
Late filing fees	2.95	0.60
Late payment charges	0.00	0.19
O & M charges ⁽⁷⁾	48.62	0.53
Tender fees	-	0.19
Testing charges	0.57	0.54
Training expense	5.41	0.82
Web designing expense	-	0.23
Advertisement expense	10.22	2.06
Brokerage Expense	40.00	1.55
Business Promotion Expense	26.04	49.29
Preliminary and preoperative expense	44.80	19.45
Research and development expense	19.86	9.48
Rebate expense	-	1.71
CST expense	-	1.02
Excise duty expense	-	14.28
VAT expense	-	29.06
Local taxes	162.61	155.73
Stamp duty	17.68	9.11
Discount	40.29	-
Interest on delay payment	13.83	-
Power generation debit note	200.00	-
Registration fees	0.25	-
TDS expenses ⁽²⁾	-	0.22
	2,374.64	1,429.89
(⁽¹⁾ Auditor's remuneration:		
As a statutory auditor :	7.77	1.82
As a GST consultant :	0.48	-
Total	8.25	1.82

(2) This expenditure includes prior period expense of Rs. 0(0.22)

(3) This expenditure includes prior period expense of Rs. 0.33(0)

(4) This expenditure includes prior period expense of Rs. 0.49(0)

(5) This expenditure includes prior period expense of Rs. 29.27(0)

(6) This expenditure includes prior period expense of Rs. 0.0116(0)

(7) This expenditure includes prior period expense of Rs. 0.70(0)

(8) This expenditure includes prior period expense of Rs. 0.015(0)

(9) This expenditure includes prior period expense of Rs. 0.23(0)

(10) This expenditure includes prior period expense of Rs. 0.62(0)

(11) This expenditure includes prior period expense of Rs. 0.04(0)

(12) This expenditure includes prior period expense of Rs. 2.39(0)

2.22 Financial risk management

(i) Risk management framework

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Negotiation of terms that reflect the market factors
Market risk-Security price	Investments in equity securities	Sensitivity analysis	Company presently does not make significant investments in equity shares, except for entities where it exercises control or joint control or significant influence.

The Company's risk management is carried out by a central treasury department (of the Company) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such as interest rate risk, credit risk and investment of excess liquidity

A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of financial assets represents the maximum credit exposure.

- cash and cash equivalents,
- trade receivables,
- loans & receivables carried at amortised cost, and
- deposits with banks

a) Credit risk management

The Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

- A: Low
B: Medium
C: High

Assets under credit risk -

Description	March 31, 2019	March 31, 2018	April 1, 2017
A: Low			
Loans	10.93	1.23	17.32
Investments	-	-	-
Other financial assets	114.80	18.81	18.47
Cash and cash equivalents	81.04	18.09	29.15
Other bank balances	665.70	835.14	167.50
Trade receivables	2,752.73	1,514.05	2,562.67

Cash and cash equivalents and other bank balances

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks.

Trade receivables

The Company closely monitors the credit-worthiness of the debtors through internal systems that are configured to define credit limits of customers, thereby, limiting the credit risk to pre-calculated amounts. The Company assesses increase in credit risk on an ongoing basis for amounts receivable that become past due and default is considered to have occurred when amounts receivable become past due one year.

Other financial assets measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances to employees, security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the company operates.

Maturities of financial liabilities

The tables below analyze the Company's financial liabilities into relevant maturity of the Company based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

March 31, 2019	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	-	100.00	-	100.00
Trade payable	5,539.64	-	-	5,539.64
Other financial liabilities	595.63	-	-	595.63
Total	6,135.27	100.00	-	6,235.27

March 31, 2018	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	20.00	100.00	-	120.00
Trade payable	3,673.14	-	-	3,673.14
Other financial liabilities	643.09	-	-	643.09
Total	4,336.23	100.00	-	4,436.23

April 01, 2017	Less than 1 year	1-3 year	More than 3 years	Total
Borrowings				
Deposit received	-	-	-	-
Trade payable	1,932.31	-	-	1,932.31
Other financial liabilities	259.14	-	-	259.14
Total	2,191.45	-	-	2,191.45

Interest rate risk

i) Liabilities

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. As at March 31, 2019, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. The Company's investments in fixed deposits all pay fixed interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31	
	2019	2018
Variable rate borrowings	165.97	165.68
Fixed rate borrowings	193.40	75.95
Total borrowings	359.37	241.63

Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates. In case of fixed rate borrowings a change in interest rates at the reporting date would not affect profit or loss.

(Rs. in lakhs unless otherwise stated)

Particulars	Effect on profit after tax	
	March 31, 2019	March 31, 2018
Total borrowings		
- Impact due to increase of 50 basis points*	-17.97	-9.19
- Impact due to decrease of 50 basis points*	17.97	9.19

*Holding all other variable constant

ii) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

c) Price risk

Exposure

The Company's exposure price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit or loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

The Company does not have any significant investments in equity instruments which create an exposure to price risk.

2.23 Capital management

The Company's capital management objectives are

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's adjusted net debt to equity ratio as at year end were as follows:

Description	March 31, 2019	March 31, 2018	April 1, 2017
Total borrowings	3,547.46	4,036.77	1,840.64
Less : cash and cash equivalents	81.04	18.09	29.15
Net debt	3,466.42	4,018.69	1,811.49
Total equity	5,982.82	3,476.38	3,308.62
Adjusted net debt to adjusted equity ratio	0.58	1.16	0.55

Dividends

Description	March 31, 2019	March 31, 2018
Equity shares		
(i) Final Dividend		
For the year ended March 31, 2018 of Rs 0.00 per share (excluding tax)	-	-
For the year ended March 31, 2017 of Rs 0.20 per share (excluding tax)		17.10
(ii) Proposed Dividend		
For the year ended March 31, 2019 of Rs 1.00 per share (excluding tax)	111.15	-
For the year ended March 31, 2018 of Rs 0.00 per share (excluding tax)		

This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

2.24 Disclosures required U/S. 186(4) of The Companies Act, 2013:

For details of Loans and guarantees given to and given by related parties, refer Note No. 2.28.

For details of Securities provided by the related parties, refer Note No. 2.14 and 2.28.

For details of Investments made refer Note No. 2.4.

2.25 The previous year's figures have been regrouped or reclassified wherever necessary to confirm with the current year's presentation

2.26 Accounting policies not specifically referred to otherwise are consistent and in consonance with Indian Accounting Standard

2.27 Related Party Transaction

List of Other Related Parties

Particulars	Nature of Relationship
K P Sor-urja Limited	Group Company
K P Human Development Foundation	Group Company
K P I Global Infrastructure Limited	Group Company
K P Buildcon Private Limited	Group Company

List of Key Managerial Personnel

Faruk Gulambhai Patel - Managing Director

Ashish Ashwin Mithani - Whole Time Director

Pravin Singh - Chief Financial Officer

Karmit Haribhadrabhai Sheth - Company Secretary

Dheeraj Jain -Director

Surjeet Kumar - Director

Samson Massey -Director

Relative of Key Managerial Personnel

The details of amounts due to or due from related parties as at March 31, 2019, March 31, 2018 and April 1, 2017 are as follows :

Particulars	As at March 31		As at April 1
	2019	2018	2017
Borrowings			
-Non Current			
Faruk Gulambhai Patel	0.25	2.25	-
Ashish Ashwin Mithani	-	10.00	-
	0.25	12.25	-
-Current			
Dheeraj Jain	-	40.00	-
	-	40.00	-
Trade Receivables			
K P Buildcon Private Limited	99.79	26.09	-
	99.79	26.09	-
Other Current Financial Liabilities			
Ashish Ashwin Mithani	0.03	3.71	1.90
Faruk Gulambhai Patel	0.45	3.53	-3.21
Pravin Singh	0.50	0.90	0.29
Karmit Haribhadrabhai Sheth	0.56	0.59	0.25
	1.53	8.72	-0.76

The details of the related-party transactions entered into by the company, for the years ended March 31, 2019 and March 31, 2018 are as follows

Particulars	As at March 31	
	2019	2018
Revenue Transactions	187.92	6.39
Purchases of Goods or Services	187.92	6.39
K P Buildcon Private Limited		
	1.74	-
Purchases of Fixed Asset	1.74	-
K P Buildcon Private Limited		
Managerial Remuneration		
KMP		
Ashish Ashwin Mithani	30.40	30.00
Faruk Gulambhai Patel	24.00	27.00
Pravin Singh	4.30	4.07
Karmit Haribhadrabhai Sheth	3.57	3.27
	62.27	64.34

K.P. Energy Limited

CIN: L40100GJ2010PLC059169

Reg. Off.: A-1/2, Firdous Tower, Near Fazal Shopping Centre,
Adajan Patia, Surat 395009, Gujarat, India

Tel. No.: 0261 2764757 | Fax No.: 0261 2764757 | Email Address: info@kpenergy.in

Website: www.kpenergy.in

10th Annual General Meeting on Saturday, September 28, 2019 at 10:00 AM

Attendance Slip

I/We hereby record my/our presence at the 10th Annual General Meeting of the Company held at Topaz Hall, 1st Floor, The Grand Bhagwati, Magdalla Circle, Dumas Road, Surat - 395007, Gujarat on Saturday, September 28, 2019 at 10:00 AM

Folio No. _____

Client ID No. _____

DP ID No. _____

Name of the Member: _____

Signature of Member: _____

Name of the Proxy holder: _____

Signature of Proxy holder: _____

Notes:

1. Only Member/Proxyholder can attend the Meeting.
2. Please complete the Folio/DP-Client ID No. and name of the Member/Proxyholder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.
3. A Member/Proxyholder attending the Meeting should bring the copy of the Annual Report for reference at the Meeting.

K.P. Energy Limited

CIN: L40100GJ2010PLC059169

Reg. Off.: A-1/2, Firdous Tower, Near Fazal Shopping Centre,
Adajan Patia, Surat 395009, Gujarat, India

Tel. No.: 0261 2764757 | Fax No.: 0261 2764757 | Email Address: info@kpenenergy.in

Website: www.kpenenergy.in

10th Annual General Meeting on Saturday, September 28, 2019 at 10:00 AM

Proxy Form (Form No.: MGT-11)

[Pursuant to section 105(6) of Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	
Registered Address	
E-Mail ID	
Folio No./DP ID-Client ID No.	

I/we, being the member(s) of the above named Company, holding _____ Shares, hereby appoint:

1. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him/her

2. Name: _____ Address: _____

E-mail Id: _____ Signature: _____ or failing him/her

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **10th ANNUAL GENERAL MEETING** of the Company, to be held on Saturday, September 28, 2019 at 10.00 A.M. at **Topaz Hall, 1st Floor, The Grand Bhagwati, Magdalla Circle, Dumas Road, Surat - 395007, Gujarat** and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.	Resolution	For	Against
	Ordinary Business:		
1.	Adoption of Audited Standalone and Consolidated Financial Statements, Board's and Auditors' Report for the financial year ended March 31, 2019		
2.	Declaration a final Dividend of Rs. 1/- per Equity Share of the Company for the financial year 2018-19.		
3.	Appoint Mr. Bhupendra Vadilal Shah (DIN: 06359909), who retires by rotation and being eligible offers himself for re-appointment.		
	Special Business:		
4.	Ratification of remuneration of cost auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020, be and is hereby approved.		
5.	Approval of Related Party Transactions		
6.	Revision in remuneration payable to Mr. Farukbhai Gulambhai Patel (DIN: 00414045), Managing Director of the Company.		
7.	Revision in remuneration payable to Mr. Ashish Ashwin Mithani (DIN: 00152771), Whole Time Director of the Company.		
8.	Approval of loans, investments, guarantee or security under section 185 of companies act, 2013:		

*I wish my above Proxy to vote in the manner as indicated in the box above.

Signed this _____ day of _____ 2019

Signature of Member(s) _____

Signature of Proxy holder (s) _____

Affix Revenue Stamp

Notes:

1. This Form in order to be effective, should be duly filed, stamped, signed and deposited at the Registered Office of the Company, A-1/2, Firdos Tower, Near Fazal Sopping Centre, Adajan Patia, Surat 395009, Gujarat, India, not less than Forty-Eight (48) hours before the commencement of the Meeting.

2. A Proxy need not be a member of the Company.

3. This is only optional. Please put a '✓' in appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

4. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 10th ANNUAL GENERAL MEETING of the Company.

To,
K.P. Energy limited
A-1/2, Firduos Tower, Near Fazal Shopping Centre,
Adajan Patia, Surat 395009, Gujarat, India.

To,
Bigshare Services Private Limited
Bharat Tin Works Building, 1st Floor,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri – East, Mumbai – 400059
Maharashtra, India.

Updation of Shareholder Information

I / We request you to record the following information against my/our Folio No.

General Information

Folio No.:	
Name of the first-named Member:	
PAN: *	
CIN/Registration No.: *	
(applicable to Corporate Members)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self-attested copy of the document(s) enclosed

Bank Details

IFSC:	MICR:
(11 digit)	(9 digit)
Bank A/c Type:	Bank A/c No.: *
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details

I/ We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/ We would not hold the Company/ RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/ We understand that the above details shall be maintained by you till I/We hold the securities under the above-mentioned Folio No.

Place:

Date:

Signature of Sole/First holder

Notes

[illegible]

[illegible]



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