

QUOD ISPAT LIMITED

[Formerly Known as Hind Ispat Limited]

Regd. Office: - OFFICE NO 208, 2ND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEER
SAVARKAR BLOCK SHAKARPUR East Delhi DL 110092

Corporate Identification Number: - L27109DL1985PLC021183

E Mail ID: - hindispat@yahoo.in; Website: www.hindispat.com; Tel/Fax: 011-45261094

To,

Date: 12.12.2017

Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai - 400 098, India.

Dear Sir/Madam,

Subject: Submission of Annual Report for 2016-17

Please find enclosed herewith Annual Report for the Financial Year 2016-17 of our Company as per Regulation 34 (1) of Securities Exchange Board of India Listing Obligation and Disclosure Requirements Regulations, 2015.
Kindly take the same on Record.

For **QUOD ISPAT LIMITED**
Formerly known as **HIND ISPAT LIMITED**



Vinayprakash
Whole-time Director
DIN: 07304994

Enclosed: A/a

QUOD ISPAT LIMITED

ANNUAL REPORT

FOR THE FINANCIAL YEAR 2016-2017

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rakesh Verma	Non-Executive Director
Mr. Vinayaprakash	Whole-time Director & CFO
Mr. Pradeep Kumar	Independent Director
Ms. Seema Shankar	Independent Director

REGISTERED OFFICE

Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi - 110092
Tel: 011 - 45261094
Email: hindispat@yahoo.in
Website: www.hindispat.com

STATUTORY AUDITORS

M/s G.P. Keshri & Associates,
Chartered Accountants
A-215, 5 Chawala Complex,
Vikas Marg Shakarpur, Delhi-110092
Mail Id: gopalkeshri@yahoo.com

REGISTRARS & SHARE TRANSFER AGENTS

Beetal Financial and Computers Services Private Limited
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukh Das Mandir, New Delhi- 110062
Email: beetalrta@gmail.com Website: www.beetalfinancial.com
Tel: 011 - 29961281/83
Fax: 011 - 29961284

COMPLIANCE OFFICER

Mr. VINAYA PRAKASH
Office No. 208, 2nd Floor, Plot No. A-1,
Madhuban Tower, Veer Savarkar Block
Shakarpur, Delhi -110092
TEL: 011 - 45261094

CORPORATE IDENTITY NUMBER: L27109DL1985PLC021183

ANNUAL GENERAL MEETING DATE, DAY, VENUE AND TIME

Thursday, 28TH September, 2017 at 10.00 A.M at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi

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QUOD ISPAT LIMITED

{Formerly Known as Hind Ispat Limited}

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NOTICE

Notice is hereby given that the 32nd Annual General Meeting of QUOD ISPAT LIMITED (Formerly Known as Hind Ispat Limited) will be held on Thursday, 28th September, 2017 at 10:00 A.M. at **Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended on March 31, 2017 and the Balance Sheet for the financial year ended on March 31, 2017 together with the Reports of the Board of Directors and the Auditors' thereon.
2. To ratify the appointment of M/s. **G.P Keshri & Associates, Chartered Accountants**, as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM and to fix their remuneration.

SPECIAL BUSINESS:

3. To appoint **Mr. Rakesh Verma (DIN: 07764363)** as Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Rakesh Verma (DIN: 07764363) who was co-opted as an Additional Director on the board of the company with effect from 15th April, 2017 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member along with requisite deposit proposing his candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation."

By Order of the Board
For QUOD ISPAT LIMITED
(Formerly Known as Hind Isapt Limited)
Sd/-
VINAYAPRAKASH
WHOLE-TIME DIRECTOR
DIN: 07304994
ADDRESS : H.No. 160, TURKAGAURI
(GOKUL NAGAR), KICHHA,
UDHAMSINGH NAGAR -263148 UR IN

Date: 02.09.2017

Place: New Delhi

NOTES:

1. An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the notice is annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL 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 FOR ANY OTHER PERSON OR SHAREHOLDER.

3. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
4. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. Members holding shares in physical form are requested to notify change in address, under their signatures to the Registrar and Share Transfer Agent (RTA) of the company i.e Beetal Financial and Computers Services Private Limited at its registered office Beetal House, 3rd Floor, 99, Madangiri, Behind Local Shopping centre, Near Dada Harsukh Das Mandir, New Delhi- 110062. Members holding shares in electronic form may update such details with their respective Depository Participants.
6. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 25th September, 2017 to 27th September, 2017 (both days inclusive).
7. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
8. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

Voting through electronic means

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 (1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on Thursday, September 28, 2017 at 10:00 A.M. The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.
2. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
3. The Facility for voting through ballot paper shall be available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
4. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
5. The remote e-voting period commences on 25th September, 2017 (9:00 am) and ends on 27th September, 2017 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
6. The process and manner for remote E- voting electronically are as under:-
 - A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s) :
 - (i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL:<https://www.evoting.nsdl.com/>

- (iii) Click on shareholder-Login.
- (iv) Put user ID and password as initial password noted in step (i) above. Click login.
- (v) Password change menu appears. Change the password with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens, click on e-voting : Active Voting cycles.
- (vii) Select "EVEN" Of QUOD ISPAT LIMITED.
- (viii) Now you are ready for remote E-voting as cast vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on ""Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional & Corporate shareholders(i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy(PDF/JPG Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to pkmishra59@yahoo.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

- (i) Initial password is provided as below in the proxy form:

EVEN (Remote E-Voting Event number)	USER ID	PASSWORD

- (ii) Please follow all steps from SI. No. (ii) to SI. No. (xii) above, to cast vote.

7. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of www.evoting.nsdl.com call on toll free no.: 1800-222-990.

8. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

9. The e-voting period commences on 25.09.2017 and ends on 27.09.2017. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 21, 2017, may cast their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by way ballot form.

10. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 21, 2017.

11. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. 21st September, 2017, may obtain the login ID and password by sending a request at www.evoting.nsdl.com. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.

12. A 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 avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

13. Mr. Pawn Kumar Mishra, Company Secretary (COP: 16222), Partner M/s. P. K. Mishra & Associates, Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

14. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

15. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

16. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.hindispac.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited.

**By Order of the Board
For QUOD ISPAT LIMITED
(Formerly Known as Hind Isapt Limited)
Sd/-
VINAYAPRAKASH
WHOLE-TIME DIRECTOR
DIN: 07304994
ADDRESS : H.No. 160, TURKAGAURI
(GOKUL NAGAR), KICHHA,
UDHAMSINGH NAGAR -263148 UR IN**

Date: 02.09.2017
Place: New Delhi

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Mr. Rakesh Verma, who was appointed as an Additional Director of the Company with effect from 15th April, 2017, in terms of Section 161 of the Companies Act, 2013, he holds office until the date of the Annual General Meeting of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Rakesh Verma for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Mr. Rakesh Verma is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommends the resolution set out in Item no. 3 of the Notice for approval of the Members.

The Board recommends the resolution for your approval. Mr. Rakesh Verma is interested in the resolution to the extent of his appointment.

None of the remaining Directors and their relatives is concerned or interested in the proposed resolution.

By Order of the Board
For QUOD ISPAT LIMITED
(Formerly Known as Hind Isapt Limited)
Sd/-
VINAYAPRAKASH
WHOLE-TIME DIRECTOR
DIN: 07304994
ADDRESS : H.No. 160, TURKAGAURI
(GOKUL NAGAR), KICHHA,
UDHAMSINGH NAGAR -263148 UR IN

Date: 02.09.2017

Place: New Delhi

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{Formerly Known as Hind Ispat Limited}

Regd. Office: Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi 110092

Corporate Identification Number: - L27109DL1985PLC021183

E Mail ID: hindispat@yahoo.in; Website: www.hindispat.com; Tel/Fax: 011-45261094

ANNEXURE I TO THE NOTICE

Details of the directors proposed to be appointed/re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name	Mr. Rakesh Verma
Age	26 years
Qualifications	Graduate
Experience	6 years
Terms and conditions of appointment including details of remuneration	Mr. Rakesh Verma holds the office of Non Executive and Non Independent Director from 15 th April, 2017 and he is the chairman of the Company. He is not entitled for remuneration as per the provisions of Companies Act, 2013. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	15-04-2017
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2016-17	Nil
Other directorship, membership / chairmanship of committees of other board	Director/Designated partner in: K D TREND WEAR LIMITED CITIZEN COMPSET PRIVATE LIMITED
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

BOARD REPORT TO THE MEMBERS

Your Directors have great pleasure in presenting 32nd Annual Report together with the Audited Accounts of the Company for the year ended at 31st March, 2017.

FINANCIAL RESULTS

The summarized performance of the Company for the years 2016-2017 and 2015-16 is given below:

Particulars	For the Financial year ended as on 31 st March, 2017	For the Financial year ended as on 31 st March, 2016
Income	17,351,928.00	1,93,12,263.00
Less: Expenditure	(16,779,619.42)	(16,107,279.16)
Profit/(Loss) before taxation	572,308.58	32,04,983.84
Less: Tax	(5407.00)	(160.46)
Net profit/ (Loss) after taxation	577,715.58	32,05,144.30

DIVIDEND

During the year under review, to plough back the profits in the business activity, no dividend is recommended this year.

RESERVE AND SURPLUS

The amount of Rs. 5,77,715.78/- is being transferred in the reserve and Surplus as the Current year profit.

FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 17,351,928.00/- as against income of Rs. 19,312,263.00/- in 2015-16.

CHANGE IN THE SHARE CAPITAL

During the Financial Year under review, there is no change in the Share Capital of the Company.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

CHANGE OF NAME

During the under Review, the company has changed its name from "**Hind Ispat Limited**" to "**Quod Ispat Limited**". The Board of Directors in its meeting held on 31.08.2016 has approved the resolution for Change of name of the Company From "**Hind Ispat Limited**" to "**Quod Ispat Limited**" in accordance with the provision of section 13(2) and other applicable provisions, if any of the Companies Act, 2013, and has recommended the same for the approval of shareholders in the Annual General Meeting which is Scheduled to be held on 30.09.2016.

The Shareholder of the company in their 31st Annual General Meeting held on 30.09.2016 passed the special resolution for change of name of the company from "Hind Ispat Limited" to "Quod Ispat Limited

CHANGE IN REGISTERED OFFICE

During the under review, Company has Changed its Registered office From 702, Building No.B-08 GD-ITL TOWER, Netaji Subhash place, Pitam pura New Delhi North Delhi -110034 To Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi 110092 w.e.f 07th November, 2016.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report regarding the compliances with conditions of Corporate Governance as per Chapter IV of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015** is annexed to this report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

AUDIT COMMITTEE

The Audit Committee of the Company consists three Directors, All the Directors have good knowledge of Finance, Accounts and Company Law.

The Board has constituted the Audit Committee in term of the Provisions of Regulation 18 of Securities and Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Committee held 6 meeting during the year.

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with all the items listed in Term of **Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** and the Companies Act, 2013 as follows:

- Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, there placement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - (i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of Section 134 of the Companies Act, 2013;
 - (ii) Any changes in accounting policies and practices and reasons for the same;
 - (iii) Major accounting entries involving estimates based on exercise of judgment by management;
 - (iv) Significant adjustments made in the financial statements arising out of audit findings;
 - (v) Compliance with listing and other legal requirements relating to financial statements;

- (vi) Disclosure to any related party transactions;
- (vii) Qualifications in the draft audit report.
- Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;
- Reviewing the adequacy of internal audit function, 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.
- Discussion with internal auditors any significant findings and follow up thereon;
- 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 matters to the Board;
- 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;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the year, there are no instances where the Board had not accepted the recommendations of the Audit Committee.

** The details of the Composition of the Audit Committee and Meetings are given in the Corporate Governance Report.*

NOMINATION & REMUNERATION COMMITTEE & ITS POLICY

Section 178(1) of the Companies Act, 2013 and **Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**, requires every listed company to constitute a Nomination and Remuneration Committee". Accordingly, during the year under review, Our Company has constituted a Nomination and Remuneration committee.

**The details of the Composition of the Nomination and Remuneration Committee are given in the Corporate Governance Report.*

STAKEHOLDER RELATIONSHIP COMMITTEE

Our Company has constituted a Stakeholder Relationship committee constituted as per the Companies Act, 2013 and **Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**, to redress the complaints of the shareholders. The committee currently comprises of three Directors.

ROLE OF STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship committee of our Board looks into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

**The details of the Composition of the Stakeholder Relationship Committee are given in the Corporate Governance Report.*

RISK MANAGEMENT POLICY

The Company has devised and implemented a mechanism for risk management and has developed a Risk Management Policy. The Policy provides for constitution of a Risk Committee, which will work towards creating a Risk Register, identifying internal and external risks and implementing risk mitigation steps. The Committee will, on a quarterly basis, provide status updates to the Board of Directors of the Company.

FAMILIARIZATION PROGRAMME

The Company at its various meetings held during the Financial year 2016-17 had familiarize the Independent Directors with regard to the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the Business models of the Company etc. The Independent Directors have been provided with necessary documents, reports and internal policies to familiarize then with the Company's policies, procedures and practices.

Periodic presentations are made to the Board and Board Committee meeting on Business and performance updates of the Company, Business strategy and risks involved.

Quarterly updates on relevant statutory changes and judicial pronouncements and encompassing important amendments are briefed to the Directors.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given annexed:

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on 31st March, 2017, provision of section 129 of the Companies Act, 2013 is not applicable.

STATE OF COMPANY AFFAIRS

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

STATUTORY AUDITORS

In terms of the first proviso to section 139 of the Companies Act, 2013, the appointment of the Auditors is to be placed for ratification at the Annual General Meeting. Accordingly the appointment of **M/s G.P. Keshri & Associates, Chartered Accountants (Firm Registration number 017251N)**, as Statutory Auditors of the Company is placed for

ratification by the Shareholders. In this regard the Company has received a Certificate from the Auditors to the effect that if they are appointed it would be in accordance with the provision of section 141 of the Companies Act, 2013. The Report given by the Statutory Auditors for the Financial Statements for the year ended March 31, 2017 read with explanatory notes thereon do not call for any explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

AUDITORS' REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form no. MGT - 9 has been annexed to the Report, as Annexure-1.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

There was no foreign exchange earning & outgo during the financial year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

DIRECTOR'S & COMMITTEES

a) Changes in Directors and Key Managerial Personnel

- 1. Mr. Ashwani Kumar Agarwal has resigned from the Directorship of the Company w.e.f 5th October, 2016.*
- 2. Mr. Vinay Prakash Appointed as Whole Time Director w.e.f. 30th September 2016.*
- 3. Mr. Rohit Kothari, Company Secretary has resigned from the Company w.e.f. 15th September, 2016.*
- 4. Mr. Rajesh Verma has been appointed as Additional Director of the company w.e.f 15.04.2017*

b) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and SEBI (Listing and Disclosure Requirements) Regulations 2015.

c) Formal Annual Evaluation of Board

Pursuant to the provisions of companies Act, 2013 and SEBI (Listing and Disclosure requirements) Regulations , 2015 the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

SEXUAL HARASSMENT:

The Company has zero tolerance for Sexual Harassment at workplace and has adopted a Policy on prevention of Sexual Harassment in line with the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. There was no complaint on sexual harassment during the year under review.

BOARD MEETINGS

During the year, the Board of your company met Nine times on 28.05.2016, 13.08.2016, 31.08.2016, 15.09.2016, 05.10.2016, 07.11.2016, 12.11.2016, 14.02.2017 and 31.03.2017. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of attendance in the Meeting and other directorship etc have been given in the Corporate Governance Report.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy has been updated on the website of company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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 for information under notes to Accounts.

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board have on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, senior management and their Remuneration.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company maintains appropriate systems of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **Mr. Sanjay Kumar Jha, Proprietor of M/s. S. K. Jha & Associates**, Company Secretaries to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as Annexure.

Explanation to the observations as notice in the Audit Report: The Management is searching the best person for the post of Company Secretary and effective steps have been taken to complete the e-filing with Registrar of Companies, NCT of Delhi & Haryana within time and timely intimation to the Stock Exchange so that the incidence will not be happened in the future year.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and material orders have been passed by the regulators or courts or tribunals, impacting the going concern status and company's operations in future.

AUDIT OBSERVATIONS

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

HUMAN RESOURCES

There are no employees as on date on the rolls of the Company who are in receipt of Remuneration which requires disclosures under Section 134 of the Companies Act, 2013 and Companies (Particulars of Employees) Rules, 1975.

During the year under review, relationship with the employees is cordial.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on 12th November, 2016, inter alia, discussed:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

CORPORATE GOVERNANCE

A report on Corporate Governance along with a certificate regarding the compliances with conditions of Corporate Governance as per Chapter IV of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015** is annexed to this report.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the employees of the Company at all levels

Date: 02/09/2017

Place: New Delhi

	By Order of the Board For Quod Ispat Limited (Formerly Known as Hind Ispat Limited)
Sd/- Seema Shankar Din: 07215711 Director	Sd/- Vinayaprakash DIN: 07304994 Whole-time Director

ANNEXURE TO THE DIRECTOR'S REPORT

**DISCLOSURE UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH
RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF
MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:**

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for FY 2016-17 (Rs.)	% increase in Remuneration in FY 2016-17**	Ratio of Remuneration of Director to Median Remuneration of employees	Ratio of Remuneration of Director to Median Remuneration of Employees
1.	Mr. Vinay Prakash, Whole Time Director/CFO	Nil	N.A.	N.A.	N.A.
2.	Mr. Rohit Kothari, Company Secretary	66,000	N.A.	N.A.	N.A.

The number of permanent employees as on 31st March 2017 was 3.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2016-17 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key Managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017 -NOT APPLICABLE

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L27109DL1985PLC021183
2.	Registration Date	12/06/1985
3.	Name of the Company	QUOD ISPAT LIMITED (Formerly Known as Hind Ispat Limited)
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company.
5.	Address of the Registered office & contact details	Office No. 208, Second floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, New Delhi-110092 Phone No.. 011-45261094 Email Id : hindispat@yahoo.in; Website: www.hindispat.com;
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services Pvt. Ltd Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062 Phone- 91-11-2996 1281-83 Fax- 91-11-2996 1284 Email Id: beetal@rediffmail.com Website: www.beetalfinancial.com

8. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Construction activities	4100	100

I. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A.	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(ii)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

Hindu Undivided Family	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	19639950	2299800	21939750	85.40	19639950	2299800	21939750	85.40	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	19639950	2299800	21939750	85.40	19639950	2299800	21939750	85.40	Nil
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	23189950	2499800	25689750	100	23189950	2499800	25689750	100	Nil

ii) Shareholding of Promoters-

S N	Shareholder's Name	Shareholding at the beginning of the year (31.03.2016)			Share holding at the end of the year (31.03.2017)			% 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	Purple Buildtech Pvt. Ltd.	3750000	14.60	-	3750000	14.60	-	-

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

S N	Name of Shareholders	Shareholding at the beginning of the year (31.03.2015)		Cumulative Shareholding during the year (31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Purple Buildtech Pvt. Ltd.				
	At the beginning of the year	3750000	14.60	3750000	14.60

	At the end of the year	3750000	14.60	3750000	14.60
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iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (31.02.2016)		Cumulative Shareholding during the year (31.03.2017)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	AMSONS APPARELS LTD.				
	At the beginning of the year	3440000	13.39	3440000	13.39
	At the end of the year	3440000	13.39	3440000	13.39
2.	TCL Management Services Pvt. Ltd.				
	At the beginning of the year	2500000	9.73	2500000	9.73
	At the end of the year	2500000	9.73	2500000	9.73
3.	ETHICS ENGINEERING PVT LTD				
	At the beginning of the year	2490000	9.69	2490000	9.69
	At the end of the year	2490000	9.69	2490000	9.69
4.	Ridevel Gears Pvt. Ltd.				
	At the beginning of the year	2150000	8.37	2150000	8.37
	At the end of the year	2150000	8.37	2150000	8.37
5.	Thy Projects Pvt. Ltd.				
	At the beginning of the year	2050000	7.98	2050000	7.98
	At the end of the year	2050000	7.98	2050000	7.98
6.	Juris Financial Services Pvt Ltd				
	At the beginning of the year	2000000	7.79	2000000	7.79
	At the end of the year	2000000	7.79	2000000	7.79
7.	Antheia Trade Services Pt. Ltd.				
	At the beginning of the year	900000	3.50	900000	3.50
	At the end of the year	900000	3.50	900000	3.50

8.	Goldline International Finvest Ltd				
	At the beginning of the year	200000	0.79	200000	0.79
	At the end of the year	200000	0.79	200000	0.79
9.	RIYA KAILASH PUNJABI				
	At the beginning of the year	150000	0.58	150000	0.58
	At the end of the year	150000	0.58	150000	0.58
10.	DEVULAPALLY SRILATHA				
	At the beginning of the year	100000	0.39	100000	0.39
	At the end of the year	100000	0.39	100000	0.39

v) **Shareholding of Directors and Key Managerial Personnel:- NIL**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year				
	At the end of the year	-	-	-	-

v) **INDEBTEDNESS- NIL**

Indebtedness 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	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

Change in Indebtedness during the financial year	-	-	-	-
* Addition	-	750,000.00	-	750,000.00
* Reduction	-	-	-	-
Net Change	-	750,000.00	-	750,000.00
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	750,000.00	-	750,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	750,000.00	-	750,000.00

VI. REMUNERATION OF MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER: - NIL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	-	-	-	-

B. REMUNERATION TO OTHER DIRECTORS - NIL

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	-	-	-	-
	Fee for attending board committee	-	-	-	-

	meetings				
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NIL

SN	Particulars of Remuneration	Key Managerial Personnel			
		WTD (Vinayapraksh)	CS (Rohit Kothari)	CFO (Vinayapraksh)	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	66,000	-	66,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	66,000	-	66,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Date: 02/09/2017

Place: New Delhi

**By Order of the Board
For Quod Ispat Limited
(Formerly Known as Hind Ispat Limited)**

**Sd/-
Seema Shankar
Din: 07215711
Director**

**Sd/-
Vinayaprakash
DIN: 07304994
Whole-time Director**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of
The Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Quod Ispat Limited,
(Formerly Known as Hind Ispat Limited)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Quod Ispat Limited Formerly Known as Hind Ispat Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon we report that –

- a. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
- b. 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 the secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- c. We don't verify the correctness and appropriateness of the financial statements of the company.
- d. Where ever required, we have obtained the management representation about the compliances of law, rules and regulations and happening of events etc.
- e. The Compliance of the provisions of the corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to verification of procedures on test basis.
- f. The Secretarial Audit Report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Based on our verification of the Quod Ispat Limited 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 authorized representatives during the conduct of Secretarial Audit, We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in placed 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 maintained by "the Company" for the financial year ended on 31st March 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder; following are observations:
 - There were few instances where Company has given late intimation(s) to the Stock Exchange.
 - The Company has filed/submitted various e-forms with late fees with ROC during the period under review.
 - The Name of company Changed from Hind Ispat Limited to Quod Ispat Limited in AGM held on 30th September 2016.
 - The Registered office of the company changed within Local limit w.e.f. 7th November 2016.
 - The Company Secretary of the company has resigned from his post on 15th September 2016 and after that date no Company Secretary appointed by the company during the year ended on 31st March 2017.

- The Director Report is adopted as per MGT-14 on 19th August 2016 and as per Annual Report 2016 date of Adoption is 31st August 2016.
 - Mr. Vinay Prakash Appointed as Whole Time Director in meeting held on 30th September 2016. Compliance documents not found.
 - Short Term Loan and Advance from other party name of parties not clear in Balance Sheet for year ended 31-03-2017.
 - Short Term Borrowing from other party name is not clear in Balance Sheet for year ended 31-03-2017.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under duly complied for the period 1st April 2016 to 31st March 2017.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under were duly complied for the period 1st April 2016 to 31st March 2017.
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; are not applicable on the company for the FY 2016-17 as disclosed by the Management of the company.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: The Company has filed all disclosure within prescribed time and duly complied all the provisions as disclosed by the Management of the company.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective 15th May 2015); The Company has filed all disclosures within prescribed time and duly complied all the provisions as disclosed by the Management of the company.
 - (c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: The said guidelines were not applicable to the company during the year ended 31-03-2017.
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: The said regulations were not applicable to the company during the year ended 31-03-2017.
 - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 : The regulations in relation to the Companies Act and dealing with client provisions were duly complied.
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 : The regulations were not applicable to the company during the year ended 31-03-2017, and
 - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 : The regulations were not applicable to the company during the year ended 31-03-2017.
- (vi) The company has not imported or Exported any Goods and materials during the year: The applicable provisions of the Customs Act 1962, FEMA 1999 and the Central Excise Act, 1944 have been duly complied with by the company. We have obtained the management representation in this regard no instance found.

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors(SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India is effective from 1st July 2015 are generally complied.
- (ii) The Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited, Mumbai; and SEBI (Listing Obligations and Discloser Requirements) Regulation 2015 made effective from 1st December 2015. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. to the extent applicable as mentioned above.

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 and Mr. Ashwani Aggarwal resigned from the Board of Directors w. e. f. 05th October 2016 and Designation of Mr. Vinay Prakash Changed as Whole time Director on 30th September 2016.

Adequate notices were 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

Note: Please report specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period.

We further report that during the audit period the company has given full corporation and give details of specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Date: 02.09.2017

Place: New Delhi

For S.K. Jha & Associates

Company Secretaries

Sd-

Sanjay Kumar Jha

Prop.

M. No. -5076

C.P. No.:3749

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is to achieve business excellence, enhance Long term values for its stakeholders, maintaining excellent relations across all levels and proper Compliance with all applicable legal and regulatory requirements.

BOARD OF DIRECTORS

The Board of Directors of the Company (Board) has optimum combination of Non-Executive and Independent Directors.

BOARD MEETINGS:

As of March 31, 2017, the Board consists of four Members. The Composition and the category of Directors on the Board of the Company were as under:

Name of Director	Category	No. of Meetings attended	Board Committees in other Companies in which member	Board Committees in other Companies in which Chairman	Directorship in other companies as on 31.03.2017
*Mr. Ashwani Kumar Agarwal	Non Executive and Non Independent Director	4	-	-	1
Ms. Seema Shankar	Non-Executive and Independent Director	8	1	3	2
Mr. Pradeep Kumar	Non-Executive and Independent Director	8	2	-	2
Mr. Vinay Prakash	Executive Director	8	2	-	1
Mr. Rajesh Verma*	Non Executive and Non Independent Director	-	-	-	-

** Mr. Ashwani Kumar Agarwal has resigned from the Directorship of the Company w.e.f 5th October, 2016 and Mr. Rajesh Verma has been appointed as the Additional director of the company w.e.f 15th April, 2017*

During the financial year 2016-17, Nine Meetings of the Board of Directors were held on the following dates: 28.05.2016, 13.08.2016, 31.08.2016, 15.09.2016, 05.10.2016, 07.11.2016, 12.11.2016, 14.02.2017 and 31.03.2017.

It has always been the Company's policy and practice that apart from matters requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture/promoted companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations, etc. are regularly placed before the Board. This is in addition to information with regard to actual operations; major litigation feedback reports, information on senior level appointments just below the Board level and minutes of all Committee Meetings.

Audit Committee

COMPOSITION AND MEETINGS OF AUDIT COMMITTEE

Our Company has constituted an Audit Committee, as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of Audit Committee complies with the requirements of Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The committee presently comprises following three (3) directors. **Mr. Pradeep Kumar** is the Chairman of the Audit Committee. The Company Secretary is the Secretary of our Audit Committee.

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. 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.
6. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
8. Reviewing, with the management, the annual financial statements 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 clause (c) of sub section (3) of section 134 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. Qualifications in the draft audit report.
9. Reviewing, with the management, the quarterly financial statements before submission to the board for approval
10. 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 utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
12. 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.
13. Discussion with internal auditors any significant findings and follow up there on.
14. 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.
15. 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.
16. 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.
17. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
18. 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 & background, etc. of the candidate.
19. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

20. Mandatorily reviews the following information:

- a. Management discussion and analysis of financial condition and results of operations;
- b. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee

21. Review the Financial Statements of its subsidiary company, if any.

22. Review the composition of the Board of Directors of its Subsidiary Company, if any.

23. Review the Vigil mechanism (whistle blowing) policy.

24. Review the use/application of funds raised through an issue (public issues, right issues, preferential issues etc) on a quarterly basis as a part of the quarterly declaration of financial results. Further, review on annual basis statements prepared by the Company for funds utilized for purposes other than those stated in the offer document.

In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

COMPOSITION AND ATTENDANCE AT MEETINGS:

During the year ended on 31st March, 2017, the composition of Audit Committee has been as under:

S. No.	Name of the Director	Status	Attendance	Nature of Directorship
1.	Mr. Pradeep Kumar	Chairman	4	Independent Director
2.	*Mr. Ashwani Kumar Agarwal	Member	2	Non Executive Director
3.	Ms. Seema Shankar	Member	4	Independent Director
4.	*Mr. Vinay Prakash	Member	2	Executive Director

* Mr. Ashwani Kumar Agarwal has resigned from the Directorship of the Company w.e.f 5th October, 2016.

* During the year under Review Mr. Vinay Prakash has been appointed as the Member of the Committee in place of Mr. Ashwani Kumar Agarwal with effect from 05.10.2016.

During the financial year 2016-17, Four (4) meetings of Audit Committee were held on 28.05.2016, 13.08.2016, 12.11.2016 and 14.02.2017.

STAKEHOLDER RELATIONSHIP COMMITTEE

The Composition and terms of reference of the Committee satisfy the requirements Section 177 of the Companies Act, 2013 and as per Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

COMPOSITION AND MEETINGS OF STAKEHOLDER RELATIONSHIP COMMITTEE

Our Company has constituted a Stakeholders relationship Committee ("Stakeholders relationship committee") to redress the complaints of the shareholders. The committee currently comprises of three (3) Directors. **Mr. Pradeep Kumar** is the Chairman of the Stakeholders Relationship Committee.

Role of stakeholder Relationship committee

The Stakeholder Relationship Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.

- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

During the financial year 2016-17, Four (4) meetings of Stakeholder Relationship committee were held on 28.05.2016, 13.08.2016, 12.11.2016 and 14.02.2017.

During the year under review, the Composition of the Stakeholder Relationship Committee has been as under:

S. No.	Name of the Director	Status	Attendance	Nature of Directorship
1.	Mr. Pradeep Kumar	Chairman	4	Independent Director
2.	*Mr. Ashwani Kumar Agarwal	Member	2	Non Executive Director
3.	Ms. Seema Shankar	Member	4	Independent Director
4.	*Mr. Vinay Prakash	Member	2	Executive Director

** Mr. Ashwani Kumar Agarwal has resigned from the Directorship of the Company w.e.f 5th October, 2016.*

** During the year under Review Mr. Vinay Prakash has been appointed as the Member of the Committee in place of Mr. Ashwani Kumar Agarwal with effect from 05.10.2016.*

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON 31ST MARCH, 2017

Number of Shareholders' Complaints received during the year	Nil
Number of Shareholders' Complaints resolved during the year	Nil
Number of Shareholders' Complaints Pending at the end of the year	Nil

NOMINATION & REMUNERATION COMMITTEE & ITS POLICY

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and as per **Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements), 2015**.

Mr. Pramod Kumar is the Chairman of the Nomination and remuneration committee.

The terms of reference of the remuneration committee are as follows:

- The remuneration committee recommends to the board the compensation terms of the executive directors.
- The committee to carry out evolution of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- The committee to identify persons who may be appointed in senior management in accordance with the criteria laid down.
- Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.
- Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.

During the financial year 2016-2017 Four meetings of the Committee were held on 28.05.2016, 13.08.2016, 12.11.2016 and 14.02.2017. Composition of the Committee are as under

S. No.	Name of the Director	Status	Attendance	Nature of Directorship
1.	Mr. Pradeep Kumar	Chairman	4	Independent Director
2.	*Mr. Ashwani Kumar Agarwal	Member	2	Non Executive Director
3.	Ms. Seema Shankar	Member	4	Independent Director
4.	*Mr. Vinay Prakash	Member	2	Executive Director

** Mr. Ashwani Kumar Agarwal has resigned from the Directorship of the Company w.e.f 5th October, 2016.*

** During the year under Review, Mr. Vinay Prakash has been appointed as the Member of the Committee in place of Mr. Ashwani Kumar Agarwal with effect from 05.10.2016.*

REMUNERATION POLICY

The Company has paid remuneration of NIL to Executive cum Whole-Time Director. No remuneration has been paid by the company to Non-Executive Directors (in form of sitting fees and other expenses) during the year under review. The Company has also framed the remuneration policy and is updated on the Company's website.

During the period under review, No Salary has been paid to any Director.

DISCLOSURES

1. Related Party Transaction:

There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large.

2. Statutory Compliance, Penalties and Strictures:

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

3. Whistle Blower Policy: The Company has established a Whistle Blower Policy (WBP) to make the work place conducive to open communication regarding business practices and to protect the employees from unlawful victimization, retaliation or discrimination for their having disclosed or reported fraud, unethical behavior, violation of Code of Conduct, questionable accounting practices, grave misconduct etc. and no personnel has been denied access to the Audit Committee.

4. Reconciliation of Share Capital Audit:

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is proposed to be carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

5. Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

6. Listing fees for the financial year 2016-17 have been paid to the Stock Exchanges where the shares of the Company are listed.

FINANCIAL CALENDAR

Tentative calendar of events for the financial year 2017-18 (April to March) is as under: Adoption of Quarterly and Half yearly Financial Results for:

Financial Calendar (Tentative) Results for the quarter ending

September 30, 2017 Upto 14th November, 2017

December 31, 2017 Upto 14th February, 2018

March 31, 2018 Upto 30th May, 2018

MEANS OF COMMUNICATION

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with provisions of **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** and published and also uploaded on the Company's website - www.hindispac.com

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

Date, time and Venue	Thursday, 28th September, 2017 at 10:00 A.M at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi
Financial year	1st April, 2016 to 31st March, 2017
Date of Book Closure	From 25.09.2017 to 27.09.2017 (both days inclusive)
Stock Exchange	Metropolitan Stock Exchange of India Limited
Stock Code/Symbol	HINDISPAT

MARKET PRICE DURING THE FINANCIAL YEAR 2015-16

Date	Series	Open	High	Low	Close	Volume	Turnover (Rs. In Lacs)
18-Oct-16	BE	392.1	392.1	392.1	392.1	2,550	10
20-Feb-17	BE	392	392	392	392	1,225	4.8

GENERAL BODY MEETINGS

Location and time for the last three AGMs

Year	Date	Venue	Time	Special Resolution
2015-16	30.09.2016	702, Building No.B-08 GD-ITL TOWER, Netaji Subhash place, Pitam pura New Delhi North Delhi - 110034	9:00	Yes
2014-15	30.09.2015	Office No. 702, Building No. B-08 GD-ILT Tower, Netaji, Subhash Place, Pitampura, New Delhi-110034	10.00	Yes
2013-14	29.09.2014	E-102, JHULELAL APARTMENTS, ROAD NO. 44, PITAMPURA, NEW DELHI - 110034	9:30	No

CATEGORIES OF SHAREHOLDING AS AT 31.03.2017:

Category	No. of Shares	Percentage of (%)
Indian Promoters	3750000	14.60
Mutual Fund	0.00	0.00
Body Corporate	17055580	66.39
Individual/HUF	4884170	19.01
NRI/ OCBs	0.00	0.00
Total	25689750	100.00

DISTRIBUTION OF HOLDINGS AS ON 31.03.2017

SHARE OR DEBENTURE HOLDING OF NOMINAL VALUE OF RS	SHARE/DEBENTURE HOLDERS		NUMBER OF SHAREHOLDERS	SHARE/DEBENTURE AMOUNT	
	NUMBER	% TO TOTAL		AMOUNT IN RS	% TO TOTAL
(1)	(2)	(3)	(4)	(5)	(6)
UP TO 5000	307	51.25	49495	494950	0.1927
5001 TO 10000	11	1.83	6490	64900	0.0253
10001 TO 20000	0	0.00	0	0	0
20001 TO 30000	0	0.00	0	0	0
30001 TO 40000	3	0.50	12000	120000	0.0467
40001 TO 50000	26	4.34	130000	1300000	0.506
50001 TO 100000	106	17.69	1010025	10100250	3.9316
100001 AND ABOVE	146	24.37	24481740	244817400	95.2977
TOTAL	599	100.00	25689750	256897500	100

DEMAT OF EQUITY SHARES

The Company has dematerialization connectivity with both the depository i.e. NSDL and CDSL. ISIN is INE951E01018.

REGISTRAR & TRANSFER AGENT/INVESTOR CORRESPONDENCE

Beetal Financial & Computer Services Pvt. Ltd
 Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre,
 Near Dada Harsukhdas Mandir, New Delhi- 110062
 Phone- 91-11-2996 1281-83
 Fax- 91-11-2996 1284
 Email Id: beetal@rediffmail.com

Website: www.beetalfinancial.com

COMPLIANCE OFFICER:

Mr. Vinay Prakash
Compliance Officer

Email: hinsdispat@yahoo.in

Website: www.hindispat.com

CORRESPONDENCE ADDRESS

Office No. 208, 2nd Floor, Plot No. A-1
Madhuban Tower, Veer Savarkar Block, Shakarpur,
Delhi 110092 Tel: 011 - 45261094

Email: hindispat@yahoo.in

Website: www.hindispat.com

Date: 02/09/2017

Place: New Delhi

By Order of the Board
FOR QUOD ISPAT LIMITED
(Formerly known as Hind Ispat Limited)
Sd/-
VINAYAPRAKASH
Whole-time Director
DIN: 07304994

INDUSTRY STRUCTURE AND DEVELOPMENT

On macroeconomic front the financial year 2016- 17 was among the most challenging years. The policy and governance environment impacted the economic scenario. Persistent inflation resulted in the regulator raising the policy rates leading to a high interest-rate environment.

There has been a slowdown in the economy visible in many sectors primarily on account of falling exports due to European economic crisis, high rate of interest caused by steep inflationary trend and unprecedented high price of crude in the global market. Many sectors including the finance and investment operations have been adversely affected by both domestic and external factors. The cost of funds being very high it was a difficult year not only for the manufacturing units but also for the Companies operating in the investment and the financial sector. The unfavorable investment climate in the country coupled with significantly low inflow of foreign investment kept the stock market weak for the major part of the year. In an effort to maintain a balance between growth and inflation, RBI is seemingly more concerned about high inflation than slow rate of growth. The financial sector is eagerly waiting for the fall in inflation followed by the rate cut which is likely to help the sector regaining its lost ground.

STRENGTH/ OPPORTUNITIES AND THREATS

The Company yet to work out its future working strategy. The management will strengthen its working force to keep pace with the market condition as and when it plans to start activities at certain level. The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk.

OUTLOOK

The long term objective of the Company is to remain strong player in the market with strong emphasis on product and market development. Your Company is also continuously improving its operational efficiency, and cost control which alone can improve the bottom line in future in highly competitive environment. Further, your Company is hopeful to get advantage of this overall boom likely to happen for the Indian markets and will do all out efforts to secure the bigger share of the increasing market in future.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper adequate internal control system to ensure that all the assets are safe guarded and protected against the loss from unauthorized used or disposition and that transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive internal audit, periodical review by the management and documented policies, guidelines and procedures. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

The Company recognizes that its people are the primary source of competitiveness and therefore strives to support and build people capabilities to make them achieve better results. As a result and in view of the current megatrend of globalizing and internationalizing business processes, our HR systems are integrated to develop a continuously learning organization in order to create a win-win situation for both the employees and the organization.

There has been no material development on the Human Resources front during the year. As on 31st March, 2016.

The Company continues to lay emphasis on developing and facilitating optimum human performance. Performance management was the key word for the Company this year.

DISCLOSURES BY MANAGEMENT TO THE BOARD

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested directors do not participate in the discussion nor do they vote on such matters.

Date: 02/09/2017

Place: New Delhi

By Order of the Board
FOR QUOD ISPAT LIMITED
(Formerly known as Hind Ispat Limited)
Sd/-
VINAYAPRAKASH
Whole-time Director
DIN: 07304994

COMPLIANCE WITH CODE OF BUSINESS CONDUCT

I declare that as provided under Clause of Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, the Board Members and the Senior Management Personnel have individually affirmed compliance with the Code of Conduct for the year ended 31st March, 2017.

Date: 02/09/2017

Place: New Delhi

**By Order of the Board
FOR QUOD ISPAT LIMITED
(Formerly known as Hind Ispat Limited)**

Sd/-

VINAYAPRAKASH

Whole-time Director

DIN: 07304994

COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) Under SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, Vinaya Prakash, Whole Time Director of Quod Ispat Limited, certify that:

(a) I have reviewed the financial statements and the Cash Flow Statement for the year and that 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 existing Accounting Standards, applicable laws and regulations.

(b) There are, to the best our knowledge the belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We are responsible for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee:

(i) significant changes in internal control over financial reporting during the year;

(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: 02/09/2017

Place: New Delhi

**By Order of the Board
FOR QUOD ISPAT LIMITED
(Formerly known as Hind Ispat Limited)
Sd/-
VINAYAPRAKASH
Whole-time Director
DIN: 07304994**

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Hind Ispat Limited,

We have received the implementation of Corporate Governance produced by QUOD ISPAT LIMITED, during the year ended 31st March, 2017 with the relevant records and documents maintained by the Company furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

Compliance with the condition of Corporate Governance is the responsibility of the management. Our examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring compliances with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us and the representations made by the Directors and the Management, my opinion that the Company has complied with the conditions mentioned in the relevant provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as referred to in Regulations 15(2) of Listing Regulations for the period 1st April, 2016 to 31st March, 2017,

We have to state that based on the report given by the Registrar of the Company to the Share Transfer and Shareholder/Investor Grievance Committee, there were no investor Complaints pending for action to be taken by the Company for a period of a month.

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

For G.P. Keshri & Associates.

Chartered Accountants

Sd/-

CA. Gopal Prasad Keshri

Partner

FRN: 017251N

M.NO.: 098476

Place: Delhi

Date: 02/09/2017



M/S G.P.KESHRI & ASSOCIATES
Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO,
THE MEMBERS
M/S QUOD ISPAT LIMITED
(Formerly Known As HIND ISPAT LIMITED)
Report on the Financial Statements

We have audited the accompanying financial statements of QUOD ISPAT LIMITED (Formerly known as HIND ISPAT LIMITED) (CIN: L27109DL1985PLC021183) ("the company"), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;

- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

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" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

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

- a) 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.
- b) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- c) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d) On the basis of written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
- e) 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".
- f) The Company has provided requisite disclosures in its financial statements dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 31 to the financial statements.

For G.P.Keshri & Associates.

Chartered Accountants

Sd-

CA. Gopal Prasad Keshri

Partner

FRN: 017251N

M.NO.: 098476

Place: Delhi

Date: 26.05.2017

M/S QUOD ISPAT LIMITED
(Formerly Known As HIND ISPAT LIMITED)
"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
 - (c) The title deeds of immovable properties are held in the name of the company.
- 2) (a) Company does not have any inventory at the end of the year.
 - (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
 - (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For G.P.Keshri & Associates.

Chartered Accountants

Sd-

CA. Gopal Prasad Keshri

Partner

FRN: 017251N

M.NO.: 098476

Place: Delhi

Date: 26.05.2017

M/S QUOD ISPAT LIMITED

(Formerly Known As HIND ISPAT LIMITED)

"Annexure B" to the Independent Auditors' Report

Report on the Internal Financial Controls 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 QUOD ISPAT LIMITED (Formerly known as HIND ISPAT LIMITED) ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is 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 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 Company's internal financial controls system over financial reporting.

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.

Inherent 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, 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 31 March 2017, 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.

For G.P.Keshri & Associates.

Chartered Accountants

Sd-

CA. Gopal Prasad Keshri

Partner

FRN: 017251N

M.NO.: 098476

Place: Delhi

Date: 26.05.2017

QUOD ISPAT LIMITED
{Formerly Known as Hind Ispat Limited}

CIN: L27109DL1985PLC021183

Regd. Office: Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi 110092

Balance Sheet as at 31st March, 2017

Amount in Rs.

Particulars	Note No	As at 31.March.2017	As at 31.March.2016
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	1	256,897,500.00	256,897,500.00
(b) Reserves and Surplus	2	12,618,182.22	12,040,466.64
(c) Money received against share warrants		-	-
<u>(2) Share application money pending allotment</u>			
(a) Share Application Money		-	-
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	-	4,671.00
(c) Other Long term liabilities	5	-	-
(d) Long term provisions	6	-	-
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings	7	-	-
(b) Trade payables	8	13,289,642	15,614,037.00
(c) Other current liabilities	9	6,166,593	965,347.50
(d) Short-term provisions	10	719,763,10	610,710.01
Total		290,441,680.32	286,132,732.15
II.Assets			
<u>(1) Non-current assets</u>			
<u>(a) Fixed assets</u>			
(i) Tangible assets	11	19,548.74	35,543.16
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	12	-	-
(c) Deferred tax assets (net)	13	736.00	-
(d) Long term loans and advances	14	112,141,571.00	89,391,669.00
(e) Other non-current assets	15	2,529,980.56	2,972,927.47
<u>(2) Current assets</u>			
(a) Current investments	16	-	-
(b) Inventories	17	-	-

(c) Trade receivables	18	7,532,321.00	13,117,731.00
(d) Cash and cash equivalents	19	464,581.02	1,452,955.52
(e) Short-term loans and advances	20	166,165,410.00	178,473,183.00
(f) Other current assets	21	1,587,532.00	688,723.00
Total		290,441,680.32	286,132,732.15

NOTES TO ACCOUNTS

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Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our report of even date attached.

G.P.KESHRI & ASSOCIATES
CHARTERED ACCOUNTANTS

ON BEHALF OF THE BOARD OF DIRECTORS
QUOD ISPAT LIMITED

Sd-
(GOPAL PRASAD KESHRI)
PARTNER
MEMBERSHIP NO. 098476
FRN: 017251N

Sd/-
VINAYAPRAKASH
Director
DIN: 07304994

Place: Delhi
Date:- 26.05.2017

Sd-
Seema Shankar
Director
DIN: 07215711

QUOD ISPAT LIMITED

FORMERLY KNOWN AS HIND ISPAT LIMITED)

CIN: L27109DL1985PLC021183

ADD: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR BLOCK,
SHAKARPUR, DELHI - 110092

Statement of Profit and Loss For The Year Ended 31st March, 2017

Amount in Rs.

Particulars	N o t e N o	As at 31.March.2017	As at 31.March.2016
I. Revenue from operations	2	17,351,928.00	19,312,263.00
II. Other Income	2	-	-
III. Total Revenue (I +II)	3	17,351,928.00	19,312,263.00
<u>IV. Expenses:</u>			
Purchase of Stock-in-Trade		8,929,975.00	11,412,243.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2	-	-
Employee benefit expense	4	4,354,411.00	2,426,728.00
Depreciation and Amortization Expense	2	15,994.42	29,080.76
Other expenses	6	3,479,239.00	2,239,227.40
Total Expenses	7	16,779,619.42	16,107,279.16
V. Profit before exceptional and extraordinary items and tax.	(I II - I V)	572,308.58	3,204,983.84
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		572,308.58	3,204,983.84
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		572,308.58	3,204,983.84
<u>X. Tax expense:</u>			
(1) Current tax		109,053.09	610,710.01
Less: MAT Credit Entitlement		(109,053.09)	(610,710.01)
(2) Current tax expenses relating to prior period		-	1.54
(3) Deferred tax		(5,407.00)	(162.00)
XI. Profit(Loss) from the operations.	(I X)	577,715.58	3,205,144.30

	-		
	X		
)		
DISCONTINUING OPERATION			
XII. Profit/(Loss) from discontinuing operations (before tax)		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) balance transferred to Balance Sheet. (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		577,715.58	3,205,144.30
XVI. Earning per equity share:			
(1) Basic	2	0.12	0.20
(2) Diluted	9	0.12	0.20

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

As per our report of even date attached.

G.P.KESHRI & ASSOCIATES
CHARTERED ACCOUNTANTS

ON BEHALF OF THE BOARD OF DIRECTORS
QUOD ISPAT LIMITED

Sd-
(GOPAL PRASAD KESHRI)
PARTNER
MEMBERSHIP NO. 098476
FRN: 017251N

Sd-
VINAYAPRAKASH
Director
DIN: 07304994

Sd-
SEEMA SHANKAR
Director
DIN: 07215711

Place: Delhi
Date:- 26/05/2017

QUOD ISPAT LIMITED

(FORMERLY KNOWN AS HIND ISPAT LIMITED)

Add: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR BLOCK,
SHAKARPUR, DELHI - 110092

CIN: L27109DL1985PLC021183

Cash Flow Statement For the Year Ending 31 March 2017

PARTICULARS	Amounts Rs. As At 31st March 2017	Amounts Rs. As At 31st March 2016
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	572,308.58	3,204,983.84
2. <u>Adjustment for:</u>		
<u>Add:</u> Depreciation & Amortisation Expenses	567,994.42	581,080.76
Operating Profit before Working capital changes	1,140,303.00	3,786,064.60
3. <u>Working Capital Changes:</u>		
Decrease (Increase) in Trade & Other Receivables	5,585,410.00	(4,087,581.00)
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Other Current Assets	(898,809.00)	69,135.00
Increase (Decrease) in Trade & Other Payables	(2,324,395.00)	5,155,537.00
Increase (Decrease) in Other Current Liabilities	5,201,245.50	(107,167.10)
Increase (Decrease) in Short Term Provisions	-	-
Net Changes in Working Capital	7,563,451.50	1,029,923.90
<u>Cash Generated from Operations</u>		
	8,703,754.50	4,815,988.50
Adjustment of Taxes	-	676,657.00
Net Cash Flow from Operating Activities (A)	8,703,754.50	4,139,331.50
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase/Sale of Fixed Assets	-	-
(Increase) Decrease in Other Non Current Assets	-	-
(Increase) Decrease in Long Term Loans & Advances	(22,749,902.00)	(32,229,980.00)
(Increase) Decrease in Short Terms Loans & Advances	12,307,773.00	28,759,148.00
Decrease (Increase) in Non Current Investments	-	-
Net Cash Flow from Investing Activities (B)	(10,442,129.00)	(3,470,832.00)
<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital	-	-
Share Application Money	-	-
Preliminary Expenses incurred	-	-
Increase (Decrease) in Short Term Borrowings	750,000.00	-

Net Cash Flow from Financing Activities (C)	750,000.00	-
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	(988,374.50)	668,499.50
Cash and cash equivalents at the beginning of the year	1,452,955.52	784,456.02
Cash and cash equivalents at the end of the year	464,581.02	1,452,955.52

* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard (AS) – 3 on Cash Flow Statements" issued by the Institute of Chartered of Accountants of India.

As per our report of even date

As per our report of even date attached.

For G.P.KESHRI & ASSOCIATES
CHARTERED ACCOUNTANTS

ON BEHALF OF THE BOARD OF DIRECTORS
QUOD ISPAT
LIMITED

Sd
(GOPAL PRASAD KESHRI)
PARTNER
MEMBERSHIP NO. 098476
FRN: 017251N

Sd
VINAYAPRAKASH
Director
DIN: 07304994

Sd
SEEMA SHANKAR
Director
DIN: 07215711

Place: Delhi

Date:- 26/05/2017

QUOD ISPAT LIMITED
(FORMERLY KNOWN AS HIND ISPAT LIMITED)

CIN: L27109DL1985PLC021183

Add: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR BLOCK,
SHAKARPUR, DELHI - 110092

Notes Forming Part of the Balance Sheet

Note : 1 Share Capital

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	<u>AUTHORIZED CAPITAL</u> 26,000,000 Equity Shares (P Y 26,000,000 Equity Shares) of Rs. 10/- each.	260,000,000.00	260,000,000.00
2	<u>ISSUED,SUBSCRIBED & PAID UP CAPITAL</u> 25,689,750 Equity Shares (25,689,750 Equity Shares) of Rs. 10/- each.	256,897,500.00	256,897,500.00
	Total	256,897,500.00	256,897,500.00

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
(2)	Share Application Money Pending Allotment	-	-
	Total	-	-

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
(3)	Reconciliation of Nos. of Shares		
	Number of Equity Shares at the beginning	25,689,750	25,689,750
	Add:- Number of Shares Issued	-	-
	Number of Equity Shares at the end	25,689,750	25,689,750

Note : 2 Reserve & Surplus

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Securities Premium Reserve Less:- Bonus Share	- = -	- = -
2	Surplus (Profit & Loss Account) Op. Balance of Profits & Loss A/C Current Year Profit & Loss A/C	12,040,466.64 <u>577,715.58</u> 12,618,182.22	8,835,322.34 <u>3,205,144.30</u> 12,040,466.64

	Total	12,618,182.22	12,040,466.64
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Note : 3 Long Term Borrowings

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Bonds / Debentures	-	-
2	Term Loan		
	- From Bank	-	-
	- From Other Parties	-	-
3	Deferred Payment Liabilities	-	-
4	Deposit	-	-
5	Loans & Advances From Related Parties	-	-
6	Long Term Maturities of Finance lease obligation	-	-
7	Loans From Directors	-	-
8	Other Loans	-	-
	Total	-	-

Note : 4 Deferred Tax Liabilities (Net)

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Deferred Tax Liability	-	4,671.00
	Total	-	4,671.00

Note : 5 Other Long Term Liabilities

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Trade Creditors	-	-
2	Others	-	-
	Total	-	-

Note : 6 Long Term Provisions

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Provision from Employment Benefit	-	-
2	Other	-	-
	Total	-	-

Note : 7 Short Term Borrowings

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Loan Repayable on Demand		
	- From Bank	-	-
	- From Other Parties	-	-
2	Loans & Advances From Related Parties	-	-
3	Deposits	-	-
4	Others	750,000.00	-
	Total	750,000.00	-

Note : 8 Trades Payable

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Trade Payables	13,289,642.00	15,614,037.00
2	Other	-	-
	Total	13,289,642.00	15,614,037.00

Note : 9 Other Current Liabilities

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Audit Fees Payable	42,900.00	22,900.00
	Salary Payable	3,740,050.00	482,050.00
	TDS Payable	104,700.00	19,800.00
	Storage Charges Payable	-	4,007.50
	Rent Payable	208,625.00	35,145.00
	Filing Fees	-	-
	Other Expenses Payable	2,070,318.00	401,445.00
	Total	6,166,593.00	965,347.50

Note : 10 Short Term Provisions

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Provision for Tax	719,763.10	610,710.01
	Total	719,763.10	610,710.01

Note : 12 Non Current Investment

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Non- Current Investments	-	-
	Total	-	-

Note : 13 Deferred Tax Assets (Net)

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Deferred Tax	-	672.00
	Total	-	672.00

Note : 14 Long Term Loans and Advances

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
I)	<u>Capital Assets</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
II)	<u>Security Deposit</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
III)	<u>Loans & Advances to related parties</u>	-	-
IV)	<u>Other Loans & Advances</u>	-	-
	Total	-	-

Note : 15 Other Non Current Assets

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Long Term Trade Receivables		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	Others		
	MAT Credit Entitlement	700,619.46	741,945.34
	Total	700,619.46	741,945.34

Note :16 Current Investment

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Investment in Equity	-	-
2	Investment in Preference Shares	-	-
3	Investment in Govt Securities	-	-
4	Investment in debentures & Bonds	-	-

5	Investment in Mutual Fund	-	-
6	Investment in Partnership Firm	-	-
7	Others	-	-
	Total	-	-

Note : 17 Inventories

Sr. No	Particulars	Qty. in No.	As at 31.March.2014
(a)	Stock in Trade		
	Quoted Shares of		
	i. AMD Industries Ltd.	-	-
	ii. Indusland Bank Ltd.	-	-
	iii. LIC Housing Finance Ltd.	-	-
	iv. L & T	-	-
	v. Mahindra and Mahindra Ltd.	-	-
	vi. Punjab Chemicals Corp. Ltd.	-	-
	vii. Reliance Industries Ltd.	-	-
	State Bank of India	-	-
	Unquoted Shares of		
	i. Move Traders and Creditors Pvt. Ltd.	-	-
	Total		-

Note : 18 Trade Receivables

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	<u>Outstanding for more than six months</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
2	<u>Others</u>		
	<u>a) Secured, Considered Good :</u>	-	-
	<u>b) Unsecured, Considered Good :</u>	-	-
	<u>c) Doubtful</u>	-	-
	Total	-	-

Note : 19 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
	Cash and Cash Equivalents		
	Cash in Hand	473,489.43	1,078,210.00
	Balance with Banks		
	(I) In Current Accounts		
	HDFC Bank	393,433.18	120,045.70
	Bank of India	10,065.00	10,065.00
	Union Bank of India	8,570.36	8,570.36
	Total	885,557.97	1,216,891.06

Note :20 Short Terms Loans and Advances

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Balance with Government Authorities		
	Unsecured, Considered good	-	-
	(i) Income Tax Refundable A.Y 2003.04	4,780.00	4,780.00
	(ii) Income Tax Refundable A.Y 2006.07	29,306.00	29,306.00
	(iii) Income Tax Refundable A.Y 2007.08	361,907.00	361,907.00
	(iv) Income Tax Refundable A.Y 2008.09	668,418.00	668,418.00
2	Advance Against Property		
	Dream Procon Private Limited	-	14,000,000.00
3	Others	264,121,098.00	19,066,890.00
	Total	265,185,509.00	34,131,301.00

Note : 21 Other Current Assets

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Advance Income Tax	-	-
2	TDS (AY 2014-15)	689,156.00	51,877.00
	Total	689,156.00	51,877.00

QUOD ISPAT LIMITED
(FORMERLY KNOWN AS HIND ISPAT LIMITED)

CIN: L27109DL1985PLC021183

Add: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR BLOCK, SHAKARPUR, DELHI - 110092

Depreciation Chart as per companies Act' 2013 as on 31st March 2016

Note : 11 Fixed Assets

Sr. No	Particulars	Gross Block				Depreciation				Net Block	
		Value as on 01.04.2016	Addition during the year	Deduction during the year	Value as on 31.03.2017	Value as on 01.04.2016	Addition during the year	Deduction during the year	Value as on 31.03.2017	WDV as on 31.03.2017	WDV as on 31.03.2016
I	<u>Tangible Assets</u>										
	Furnitures & Fixtures	26,303.57	-	-	26,303.57	26,303.57	-	-	26,303.57	-	-
	Computer & Printers	117,650.00	-	-	117,650.00	82,106.84	15,994.42	-	98,101.26	19,548.74	35,543.16
	SUB TOTAL (A)	143,953.57	-	-	143,953.57	108,410.41	15,994.42	-	124,404.83	19,548.74	35,543.16
II	<u>Intangible Assets</u>										
	SUB TOTAL (B)	-	-	-	-	-	-	-	-	-	-
III	<u>Capital Work-in-progress</u>										
	SUB TOTAL (C)	-	-	-	-	-	-	-	-	-	-
IV	<u>Intangible Assets Under Development</u>										
	SUB TOTAL (D)	-	-	-	-	-	-	-	-	-	-
	Total [A + B + C + D]	143,953.57	-	-	143,953.57	108,410.41	15,994.42	-	124,404.83	19,548.74	35,543.16
	(Current Year)	143,953.57	-	-	143,953.57	79,329.65	29,080.76	-	108,410.41	35,543.16	64,623.92
	(Previous Year)	143,953.57	-	-	143,953.57	79,329.65	29,080.76	-	108,410.41	35,543.16	64,623.92

QUOD ISPAT LIMITED
(FORMERLY KNOWN AS HIND ISPAT LIMITED)

CIN: L27109DL1985PLC021183

Add: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR
BLOCK, SHAKARPUR, DELHI - 110092

Notes Forming Part of the Profit & Loss Statement

Note : 22 Revenue

Sr. No	PARTICULARS	As at 31.March.2017	As at 31.March.2016
1	Revenue from Operations		
	- Sale of Products	8,353,240.00	12,842,918.00
	- Interest Receivable	8,998,688.00	6,469,345.00
	TOTAL	17,351,928.00	19,312,263.00

Note : 23 Other Income

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Dividend Income	-	-
	Total	-	-

Note : 24 Change in Inventories

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Closing Stock	-	-
2	Opening Stock	-	-
	Total	-	-

Note : 25 Employment Benefit Expenses

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Salary & Wages	3,870,000.00	2,100,000.00
2	Staff Welfare	484,411.00	326,728.00
	Total	4,354,411.00	2,426,728.00

Note : 26 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	Depreciation	15,994.42	29,080.76
	Total	15,994.42	29,080.76

Note : 27 Other Expenses

Sr. No	Particulars	As at 31.March.2017	As at 31.March.2016
1	<u>Administrative Expenses:</u>		
	Audit Fees	20,000.00	22,900.00
	Accounting Charges	150,500.00	144,000.00
	Advertisement Expenses	41,495.00	14,520.00
	Commission Exps.	1,500,000.00	-
	National Securities	-	11,400.00
	Legal Expenses	-	411,058.00
	Filing Fees	-	193,304.00
	Printing and Stationary	55,967.00	49,564.00
	Business Promotion Exp.	125,000.00	-
	Professional Charges	29,083.00	-
	Conveyance & Travelling Expenses	154,200.00	127,296.00
	Listing Fees	57,250.00	56,180.00
	Bank Charges & Balance written off	115.00	1,603.00
	Telephone Expenses	63,191.00	76,444.00
	Office Maintenance Expenses	71,829.00	34,675.00
	Expenses Written Off	552,000.00	552,000.00
	Web Charges	-	4,000.00
	Misc. Expenses	231,663.00	124,853.00
	Electricity & Water Exps	12,473.00	19,021.00
	Rent	352,035.00	301,785.00
	Repair & Maintanance	62,438.00	42,913.00
	Storage Exps	-	51,711.40
	Total	3,479,239.00	2,239,227.40

**QUOD ISPAT
LIMITED**

Fixed Assets & Depreciation Schedule

AS PER INCOME TAX ACT

PARTICULARS	OP.BAL.	ADDITION			BALANCE	RATE	DEPRECIATION FOR THE YEAR	NET BLOCK
	WDV as on 01.04.2016	MORE THAN 180 DAYS	LESS THAN 180 DAYS	DELETION				W.D.V. as on 31.03.2017
Furniture & Fixture	2,878.31	-	-	-	2,878.31	10%	287.83	2,590.48
Computer	18,824.00	-	-		18,824.00	60%	11,294.40	7,529.60
TOTAL	21,702.31	-	-	-	21,702.31		11,582.23	10,120.08

PROVISION FOR DEFFERED TAX LIABILITY AS ON 31.03.2016

	AS PER CO ACT	AS PER IT ACT	TIMING DIFF.
DEPRECIATION	15,994.42	11,582.23	-4,412.19
DTL/(DTA)(30.90%)			-1,363.00
Add Previous balance DTL			4,671.00
Net DTL / (DTA)			3,308.00

QUOD ISPAT LIMITED
(FORMERLY KNOWN AS HIND ISPAT LIMITED)
Add: OFFICE NO. 208, SECOND FLOOR, PLOT NO. A-1, MADHUBAN TOWER, VEERSAVARKAR BLOCK,
SHAKARPUR, DELHI - 110092
CIN: U01119DL2009PLC187055
Notes Forming Part of the Balance Sheet

Note : 28 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS

1- SIGNIFICANT ACCOUNTING POLICIES

- 1 Basis of Accounting**
The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards as notified under Rule 7 of the Companies (Accounts) Rules, 2014 which is similar to provisions and presentational requirements of the Companies Act, 2013.
- 2 Changes in Accounting policies**
The accounting policies adopted are consistent with those of previous financial year. The management assures that there has been no change in accounting policies as compared to that of previous year which would have any significant effect on these financials.
- 3 Recognition of Income**
Sales represents invoiced Value of goods Sold. Other Income is recognised and accounted for on accrual basis unless otherwise stated.
- 4 Tangible Fixed Assets**
Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.
- 5 Taxes on Income**
Current tax is determined and provided for on the amount of taxable income at the applicable rates for the relevant financial year. Deferred Tax Assets and Liabilities (DTA/ DTL) are recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. The DTA is recognised only to the extent that there is reasonable certainty of sufficient future profits against which such DTA can be realised.
- 6 Contingent Liability**
The contingent liabilities, if any, are disclosed in the Notes to Accounts. Provision is made in the accounts, if it becomes probable that there will be outflow of resources for settling the obligation.
- 7 Events occurring after the balance sheet date**
Adjustments to assets and liabilities are made for events occurring after the balance sheet date to provide additional information materially affecting the determination of the amounts of assets or liabilities relating to conditions existing at the balance sheet date.
- 8 Earnings Per Share**
Basic earnings per share are calculated by dividing the net profit or loss for the year/ period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year/ period.

9 **Use of estimates**
The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

10 **Foreign Currency Transaction**
Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate ruling at the year end rate.

11 **Depreciation**
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

2- NOTES TO THE ACCOUNTS

2. The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

2. All the investments made by the company are valued at Cost .

3 Managerial Remuneration: Nil

4 The Company does not have any inventory as at 31.03.2017

5 Deferred tax arising on account of timing difference and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are recognised unless there is virtual certainty with respect to the reversal of the same in future years.

6 All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.

7 Minimum Alternative Tax (MAT) is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal Income Tax during the specified period.

8 Value of Import on CIF Basis Nil

9 Earnings in Foreign Exchange (FOB Value) Nil

10 Expenditure in Foreign Currency Nil

11 **Earning Per Share:**

Particulars	2016-17
Net profit after tax available for Equity Shareholders (Rs.) (A)	577,716
Weighted Avg.Number Equity Shares outstanding (Nos.) (B)*	25,689,750
Dilutive potential Equity Shares (Nos.)	-
Dilutive shares outstanding (Nos.) (C)	25,689,750

Nominal value per Equity Shares (Rs./ Share)	10
Basic Earnings per share (Rs./ Share) (A) / (B)	0.02
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.02

*(Refer Note No. 29)

12 Details of shares held by each shareholder holding more than 5% shares:

PARTICULARS Name of Shareholder	Natu re	2015-16		2014-15	
		No. of Shares	%	No. of Shares	%
Purple Buildtech Private Ltd.	Equit y	3,750,000	14.60%	3,550,000	13.82 %
Amsons Apparels Ltd.	Equit y	3,440,000	13.39%	3,440,000	13.39 %
Ethics Engineering Pvt. Ltd.	Equit y	2,490,000	9.69%	2,490,000	9.69 %
Ridevel Gears Pvt. Ltd.	Equit y	2,150,000	8.37%	2,150,000	8.37 %
Juris Financial Services Pvt. Ltd.	Equit y	2,000,000	7.79%	2,000,000	7.79 %
Thy Projects Pvt. Ltd.	Equit y	2,050,000	7.98%	2,050,000	7.98 %
Tcl Management Services Pvt. Ltd.	Equit y	2,500,000	9.73%	2,500,000	9.73 %

13 Company has followed ICDS which has notified by the CBDT Notification No. 87/2016 dt. 29 Sept. 2016.

As per our report of even date attached.

For G.P.KESHRI & ASSOCIATES
CHARTERED ACCOUNTANTS

ON BEHALF OF THE BOARD OF DIRECTORS
QUOD ISPAT LIMITED

Sd-
(GOPAL PRASAD KESHRI)
PARTNER
MEMBERSHIP NO. 098476
FRN: 017251N

SD-
VINAYAPRAKAS
H
Director
DIN: 07304994

Sd-
SEEMA SHANKAR
Director
DIN: 07215711

Place: Delhi
Date:- 26/05/2017

QUOD ISPAT LIMITED

{Formerly Known as Hind Ispat Limited}

Regd. Office: Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi 110092

Corporate Identification Number: - L27109DL1985PLC021183

E Mail ID: hindispat@yahoo.in; Website: www.hindispat.com; Tel/Fax: 011-45261094

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the 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 /Client ID	DP ID

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Annual General Meeting** of the company, to be held on Thursday, the 28th day of September, 2017 at 10:00 a.m. at **Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghehra More, Rohtak Road, Delhi** and at any adjournment thereof in respect of such resolutions as are indicated below:

S. NO	Resolution(S)	Vote	
		For	Against
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2017.		
2	Ratify the appointment of M/s. G.P.KESHRI & Associates, Chartered Accountants (Firm Registration number 017251N) as Statutory Auditors & fixing their remuneration.		
3	To appoint Mr. Rakesh Verma (DIN: 07764363) as the Director of the company		

* Applicable for investors holding shares in Electronic form.

Affix Revenue
Stamps

Signed this ___ day of ___ 20__

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder

across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.

ELECTRONIC VOTING PARTICULARS

EVEN (Remote E -Voting Event Number)	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.

QUOD ISPAT LIMITED

{Formerly Known as Hind Ispat Limited}

Regd. Office: Office No. 208, 2nd Floor, Plot No. A-1, Madhuban Tower, Veer Savarkar Block, Shakarpur, Delhi 110092

Corporate Identification Number: - L27109DL1985PLC021183

E Mail ID: hindispat@yahoo.in; **Website:** www.hindispat.com; **Tel/Fax:** 011-45261094

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the members attending _____

(In block capitals)

Joint Shareholders (If Any) _____

Ledger Folio No./Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 32nd Annual General Meeting of the Quod Ispat Limited (Formerly Known as Hind Ispat Limited) on Thursday, the 28th September, 2017 at Navkar Tirth Atisey Ksetra, Village Neelwal, Near Mahaviday Ksetra, Ghevra More, Rohtak Road, Delhi at 10.00 A.M.

(Member's/Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

