



# KPI GREEN ENERGY LIMITED

CIN: L40102GJ2008PLC083302



**KPI/BM-PB/JUN/2026/789**

Date: June 24, 2026

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Scrip Code: 542323**

**Symbol: KPIGREEN**

**Sub.: Submission of Postal Ballot Notice**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and in continuance of our letter dated May 15, 2026, we are submitting herewith the copy of the Postal Ballot notice dated May 15, 2026 ('Postal Ballot Notice') along with explanatory statement, seeking consent of members of the Company by means of Postal Ballot through remote e-voting for the Resolutions as set out in the Notice.

Further, the Postal Ballot Notice is also available on the Company's website i.e. [www.kpigreenenergy.com](http://www.kpigreenenergy.com).

You are requested to kindly take the same on record and disseminate.

Thanking You,

Yours faithfully,

**For KPI Green Energy Limited**

**Krunal Bhatt**

**Company Secretary and Compliance Officer**

Encl.: As above

**Reg. Office:** 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat – 395017, Gujarat, India | **NSE BSE Listed Company**

**Phone:** +91-261-2244757, **Fax:** +91-261-2234757, **E-mail:** info@kpgroup.co, **Website:** www.kpigreenenergy.com



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## NOTICE OF POSTAL BALLOT

*Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.*

Dear Member,

Notice is hereby given, pursuant to Section 108 and 110 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) including any statutory modification(s), amendment(s), or re-enactment(s) thereof, for the time being in force read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, read with the subsequent circulars issued from time-to-time, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), that the resolution(s) appended below are proposed to be passed by the Members of the KPI Green Energy Limited (“Company”) through postal ballot by remote e-Voting process (“e-Voting”).

The explanatory statement pursuant to Sections 102 and 110 of the Act, pertaining to the said resolutions setting out the material facts concerning each item and the reasons thereof is annexed to this Postal Ballot Notice (“Notice”) and forms part of this Notice. The Postal Ballot Notice is also available on the website of the Company at [www.kpigreenenergy.com](http://www.kpigreenenergy.com).

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on May 15, 2026, has appointed Mr. Chirag Shah and failing him Mr. Raimeen Maradiya, of M/s. Chirag Shah & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot/E-voting process in a fair and transparent manner. The instructions for E-voting are given in notes forming part of this Notice.

Pursuant to Section 108 of the Act, read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) for the purpose of providing remote e-voting facility to its members for the Postal Ballot. Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the ‘Notes’ section of this Notice for casting of votes by remote e-Voting. The E-voting facility will commence on **Friday, June 26, 2026, 9:00 a.m. (IST)** and will end on **Saturday, July 25, 2026, 5:00 p.m. (IST)**. E-Voting module will be blocked by CDSL at 5.00 p.m. on Saturday, July 25, 2026, and voting shall not be allowed beyond the said date and time.

**Members should note that in compliance with the requirements of the MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company, Registrar and Transfer Agent or Depositories as on Friday, June 19, 2026 (“Cut-off date”) and the communication of assent/dissent of the members will take place through the remote e-voting system. Accordingly, the physical Postal Ballot Notice, Postal Ballot Form and pre-paid business envelope are not being sent to the members for this postal**

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ballot. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

Upon completion of the scrutiny, in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman of the Company or to the Company Secretary or any person authorized by Chairman. The results will be declared on or before Tuesday, July 28, 2026 and shall be communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the equity shares of the Company are listed and will also be displayed on the Company's website at [www.kpigreenenergy.com](http://www.kpigreenenergy.com) and website of CDSL at [www.evotingindia.com](http://www.evotingindia.com). The Board of Directors of the Company recommends approval of the members for the Resolution appended below.

## SPECIAL BUSINESS(ES):

### ITEM NO. 1:

#### APPOINTMENT OF MR. RAJESH SHRIVASTAVA (DIN: 08757239) AS DIRECTOR OF THE COMPANY:

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

**"RESOLVED THAT** pursuant to the Section 149, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act"), rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and approval of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Rajesh Shrivastava (DIN: 08757239), who was appointed by the Board of Directors as an Additional Director of the Company with effect from May 15, 2026, pursuant to the provisions of Section 161 of the Act, and who holds office as an Additional Director up to the date of this General Meeting of the Company, the approval of the Members of the Company be and is hereby accorded to appoint Mr. Rajesh Shrivastava (DIN: 08757239) as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."



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## ITEM NO. 2:

### **APPOINTMENT OF MR. RAJESH SHRIVASTAVA (DIN: 08757239) AS WHOLE TIME DIRECTOR AND KEY MANAGERIAL PERSONNEL OF THE COMPANY:**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for appointment of Mr. Rajesh Shrivastava (DIN: 08757239) as Whole Time Director of the Company for the period of Five (5) years effective from May 15, 2026 to May 14, 2031, on the terms and conditions including terms of remuneration as set out in the explanatory statement attached hereto.

**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 payable to Mr. Rajesh Shrivastava, Whole Time Director of the Company, as set out in the explanatory statement annexed to the Notice, from time to time 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 Whole Time 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 Whole Time Director shall be within the limits as specified under Section II of Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution.”



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## ITEM NO. 3:

### RE-APPOINTMENT OF MRS. VENU BIRAPPA (DIN: 09123017) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, read along with Schedule IV of the Companies Act, 2013 (‘the Act’), the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 and any other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Mrs. Venu Birappa (DIN: 09123017), who was appointed as an Independent Director of the Company for a term of five (5) consecutive years up to August 02, 2026 and who being eligible for re-appointment as a Non-Executive Independent Director has given her consent along with a declaration that she meets the criteria of independence under Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby reappointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from August 03, 2026 up to August 02, 2031 (both days inclusive).”

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution.”

#### Registered Office:

‘KP House’, Near KP Circle,  
Opp. Ishwar Farm Junction BRTS, Canal Road,  
Bhatar, Surat – 395017, Gujarat, India

Date: **May 15, 2026**

Place: **Surat**

By Order of the Board of Directors,  
**For KPI Green Energy Limited**

Sd/-

Krunal Bhatt

**Company Secretary & Compliance Officer**



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## NOTES:

1. The Explanatory Statement, pursuant to Section 102 and Section 110 of the Act read with Rule 22 of the Rules, in respect of the proposed Special Resolution setting out all the material facts and reasons are enclosed herewith and forms part of this Notice.
2. The Postal Ballot Notice is being sent to all the members, whose names appear in the register of members / list of beneficial owners, received from the depositories as on Friday, June 19, 2026 (“Cut-off Date”).
3. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to the shareholders for this Postal Ballot. Members are requested to provide their assent or dissent through e-Voting only.
4. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) as the agency to provide e-voting facility.
5. This Postal Ballot Notice will also be available on the Company’s website at [www.kpigreenenergy.com](http://www.kpigreenenergy.com), website of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com), National Stock Exchanges of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
6. **In terms of the MCA Circulars, the Postal Ballot Notice is being sent only by email to those members who have registered their email addresses with their depository participants or with the Company's Registrar & Share Transfer Agent. The members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as “KPI Green - Postal Ballot- Registration of e-mail Ids” to Registrar and Transfer Agent of the Company, i.e., Bigshare Services Private Limited at [investor@bigshareonline.com](mailto:investor@bigshareonline.com) or to the Company at [cs@kpgroup.co](mailto:cs@kpgroup.co) with name of registered member(s), folio number(s)/DP Id/Client Id and no. of Equity Shares held from the email address they wish to register to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by CDSL.**
7. The voting rights of member(s) for e-Voting shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Any person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to vote through e-Voting. Any person who is not a member as on the cut-off date should treat this notice for information purpose only.
8. A member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.
9. Pursuant to the provisions of Section 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the SEBI Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, as amended (“SEBI Master Circular”), and SS-2 and any amendments thereto, the Company is providing the facility to the member(s) to exercise their right to vote on the proposed resolution(s) electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.

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10. **The e-voting period commences at 9:00 a.m. (IST) on Friday, June 26, 2026, and ends at 5:00 p.m. (IST) on Saturday, July 25, 2026.** The e-voting will not be allowed beyond the aforesaid date and time, and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.
11. Resolution, if approved, by the members by means of Postal Ballot /E-Voting is deemed to have been passed at a General Meeting of the members and the last date of the E- Voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority.
12. Any query in relation to the Resolutions proposed to be passed by this Postal Ballot may be addressed to Mr. Krunal Bhatt, Company Secretary and Compliance Officer at Email: [cs@kpigroup.co](mailto:cs@kpigroup.co) or for any query / grievance with respect to E-voting may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.
13. **Voting through Electronic Means (“E-voting”)**  
In compliance with provisions of Section 108 & Section 110 of the Act read with Rule 20 and Rule 22 of the Rules, Regulation 44 of SEBI Listing Regulations and any other applicable provisions, the Company is pleased to offer remote e-voting facility to its members to cast their vote by electronic means through e-voting platform of CDSL. The E-voting facility is available at [www.evotingindia.com](http://www.evotingindia.com).

## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 9.00 a.m. (IST) on Friday, June 26, 2026, and ends on 5.00 p.m. (IST) on Saturday, July 25, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, June 19, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-</li></ol>

	<p>Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a> at</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service</p>



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<b>Depository Participants (DP)</b>	provider website for casting your vote during the remote e-Voting period.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details	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.

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<b>OR</b>	<ul style="list-style-type: none"><li>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.</li></ul>
Date of Birth (DOB)	

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for KPI Green Energy Limited on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.



# KPI GREEN ENERGY LIMITED

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- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@kpigroup.co](mailto:cs@kpigroup.co), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.



# KPI GREEN ENERGY LIMITED

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## EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

### ITEM NO. 1

The Board of Directors (“Board”), on recommendation of the Nomination and Remuneration Committee has appointed Mr. Rajesh Shrivastava (DIN: 08757239) as an Additional Director of the Company with effect from May 15, 2026. Pursuant to the provisions of Section 161 of the Companies Act, 2013 and Article of Association of the Company, Mr. Rajesh Shrivastava will hold office up to the date of the General Meeting and is eligible to be appointed as a Director of the Company. The Company has received from him, the consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. Disclosures as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India are appended to this Notice. None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Mr. Rajesh Shrivastava, to whom the resolution relates, is concerned or interested in the Resolution mentioned in Item No. 1 of the Notice.

The Board of Directors recommends a resolution as set out in Item No. 1 for approval of the members of the Company by way of passing an Ordinary Resolution.

### ITEM NO. 2

The Nomination and Remuneration Committee (NRC), at its meeting held on May 15, 2026, had recommended the appointment of Mr. Rajesh Shrivastava as Whole-time Director of the Company and terms of remuneration payable to him for a period of five years with effect from May 15, 2026 up to May 14, 2031. The Board of Directors, at their meeting held on May 15, 2026, inducted him to the Board as an Additional Director with effect from May 15, 2026 and designated him as the Whole-time Director of the Company with effect from same date up to May 14, 2031, subject to the approval of the Members. The Nomination and Remuneration Committee and the Board of Directors of the Company are of the opinion that he is fit and proper person to hold the said office and his appointment will be in the interest of the Company.

Based on the recommendation of NRC, it is proposed to appoint Mr. Rajesh Shrivastava as Whole-time Director of the Company on terms and conditions of the appointment which are given below:

#### Brief profile of Mr. Rajesh Shrivastava is as under:

Mr. Rajesh Shrivastava is a seasoned business leader with nearly 37 years of rich experience across the power, infrastructure and renewable energy sectors. He possesses extensive expertise in renewable energy development, EPC projects, strategic planning, project execution, technology integration, business expansion and organizational leadership.

Over the course of his career, he has been associated with development and execution of more than 30 GW of power projects across conventional and renewable energy domains, including over 10 GW of renewable energy projects under development and execution. He is widely recognized for driving large-scale energy transition initiatives with a strong focus on execution excellence, sustainability and operational efficiency.

Prior to joining the Company, he served as President & Business Head – Renewable Energy Development at Reliance New Energy, where he played a key role in planning and development of

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large-scale renewable energy and battery energy storage infrastructure projects in Kutch. Earlier, as CEO of Aditya Birla Renewables, he led significant expansion of the renewable energy portfolio and contributed towards the Group's decarbonization initiatives.

He also served as COO of Adani Green Energy, where he led execution of some of India's largest hybrid renewable energy projects and contributed towards scaling the business operations. During his professional journey, he has held leadership positions with Toshiba JSW Power Systems, Toshiba India, LANCO Solar and NTPC, managing large infrastructure and EPC projects in India and overseas.

Mr. Rajesh Shrivastava is known for combining strong engineering and project management capabilities with strategic business leadership and innovation in renewable energy solutions.

He holds a Gold Medal in Civil Engineering and M.Tech in Structures from Indian Institute of Technology Bombay and has also completed executive management studies at INSEAD. He has also been recognized among the Top 15 Global Leaders by Toshiba Corporation for his leadership contributions.

## Remuneration, Perquisites, Allowances & Other Benefits:

- a. **Basic Salary:** Rs. 13,34,321/- (Thirteen Lakh Thirty Four Thousands Three Hundred Twenty One Rupees only) per month with authority to the Board of Directors to revise the basic salary from time to time subject to maximum Rs. 20,00,000/- (Twenty Lakh Rupees only) per month.
- b. **Perquisites & Allowance:** He shall be entitled to house rent allowance, and such other perquisites, allowance, performance linked variable pay, incentives as per the policy of the Company in force and/or as may be approved by the Board from time to time. Further, he shall also be entitled to reimbursement of expenses actually incurred by him for the business of the company.
- c. **Employee Stock Options:** Stock Options may be granted to him as may be approved by Nomination and Remuneration Committee from time to time under active Employee Stock Option Scheme of the Company.
- d. **Overall and Minimum Remuneration:** Notwithstanding anything to the contrary herein contained, wherein any financial year during the currency of the tenure of office of Mr. Rajesh Shrivastava as Whole Time Director, if there is profit then the overall managerial remuneration payable to him shall be such amount as may be fixed by the Board of Directors from time to time on recommendation of the NRC within the overall limit of net profits of the Company as laid down in Section 197 read with Section I of Part II of Schedule V to the Companies Act, 2013, excluding value of perquisites upon exercise of stock options.

Notwithstanding anything to the contrary herein contained, in the event, if the Company has no profit or its profit are inadequate in any financial year, the company will pay a minimum remuneration by way of salary, perquisites (excluding value of perquisites upon exercise of stock options), benefits and allowances, performance incentive, etc. for a period not exceeding 3 (Three) years as per Section II(A) of Part II of schedule V to the Companies Act, 2013 and rules thereunder or any statutory modifications and/or re-enactment thereof as may be decided by the Board from time to time on recommendation of NRC.

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He shall be liable to retire by rotation and fulfils the conditions mentioned in Part I and Para B of Section II of Part II of Schedule V to the Act. Relevant information and disclosures prescribed in Schedule V to the Act are given below:

## i. General Information:

### 1. Nature of Industry:

KPI Green Energy Limited ("KPIGEL") is a Gujarat-based renewable energy company engaged in the generation and supply of solar and hybrid power solutions. Incorporated in February 2008, the Company develops, builds, owns, operates, and maintains renewable energy projects under Independent Power Producer (IPP) and Captive Power Producer (CPP) business models. The Company is engaged in solar, wind, and hybrid power projects along with Battery Energy Storage System (BESS) solutions for commercial, industrial, and government customers. KPIGEL has established a strong presence in renewable energy generation with robust power evacuation infrastructure and an expanding presence across multiple states in India.

**2. Date or expected date of commencement of commercial production:** The Company has been engaged in the business of generation and supply of renewable energy through solar and hybrid power projects since its incorporation.

**3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.**  
Not Applicable

### 4. Financial performance based on given indicators:

Standalone Financial Results:

(Rs. in Lakhs except EPS)

Particulars	2025-26	2024-25
Revenue from Operation	198949.65	159200.01
Profit (Loss) before Tax	53495.50	34041.96
Profit (Loss) after Tax	39272.86	25235.42
Earning per share (Basic) (in ₹)	19.90	12.82

Consolidated Financial Results:

(Rs. in Lakhs except EPS)

Particulars	2025-26	2024-25
Revenue from Operation	269590.99	173545.35
Profit (Loss) before Tax	69090.95	44091.23
Profit (Loss) after Tax	50923.78	32527.76
Earning per share (Basic) (in ₹)	24.13	16.23

**5. Foreign investments or collaborations, if any:** As on March 31, 2026, the Shareholding of Foreign Portfolio Investors and Non-Residents, in the Company is detailed as under:

Particulars	No. of Shares	%
Foreign Portfolio Investors Category I	15737203	7.97
Foreign Portfolio Investors Category II	535640	0.27
Any Other (FII's)	0	0
Non-Resident Indians (NRIs)	2285893	1.16
Foreign Companies	0	0

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During the year, the Company has not entered into any material foreign collaboration.

## ii. Information about the Appointee:

### 1. Background details:

Mr. Rajesh Shrivastava is an accomplished business leader with nearly 37 years of extensive experience across the power, infrastructure and renewable energy sectors. He possesses deep expertise in renewable energy development, EPC projects, strategic planning, project execution and business expansion. Over the course of his career, he has been associated with the development and execution of more than 30 GW of power projects, including over 10 GW of renewable energy projects, and is widely recognized for driving large-scale energy transition initiatives with a strong focus on sustainability, operational efficiency and execution excellence.

Prior to joining the Company, Mr. Rajesh Shrivastava served as President & Business Head – Renewable Energy Development at Reliance New Energy, where he played a key role in development of large-scale renewable energy and battery energy storage projects. He has also held leadership positions with Aditya Birla Renewables, Adani Green Energy, Toshiba JSW Power Systems, Toshiba India, LANCO Solar and NTPC, contributing significantly towards expansion of renewable energy portfolios and execution of major infrastructure and EPC projects in India and overseas.

Mr. Rajesh Shrivastava holds a Gold Medal in Civil Engineering and an M.Tech in Structures from Indian Institute of Technology Bombay and has completed executive management studies at INSEAD. He has also been recognized among the Top 15 Global Leaders by Toshiba Corporation for his leadership contributions.

### 2. Past Remuneration: N.A.

**3. Recognition or awards:** Mr. Rajesh Shrivastava has been recognized among the Top 15 Global Leaders by Toshiba Corporation for his leadership contributions and excellence in execution of large-scale infrastructure and energy projects. He has played a significant role in development and execution of more than 30 GW of power projects, including over 10 GW of renewable energy projects, and has led some of India's largest hybrid renewable energy and battery energy storage initiatives. He has also been instrumental in driving renewable energy expansion and decarbonization initiatives across leading organizations. Further, he was awarded a Gold Medal in Civil Engineering for academic excellence.

**4. Job profile and his suitability:** Mr. Rajesh Shrivastava shall be responsible for providing strategic leadership and overseeing the Company's business operations, particularly in the areas of renewable energy development, project execution and business growth. Considering his extensive experience, leadership capabilities and expertise in execution of large-scale power and renewable energy projects, the Board is of the opinion that he is well suited for the role.

**5. Remuneration proposed:** As mentioned in the explanatory statement of the proposed resolution.

**6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** In view of the responsibilities of the Whole Time Director and his academic background and early exposure to the business, the proposed remuneration is considered appropriate and in line with industry standards.



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**7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.**

Mr. Rajesh Shrivastava does not have any pecuniary relationship with the Company. He does not have any pecuniary relationship with managerial personnel of the Company. He is working as an independent professional and in an executive capacity, not related to Promoters/ Directors of the Company.

**iii. Other Information:**

- 1. Reasons of loss or inadequate profits:** The Company does not envisage any loss or inadequate profits during the tenure of appointment of Mr. Rajesh Shrivastava. However, in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Whole Time Director shall be within the maximum permissible limits specified under Section II of Part II of Schedule V of the Companies Act, 2013.
- 2. Steps taken or proposed to be taken for improvement:** The Company has taken various steps on a regular basis to scale up the operations of the Company. Company has chalked out ambitious growth plans to scale up operations and profitability. Further, the management has adopted focused business strategies in all spheres of business activities to improve the sales and profitability of the Company.
- 3. Expected increase in productivity and profits in measurable terms:** The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving sustained revenue growth in the future.

Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditor.

None of the Directors or Key Managerial Personnel or their relatives are in any way interested or concerned, financially or otherwise in the resolution set out at Item No. 2 of the Notice, except Mr. Rajesh Shrivastava, the proposed appointee. In view of the provisions of Sections 152, 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, the Board recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for the approval of the Members.



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## ITEM NO. 3:

Mrs. Venu Birappa was appointed as an Independent Director for a period of five (5) years, effective up to August 02, 2026. She is eligible for re-appointment for a second term of five (5) years, effective August 03, 2026, up to August 02, 2031(both days inclusive). She is a member of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Stakeholder Relationship Committee and Corporate and Social Responsibility Committee of the Company.

The Nomination and Remuneration Committee, after reviewing the performance evaluation of Mrs. Venu Birappa, has noted that she has made significant and valuable contributions during her tenure as an Independent Director on the Board. She has consistently upheld high standards of integrity and independence, while actively engaging in Board and Committee deliberations. Her strong understanding of the Company's business, industry landscape, and regulatory environment, along with her professional expertise, has meaningfully enriched Board discussions and decision making. In view of her continued contributions and the value she brings to the Board, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee proposes the re-appointment of Mrs. Venu Birappa as a Non- Executive Independent Director of the Company, not liable to retire by rotation for a second term of five (5) years, effective August 03, 2026, up to August 02, 2031(both days inclusive), subject to the approval of the Members.

### Brief Profile of Mrs. Venu Birappa is as under:

Mrs. Venu Birappa brings nearly four decades of experience in the Power Sector to our Board. She holds a Bachelor's Degree in Electrical Engineering from Maharaja Sayajirao University Baroda, a Diploma in Management from Indira Gandhi National Open University, and a Bachelor of Laws (General) from Saurashtra University. She has also completed the Quality Management Systems Auditor/Lead Auditor Training based on ISO 9001:2005.

Mrs. Venu Birappa has expertise in regulatory, legal, financial, commercial, and technical aspects of transmission, system operation, and distribution. She began her career in 1984 with the erstwhile Gujarat Electricity Board (GEB) and later served as Executive Engineer (Regulatory & Commerce) at Gujarat Energy Transmission Corporation Limited (GETCO) until July 2021.

Mrs. Venu Birappa has played a key role in the formulation of regulations under the Electricity Act, 2003, and has actively handled matters related to transmission agreements, capital cost approvals, tariff regulations, open access, intra-state ABT, and renewable energy. She has represented GETCO in regulatory and judicial proceedings before the Gujarat Electricity Regulatory Commission (GERC), the Appellate Tribunal for Electricity (APTEL), the High Court, and the Supreme Court of India.

Her vast knowledge and strategic insights into the power sector make her a valuable addition to the Board.

Mrs. Venu Birappa has provided a declaration to the Board that she continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). She also affirmed that she is not debarred from holding the office as a Director under any order passed by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent for such re-appointment. In terms of Regulation 25(8) of the Listing Regulations, Mrs. Venu Birappa has confirmed that she is not aware of any circumstances or situation that exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties.



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She shall be paid remuneration by way of fees for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings and profit linked commission within the limits stipulated under Section 197 of the Act.

In the opinion of the Board, Mrs. Venu Birappa fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and is independent of the management. She also possesses appropriate skills, experience, knowledge and capabilities required for the role of Independent Director. Considering her extensive knowledge and experience, the Board deems it desirable and in the interest of the Company to continue Mrs. Venu Birappa on the Board and accordingly recommends her re-appointment as an Independent Director for a second term of five (5) years.

Accordingly, the approval of Members is sought for re-appointment of Mrs. Venu Birappa as a Non-Executive Independent Director for a second term of five (5) years.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice except Mrs. Venu Birappa, the proposed appointee. In view of the provisions of the Companies Act, 2013, the Board recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members.

**Registered Office:**

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Opp. Ishwar Farm Junction BRTS, Canal Road,  
Bhatar, Surat – 395017, Gujarat, India

Date: **May 15, 2026**

Place: **Surat**

By Order of the Board of Directors,  
**For KPI Green Energy Limited**

Sd/-

Krunal Bhatt

**Company Secretary & Compliance Officer**



# KPI GREEN ENERGY LIMITED

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## ANNEXURE TO THE NOTICE

### DETAILS OF DIRECTOR SEEKING APPOINTMENT

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

Name of Director	Mr. Rajesh Shrivastava
Director Identification Number (DIN)	08757239
Date of Birth (Age)	April 11, 1967 (59 years)
Designation	Whole Time Director
Date of first appointment on the Board	May 15, 2026
Terms and Conditions of appointment / re-appointment	Appointment as Whole Time Director of the Company for a term of five consecutive years commencing from May 15, 2026, subject to the approval of Members.
Qualification	<ul style="list-style-type: none"><li>B.E.(Hons) -1987 with specialization in Civil engineering from Govt Engg College, Sagar, MP. Topper of all the five years and was Gold Medalist.</li><li>M.Tech (structures), IIT, Mumbai ( Jan1989)</li><li>Completed Management course from INSEAD Singapore.</li></ul>
Nature of expertise in specific functional areas	Mr. Rajesh Shrivastava possesses extensive expertise in renewable energy development, power and infrastructure projects, EPC management, strategic planning, project execution, engineering and technology integration, organizational development and P&L management. He has significant experience in execution and development of large-scale solar, wind, hybrid and battery energy storage projects along with expertise in project funding, regulatory matters, digital project management systems, business expansion strategies and sustainable energy solutions across renewable and conventional power sectors.
A brief resume of the Director	Please refer explanatory statement of this Notice for the brief resume of the Director.
Name of the Companies in which he/she holds directorship (other than KPI Green Energy Limited)	Nil

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Name of committees in which he/she holds membership/ chairmanship (other than KPI Green Energy Limited)	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Details of remuneration (including Sitting fee, if any) last drawn	Not Applicable
No. of meetings of the Board attended during the FY 2025-26	Not Applicable
Details of remuneration sought to be paid	As per Item No. 2 of the explanatory statement forming the part of this notice.
Inter se relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	None
Shareholding in the Company No. of shares held: (a) Own (b) For other persons on a beneficial basis	Nil Nil



# KPI GREEN ENERGY LIMITED

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<b>Name of Director</b>	<b>Mrs. Venu Birappa</b>
Director Identification Number (DIN)	09123017
Date of Birth (Age)	July 18, 1963 (62 years)
Designation	Non-Executive Independent Director
Date of first appointment on the Board	August 03, 2021
Terms and Conditions of appointment / re-appointment	Re-appointment as a Non-Executive Independent Director for a second consecutive term of five (5) years commencing from August 03, 2026 up to August 02, 2031(both days inclusive), not liable to retire by rotation.
Qualification	<ul style="list-style-type: none"><li>• Bachelor's Degree in Electrical Engineering from the Maharaja Sayajirao University Baroda</li><li>• Diploma in Management from Indira Gandhi National Open University</li><li>• Degree in Bachelor of Laws (General) from Saurashtra University</li></ul>
Nature of expertise in specific functional areas	Mrs. Venu Birappa brings nearly four decades of experience in the power sector. She holds a bachelor's degree in electrical engineering from Maharaja Sayajirao University, Baroda, a Diploma in Management from IGNOU, and an LL.B. from Saurashtra University. She began her career with the erstwhile Gujarat Electricity Board in 1984 and later served as Executive Engineer (Regulatory & Commerce) at Gujarat Energy Transmission Corporation Limited (GETCO) until July 2021. She has extensive expertise in regulatory, commercial, and technical aspects of transmission and has represented GETCO before GERC, APTEL, and various courts.
A brief resume of the Director	Please refer explanatory statement of this Notice for the brief resume of the Director.
Name of the Companies in which he/she holds directorship (other than KPI Green Energy Limited)	<ol style="list-style-type: none"><li>1. Sun Drops Energia Limited (Formerly Known as Sun Drops Energia Private Limited)</li><li>2. Shree Saprem Foundation</li><li>3. K.P. Energy Limited</li></ol>
Name of committees in which he/she holds membership/ chairmanship (other than KPI Green Energy Limited)	<ol style="list-style-type: none"><li><b>a) K.P. Energy Limited</b><ol style="list-style-type: none"><li>a) Risk Management Committee – Member</li></ol></li><li><b>b) Sun Drops Energia Limited (Formerly Known as Sun Drops Energia Private Limited)</b><ol style="list-style-type: none"><li>a) Audit Committee - Chairperson</li><li>b) Nomination and Remuneration Committee - Chairperson</li></ol></li></ol>

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	c) Corporate Social Responsibility Committee - Member
Name of listed entities from which the person has resigned in the past three years	Nil
Details of remuneration (including Sitting fee, if any) last drawn	Commission – Rs. 31. 67 Lacs (For FY 2025-26) Sitting Fees – Rs. 0.62 Lacs (For FY 2025-26)
No. of meetings of the Board attended during the FY 2025-26	9 out of 9 meetings
Details of remuneration sought to be paid	As per Item No. 3 of the explanatory statement forming the part of this notice.
Inter se relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	None
Shareholding in the Company No. of shares held: (a) Own (b) For other persons on a beneficial basis	Nil Nil

*The Power of Nature*