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K.P.I. GLOBAL INFRASTRUCTURE LIMITED

Our Company was incorporated as "K.P.I. Global Infrastructure Limited" on February 01, 2008 under the Companies Act, 1956 in the state of Maharashtra vide Certificate of Incorporation issued by the Registrar of Companies, Maharashtra, Mumbai. Our Company obtained Certificate of Commencement of Business on August 22, 2008 issued by Registrar of Companies, Maharashtra, Mumbai. The Corporate Identity Number of our Company is U40102GJ2008PLC083302. For further details on change of the registered office of our Company, kindly refer the chapter titled *"History and Corporate Structure"* beginning on page 132 of the Prospectus.

Registered Office: Shop No A-1/2, Firdos Tower, Near Fazal Tower, Adajan Patia, Surat – 395 009, Gujarat, India.; **Telephone:** +91-261-2764757, **Fax:** +91-261-2764757, **E-mail:** info@kpgroup.co
Website: www.kpiglobal.kpgroup.co; **Contact Person:** Ms. Rajvi Upadhyay, Company Secretary and Compliance Officer; **E-mail:** rajvi.upadhyay@kpgroup.co

PROMOTER OF OUR COMPANY : MR. FARUK G. PATEL

THE ISSUE

INITIAL PUBLIC OFFER OF UP TO 49,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF K.P.I. GLOBAL INFRASTRUCTURE LIMITED (OUR "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 80 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 70 PER EQUITY SHARE (THE "ISSUE PRICE"), AGGREGATING UP TO ₹ 3,993.60 LAKH (THE "ISSUE") OF WHICH 2,49,600 EQUITY SHARES OF FACE VALUE OF ₹10 EACH FOR CASH AT A PRICE OF ₹ 80 PER EQUITY SHARE AGGREGATING TO ₹ 199.68 LAKH RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. 47,42,400 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH FOR CASH AT A PRICE OF ₹ 80 PER EQUITY SHARE, AGGREGATING TO ₹ 3,793.92 LAKH IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.63% AND 26.25%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, KINDLY REFER TO CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 247 OF THE PROSPECTUS.

THIS ISSUE IS BEING MADE IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI ICDR REGULATIONS") READ WITH RULE 19(2)(B)(I) OF SECURITIES CONTRACTS (REGULATION) RULES, 1957 (SCRR) AS AMENDED THROUGH FIXED PRICE METHOD.

FIXED PRICE ISSUE AT ₹ 80 PER EQUITY SHARE

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH AND THE ISSUE PRICE IS 8.00 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.
THE APPLICATION MUST BE FOR A MINIMUM OF 1,600 EQUITY SHARES AND IN MULTIPLES OF 1,600 EQUITY SHARES THEREAFTER.
FOR FURTHER DETAILS PLEASE REFER TO *"SECTION VII - ISSUE INFORMATION"* BEGINNING ON PAGE 247 OF THE PROSPECTUS.

In terms of Regulation 256 of SEBI ICDR Regulations read with the SEBI circular CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, all the investors applying in a public issue shall use only Application Supported by Blocked Amount (ASBA) facility for making payment providing details about the bank account which will be blocked by the Self Certified Syndicate Banks ("SCSBs"). For further details, kindly refer the chapter titled *"Issue Procedure"* beginning on page 254 of the Prospectus. A copy of the Prospectus has been delivered to Registrar of Companies, Ahmedabad in accordance with Section 26 of the Companies Act, 2013 along with all the requisite documents. For details of the material contracts and documents available for inspection from the date of the Prospectus up to the Issue Closing Date, kindly refer the chapter titled *"Material Contracts and Documents for Inspection"* on page 299 of the Prospectus.

ISSUE PROGRAMME

ISSUE OPENS TODAY

ISSUE CLOSES ON: FRIDAY, JANUARY 11, 2019

ASBA*

Simple, Safe, Smart way of Application – Make use of it !!!

*** Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.**
Mandatory in public issues from January 01, 2016. No cheque/demand draft will be accepted.

RISK IN RELATION TO THE FIRST ISSUE: This being the first issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹ 10 each and the Issue Price is 8.00 times the face value of the Equity Shares of our Company. The Issue Price should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed on the SME Platform of BSE. No assurance can be given regarding an active and/or sustained trading in the Equity Shares of our Company or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS: Investment in equity and equity related securities involves a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares offered in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**") nor does SEBI guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section titled "*Risk Factors*" beginning on page 22 of the Prospectus.

CONTENTS OF THE MEMORANDUM OF THE COMPANY AS REGARDS TO ITS OBJECTS: For information on the main objects of the Company, please see "*History And Corporate Structure*" on page 132 of the Prospectus and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a material document for inspection in relation to the Issue. For further details, please see **"***Material Contracts and Documents for Inspection***"** on page 299 of the Prospectus.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The authorised share capital, issued, subscribed and paid up share capital of the Company as on the date of the Prospectus is as follows: The Authorised Share Capital of the Company is ₹ 2,000.00 lakhs divided into 2,00,00,000 Equity Shares of ₹10/- each. The Issued, Subscribed and Paid-up share capital of the Company before the Issue is ₹ 1,307.50 lakhs divided into 1,30,75,000 Equity Shares of ₹10/- each. For details of the Capital Structure, see the chapter **"***Capital Structure***"** on the page 60 of the Prospectus.

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association: Mr. Faruk G. Patel - 15,000 Equity Shares; Mr. Ilays H. Patel - 10,000 Equity Shares; Ms. Rasida G. Patel - 5,000 Equity Shares; Mr. Gulammahmad A. Patel - 5,000 Equity Shares; Ms. Vahida F. Patel - 5,000 Equity Shares; Mr. Janak P. Tailor - 5,000 Equity Shares; and K P Buildcon Private Limited - 5,000 Equity Shares.

LIABILITY OF MEMBERS: Liability of members of Company is Limited.

BASIS FOR ISSUE PRICE: Please refer "*Basis for Issue Price*" beginning on page 87 of the Prospectus.

COMPANY'S ABSOLUTE RESPONSIBILITY: The Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Prospectus contains all information with regard to our Company and the issue, which is material in the context of the issue, that the information contained in the Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Prospectus as a whole or any of such information or the expression of any such opinion or intentions misleading in any material respect.

LISTING: The Equity Shares offered through the Prospectus are proposed to be listed on the SME platform of BSE. In terms of the Chapter IX of the SEBI ICDR Regulations, our Company has received 'in-principle' approval from BSE vide its letter dated November 19, 2018 for using its name in the offer document for listing of our Equity Shares on the SME platform of BSE. For the purpose of this Issue, BSE Limited shall be the Designated Stock Exchange.

DISCLAIMER CLAUSE OF SEBI: Since the Issue is being made in terms of Chapter IX of the SEBI ICDR Regulations, the Offer Document was not filed with SEBI. In terms of the SEBI ICDR Regulations, SEBI shall not Issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However investors may refer to the entire "Disclaimer Clause of SEBI" beginning on page 240 of the Prospectus.

Disclaimer Clause of the SME Platform of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to page 241 of the Prospectus for the full text of the Disclaimer Clause of the BSE.

LEAD MANAGER TO THE ISSUE

VIVRO

Vivro Financial Services Private Limited
607-608 Marathon Icon, Veer Santaji Lane,
Opposite Peninsula Corporate Park, Off Ganpatrao Kadam Marg,
Lower Parel, Mumbai – 400013, Maharashtra, India
Telephone: +91-22-66668040; **Fax:** +91-22-6666 8047; **Email:** kpiglobal@vivro.net;
Website: www.vivro.net; **Investor Grievance Email:** investors@vivro.net
Contact Person: Mr. Anish Akruwala / Mr. Yogesh Malpani
SEBI Registration Number: INM000010122; **CIN:** U67120GJ1996PTC029182

REGISTRAR TO THE ISSUE

Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400059, Maharashtra, India
Telephone: + 91-22-62638200; **Fax:** +91-22-62638299;
Email: ipo@bigshareonline.com; **Website:** www.bigshareonline.com
Investor Grievance Email: ipo@bigshareonline.com
Contact Person: Mr. Babu Raphael
SEBI Registration Number: INR000001385; **CIN:** U99999MH1994PTC076534

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Rajvi Upadhyay
K.P.I. Global Infrastructure Limited
Shop No A-1/2, Firdos Tower, Near Fazal Tower, Adajan Patia,
Surat - 395 009, Gujarat, India.
Telephone: +91-261-2764757; **Facsimile:** +91-261-2764757
Email: rajvi.upadhyay@kpgroup.co
Website: www.kpiglobal.kpgroup.co

Investors may contact our Company Secretary and Compliance Officer, the LM or the Registrar to the Issue in case of any pre-Issue or post-Issue related grievance, such as non-receipt of letters of allotment, non-credit of Allotted Equity Shares in the respective beneficiary accounts, non-receipt of refund orders and non-receipt of funds by electronic mode.

Availability of Prospectus : Investors should note that investment in Equity Shares involves a high degree of risk and investors are advised to refer to the Prospectus and the Risk Factor contained therein, before applying in the Issue. Full copy of the Prospectus will be available at the website of SEBI at www.sebi.gov.in; the website of the Stock Exchange at www.bseindia.com and the website of Lead Manager at www.vivro.net.

Availability of Application form : Application forms can be obtained from the Registered Office of **K.P.I. GLOBAL INFRASTRUCTURE LIMITED** and the Lead Manager to the Issue - Vivro Financial Services Private Limited. Application Forms will be available at the selected location of registered brokers, Banker to the Issue, syndicate member, sub-syndicate members, RTA and Depository Participants. Application Forms can be obtained from the website of Stock Exchange and the Designated Branches of SCSBs, the list of which is available on the website of BSE & SEBI.

Applications Supported by Blocked Amount (ASBA): Investors have to compulsorily apply through the ASBA process. ASBA has to be availed by all the investors. The investors are required to fill the application form and submit the same to the relevant SCSB's at the specific locations or registered brokers at the broker centres or RTA or DP's. The SCSB's will block the amount in the account as per the authority contained in application form. On allotment, amount will be unblocked and account will be debited only to the extent required to be paid for allotment of shares. Hence, there will be no need of refund. The ASBA application forms can also be downloaded from the website of BSE. ASBA application forms can be obtained from the Designated Branches of SCSB's, the list of banks that are available on website of SEBI at www.sebi.gov.in and website of Stock Exchange at www.bseindia.com. For more details on ASBA process, please refer to the details given in application forms and Prospectus and also please refer to the Section "*Issue Procedure*" beginning on page 254 of the Prospectus.

BANKER TO THE ISSUE AND REFUND BANKER: Yes Bank Limited.

Investor should read the Prospectus carefully, including the Risk Factors beginning on page 22 of the Prospectus before making any investment decision.

For **K.P.I. GLOBAL INFRASTRUCTURE LIMITED**
On behalf of the Board of Directors
Sd/-
Faruk G. Patel
Chairman & Managing Director

Place : Surat
Date : January 7, 2019

K.P.I. GLOBAL INFRASTRUCTURE LIMITED is proposing, subject to market conditions and other considerations, an Initial Public Issue of its Equity Shares and has filed the Prospectus with the Registrar of Companies, Ahmedabad. The Prospectus is available on the website of the SEBI at www.sebi.gov.in, the website of the Lead Manager at www.vivro.net and website of the BSE at www.bseindia.com. Investor should note that investment in Equity Shares involves a high degree of risk. For details, investors should refer to and rely on the Prospectus, including the section titled "*Risk Factors*" as appearing in the Prospectus. The Equity Shares have not been and will not be registered under the US Securities Act ("**the Securities Act**") or any state securities laws in United States and will not be issued or sold within the United States or to, or for the account or benefit of U.S. persons" (as defined in Regulation S under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, 1933.

CONCEPT

Size : 24x35 cm