

28th
Annual Report
2016-2017



LLOYD ROCKFIBRES LIMITED

BOARD OF DIRECTORS

SHRI R.P.PUNJ
CHAIRMAN

SHRI GAURAV PUNJ
MANAGING DIRECTOR

SHRI B.D.MALLIAH
DIRECTOR

SHRI A.K.SRIVASTAVA
DIRECTOR

SHRI V K SHARMA
DIRECTOR

NEETU VARSHNEY
COMPANY SECRETARY

AUDITORS
M/S. DUBEY & CO.
CHARTERED ACCOUNTANTS
NEW DELHI

BANKERS

ORIENTAL BANK OF COMMERCE, NEW DELHI
BANK OF BARODA, AURANGABAD

REGISTERED OFFICE
Plot No.2, Punjsons Premises,
Kalkaji Industrial Area,
New Delhi-110019

Phone No. : 011-26462157

Fax No. : 011-26464344

E-mail : gpl3@vsnl.com

Web site: WWW.lrfi.in

CIN- L20293DL1989PLC218564

REGISTRAR AND SHARE TRANSFER AGENT
M/S. BEETAL FINANCIAL & COMPUTER
SERVICES (P) LTD.

BEETAL HOUSE, 99, MADANGIR,
3RD FLOOR, BEHIND LOCAL SHOPPING CENTRE,
NEAR DADA HARSUKHDAS MANDIR,
NEW DELHI-110062

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LLOYD ROCKFIBRES LIMITED

NOTICE

NOTICE is hereby given that the 28th Annual General Meeting of the members of Lloyd Rockfibres Limited will be held on Wednesday, 27th day of September, 2017 at 3:00 PM at the registered office of the Company situated at Plot No. 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, along with the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Arun Krishna Srivastava (DIN: 00042784), who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

Appointment of Auditors and fixation of remuneration

“RESOLVED THAT pursuant to the provisions of section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification (s) or re-enactment thereof for the time being in force) and on the recommendation of Audit Committee, M/s. Bary & Company, Chartered Accountants (Firm Registration No. FRN: 017988N), be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company subject to the rectification of their appointment by the members of the Company in every subsequent Annual General Meeting at such remuneration as may be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and subject to the applicable provisions of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, including any modification or amendment thereof, Mr. Alok Kumar Shukla (DIN: 07905322), a Non-Executive Director of the Company, who was appointed as an Independent Director (category Additional Director) of the Company with effect from 11.08.2017 under Section 161 & 149(4) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 11th August, 2017.”

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made thereunder Mr. Kaver Pal who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. May 22, 2017 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the company.”

**By Order of the Board of Directors
For Lloyd Rockfibres Limited**

Date – August 23, 2017

Place - New Delhi

Sd/-

(R.P. Punj)

Chairman

DIN:00686475

10, Prithvi Raj Road,

New Delhi-110011

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT APROXY/PROXIES TO ATTEND AND VOT INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM (MGT-11) IS ATTACHED WITH THIS NOTICE. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE.
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 21.09.2017 to 26.09.2017.

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5. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. **DETAILS OF THE DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SECRETARIAL STANDARD 2, UNDER ITEM NO. 2,4 AND 5 ARE SECHDULED AS FOLLOWS :**

Name	Mr. A. K. Srivastava	Mr. Alok Kumar Shukla	Mr. Kaver Pal
Designation	Director	Independent Director	Director
Date of Birth	24.06.1960	30.04.1978	03.04.1968
Date of first appointment	29.04.2006	11.08.2017	22.05.2017
Qualification	Mech.Engineer (Diploma)	Bachelor of Arts	Bachelor of Arts
Experience	Having experience of more than 3 decades	Having Experience more of than 10 Years.	Having Experience more of than 25 Years.
Profile	Experience in Insulation Industry and holding various managerial and/or Key managerial positions.	Self-Employed	Experience in accounts field.
Directorship held in other Companies	1.Niam Holdings Private Limited 2. Punj Lloyd Engineering Private Limited. 3. Punj Star Infotech Private Limited. 4. Lloyd Tar Products Private Limited. 5. Lloyd Thermal Construction & Engineering Private Limited. 6. Jamshedpur Mineral Wool Manufacturing Company Private Limited. 7. Govinda Realcon Private Limited. 8. Jai Giriraj Land Developers Private Limited. 9 Lapinus Rockwool Pvt.Ltd. 10. Cosmo Capital and Investment Pvt Ltd. 11. Muller Investments Private Limited. 12. Gauder Investments Private Limited. 13 Gaunil Holdings Private Limited. 14 Punjstar Industries Private Limited. 15.INCEO Engineering Limited	NIL	NIL
Directorship held in Listed entities (other than Lloyd Rockfibres Limited)	NIL	NIL	NIL
Membership of Committees of the Board (only Listed Entities) in which Chairmanship / membership is held (Audit Committee and Stakeholder Relationship Committee)	Member of Investor Grievances committee of M/s Lloyd Rockfibres Ltd.	Member of Audit Committee of M/s Lloyd Rockfibres Ltd.	NIL
No. of Board Meeting attended during the year	6	NIL	NIL

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Terms & Conditions of appointment/ re-appointment	Not applicable since the re-appointment is made as a Director liable to retire by rotation	A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the registered office of the Company during business hours on any working day	The remuneration and other terms and conditions of appointment are mentioned in the appointment letter. The same is open for inspection by the members of the Company.
Numbers of shares held in the Company	NIL	NIL	NIL
Past Remuneration	NIL	NIL	NIL
Relationship with other Directors	NIL	NIL	NIL

8. Members may note that the Notice of the Annual General Meeting and the Annual Report for F.Y The 2016-17 will also be available at the Company's Registered Office at Plot No. 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019 for inspection during normal business hours on working days. Even after registering for e-communication, members can obtain the said documents in physical form; upon making a request for the same, by post free of cost. For any communication, the shareholders can also post requests to the Company's investor email id: gpl3@vsnl.com.

9. Members/Proxies/Authorized Representative are requested to:

Bring their copy of the Annual Report for the meeting and duly filled attendance Slip enclosed herewith along with a valid identity proof such as the PAN card, passport, AADHAR card, or driving license to attend the meeting.

10. Note that all correspondence relating to share Transfers/Transmission/Dividend/ Demat of shares etc should be addressed to Registrar and Transfer Agents of the Company, viz. M/S. Beetal Financial & Computer Services (P) Ltd ,Beetal House, 99, Madangir 3rd Floor, behind local Shopping Centr near Dada Harsukhdas Mandir, New Delhi-110062

11. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.

12. Members who hold shares in dematerialized mode are requested to intimate any changes pertaining with their bank account details, ECS mandates, nominations, power of attorney, change of address/name etc. to their Depository Participant only and not to the Company's Registrar & Share Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better service to the members.

13. Members holding shares in physical form are requested to intimate all changes pertaining to their bank details, ECS mandates, nominations, power of attorney, change of address/name etc. to the Company's Registrar & Share Transfer Agent quoting their registered folio number.

14. SEBI has made the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar and Share Transfer Agent, M/S. Beetal Financial & Computer Services (P) Ltd

1. Members desirous of having any information regarding accounts are requested to address their queries to the Compliance officer at the registered office of the Company at least seven days before the date of the meeting, so that

he requisite information is made available at the meeting.

2. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.

3. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, and Circulars etc. from the Company electronically

4. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 31(1)(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

The facility for voting through ballot paper will also be made available at the Annual General Meeting (AGM) and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are given below

LLOYD ROCKFIBRES LIMITED

The instructions for shareholders voting electronically are as under:

1. The voting period begins on 24.09.2017 at 9:00 A.M. and ends on 26.09.2017 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20.09.2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. The shareholders should log on to the e-voting website www.evotingindia.com.
3. Click on Shareholders.
4. Now Enter your User ID
5. For CDSL: 16 digits beneficiary ID,
6. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
7. Members holding shares in Physical Form should enter Folio Number registered with the Company.
8. Next enter the Image Verification as displayed and Click on Login.
9. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
10. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

11. After entering these details appropriately, click on "SUBMIT" tab.
12. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
13. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
14. Click on the EVSN for the relevant Lloyd Rockfibres Limited on which you choose to vote.
15. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
16. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
17. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
18. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
19. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
20. If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
21. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
22. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:evoting@cdslindia.com).
 - After receiving the login details a Compliance User should be created using the admin login and password. The

LLOYD ROCKFIBRES LIMITED

- Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

By Order of the Board of Directors
For Lloyd Rockfibres Limited

Date – August 23, 2017
Place - New Delhi

SD/-
(R.P. Punj)
Chairman
DIN:00686475
10, Prithvi Raj Road,
New Delhi-110011

EXPLANATORY STATEMENT PURSUING TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Ordinary and Special Business mentioned in the accompanying Notice:

ITEM NO. 3

This Explanatory Statement is provided though strictly not required as per Section 102 of the Act.

As per the provisions of Section 139 of the Companies Act, 2013 (“the Act”) read with rules made there under, no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. Further, as per Section 139 of the Act, a period of three years has been provided to comply with this requirement. In view of the same, the term of the existing Statutory Auditors, M/s Deepak Dubey & co. Chartered Accountants is up to the conclusion of this Annual General Meeting (AGM).

The Board of Directors has based on the recommendation of the Audit Committee, at its meeting held on 23.08.2017 proposed the appointment of M/s. Bary & Company, Chartered Accountants, (Firm Registration No 017988N), as the Statutory Auditors of the Company for a period of five years, to hold office from the conclusion of this AGM till the conclusion of the 33rd Annual General Meeting of the Company to be held in the calendar year 2022, subject to ratification of their appointment at every Annual General Meeting, if so required under the Act.

M/s. Bary & Company have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

None of the Directors and Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 4

Pursuant to Section 149, 161 (1) of the Companies Act 2013 and Rule 3 of The Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of the Company, the Board of Directors of the Company, had appointed Mr. Alok Kumar Shukla as an Additional Director of the Company with effect from 11th August, 2017. In terms of the provisions of said section Mr. Alok Kumar Shukla would hold office up to the date of the 28th Annual General Meeting. As per the provisions of Section 149 of the Act which has come in to force with effect from April 01, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of the company and is not liable to retire by rotation.

Mr. Alok Kumar Shukla has given a declaration to the Board that he meets the criteria of independence as provided under Sec 149(6) of the Act. In the opinion of the Board, Mr. Alok Kumar Shukla fulfills the conditions specified in the Act, and the Rules made there under for appointment of Independent Director and he is Independent of the management.

Mr. Alok Kumar Shukla is not disqualified from being appointed as a Independent director in terms of Section 164 of the Act and has given his consent to Act as a Independent Director.

In compliance with the provisions of Sec 149 read with Schedule IV of the Act, the appointment of Mr. Alok Kumar Shukla as an Independent Director is now being placed before the members for their approval for a period of 5 years commencing form 11.08.2017.

The terms and conditions of the appointment of Mr. Alok Kumar Shukla pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during the normal business hours on any working day of the Company.

In the opinion of the Board, Mr. Alok Kumar Shukla fulfills the conditions for his appointment as an Independent Director as specified SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Mr. Alok Kumar Shukla is interested and concerned in the Resolution as mentioned at Item no. 4 of the Notice. Other than Mr. Alok Kumar Shukla, no other Director, Key Managerial Personnel or their respective relatives are concerned or

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interested in the Resolution. Details as required under SS-2 are given in Notice of AGM.

Mr. Alok Kumar Shukla is a qualified Bachelor in Arts with 10 years of experience as administrator in corporate sector. He is associated with the Corporate Sector for approx. 10 years.

Brief resume of Mr. Alok Kumar Shukla, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, are provided in the Notice of AGM forming part of the Annual Report.

ITEM NO. 5

Mr. Kaver Pal is interested and concerned in the Resolution as mentioned at Item no. 5 of the Notice. Other than Mr. Kaver Pal, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution. Details as required under SS-2 are given in Notice of AGM.

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161 of the Companies Act, 2013 Mr. Kaver Pal as an Additional Director of the Company with effect from 22nd May, 2017. In terms of the provisions of said section Mr. Kaver Pal would hold office up to the date of the 28th Annual General Meeting.

The Company has received a notice in writing from Mr. Kaver Pal alongwith the deposit of requisite amount under Section 160 of the Act proposing her candidature for the office of Director of the Company. Mr. Kaver Pal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and his given his consent to act as a Director.

Copy of the letter of appointment of Mr. Kaver Pal as Director setting out the terms and conditions is available for inspection by members at the Registered office of the Company.

By Order of the Board of Directors
For Lloyd Rockfibres Limited

Date – August 23, 2017

Place - New Delhi

Sd/-
(R.P. Punj) Chairman
DIN:00686475
10, Prithvi Raj Road,
New Delhi-110011

LLOYD ROCKFIBRES LIMITED

BOARD'S REPORT

To,
The Members,
Lloyd Rockfibres Limited

Your Directors are pleased to present their report on the affairs of the company for the Financial Year ended March 31, 2017.

FINANCIAL SUMMARY OF THE COMPANY (Audited)

Particulars	(Rs.in lakh) 2016-2017	(Rs. in lakh) 2015-2016
Revenue From Operations	0	1.10
Other Income	0.01	87.36
Total Revenue	0.01	88.47
Profit before Depreciation & Tax	(91.53)	(86.99)
Depreciation	10.74	15.11
Profit before Tax	(102.27)	(102.10)
Tax adjustment for Current year	Nil	Nil
Tax adjustment for Deferred Tax	(1.65)	4.54
Profit after Tax	(100.62)	(106.65)

KEY HIGHLIGHTS

The Total Revenue for the year Decrease to Rs. 0.01 Lakh in 2016-17 from Rs.88.47 Lakh in 2015-16.

The Net Loss for the year Decrease to Rs. 100.62 Lakh in 2016-17 from Rs.106.65 Lakh in the previous year.

The Earnings per share (EPS) for the year is Rs. (0.91) as compared to Rs (0.96) per share of the previous year.

REVIEW OF OPERATIONS/ STATEMENT OF AFFAIRS

As shareholders are aware that the company is non-operational since September, 2013, there is some revenue from the sale of finished goods lying in the stock. Despite of the best effort of the management, no viable solution comes before the company due to acute financial concentration. Your management is trying hard to look for some viable proposal to revive the operations of the company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

No material changes have occurred from the date of balance sheet till the date of this report which has any adverse affect on the working of the Company.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the Business during the financial year under review.

DIVIDEND & RESERVES

In view of the losses incurred by the Company, the Directors regret their inability to recommend any dividend for the current financial Year under review. Further ,no amount was transferred to Reserves during the current financial Year.

SHARE CAPITAL

The Authorized Share Capital of the Company as on March 31, 2017 stands at Rs. 11, 2500,000/- divided into 1,12,50,000 equity shares of Rs. 10/- each. Subscribed and Paid up Equity Share Capital as at March 31, 2017 stood at Rs. 11,08,97000/- divided into 1,10,89,700 equity shares of Rs. 10/- each fully paid-up. During the year under review, the Company has neither issued shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2017, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

NUMBER OF MEETINGS OF THE BOARD

The Board met seven times during the Financial Year 2016-17 on 30th May, 2016,01st June, 2016, 08th August, 2016, 08th November, 2016,21st November, 2016,13th February, 2017 and 24th March 2017 respectively.

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S. No	Date of Board Meeting	Name of Directors Present	Leave of Absence
1	30th May,2016	1.Mr Arun Krishna Srivastava 2.Mr. Ravinder Prakash Punj. 3.Mr.Gaurav Punj 4.Mr.B.D Malliah 5.Mr.Anil Chandra Sharma. 6.Mr.V.K.Sharma	All Directors were present
2	01st June,2016	1.Mr Arun Krishna Srivastava 2.Mr. Ravinder Prakash Punj. 3.Mr.Gaurav Punj 4.Mr.B.D Malliah 5.Mr.Anil Chandra Sharma. 6.Mr.V.K.Sharma	All Directors were present
3	08th August,2016	1.Mr Arun Krishna Srivastava 2.Mr. Ravinder Prakash Punj. 3.Mr.Gaurav Punj 4.Mr.B.D Malliah 5.Mr.Anil Chandra Sharma. 6.Mr.V.K.Sharma	All Directors were present
4	08th November,2016	1.Mr Arun Krishna Srivastava 2.Mr. Ravinder Prakash Punj. 3.Mr.Gaurav Punj 4.Mr.B.D Malliah 5.Mr.Anil Chandra Sharma. 6.Mr.V.K.Sharma	All Directors were present
5	21st November,2016	1.Mr Arun Krishna Srivastava 2.Mr. Ravinder Prakash Punj. 3.Mr.Gaurav Punj 4.Mr.B.D Malliah 5.Mr.V.K.Sharma	All Directors were present
6	13th February,2017	1.Mr.Gaurav Punj 2.Mr.B.D Malliah 3.Mr.V.K.Sharma	Mr Arun Krishna Srivastava Mr. Ravinder Prakash Punj.
7	24th March,2017	1.Mr Arun Krishna Srivastava 2.Mr.Gaurav Punj 3.Mr.V.K.Sharma	Mr. Ravinder Prakash Punj. Mr.B.D Malliah.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Anil Chandra Sharma resigned from the office w.e.f. 18th November, 2016. Thereafter, the Board took note of the same in the Board meeting dated 21st November, 2016 and appreciates his contribution made during his tenure.

As per the provisions of the Companies Act, 2013, Mr. Arun Krishna Srivastava, retires at the 28th Annual General Meeting and being eligible, offers himself for his re-appointment. The Board recommends his re-appointment for approval of the members in the forthcoming Annual General Meeting.

• KEY MANAGERIAL PERSONNEL

The Board appointed Ms. Neetu Varshney as a Company Secretary of the Company with effect from 21st November, 2016.

• Changes in the Director/KMP after closer of F.Y 2016-17:

1) Mr. Kaver Pal has been appointed as additional Director of the Company w.e.f 22nd May,2017 further his tenure will lapse on the conclusion of the 28th Annual General Meeting where as the Board have received the required requisition to appoint Mr Kaver as the Director of the Company. The Board recommends his appointment as the Director of the Company.

2) Mr.Alok Kumar Shukla has been appointed as additional Independent Director of the Company w.e.f 11th August, 2017 for a period of Five Years subject to the approval of The shareholder at 28th AGM.further Mr alok Kumar shukla will not be liable to be retire by rotation.

DECLARATION BY INDEPENDENT DIRECTOR(S)

The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 read with Schedule IV of the Companies Act, 2013. The Board confirms that the Independent Directors meet the criteria as laid down under the Companies Act, 2013. One meeting of Independent Directors was held during the year on 13th February, 2017.

LLOYD ROCKFIBRES LIMITED

LISTING

The Shares of the Company are listed at Bombay Stock Exchange and the listing fees has been paid for the Financial Year 2016-17.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(3) read with Schedule V (B) of the Securities of Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- a) in the preparation of the annual accounts for the Financial year ended March 31, 2017, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have 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 as at March 31, 2017 and of the loss of the Company for the Financial year ended on that date;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a 'going concern' basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

FORMAL ANNUAL EVALUATION

As the company is not in operations since September, 2013, the details of the framework for performance evaluation of Independent Directors, Board, Committees and other individual, and details of familiarization program of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters have been updated on the website of the Company w.e.f 18th July, 2017.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally. The report on Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 forms an integral part of this Report. The requisite certificate from the Practicing Company Secretary confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, the Company has not entered into any related party transaction falling under sub-section (1) of Section 188 of the Companies Act, 2013. Hence, the details of such contracts or arrangements with its related parties are not mentioned in Form AOC-2 as Annexure II of this report.

The company is not in the operation since September 2013, however, the Policy on dealing with related party transactions and on determining materiality of such transactions is updated on the website of the company.

RISK MANAGEMENT

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has developed and implement the Risk Management Policy for the Company including identification therein of elements of risk, if any, which is in the opinion of the Board may threaten the existence of the Company. These are discussed at the meeting of the Audit Committee and the Board of Directors of the Company.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to the provisions of Section 135 of the Companies Act, 2013 is not applicable on the company.

INTERNAL FINANCIAL CONTROLS

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

The internal auditor was not appointed in the company for the financial year 2016-17.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

Your company does not have any unlisted/listed subsidiary company or Joint Venture or any Associate Companies. Pursuant to the provisions of the Rule 8 of Companies (Accounts) Rules, 2014, Form AOC-1 is attached as Annexure I

AUDITORS

Statutory Auditors

This is to inform you that, in terms of Section 139 of the Companies Act, 2013 M/s. Dubey & Co. (FRN: 007515N) will retire

LLOYD ROCKFIBRES LIMITED

as the Statutory Auditor of the Company till the conclusion of ensuing Annual General Meeting.

In view of the aforesaid, the Board of Directors on the recommendation of the Audit Committee, proposed for the appointment of M/s. Purushothaman Bhutani & Co, Chartered Accountants (FRN: 005484N), as the new Statutory Auditors of the Company. Whereas, M/s. Purushottam Bhutani subsequently expressed his inability to appoint as Auditor of the Company. The Board again propose M/s. Yash Bary & Company, to be appointed as the Statutory Auditor of the Company for a term of five years subject to the approval of the members at the 28th Annual General Meeting. The Board have received the required consent letter from M/s. Yash Bary & Company, Chartered Accountant and recommend their appointment as the Statutory Auditor of the Company.

AUDITORS' REPORT

The Report given by M/s. Deepak Dubey & Co, Statutory Auditors on the financial statement of the Company for the year ended March 2017 is part of the Annual Report. There are no qualification, reservation or adverse remark or disclaimer in their Report. During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act

Cost Auditors

Companies (cost records and audit) (Amendment) Rules, 2015 are not applicable on the Company for the financial year 2016–17. Because the Company had not undertaken any manufacturing activity during the Financial Year 2016–17.

Secretarial Auditor

The Board has appointed Mr. Naveen Shree Pandey, (CP N 10937), Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2016–17. The Secretarial Audit Report for the financial year ended March 31, 2017 is annexed herewith marked as **Annexure III** to this Report. The Secretarial Audit Report contain following qualification, reservation or adverse remark:-

1. In compliance of Section 203 of the Companies Act, 2013, there was no Chief Financial Officer during the year under review.
2. Pursuant to Section 149 of the Companies Act, 2013, there is no woman Director appointed on the Board of the Company during the year under review.
3. A part of the shareholders belonging to "Promoter group" are still holding shares in physical form.

IN RESPONSE TO THE ABOVE, IT IS SUBMITTED THAT:

In relation to point number 1, the Company is non-operational, hence, as such there was no requirement of CFO. Due to huge losses the management was unable to appoint Women Director as mentioned in point no 2. In relation to point number 3, majority of holding of shareholders belonging to "Promoter group" had been converted from physical to dematerialized form but due to certain reasons some of the shares are still in physical form.

DISCLOSURES:

Audit Committee

As per the provisions of Section 177 of the Companies Act, 2013 your Company has Re-Constituted an Audit committee as on 21.11.2016. The Audit Committee comprises of majority of the Independent Directors. All the members of the Committee have experience in financial matters. The details of the composition of the committee are set out in the following table:

S. No.	Name	Status	Designation
1.	Mr. Vijay Kumar Sharma	Independent non-executive non-Promoter Director	Chairman
2.	Mr. RP Punj	Non-executive promoter Director	Member
3.	Mr. B.D. Malliah	Independent non-executive non promoter Director	Member

All the recommendations made by the Audit Committee were accepted by the Board.

Nomination and Remuneration Committee

As per the provisions of Section 178 of the Companies Act, 2013 your Company has Re-Constituted Nomination and Remuneration committee as on 21.11.2016. The Company's Nomination and Remuneration Committee comprise of two non-executive Independent Directors & one non-executive Directors. The details of the composition of the Committee are set out in the following table:

S. No.	Name	Status	Designation
1.	Mr. B.D. Malliah	Independent non-executive non promoter Director	Chairman
2.	Mr. R.P Punj	Non-executive promoter Director	Member
3.	Mr. Vijay Kumar Sharma	Independent non-executive non-Promoter Director	Member

The function of the Nomination and Remuneration Committee includes recommendation of appointment of Whole-time Director(s)/ Managing Director/Joint Managing Director and recommendation to the Board of their remuneration. The aforesaid policy has been posted on the Website of the Company.

Shareholder Relationship Committee:

LLOYD ROCKFIBRES LIMITED

As per the provisions of Section 178 of the Companies Act, 2013 your Company has Constituted Stakeholder Relationship Committee. The Committee comprise of following Directors:

S. No.	Name	Status	Designation
1.	Mr. R.P Punj	Non-executive promoter Director	Chairman
2.	Gaurav Punj	Executive Promoter Director	Member
3.	Mr.Arun Krishna Srivastava	Non-executive non-Promoter Director	Member

The Stakeholder Relationship Committee, inter alia, oversees and reviews all matters connected with the investor services in connection with applications received and shares allotted in the Initial Public Offer, status of refund account, conversion of partly paid shares into fully paid shares, rematerialization and dematerialization of shares and transfer of shares of the Company.

The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

POLICY ON DIRECTOR S' APPOINTMENT AND REMUNERATION

The aim of the current policy is to have an appropriate mix of executive and independent directors to maintain independence of the Board, and separate its function of governance and management. As on March 31, 2017, the Board consists of Five members, one of whom is executive director, two are non-executive independent directors and rest two are non-executive non independent Director

Vigil Mechanism

The Vigil Mechanism which also incorporates a whistle blower policy in terms of the SEBI (Listing obligation Regulation & Disclosure) Regulation,2015, including an Ethics & Compliance Task Force comprising senior executives of Company is posted by the Company on its website w.e.f 18th July,2017

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR PROVIDED SECURITIES

The Company has not given any loan, made investment and provided security in terms of section 186 of the Companies Act, 2013.

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

(A) Conservation of energy:

(i)

Steps taken or impart on conservation of energy: - **No such steps .**

(ii) Steps taken by the company for utilizing alternate sources of energy: - **No such steps**

(iii) Capital Investment on energy conservation equipments:-**No such investments made.**

(B) Technology absorption

1. Efforts made towards technology absorption:- **No such steps .**

2. Benefit derived:- **NA**

3. In case of imported technology- **N.A.**

- The detail of technology imported

- The year of import

- Whether the technology been fully absorbed

4. If not fully absorbed areas where absorption has not been taken place, and the reasons thereof

5. Expenses incurred on R & D: **NIL**

FOREIGN EXCHANGE EARNINGS AND OUTGO

(Amount in Rs.)

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
Foreign Exchange Outgo	Nil	Nil
Foreign Exchange Earning	Nil	Nil

DEPOSIT

Your Company has neither accepted nor any fixed deposits outstanding as on the Balance Sheet date.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return in Form No. MGT – 9, as required under Section 92 of the Companies Act, 2013, is included in this Report as **Annexure IV** and forms an integral part of this Report.

PARTICULARS OF EMPLOYEES

Particulars of employee

The statement containing particulars of employees as required under section 197(12) of the Companies At, 2013 read with rule 5 of the Companies (Appointment of Managerial Personnel) Rules, 2014 and forms part of this Report. In terms of Section 136(1) of the Companies Act, 2013, the Report and the Accounts are being sent to the Members excluding the aforesaid Annexure. Any Member interested in obtaining a copy of the Annexure may write to the Company Secretary at

LLOYD ROCKFIBRES LIMITED

the Registered Office of the Company.

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non Executive directors :	Ratio to median remuneration
Mr. R.P.Punj	N.A.
Mr. Arun K. Srivastava	N.A.
Mr. A. C. Sharma	N.A.
Mr. Vijay Kumar Sharma	N.A.
Mr. B.D. Malliah	N.A.

- No remuneration was paid to any director during the Financial Year 2016–17
2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; (as at 31st March 2017)

Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary	Ratio	% increase in remuneration in the financial years
Mr. R.P. Punj	N.A.	-
Mr. Gaurav Punj	N.A.	-
Mr. Arun K. Srivastava	N.A.	-
Mr. A. C. Sharma	N.A.	-
Mr. Vijay Kumar Sharma	N.A.	-
Mr. B.D. Malliah	N.A.	-

- No Remuneration was paid to any director or KMP during the Financial Year 2016–17.
- The percentage increase in the median remuneration of employees in the financial year: Not applicable, as no remuneration paid to any of its employee during the year under review.
 - The number of permanent employees on the rolls of company: NIL
 - The explanation on the relationship between average increase in remuneration and company performance: Not applicable, since no manufacturing activity had under taken by the company as well as no remuneration paid by company to any of its employee during the year 2016–17
 - Comparison of the remuneration of the Key Managerial Personnel against the performance of the company :Not applicable, since no manufacturing activity had under taken by the company as well as no remuneration paid by company to any of its Key Managerial Personnel, during the financial year 2016–17
 - Variations in the market capitalization of the company, price earnings ratio as at the closing date of the current financial year and previous financial year: NIL as Company's trading was suspended during the year
 - Percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer :
 - Comparison cannot be made, as the company trading is suspending during the F.Y. 2016–17on BSE.
 - Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :
 - Not applicable, as no remuneration paid by company to any of its employee, during the financial year 2016–17
 - Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company: Not applicable, as no remuneration paid by company to any of its Key Managerial Personnel, during the financial year 2016–17
 - The key parameters for any variable component of remuneration availed by the directors: Not applicable, as no remuneration paid by company to any of its director, during the financial year 2016–17.
 - The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: Not applicable, as no remuneration paid by company to any of its employee or director, during the financial year 2016–17.
 - Affirmation that the remuneration is as per the remuneration policy of the company :
 - Not applicable, as no remuneration paid by company to any of its director/KMP/employee, during the financial year 2016–17..

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and has formulated a Sexual Harassment Policy for providing a workplace that is free from all forms of discrimination, including sexual harassment in line with the

LLOYD ROCKFIBRES LIMITED

provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

During the financial year 2016-17, the Company has not received any complaint in accordance with applicable laws and the policy of the Company.

FRAUD REPORTING

There have been no instances of fraud reported by the Statutory Auditors under Section 143(12) of the Act and Rules framed there under either to the Company or to the Central Government.

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

There have been no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations except the following:

1) Order passed by RD dated 26th June, 2017 for Condonation of Delay i.e. Delay in filing Form MGT 14 in respect of Board Report approval dated 14.08.2015 & Appointment of Managing Director and secretarial Auditor dated 30.03.2015.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares/ ESOP) to employees of the Company under any scheme.
4. Managing Director has not received any remuneration or commission from any of its subsidiaries, as there is no subsidiary of your Company.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation given by all concerned with the affairs of the Company.

**By Order of the Board of Directors
For Lloyd Rockfibres Limited**

**Place: New Delhi
Date: 23.08.2017**

**Sd/-
(Ravinder Prakash Punj)
Chairman
DIN: 00686475
Address: 10, Prithviraj Road, New Delhi, 110011**

LLOYD ROCKFIBRES LIMITED

ANNEXURE I

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
	Sl. No.	
	Name of the subsidiary	
	The date since when subsidiary was acquired	
	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
	Share capital	
	Reserves & surplus	N.A
	Total assets	
	Total Liabilities	
	Investments	
	Turnover	
	Profit before taxation	
	Provision for taxation	
	Profit after taxation	
	Proposed Dividend	
	Extent of shareholding (In percentage)	

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

1. Names of subsidiaries which are yet to commence operations- N.A.
2. Names of subsidiaries which have been liquidated or sold during the year. - N.A

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	Name 1	Name 2	Name 3
Latest audited Balance Sheet Date			
Date on which the Associate or Joint Venture was associated or Acquired			
Shares of Associate/Joint Ventures held by the company on the year end			
No.			
Amount of Investment in Associates/Joint Venture			
Extend of Holding (In percentage)			
Description of how there is significant influence		N.A	
Reason why the associate/joint venture is not consolidated			

LLOYD ROCKFIBRES LIMITED

Net worth attributable to shareholding as per latest audited Balance Sheet			
Profit/Loss for the year			
Considered in Consolidation			
Not Considered in Consolidation			

1. Names of associates or joint ventures which are yet to commence operations- N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year- N.A.

For and on behalf of the Board of Director

Place: New Delhi
Date: 23.08.2017

Sd/-
Gaurav Punj
Director
DIN: 00822420
Address: 10, Prithvi Raj road,
New Delhi, 110011

Sd/-
Arun Krishna Srivastava
Director
DIN: 00042784
Address: B-54, Sector 47, Noida, 201301

LLOYD ROCKFIBRES LIMITED

ANNEXURE II Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

During the year under review, the Company has not entered into any related party transaction falling under sub-section (1) of Section 188 of the Companies Act, 2013

1. Details of contracts or arrangements or transactions not at arm's length basis: N.A

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) date(s) of approval by the Board
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: N.A

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
- (e) Date(s) of approval by the Board, if any:
- (f) Amount paid as advances, if any:

by order of the Board
For LLOYD ROCKFIBRES LIMITED

Place: New Delhi

Date: 23.08.2017

Sd/-
Gaurav Punj

Director

DIN: 00822420

Address: 10, Prithvi Raj road,
New Delhi, 110011

Sd/-
Arun Krishna Srivastava

Director

DIN: 00042784

Address: B-54, Sector 47, Noida, 201301

LLOYD ROCKFIBRES LIMITED

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]

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March, 2017

To,
The Members,
LLOYD ROCKFIBRES LIMITED
(L20293DL1989PLC218564)
Plot No. 2, Punjsons Premises,
Kalkaji Industrial Area,
New Delhi - 110019

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

Based on our verification of the Company, 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 our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017, the Company has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent based on the management representation letter/ confirmation, 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:

- (1) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (5) 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015, [herein after referred to as SEBI (LODR), 2015].
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (6) We further report that with respect to the compliance of the below mentioned laws, we have relied on the compliance system prevailing in the Company and on the basis of representation received from the management:
 - i. Applicable Labour Laws – Not applicable as the Company do not have any labour in its factory premises.
 - ii. Applicable direct and indirect tax laws
 - iii. Prevention of Money Laundering Act 2002;
 - iv. The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996 – not applicable as the Company is not carrying out any manufacturing activities
 - v. Forest (Conservation) Act, 1980 - not applicable as the Company is not carrying out any manufacturing activities
 - vi. Regulations & Guidelines issued by Ministry of Environment, Forest and Climate Change , Government of India - not applicable as the Company is not carrying out any manufacturing activities
 - vii. Regulations & Guidelines issued by Ministry of Water Resources , Government of India - not applicable as the Company is not carrying out any manufacturing activities
 - viii. The Water (Prevention and Control of Pollution) Act, 1974 and rules made thereunder - not applicable as the Company is not carrying out any manufacturing activities
 - ix. The Air (Prevention and Control of Pollution) Act 1981 and rules made thereunder - not applicable as

LLOYD ROCKFIBRES LIMITED

the Company is not carrying out any manufacturing activities

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India and
- (ii) The Listing Agreements entered into by the Company with the Stock Exchange(s).

Based upon the company's information available on websites of MCA and BSE review of quarterly compliance reports taken on record by the Board of Directors of the Company in my company the Company ensures compliance of the provisions of the Act, Rules, Regulations, Guidelines, Standard etc. mentioned above subject to observations as follows:

1. *In compliance to Section 203 of the Companies Act, 2013, there was no Chief Financial Officer appointed in the Company during the year under review.*
2. *Pursuant to Section 149 of the Companies Act, 2013, there is no woman Director appointed on the Board of the Company during the year under review.*
3. *A part of the shareholders belonging to "Promoter Group" are still holding shares in physical form.*

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that:

1. In respect of Nomination and Remuneration Policy, Risk Management Policy, Whistle Blower Policy, Familiarisation programme of Independent Director, Term and conditions of appointment of Independent Director(s), the website of the Company is updated after 31st March, 2017.
2. As pr the management, the commercial operations of the Company are suspended since September, 2013, hence, no Internal Auditor has been appointed during the year pursuant to Section 138 of the Companies Act, 2013 and no cost records has been maintained and audited by a qualified cost accountant in accordance with Section 148 of the Companies Act, 2013 and rules made thereunder. As confirmed by the management Companies (Cost Records and Audit) Amendment Rules, 2014 were not applicable on the Company during the Audit Period.
3. The Equity Shares of the Company remained under suspension during the year.

**For NSP & Associates
Company Secretaries**

SD/-
(Proprietor)
FCS No.: 9028
C P No.: 10937

Place: New Delhi
Date: August 23, 2017

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

"Annexure A"

To,
The Members,
LLOYD ROCKFIBRES LIMITED

Our Secretarial Audit Report of even date is to be read along with this letter.

1. 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.

LLOYD ROCKFIBRES LIMITED

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and we have reported on the basis of unsigned and audited Financial Statement for the Financial Year ended 31st March, 2017.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For NSP & Associates
Company Secretaries**

SD/-

**(Proprietor)
FCS No.: 9028
C P No.: 10937**

Place: New Delhi
Date: August 23,2017

LLOYD ROCKFIBRES LIMITED

**ANNEXURE IV
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on the 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.

REGISTRATION & OTHER DETAILS:

CIN	L20293DL1989PLC218564
Registration Date	06 /10 /1989
Name of the Company	Lloyd Rockfibres Limited
Category/Sub-category of the Company	Category: Company Limited by Shares Sub-Category: Indian Non-Government Company
Address of the Registered office & contact details	Plot No – 2, Punjsons Premises Kalkaji Industrial Area, New Delhi 110019 CIN: L20293DL1989PLC218564 E-mail: gpl3@vsnl.com Contact Detail-01126462157
Whether listed company	Listed
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services (P) Ltd. Beetal House, 3rd Floor 99, Madangir, Behind Local Shopping Center, Near Dada Harsukhdas Mandir, New Delhi-110062 Telephone : 011-29961281, 29961282, Fax : 29961284 E-mail : beetal@beetalfinanciall.com

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	Rockwool	23999	100%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Associate Company	Subsidiary/ Associate Company	% of Shares Held	Applicable Section
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N.A

SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

LLOYD ROCKFIBRES LIMITED

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2017]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	883351	316849	1200200	10.82	883351	316849	1200200	10.82	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	5924300	0	5924300	53.42	5924300	0	5924300	53.42	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	6807651	316849	7124500	64.24	6807651	316849	7124500	64.24	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	39400	39400	0.36	0	39400	39400	0.36	0
b) Banks / FI									
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	39400	39400	0.36	0	39400	39400	0.36	0
2. Non-Institutions									
a) Bodies Corp.	1187500	1265100	1452600	13.10	1187500	265100	1452600	13.10	0
i) Indian									
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	31300	536000	567300	5.12	31300	536000	567300	5.12	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	905500	905500	8.17	0	905500	905500	8.17	0
c) Others (specify)									
Non Resident Indians	6500	999000	1005500	9.07	6500	999000	1005500	9.07	0
Overseas Corporate Bodies	0	57500	57500	0.52	0	57500	57500	0.52	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	1225300	2700500	3925800	35.40	1222700	2703100	3925800	35.40	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1225300	2739900	3965200	35.76	1222700	2742500	3965200	35.76	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0

LLOYD ROCKFIBRES LIMITED

Grand Total (A+B+C) 8032951 3056749 11089700 100 8030351 3059349 11089700 100 0

i) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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.	NANDITTA TIWARI	28900	0.26	0	28900	0.26	0	0
2.	ROHINI CHIBBA	41400	0.37	0	41400	0.37	0	0
3.	GAURAV PUNJ	213021	1.92	0	213021	1.92	0	0
4.	MALINI PUNJ	246549	2.22	0	246549	2.22	0	0
5.	PUSHPANJALI PUNJ	280300	2.53	0	280300	2.53	0	0
6.	RAVINDER PRAKASH PUNJ	390030	3.52	0	390030	3.52	0	0
7.	FIBERGLAS PVT LTD	207250	1.87	0	207250	1.87	0	0
8.	LLOYD BITUMEN PRODUCTS PVT LTD.	270000	2.43	0	270000	2.43	0	0
9.	SUNVISION INFOWAYS PVT. LTD.	417525	3.76	0	417525	3.76	0	0
10.	SUNVISION BUILDWELL PVT. LTD.	417525	3.76	0	417525	3.76	0	0
11.	FETISH IT SOLUTION PVT LTD.	442200	3.99	0	442200	3.99	0	0
12.	RAVISHIVAM INVESTMENTS PVT LTD.	500000	4.51	0	500000	4.51	0	0
13.	PUSHPANJALI HOLDINGS PVT LTD.	1384800	12.49	0	1384800	12.49	0	0
14.	NGP INDUTSRIES LTD.	2285000	20.60	0	2285000	20.60	0	0
TOTAL		7124500	64.24	0	7124500	64.24	0	0

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

During the financial year 2016-17, there is no change held in the promoters' shareholding.

iii) 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		Cumulative during the year		Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year							
1.	EVO ASTRO GENERAL TRADERS P LTD	1000000	9.02	1000000	9.02	1000000	9.02
2.	RADITA INVESTMENTS PVT LTD	187500	1.69	187500	1.69	187500	1.69
3.	SHOURAI GENERAL TRADERS PVT LTD.	187500	1.69	187500	1.69	187500	1.69
4.	SUNIL KUMAR JAIN	175500	1.58	175500	1.58	175500	1.58
5.	SANJEEV JAIN	160000	1.44	160000	1.44	160000	1.44
6.	LOKESH KUMAR PANDHI	160000	1.44	160000	1.44	160000	1.44

LLOYD ROCKFIBRES LIMITED

7.	OM ARORA	150000	1.35	150000	1.35
8.	OM ARORA	105000	0.95	105000	0.95
9.	BOOKWISE INDIA PVT LTD	60000	0.54	60000	0.54
10.	CRYSTAL INVESTMENT LIMITED	50000	0.45	50000	0.45

Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):

At the end of the year

1.	EVO ASTRO GENERAL TRADERS P LTD	1000000	9.02	1000000	9.02
2.	RADITA INVESTMENTS PVT LTD	187500	1.69	187500	1.69
3.	SHOURAI GENERAL TRADERS PVT LTD.	187500	1.69	187500	1.69
4.	SUNIL KUMAR JAIN	175500	1.58	175500	1.58
5.	SANJEEV JAIN	160000	1.44	160000	1.44
6.	LOKESH KUMAR PANDHI	160000	1.44	160000	1.44
7.	OM ARORA	150000	1.35	150000	1.35
8.	OM ARORA	105000	0.95	105000	0.95
9.	BOOKWISE INDIA PVT LTD	60000	0.54	60000	0.54
10.	CRYSTAL INVESTMENT LIMITED	50000	0.45	50000	0.45

iv) **Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative during the Year		Shareholding
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
	At the beginning of the year					
	Directors					
1	Mr. Ravinder Prakash Punj	390030	3.52	390030	3.52	
2	Mr. Gaurav Punj, Managing Director	213021	1.92	213021	1.92	
	KMP (no other KMP holds any shares)	-	-	-	-	
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-	
	At the end of the year					
	Directors					
1	Mr. Ravinder Prakash Punj	390030	3.52	390030	3.52	
2	Mr. Gaurav Punj	213021	1.92	213021	1.92	
	KMP (no other KMP holds any shares)	-	-	-	-	

INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				

LLOYD ROCKFIBRES LIMITED

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	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-

Indebtedness at the end of the financial year

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

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

During the current financial year 2016–17, no remuneration was paid to any director or KMP.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal if any Details)	made, (give)
A. COMPANY						
Penalty	Section 460(b) of the Companies Act 2013	Condonation of Delay in filing of MGT 14	In process as on 31.03.2017.no penalty imposed as on 28 th June,2017.	RD	-	-
Punishment	-	-	-	-	-	-
Compounding	1)Sec 96 the Companies Act 2013	Delay in holding AGM for F.Y 2014-15	Under Process	NCLT	-	-
B. DIRECTORS						
Penalty	-	-	-	-	-	-
Punishment	-	-	-	-	-	-
Compounding	-	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT						
Penalty	-	-	-	-	-	-
Punishment	-	-	-	-	-	-
Compounding	-	-	-	-	-	-

By the Order of the Board of Directors
Lloyd Rockfibres limited

Place: New Delhi
Date: 23.08.2017

Sd/-
Ravinder Prakash Punj
Chairman
DIN: 00686475

Address: 10, Prithviraj Road, New Delhi, 110011.

LLOYD ROCKFIBRES LIMITED

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRIAL SCENE

Lloyd Rockfibres Limited is engaged in manufacture and supply of Rockwool Insulation products, which are used for industrial application to reduce heat loss and also used in building and construction industry to reduce energy cost. The growth of the insulation industry is dependent on the development of Infrastructure and Power Sectors. Sectors like Power, Oil & Gas & other infrastructure project have been major thrust focus areas of government; hence, these sectors have shown a continuous growing trend. There is potential source of consumption of rockwool and insulation products in power sectors, thereby, making rockwool and insulation industry a real growth sector. With the growth of Infrastructure Sector, there has also been a growth in its allied sectors e.g. Buildings, PEB, Gensets, Pharma, Food Processing etc. These factors taken together along with increased awareness among users to decrease energy consumption have lead to continuous increase in the demand of insulation and rockwool products. This growth trend in rockwool requirement will continue to show a rising trend for next many years.

STRENGTHS

The rockwool sector has lot of potential in today's time. Presently, the Company is non-operational due to outdated plant and machinery. The Company has its own goodwill, hence, on the basis of the same, your Board shall make all endeavors to upgrade the existing plant and machinery.

THREATS

With present huge demand in insulation industry in the years to come, Indian Rockwool industry is not able to cope up with the increasing pressure of demand and supply. There is still a gap between demand and supply equation for Rockwool with demand exceeding supply continuously fin past and is expected to remain same in future also. There is a possibility of foreign players coming into the market and increasing competition, thereby reducing margins. Presently, there is no employee in the Company and the Company is non-operational. The management is making all efforts to revive the operations of the Company.

COMPANY'S OUTLOOK

It is the Endeavour of the Company to revive the operations of the Company by adopting latest techniques of production, improve product acceptability and cutting / reducing costs wherever possible.

RISK MANAGEMENT

The Risk Management policies of the Company have been implemented to ensure that all the moveable and immoveable assets of the Company are adequately covered and the same are renewed by the Board from time to time. Government policy towards Rockwool Sector has remained unchanged for many years and we do not foresee any immediate changes adversely affecting our position.

INTERNAL CONTROL SYSTEM

The Company has developed an internal control system and procedures to ensure efficient conduct of business and security of its assets.

FINANCIAL AND OPERATIONAL PERFORMANCE

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles in India. Please refer Board of Directors' Report in this respect.

The Company is engaged in the manufacture and supply of Rockwool Insulation products, which are used for industrial application to reduce heat loss and also used in building and construction industry to reduce energy cost. However the company has not carrying any manufacturing activity since September 2013. Therefore there is only one reportable segment in accordance with the Accounting standard on Segment Reporting (AS-17).

HUMAN RESOURCES

The Company believes that the workers are the backbone of the Company and aims at providing opportunities to all the employees to utilize their full potential and grow in the organization. There was no strike or labour unrest during the last financial year. As on 31.03.2016, there was no employee in the company..

For and on behalf of the Board of Directors

Place: New Delhi
Date: 23.08.2017

Sd/-
Gaurav Punj
Director
DIN: 00822420
Address: 10, Prithvi Raj road,
New Delhi, 110011

Sd/-
Arun Krishna Srivastava
Director
DIN: 00042784
Address: B-54, Sector 47, Noida, 201301

LLOYD ROCKFIBRES LIMITED

REPORT ON CORPORATE GOVERNANCE

Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximizing stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to create during value for all.

STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's Governance policy is based on trusteeship, transparency and accountability. As a corporate citizen, our business fosters a culture of ethical behavior and disclosures aimed at building trust of our stakeholders.

Governance Structure

The Corporate Governance structure at Lloyd Rockfibres Limited is as follows:

1. Board of Directors:

The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's Management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.

2. Committees of the Board:

The Board has constituted the Committees viz, Audit Committee, Remuneration and Nomination Committee, Stakeholder's Relationship Committee. Each of the said Committee has been mandated to operate within a given framework.

BOARD OF DIRECTORS

Size and Composition of the Board and Attendance Status

The composition of the board is in line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors of the Company consists of 5 Directors; out of which 1 is Executive Director, 2 are Non executive Directors and rest 2 are Independent - Non Executive Directors of the Company. The Chairman of the Board is a Promoter Non Executive Director. However Pursuant to regulation 17(1) (a) there is no Women Director appointed on the Board of the Company.

The details of directors and their attendance record at the Board Meeting held during the year under review are as follows:

Name of the Director	Category	Designation	No. of Meetings Attended	No. of Membership in Boards of Other Companies	Attendance of each Director At last AGM
Mr.Ravinder Prakash Punj	Non Executive Non Independent Director.	Chairman	5	9	Yes
Mr.Anil Chandra Sharma*	Non-Executive Independent Director	Independent Director	4	10	Yes
Mr. Ballabh Das Maliah	Non-Executive Independent Director	Independent Director	6	0	NO
Mr. Vijay Kumar Sharma	Non-Executive Independent Director	Independent Director	7	2	Yes
Mr.Arun Krishna Srivastava	Non-Executiv Non Independent Director	Director	6	15	Yes
Mr. Gaurav Punj	Executive Non Independent Director	Managing Director	7	10	Yes

NOTE:

*Resignation w.e.f 21st November,2016.

None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five Committees across all companies in which they are Directors.

INDEPENDENT DIRECTORS

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Rules made there under and meet with requirement of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges. A formal letter of appointment to

LLOYD ROCKFIBRES LIMITED

Independent Director as provided in Companies Act, 2013 and the Listing Regulations were issued.

BOARD'S PROCEDURES

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. In addition to the information required under Part A of Schedule II of Sub-Regulation 7 of Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board is also kept informed of major events/items and approvals taken wherever necessary.

None of the shares or fully or partly convertible debentures or any other convertible instrument held by non-executive director.

Board Meetings

Seven Board Meetings were held during the Financial Year 2016-2017. The interval between two meetings was well within maximum period mentioned under Section 173 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of Board meetings are given below:

Date	Board Strength	No. of Directors Present
May 30, 2016	6	6
June 01, 2016	6	6
August 08, 2016	6	6
November 08, 2016	6	6
November 21, 2016	5	5
February 13, 2017	5	3
March 24, 2017	5	3

Meetings of Independent Directors

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views. The Independent Director takes appropriate steps to present their views to the Chairman and Managing Director. One meeting of Independent Directors was held during the year on 13.02.2017.

FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

The Board members are provided with a familiarization pack that is handed over to the new inducts to enable them to familiarize with the Company's procedures and practices. Updates on relevant statutory changes. The details of such familiarization programmes for Independent Directors are posted on the website of the Company

CODE OF CONDUCT

The Company has in place Code of Conduct (the Code) applicable to all the Directors & Senior Management. The Code is applicable to Directors & Senior Management to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz, Customer Value, Integrity and Excellence.

The Company has also placed a separate code for Independent Directors. It helps in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct.

A copy of these Codes has been put on the Company's website at the link [http://www.lrfli.in/Investorrelation/Code of Conduct and Ethics.pdf](http://www.lrfli.in/Investorrelation/Code%20of%20Conduct%20and%20Ethics.pdf). The Codes has been circulated to Directors and Management Personnel and its compliance is affirmed by them annually.

A declaration signed by the Company's Chairman and Managing Director is published in this Report.

BOARD COMMITTEE

The Board of directors has constituted Board committees to deal with specific areas and activities which concern the company and need a closer review. The Board Committees are formed with approval of the Board and function under their respective Charters. These Board Committees play an important role in overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform its duties entrusted by the Board. To ensure good governance, the Minutes of the Committee Meetings are placed before the Board for their noting.

Details of the Board Committees and other related information are provided hereunder:

AUDIT COMMITTEE

Composition:

LLOYD ROCKFIBRES LIMITED

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 an audit committee comprising of three Independent Directors had been constituted to perform all such powers and functions as were required to be performed under the said provisions.

Meetings & Attendance:

The Audit Committee met 5 times during the year ended on 30th May 2016, 01st June 2016, 08th August 2016, 08th November, 2016 & 13th February 2017. The intervening period between two meetings was well within the maximum time gap of 4 months as prescribed under Corporate Governance norms. The constitution of Audit Committee and attendance of each member is as given below:

Name of Member	Designation	No. of Meeting attended
Mr. A.C. Sharma*	Chairman	4
Mr. Ravinder Prakash Punj	Member	5
Mr. Ballabh das maliah	Member	5
Mr. V.K.Sharma	Chairman	1

*Mr Anil Chandra Sharma ceased to be a chairman w.e.f 21st November, 2016 due to resignation subsequently Mr.V.K.Sharma has been appointed as Chairman w.e.f 21st November, 2016.

Mr. A.C. Sharma, who acted as Chairman of the Audit Committee Meetings was present at the Last Annual General Meeting of the Company held on 30th September, 2016 to answer the shareholders' queries.

Terms of Reference

Powers of Audit Committee:

The Audit Committee shall have powers, which should include the following:

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.

Role of Audit Committee:

The role of the Audit Committee shall include the following:

- 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;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - 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
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - Significant adjustments made in the financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Disclosure of any related party transactions
 - Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- 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 utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 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
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected

LLOYD ROCKFIBRES LIMITED

- fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter 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;
- 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;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Reviewing the following information:

The Audit Committee shall mandatorily review the following information:

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

NOMINATION AND REMUNERATION COMMITTEE

The composition of Nomination & Remuneration Committee is as per Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Terms of Reference:

- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing / Whole-time Director(s)/KMPs.
- Reviewing the performance of the Managing / Whole-time Director/KMPs and recommending to the Board, the quantum of annual increments and annual commission.

Composition:

The Nomination and Remuneration Committee met two times during the year i.e. on 08th August 2016 & 21st November, 2016. The Constitution of Committee and attendance of each member is as given below:

Name of Member	Designation	No. of Meeting attended
Mr. Ravinder Prakash Punj	Member	2
Mr. Anil Chandra Sharma*	Member	1
Mr. Ballabh Das Maliah	Chairman	2
Mr. V.K.sharma	Member	1

*Mr Anil Chandra Sharma ceased to be a Member w.e.f 21st November, 2016 due to resignation subsequently Mr.V.K.Sharma has been appointed as Member of Committee w.e.f 21st November, 2016.

The function of the Nomination and Remuneration Committee includes recommendation of appointment of Whole-time Director(s)/ Managing Director/Joint Managing Director and recommendation to the Board of their remuneration.

Remuneration Policy:

The company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice.

Remuneration paid to the Executive and Non Executive Directors:

During the year 2016-17, no remuneration was paid to any director.

Equity Shares held by the Directors:

Except as stated hereunder, none of the directors, held any shares in the Company as on March 31, 2017:

Name of the Director	No. of Shares Held	% of Shareholding
Mr. R.P. Punj	3,90,030	3.52
Mr. Gaurav Punj	2,13,021	1.92
Ms. Arun Krishna Srivastava	NIL	NIL
Mr. B.D. Malliah	NIL	NIL
Mr. Anil C Sharma	NIL	NIL
Mr Vijay Kumar Sharma	NIL	NIL

The Company does not have any Stock Option Scheme for its employees.

LLOYD ROCKFIBRES LIMITED

Stakeholder Relationship Committee

The Stakeholders Relationship Committee is constituted as per Section 178 and Regulation 20 of the SEBI (LODR), 2015. Pursuant to the Companies Act, 2013 and the Listing Regulations, the Company has a Stakeholders Relationship Committee. The Committee looks into the grievances of security holders including debenture holders and fixed deposit holders in addition to the equity shareholders of the Company.

The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

The Board has delegated the power of approving transfer of securities to the Registrar & Share Transfer Agent of the Company.

Three Committee meetings were held during the year on 08th August 2016, 21st November, 2016, and 08th February 2017. The constitution of the Committee and attendance of each member is as given below:

Name of Member	Designation	No. of Meeting attended
Mr. Ravinder Prakash Punj	Chairman	3
Mr. Arun Krishna Srivastava	Member	3
Mr. Gaurav Punj	Member	3

Mr. Ravinder Prakash Punj, Chairman of the Stakeholders Relationship Committee, was present at the annual general meeting of the Company held on 30th September, 2016 to answer members' queries.

Compliance Officer

Mrs. Neetu Varshney, Company Secretary is the Compliance Officer of the company and is complying with the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and requirements of SEBI (Prohibition of Insider Trading) Regulation, 2015.

Complaints from Investors

No. of complaints pending at the beginning of the year	Nil
No. of complaints received by correspondence during the year ended 31.03.2017	Nil
No. of complaints received for Refund / Instrument correction during the year	Nil
No. of complaints received from BSE during the year	Nil
No. of complaints received from DSE during the year	Nil
No. of complaints received from SEBI during the year	Nil
No. of complaints resolved / replied during the year	Nil
No. of Investors complaints pending at the ending of the year 31.03.2017	Nil

We confirm that no complaints remained unattended / pending for more than 30 days.

There were no share transfers pending for registration for more than 15 days as on the said date.

RELATED PARTY TRANSACTIONS

There is no related party transactions held during the Financial Year 2016-17. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large.

The above policy is subject to change from time to time.

The policy meets the requirements of the SEBI Listing Regulations, 2015.

Your Company does not have any contracts or arrangements with its related parties under Section 188(1) of the Companies Act, 2013, which are not on arm's length basis or material in nature. Hence, the details of such contracts or arrangements with its related parties are not mentioned in Form AOC-2 as prescribed under the Companies Act, 2013 and the Rules framed there under.

General Body Meetings

Annual General Meetings (AGM)

Year	Date, Time & Venue	Matters for Special Resolution passed
2015-16	30.09.2016, 11:30 A.M. & Plot No- 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019	No Special Resolution was passed.
2014-15	19.03.2016, 11.30 A.M. & Plot No- 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019	No Special Resolution was passed.

LLOYD ROCKFIBRES LIMITED

2013-14	30.09.2014, 11.30 A.M. & Plot No- 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019	Adoption of new Article of Association of the Company.
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Extraordinary General Meeting/Postal Ballot:

No Extraordinary General Meeting/Postal Ballot was held during the year 2016-17.

Vigil Mechanism/ Whistle Blower Policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

the Vigil Mechanism which also incorporates a whistle blower policy in terms of the Listing Regulations , including an Ethics & Compliance Task Force comprising senior executives of the Company is posted by the Company on its website w.e.f 18th July,2017.

Adoption of Mandatory and Non-mandatory Requirements.

The Company has complied with mandatory requirements of the Listing Regulations.

The Company has not adopted any non-mandatory requirements of the Listing Regulations.

Means of Communication

Quarterly/Half yearly report sent to each household of shareholders	No
Quarterly/Half Yearly/Yearly results of the Company normally published in	(The Pioneer-English)&(Veer Arjun -Hindi)
Any website where financial results and official news displayed	www.bseindia.com
Whether any advertisement also displayed officials news releases And presentations made to institutions or investors/analysts	No presentation made
Whether management discussions and analysis forms part of Annual Report	Yes
Whether shareholders information section forms part of Annual Report	Yes

General Shareholders' Information

Scheduled AGM's Day, Date, Time & Venue	28th ANNUAL GENERAL MEETING 27thSeptember, 2017 Wednesday 03.00 PM Plot no-2, Punjsons Premises, kalkaji Industrial Area, New Delhi - 110019
Tentative Financial Year 2017-2018	<ul style="list-style-type: none"> •Financial reporting for the quarter ending 30th June, 2017: By August 2017 •Financial reporting for the half year ending 30th September 2017:By November 2017 •Financial reporting for the quarter ending 31st December, 2017: By February 2018 • Financial reporting for the year ending 31st March, 2018: By May 2018 for AFR
Dividend	Yours Directors regret their inability to recommend any dividend for the year 2016-2017 keeping in view the losses incurred by the Company.
Registered Office	Plot no-2, Punjsons Premises, Kalkaji Industrial Area, New Delhi – 110019. Ph. No.:91-11-41517731Fax: 91-11-41517732 Email id:.,gpl3@vsnl.com
Listing of Equity Shares on Stock Exchanges and Payment of Listing Fee	Bombay Stock Exchange (BSE) Annual Listing fee for the year 2016-17 has been paid by the Company to Stock Exchange.

LLOYD ROCKFIBRES LIMITED

Registrar & Transfers Agents	Beetal Financial & Computer Services (P) Ltd. Beetal House, 3rd Floor 99, Madangir, Behind Local Shopping Center, Near Dada Harsukhdas Mandir, New Delhi-110062 Telephone : 011-29961281, 29961282, Fax : 29961284 E-mail : beetal@beetalrta@gmail.com
Share Transfer System	Share Transfer in physical form can be lodged with Beetal Financial & Computer Services (P) Ltd , at abovementioned address or at Registered office of the Company.
ISIN for Equity Shares	INE640D01019
Scrip Code	BSE '531527'

Stock Market Data

Trading of the company's shares has been under suspension at Bombay Stock Exchange Limited, therefore month wise Stock data is not available for the financial year 2016-17.

Shareholding pattern as on 31 st March 2017:-CATEGORY		NO. OF SHARE HELD	% OF SHAREHOLDING
(A)	Shareholding of Promoter and Promoter Group		
1	Indian		
(a)	Individuals/Hindu Undivided Family	1200200	10.82
(b)	Bodies Corporate	5924300	53.42
	Sub Total (A)(1)	7124500	64.24
2	Foreign	0	0
	Sub Total (A)(2)	0	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	7124500	64.24
(B)	Public Shareholding		
1	Institutions		
(a)	Mutual Funds/ UTI	39400	.36
(b)	Financial Institutions / Banks	0	0
	Sub Total (A)(1)	0	0
2	Non-Institutions		
(a)	Bodies Corporate	1452600	13.10
(b)	Individuals		
i.	Individual shareholders holding nominal share capital up to Rs. 1 Lakh	506700	4.57
	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	905500	8.17
(c)	Other		
i.	Non Resident Indians	1003500	9.05
ii	Foreign Corporate Bodies	57500	.52
iii	Hindu Undivided Family		
	Sub Total (B)(2)	3925800	35.40
	Total Public Shareholding (B)= (B)(1)+(B)(2)	3965200	35.76
(C)	TOTAL (A)+ (B)	11089700	100
	Shares held by Custodians and against which depository Receipts have been issued	00	00
	GRAND TOTAL (A)+(B)+(C)	11089700	100

LLOYD ROCKFIBRES LIMITED

Distribution of Shareholding

Share holding Range	No. of Shareholders	%	Total Shares	%
UP TO 500	350	32.93	1,41,000	1.27
501 1000	382	35.94	3,72,800	3.36
1001 2000	173	16.27	3,24,800	2.93
2001 3000	48	4.52	1,34,000	1.21
3001 4000	10	.94	39,900	0.36
4001 5000	34	3.20	1,69,500	1.53
5001 10000	29	2.73	2,53,300	2.28
10001 & ABOVE	37	3.48	96,54,400	87.06
TOTAL	1063	100.00	1,10,89,700	100.00

Outstanding Global Depository Receipts or American Depository Receipts or Warrants or any convertible instruments, conversion date and likely impact on equity: NIL

Commodity price risk or foreign exchange risk and hedging activities: NIL

Dematerialization of Shares and Liquidity

Pursuant to the SEBI directive, to enable the shareholders to hold their shares in electronic form, the Company has enlisted its shares with Central Depository Services(India) Ltd. (CDSL). 72.436% of the Company's Paid up Equity Shares Capital are in the dematerialized form as on 31st March, 2017.

Reconciliation of Share Capital Audit Report

The Company has appointed M/s Naveen Shree Pandey, Practicing Company Secretary, to conduct Reconciliation of Share Capital Audit of the Company for the financial year ended 31st March 2017, who has submitted his quarterly reports confirming that there is no discrepancy.

Plants and Units Locations:

Lloyd Rockfibres limited
E-71,Phase-II,MIDC,Area Waluj,
Distt. Aurangabad, Maharashtra

Address for Correspondence

(a) Investor Correspondence:

For any query in relation to the shares of the Company.

For Shares held in Physical Form:

Beetal Financial & Computer Services (P) Ltd.

Beetal House, 3rd Floor
99, Madangir, Behind Local Shopping Center,
Near Dada Harsukhdas Mandir,
New Delhi-110062
Telephone: 011-29961281, 29961282, Fax : 29961284
E-mail : beetal@beetalfinancial.com

For Shares held in Demat Form

To the Investors' Depository participant(s) and/or Beetal Financial & Computer Services (P) Ltd at the above address

(b) For grievance redressal and any query on Annual Report

Lloyd Rockfibres Limited
Regd. Off.- Plot no-2, Punjsons Premises, Kalkaji Industrial Area, New Delhi – 110019, phone No- 011-26462157

Sd/-

Sd/-

Place: New Delhi

Gaurav Punj

Arun Krishna Srivastava

Date: 23.08.2017

Director

Director

DIN: 00822420

DIN: 00042784

Address: 10, Prithvi Raj road,
New Delhi, 110011

Address: B-54, Sector 47, Noida, 201301

LLOYD ROCKFIBRES LIMITED

Declaration on Compliance of the Company's Code of Conduct

To
The Board of Directors,
Lloyd Rockfibres Limited.
Plot No-2, Punjsons Premises
Kalkaji Industrial Area,
New delhi-110019

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company pursuant to Regulation 17 and 26(3) and Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchange to further strengthen corporate governance practices in the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no noncompliance thereof during the year ended 31st March, 2017.

	Sd/-	Sd/-
Place: New Delhi	Gaurav Punj	Arun Krishna Srivastava
Date: 23.08.2017	Director	Director
	DIN: 00822420	DIN: 00042784
	Address: 10, Prithvi Raj road, New Delhi, 110011	Address: B-54, Sector 47, Noida, 201301

MANAGING DIRECTOR 's CERTIFICATION

To,
The Board of Directors,
Lloyd Rockfibres Limited

I, Gaurav Punj, Managing Director of Lloyd Rockfibres Limited, to the best of our knowledge and belief hereby certify that:

1. I have reviewed the financial statements and the cash flow statement of the Company for the year 31st March, 2017 and that to the best of our knowledge and belief:
 - i) These statement do not contain any materially untrue statement or omit any material fact or contains statement / 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.
2. There are, to the best of our knowledge and belief, no transaction entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct;
3. I accept responsibility for the establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to the financial reporting and We have disclosed to the auditors and Audit committee, deficiencies in the design or operation of such internal controls, if any, of which We are aware and the steps have taken or proposed to take to rectify these deficiencies.
4. I have indicated whatever applicable, to the auditor and to the audit committee.
 - i) Significant changes in internal control over financial reporting during the year;
 - ii) Significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which I 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.

Place: New Delhi
Date: 23.08.2017

Sd/-
Gaurav Punj
Director
DIN: 00822420
Address: 10, Prithvi Raj road, New Delhi, 110011

LLOYD ROCKFIBRES LIMITED

COMPLIANCE CERTIFICATE

To
The Members of
Lloyd Rockfibres Ltd.

I have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in Para E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into, by the Company, with the Stock Exchanges of India, for the financial year ended 31st March, 2017.

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

I have conducted my review on the basis of the relevant records and documents maintained by the Company and furnished to me for the review, and the information and explanations given to me by the Company.

Based on such a review and to the best of my information and according to the explanations given to me, in my opinion, the Company has complied with the conditions of corporate Governance, as stipulated in Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Place: Delhi
Date: 23.08.2017

Sd/-
(Naveen Shree Pandey)
Company Secretary in Practice
C.P. No 10937

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LLOYD ROCKFIBRES LIMITED, NEW DELHI

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of LLOYD ROCKFIBRES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting 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 adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone 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 standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its losses and its cash flows for the year ended on that date.

Emphasis of Matter

Attention may be drawn to 'Notes Forming Part Of Accounts', 'C- Other Notes' points 6 & 7, regarding complete erosion of Net Worth of the Company and accumulated losses and cash losses.

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 Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - 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;
 - In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
 - On the basis of the written representations received from the directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director

LLOYD ROCKFIBRES LIMITED

in terms of Section 164 (2) of the Act;

-
- With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such control, refer to our separate report in "Annexure B"; and
- With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 1. The company has some pending litigation which may impact its financial position ,as mentioned in the 'Notes to Accounts 'point 'O' as'Contingent Liability ' please refer to 'Notes to Accounts 'point 'O' (i) point no e,f&g.
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 4. *The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes (as defined in the MCA notification, G.S.R. 308 (E) , dated March 31,2017) during the period from 8th November, 2016 to 30th December , 2016 and these are in accordance with the books of accounts. (Ref. point B 8 of Significant Accounting Policies).*

For DUBEY & Co.
Chartered Accountants
SD/-
DEEPAK DUBEY
Proprietor
Membership No.: 086349
FRN : 07515N

PLACE: NEW DELHI

DATE: 22.05.2017

Annexure A to the Independent Auditors' Report

The Annexure referred to in our report to the members of LLOYD ROCKFIBRES LIMITED ("the Company") for the year ended on 31st March 2017. We report that:

1. In Respect of Fixed Assets

- The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

1. In Respect of Inventory

- Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed at the time of verification.
- a) Loans and advances granted to parties covered under section 189 of the Companies Act, 2013
- The company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under Sec 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- b) The Company has accepted loan from NGP Industries Limited covered in the register maintained under Sec 189 of the Companies Act ,2013. The maximum amount involved during the year was Rs. 35314373/- (previous year Rs.29738313 /-)
- and the year end balance of loans taken from such parties was Rs. 35314373/- (previous year Rs. 29738313 /-).
- c) In the case of the loans accepted from the bodies corporate listed in the register maintained under Sec 189 of the Act and it is repayable on demand .As informed, the lenders have not demanded repayment of any such loan during the year, thus, there has been no default on the part of the Company.
- Loans, investments, guarantees, and security under section 185 and 186 of the Companies Act, 2013
- The company has neither given any loan, nor made any investment or given any securities as per Sec 185 and 186 of the Act. Accordingly, the provisions of clauses 4 of the Order is not applicable.
- Rules followed while accepting Deposits
- The company has not accepted any deposit from public during the year. In our opinion and according to the information and explanation given to us the provisions of section 73 to 76 or any other relevant provisions of the companies Act, 2013 and companies (Acceptance of deposits) Rules 2014 with regard to deposits from the public is not applicable in the current year. No order has been passed by Company Law Board or national company law tribunal or Reserve Bank of India or any court or any other tribunal in this regard.
- Maintenance of cost records
- As per provisions of maintenance of cost records under sub-section (l) of section 148 of the Companies Act, 2013, the Company is required to maintain Cost records and is also required to get the same audited by a qualified Cost Accountant. A compliance report is also required to be filed with the Central Government. During the current financial year , the Company had not undertaken any manufacturing activity.

LLOYD ROCKFIBRES LIMITED

- According to the information and explanations given to us in respect of statutory dues
- (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, Vat , service tax or cess and any other statutory dues with the appropriate authorities were in arrears, as at 31st March, 2017 for a period of more than six months from the date they became payable, except as mentioned under the head 'Contingent liabilities' under point 'O' of notes forming part of the Balance Sheet.
- Default in Repayment of Loans taken from Bank or Financial Institutions
- Not Applicable
- The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of clauses 9 of the Order is not applicable
- **whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year**
- According to the information and explanation given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- whether 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
- According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration ,
- whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability.
- Not Applicable
- whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013
- According to the information and explanations give to us and based on our examination of the records of the Company, transaction with related parties are in compliance with Sections 177 and 188 of the Act, where applicable. Such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, thus the requirement of section 42 of the Companies Act, 2013 need not to be complied with. Accordingly, the provisions of clauses 14 of the Order are not applicable.
- The company has not entered into any non-cash transactions with directors or persons connected with him as per the provisions of section 192 of the Act. Accordingly, the provisions of clauses 15 of the Order are not applicable.
- The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For DUBEY & Co.
Chartered Accountants
SD/-
DEEPAK DUBEY
Proprietor
Membership No.: 086349
FRN :07515N

PLACE:NEW DELHI

DATE:22.05.2017

Annexure - B to the 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 LLOYD ROCKFIBRES LIMITED ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 ('ICAI'). 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

LLOYD ROCKFIBRES LIMITED

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 judgment, 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.

PLACE:NEW DELHI

DATE: 22.05.2017

For DUBEY & Co.
Chartered Accountants
SD/-
DEEPAK DUBEY
Proprietor
Membership No.:086349
FRN :07515N

LLOYD ROCKFIBRES LIMITED

LLOYD ROCKFIBRES LTD BALANCE SHEET AS AT 31.03.2017

(IN RUPEES)

S. No.	Particulars	Note No.	Figures as at the End of Current Reporting Period (31-March-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
I	EQUITY AND LIABILITIES			
1	SHAREHOLDERS FUNDS			
	(a) Share Capital	A	110,897,000	110,897,000
	(b) Reserves and Surplus	B	-153,988,938	-143,926,950
	TOTAL(1)		-43,091,938	-33,029,950
2	NON-CURRENT LIABILITIES			
	(a) Long Term Borrowings	C	35,314,373	29,738,314
	(b) Deferred Tax Liabilities (Net)		2,398,503	2,563,485
	TOTAL(2)		37,712,876	32,301,799
3	CURRENT LIABILITIES			
	(a) Trade Payables	D	25,621,057	24,441,195
	(b) Other Current Liabilities	E	1,327,709	953,954
	(c) Short Term Provisions	F	1,573,690	1,020,108
	TOTAL(3)		28,522,456	26,415,257
	TOTAL(1+2+3)		23,143,394	25,687,106
II	ASSETS			
1	NON-CURRENT ASSETS			
	(a) FIXED ASSETS			
	(i) Tangible Assets	G	13,422,886	14,497,065
	(b) Non-Current Investments	H	-	-
	(c) Long Term Loans & Advances	I	7,802,929	7,802,929
	TOTAL(1)		21,225,814	22,299,994
2	CURRENT ASSETS			
	(a) Inventories	J	470,829	470,829
	(b) Trade Receivables	K	-	2,041,036
	(c) Cash and Cash Equivalents	L	157,171	226,677
	(d) Short Term Loans and Advances	M	117,870	118,070
	(e) Other Current Assets	N	1,171,710	530,500
	TOTAL(2)		1,917,579	3,387,112
	TOTAL(1+2)		23,143,394	25,687,106

For Dubey & Co.
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

Sd/-	Sd/-	Sd/-	Sd/-
(Deepak Dubey)	Neetu Varshney	GAURAV PUNJ	(A.K.Srivastava)
Proprietor	Company Secretary	(Mg.Director)	(Director)
M.No.086349	M.No.A44144	DIN No 00822420	DIN No 00042784

Place: NEW DELHI
Date: 22nd May 2017

LLOYD ROCKFIBRES LIMITED

PART II - STATEMENT OF PROFIT AND LOSS
LLOYD ROCKFIBRES LTD
PROFIT & LOSS STATEMENT FOR THE YEAR ENDED
31.03.2017

		(IN RUPEES)		
S. N	PARTICULARS	NOTE NO.	Figures as at the End of Current Reporting Period (31-Mar-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
	REVENUE FROM OPERATIONS			
I	Revenue From Operations	PL-1	-	110,280
II	Other Income	PL-2	1,395	8,736,773
III	TOTAL REVENUE(I+II)		1,395	8,847,053
IV	EXPENSES:			
a	Cost of Material Consumed	PL-3	-	-
	Changes in Inventories of	PL-4	-	143,447
b	Finished Goods			
c	Employees Benefits Expenses	PL-5	700,908	1,760,872
d	Finance Cost	PL-6	4,710,778	8,603,309
e	Depreciation and Amortization Expense	PL-7	1,074,178	1,511,406
f	Other Expenses	PL-8	3,742,499	7,038,298
	TOTAL EXPENSES		10,228,363	19,057,332
V	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III-IV)		-10,226,969	-10,210,279
VI	Exceptional Items			-
VII	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V-VI)		-10,226,968.88	-10,210,279
VIII	Extraordinary Items			-
IX	PROFIT BEFORE TAX (VII-VIII)		-10,226,969	-10,210,279.24
X	TAX EXPENSE			
a	Current Tax			-
b	Earlier Year's Tax			-
c	Deferred Tax		-164,982	454,248
XI	PROFIT(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (VII-VIII)		-10,061,987	-10,664,527
XII	Profit(Loss)From Discontinuing Operations			-
XIII	Tax Expense of Discontinuing Operations			-
XIV	Profit(Loss)From Discontinuing Operations (After Tax) (XII-XIII)			-
XV	PROFIT (LOSS) FOR THE PERIOD (XI+XIV)		-10,061,987	-10,664,527
XVI	Earning Per Equity Share Basic/Diluted		-0.91	-0.96

For Dubey & Co.
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

Sd/-
(Deepak Dubey)
Proprietor
M.No.086349

Sd/-
Neetu Varshney
Company Secretary
M.No.A44144

Sd/-
GAURAV PUNJ
(Mg.Director)
DIN No 00822420

Sd/-
(A.K.Srivastava)
(Director)
DIN No 00042784

Place: NEW DELHI
Date: 22nd May 2017

LLOYD ROCKFIBRES LIMITED

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED ON MARCH 31, 2017

A. BACKGROUND

Lloyd Rockfibres Limited ('the Company') was incorporated on 06th October, 1989 and company is primarily engaged in Manufacture and Supply of Rockwool Insulation Products used in all types of Industries. The Manufacturing Unit is located at E-71, Phase-II, MIDC Industrial Area, Waluj – 431 133, Taluka Gangapur, Distt. Aurangabad (Maharashtra) with Registered Head Office at 2, PSPL PROPERTIES, Kalkaji Industrial Area, , New Delhi – 110 019. Presently Co. is one of the leading manufacturer and supplier of Rockwool Insulation Products in India and abroad with a capacity 7500 MT per annum to cater the needs of our valuable customers.

B. SIGNIFICANT ACCOUNTING POLICIES

1. METHOD OF ACCOUNTING

Financial Statements have been prepared to comply in all material aspects with applicable principles in India and the Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act 2013.

2. INVENTORIES

The raw materials, stores and spars parts are valued at cost, which is arrived on FIFO basis. Finished goods are valued at cost or at the net realizable value, whichever is lower.

3. 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.

The Company has carried out detailed assessment of the useful life and adjusted deprecation as per the notification of Schedule II of the Companies Act, 2013.

4. FIXED ASSETS

Fixed Assets are valued at cost of acquisition, inclusive of direct incidental expenditure less accumulated depreciation.

5. SALES

Sales are net of discounts. There are no sales during the year .

6. EXCISE DUTY/GST

As more than 25% by weight of blast furnace slag have been used for manufacturing the Rockwool products by the company, therefore, Excise duty is exempted under chapter heading 68061000 vide Excise Notification No.12/2012 CE dt.17th March, 2012.Now the company is registered under GST Rules & will follow the GST Rules for it's business activities.

7. EMPLOYEE RETIREMENT BENEFITS

a) Contributions to defined contribution schemes such as Provident Fund & Family Pension Fund all charged to the Profit & Loss Account as incurred.

b) The company's liability in respect of payment of gratuity under the Payment of Gratuity Act and leave encashment has been provided on the basis of an actuarial valuation made at the end of the financial year.

8. Details of Specified Bank Notes(SBN):

The details of the Specified Bank Notes held and transacted during the year from 8th November, 2016 to 30th December,2016 as provided in the Table below:

SBNs	Other Denomination	Total(Rs.)	notes	
Closing Cash in Hand as on 08.11.2016	0.00	40,827.86	40,827.86	
(+) Permitted Receipts	0.00	124,000.00	124,000.00	
(-) Permitted Payments	0.00	124,849.00	1,24,849.00	
(-) Amount deposited in Banks	0.00	0.00	0.00	
Closing cash in hand as on 30.12.2016	0.00	39,976.86	39,978.86	

C. OTHER NOTES

1. RELATED PARTY AND KEY MANAGEMENT PERSONNEL DISCLOSURE

- PUNJ SONS PVT. LTD.
- LAPINUS ROCKWOOL PVT. LTD.
- DYAUS POWER CO. PVT. LTD.
- PIBCO LTD.
- LLOYD ROCKWOOL PVT. LTD.
- SUPERURETHANE PROD. PVT. LTD.
- PUSHPANJALI HOLDING PVT. LTD.
- SUMAYA INVESTMENT PVT. LTD.
- RAVISHIVAM INVESTMENT PVT. LTD.

LLOYD ROCKFIBRES LIMITED

- j. FIBREGLASS PVT. LTD.
- k. LLOYD PROJECT PVT. LTD.
- l. RADITA INVESTMENT PVT. LTD.
- m. NIAM HOLDINGS PVT.LTD.

B-. Key Management Personnel's

- a) Mr. R.P.Punj (Chairman)
- b) Mr.Gaurav Punj (Managing Director)
- c) Ms. Neetu Varshney (Company Secretary)

2.) Related Parties transactions are as under:

Fig. in Lacs

Sl No.	Nature of Transactions	Associates	Subsidiaries	Key Management Personnel	Relatives of KMP
1	Sales of Goods / Services	NIL	NIL	NIL	NIL
2	Managerial Remuneration	NIL	NIL	NIL	NIL
3	Director's sitting fees	NIL	NIL	NIL	NIL
4	Advances	NIL	NIL	NIL	NIL
5	Loan taken (incl opening)	353.14	NIL	NIL	NIL
	Loan repayment/adjustment	NIL	NIL	NIL	NIL
	Closing balance	353.14	NIL	NIL	NIL

2. AUDITORS REMUNERATION

For Audit Fee	95506.00	95506.00
For Certification & other services	NIL	NIL

3. REMUNERATION TO DIRECTORS

Particulars	Year ended 31 March 17	Year ended 31 March 16
Managing Director		
Salary	-	-
Contribution to Provident Fund	-	-
Other Allowances	-	-
Whole Time Director		
Salary	-	-
Contribution to Provident Fund	-	-
Other Allowances	-	-
Total Remuneration	-	-

Provision for gratuity liability and leave encashment has not been considered, since these are actuarially determined on overall basis.

- 4 Statement showing computation of net profit in accordance with Section 197 read with Section 198 of the Companies Act, 3013.

Particulars	Year ended 31 March 17	Year ended 31 March 16
Profit/(Loss) before tax	(10226968.88)	(10210279.24)
Add: Managerial Remuneration	-	-
Add: Loss on sale of Fixed Assets	-	-
Profit under Section 198 of the Companies Act, 2013	(10226968.88)	(10210279.24)
Maximum Permissible limit @ 5 %	NIL	NIL

5. LOANS & ADVANCES

Advances aggregating Rs.NIL- (previous year Rs. **19,49,063/-**) recoverable in cash or kind or for value to be received including Sundry Debtors in Schedule V is due from the companies as on 31.03.2017 where in some of the Directors are interested. Maximum amount outstanding during the year Rs.65,546/- (previous year Rs. **19,49,063/-**)

- 6. The Net Worth of the Company was completely eroded. Accordingly, company had made an application to the Hon'ble BIFR U/s 15(1) of SICA. The said registration has been declined by the BIFR.
- 7. Company accumulated losses and cash Losses at the year-end are more than its net worth. The company has incurred cash losses of Rs.89,87,809.23/- (Previous year Rs. 91,53,120.82) The Company's accumulated losses at the end of the financial year are Rs. 17,26,38,937.50 /-(Previous year Rs. 16,25,76,950.27 /-)
- 8. The confirmation of some of the balances from suppliers and others are being procured.
- 9. Leasehold land has not been amortized over the period of its lease.

LLOYD ROCKFIBRES LIMITED

10. In the Opinion of Board of Directors the current assets, loans and advances have a realizable value in the ordinary course of business at least equal to the amount at which they are stated less provisions made, if any.

11. Previous Year figures have been re-arranged/re grouped wherever necessary.

12. TAX ON INCOME/DEFERRED TAX

Current Tax is determined as the amount of tax payable in respect of taxable income for the period i.e. Deferred Tax resulting from "Timing difference" between book profit and taxable profit is accounted for using the Tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet date.

13. SEGMENT REPORTING

Since the company's business activity falls within a single business and geographical segment, there are no additional disclosures to be provided under Accounting Standard 17 "Segment Reporting" other than those provided in Financial Statements.

14. EARNING PER SHARE

The Company reports Basic Earnings Per Share in accordance with the Accounting Standard 20 on Earning Per Share. The Basic Earnings per share is computed by dividing the net profit or loss for the year by the number of equity shares outstanding during the year.

Sl.No.	Particulars	2016-2017	2015-2016
1	Net Profit/(Loss) after Tax available for Equity Share holders	(10061987.23)	(10664526.80)
2	Weighted average number of shares at the beginning and at the end of the year.	No. 11089700	No. 11089700
3	Basic/Diluted- Earnings /Loss per Share (Rs.)	(0.91)	(0.96)

15. CASH FLOW STATEMENT

The Cash Flow statement is prepared by the Indirect Method set out in Accounting Standard -3 on Cash Flow Statement as per ICAI(The Institute of Chartered Accountants of India) and presents cash flows by operating, investing and financing activities of the Company.

16. IMPAIRMENT OF ASSETS.

In the opinion of the Company's Management, there is no impairment to the assets to which Accounting Standard 28- "Impairment of Assets" applied requiring any revenue recognition.

17. ADDITIONAL INFORMATION PURSUANT TO PARAGRAPHS 3 AND 4 OF SCHEDULE-VI TO THE COMPANIES ACT, 1956: (As certified by the Directors).

a) LICENSED AND INSTALLED CAPACITY AND PRODUCTION

	As on 31.03.2017	As on 31.03.2016
Licensed Capacity (Mt. per Annum)	7500.00	7500.00
Installed Capacity (Mt. per Annum)	7500.00	7500.00
Production (Mt. per Annum)	NIL	NIL

b) TURNOVER, CLOSING AND OPENING STOCKS OF FINISHED GOODS

	As on 31.03.2017 Qty (Mt)	As on 31.03.2016 Value (Rs.)	As on 31.03.2015 Qty (Mt)	As on 31.03.2014 Value (Rs.)
TURNOVER (MANUFACTURING)=				
Rockwool Matts & Slabs	NIL	NIL	NIL	NIL
Pipe Section	NIL	3676	110280	NIL
Loose Wool	NIL	NIL	NIL	NIL

CLOSING STOCK (MANUFACTURING)

	As on 31.03.2017	As on 31.03.2016	As on 31.03.2015	As on 31.03.2014
Rockwool Matts & Slabs	NIL	NIL	NIL	NIL
Pipe Section	NIL	NIL	3.380	118,162.00
Loose Wool	NIL	NIL	NIL	NIL

OPENING STOCK (MANUFACTURING)

a) Rockwool Matts & Slabs	NIL	NIL	0.558	14,787.00
b) Pipe Section/LW	NIL	3676	110280	1,28,653.00
c) Material Consumed	NIL	NIL	1.362	31,635.00

(As Certified by the Management)

LLOYD ROCKFIBRES LIMITED

d) C.I.F. Value of Import	NIL	NIL	NIL	NIL
e) Expenditure in Foreign Currency	NIL	NIL	NIL	NIL
f) Earning in Foreign Currency (Export)	NIL	NIL	NIL	NIL

As per our Report of even date attached.

For Dubey & Co.

Chartered Accountants

Sd/-
(Deepak Dubey)
Proprietor
M.No.086349

Sd/-
Neetu Varshney
Company Secretary
M.No.A44144

Sd/-
GAURAV PUNJ
(Mg.Director)
DIN No 00822420

FOR AND ON BEHALF OF THE BOARD

Sd/-
(A.K.Srivastava)
(Director)
DIN No 00042784

Place: NEW DELHI
Date: 22nd May 2017

LLOYD ROCKFIBRES LIMITED

LLOYD ROCKFIBRES LTD

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31..03.2017

(IN RUPEES)

NOTE NO.	S.No.	PARTICULARS	Figures as at the End of Current Reporting Period (31-March-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
A		SHARE CAPITAL:		
		(1) AUTHORISED:		
		1,12,50,000(Last Year 1,12,50,000)	112,500,000	112,500,000
		Equity Shares of Rs.10/-each		
		(2) ISSUED, SUBSCRIBED& PAID UP		
		Shares at the beginning of Accounting Period		
		11089700 Equity Shares of Rs.10/- Each	110,897,000	110,897,000
		Additions during the Year		-
			110,897,000	110,897,000
B		RESERVE & SURPLUS:		
	1	CAPITAL RESERVE-STATE INVESTMENT SUBSIDY		
		At the Beginning of the Accounting Period	2,550,000	2,550,000
		Additions during the Year		-
		At the end of the Accounting Period	2,550,000	2,550,000
	2	SURPLUS ON O.T.S (WITH ICICI & IFCI-PRINCIPAL	16,100,000	16,100,000
	3	PROFIT AND LOSS ACCOUNT		
		At the Beginning of the Accounting Period	-162,576,950	-151,912,423
		Additions during the Year	-10,061,987	-10,664,527
		(Balance in Statement of Profit & Loss A/C)		
		At the end of the Accounting Period	-172,638,937.50	-162,576,950
		GRAND TOTAL (1+2+3)	-153,988,937.50	-143,926,950
C		LONG TERM BORROWINGS		
	1	UNSECURED LONG TERM BORROWINGS:		
		Deferred Payment Liabilities on Sales Tax I.C.D-M/s N.G.P.Industries Ltd.	35,314,373	29,738,314
		GRAND TOTAL	35,314,373	29,738,314
D		CURRENT LIABILITIES		
	1	TRADE PAYABLES		
		Sundry Creditors	25,621,057	24,441,195
			25,621,057	24,441,195
E		OTHER CURRENT LIABILITIES		
	1	Fees & Taxes	-	46,373
	2	PROFESSIONAL TAX PAYABLE	175	175
	3	CST Payable	-	13,785
	4	TDS Payable	1,327,534	893,621
			1,327,709	953,954
F		SHORT-TERM PROVISIONS		
		(a) Provision for Employee Benefits	24,101	24,101
		(b) Other Provisions	971,811	968,229
		(b) loan advances	577,778	27,778
			1,573,690	1,020,108

LLOYD ROCKFIBRES LIMITED

G	(a)	FIXED ASSETS				
	(i)	TANGIBLE ASSETS				
		GROSS BLOCK				
		ASSETS	OP. BALANCE	ADDITION	DELETION	TOTAL
1		Leasehold Land	1,749,142			1,749,142
2		Factory Building	20,959,484			20,959,484
3		Plant & Equipments	48,420,087			48,420,087
4		Furniture & Fixtures	439,299			439,299
5		Vehicles	1,114,315			1,114,315
6		Office Equipments	-			-
7		Computers	1,003,155			1,003,155
		TOTAL OF THIS YEAR	73,685,482			73,685,482
		GRAND TOTAL	73,685,482			73,685,482
		DEPRECIATION BLOCK				
1		Leasehold Land				
2		Factory Building	17,213,068	1060610.417		18,273,678
3		Plant & Equipments	39,456,298	0		39,456,298
4		Furniture & Fixtures	403,747	11,703.63		415,451
5		Vehicles	1,114,315	0		1,114,315
6		Office Equipments	-	0		-
7		Computers	1,000,990	1,864.22		1,002,854
		TOTAL OF THIS YEAR	59,188,418	1,074,178		60,262,596
		GRAND TOTAL	59,188,418	1,074,178		60,262,596
		NET BLOCK	LAST YEAR			THIS YEAR
1		Leasehold Land	1,749,142			1,749,142
2		Factory Building	3,746,416			2,685,806
3		Plant & Equipments	8,963,789			8,963,789
4		Furniture & Fixtures	35,552			23,848
5		Vehicles	0.01			0
6		Office Equipments	-			-
7		Computers	2,165			301
		TOTAL OF THIS YEAR	14,497,064			13422885.56
		GRAND TOTAL	14,497,064			13422885.56
H	(b)	NON CURRENT INVESTMENT:				
		Investment In Gold				
		(At cost)				
I	(c)	LONG TERM LOANS AND				
		ADVANCES:				
		Security Deposits			724,782	724,782
		(Unsecured Considered Good				
		Unless				
		Otherwise Stated)				
		R.P.Punj (Deferred Sales Tax			7,078,147	7,078,147
		Recoverable)				
					7,802,929	7,802,929
2		CURRENT ASSETS				
J	(a)	INVENTORIES:				
		(As Taken, Valued & Certified				
		by the				

LLOYD ROCKFIBRES LIMITED

		Management)		
	1	Raw Materials	470,829	470,829
	2	Finished Goods		-
			470,829	470,829
K	(b)	TRADE RECEIVABLES: (Unsecured Considered Good Unless Otherwise Stated) (1) Debts Outstanding for a period exceeding Six months from the date they are due (2) Other Debts		2,041,036
			-	-
				2,041,036
L	(c)	CASH & CASH EQUIVALENTS : (a) BALANCE WITH BANKS In Current Accounts: (b) Cash in Hand	115,098.81 42,071.86 157,171	177,353 49,324 226,677
M	(d)	SHORT TERM LOANS & ADVANCES: (Unsecured Considered Good Unless Otherwise Stated) Advances recoverable in Cash or in kind for the Value to be received (1) Advance to Parties (2) Receivable from Revenue Authorities (3) Current Year's Taxes Recoverable (Net of Liability)		30,000 88,070
			117,870	118,070
N	(e)	OTHER CURRENT ASSETS: Interim Deposit- Sales Tax Appeal	1,171,710	530,500
			1,171,710	530,500

LLOYD ROCKFIBRES LIMITED

LLOYD ROCKFIBRES LTD

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2017

NOTE NO.	PARTICULARS	Figures as at the End of Current Reporting Period (31-March-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
O	CONTINGENT LIABILITIES AND COMMITMENTS (To the extent not provided for)		
i	CONTINGENT LIABILITIES		
	(a) Claim Against the Company not acknowledged as Debts;	NIL	NIL
	(b) Guarantees;	NIL	NIL
	(c) Other money for which the Company is Contingently Liable.	NIL	NIL
	(d) Claims against the Company not Acknowledged as debts.	NIL	NIL
	e) The Company has received a notice from Maharashtra Industrial Development Corporation (MIDC) raising the demand of Rs.197.00 Lacs for failure of submission of building plans, commencement of construction of building and production permission on time. The MIDC is also claiming interest @ 16.70% per annum from the date of the service of notice. The Company sought legal opinion and filed a Writ Petition in the High Court of Judicature of Bombay, bench at Aurangabad (Maharashtra). The matter is Sub-Judice. The quantum of final demand is not ascertainable.		
	f) The Company had received notice from the Joint Commissioner of Maharashtra Vat Department for the periods 2007-2008 and 2010-2011 with demand of Rs.5,71,980/-, and 15,77,840/-, respectively, for non-submission of the Statutory Forms. The Company has paid interim deposits of Rs. 3,50,500/- for FY- 2010-2011. An order has been subsequently passed by Joint Commissioner (Appeals) making balance demand of Rs. 12,27,340/-. The Company has filed an appeal against this order at VAT Tribunal Mumbai. The matter for 2007-08 is still under appeal.		
	g) The Company had received notice from the Gram Panchayat as tax of Rs.1192,844/- for the period 2014-15,2015-16. The matter is being contested by the Company, and remains unresolved.		
ii	COMMITMENTS		
	(a) Estimated amount of contracts remaining to be executed on Capital account and not provided for;	NIL	NIL
	(b) Uncalled Liability on Shares & other Investments Partly Paid;	NIL	NIL
P	THE AMOUNT OF DIVIDENDS PROPOSED TO BE DISTRIBUTED TO EQUITY AND PREFERENCE SHAREHOLDERS FOR THE PERIOD		
	Amount per Equity Share	NIL	NIL
Q	ISSUE OF SECURITIES FOR SPECIFIC PURPOSE	NIL	NIL

LLOYD ROCKFIBRES LIMITED

R	Detail of any Assets other than Fixed Assets & Non-Current Investments which do not have a Value on Realisation in the ordinary course of business atleast equal to the Amount at which they are satated.	NIL	NIL
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LLOYD ROCKFIBRES LTD
ADDITIONAL INFORMATIONS- NOTES TO AND FORMING PART OF BALANCE SHEET AS AT
31.03.2017

NOTE NO.	PARTICULARS	Figures as at the End of Current Reporting Period (31-March-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
A	SHARE CAPITAL:		
1	ISSUED, SUBSCRIBED& PAID UP SHARE CAPITAL INCLUDES Alloted as fully Paid up by way of Bonus Shares within the Last Five Years No. of Equity Sharesof Rs. 10 Each	NIL	NIL
2	Shares in the Company held by each Shareholder Holding more than 5 per cent Shares (Equity shares in Nos.of Rs.10 each Pushpanjali Holdings Pvt Ltd NGP Industries Ltd Bodies Corporate Individual Shareholder Nominal Share capital excess of Rs. 1 lacs Any others- NRI	1,384,800.00 2,285,000.00 1,452,600.00 905,500.00 1,010,000.00	29,217,300 29,217,300
3	Reconciliation of shares outstanding at the beginning and at the end of the reporting period Equity Shares	In Nos.	Amount in Rs.
	At the beginning of the period	11,089,700.00	110,897,000
	Issued during the period	-	-
	Outstanding at the end of the period	11,089,700.00	110,897,000
4	Terms /Rights attached to equity shares		

LLOYD ROCKFIBRES LIMITED

The company has only one class of equity shares having a face value of Rs10/-per share.Each holder of equity shares

is entitled to one vote per share.The dividend declared if any is payable in Indian rupees.The dividend if any proposed by

the Board of Directors is subject to the approval of the shareholders in the ensuing annual General Meeting .

In the event of liquidation of the company ,the holders of equity shares will be entitled to receive remaining assets of the

company ,after distribution of all preferential amounts.The distribution will be in proportion to the number of equity shares

held by the shareholders.

C LONG TERM BORROWINGS

1	Term Loan Facilities Aailed From	NIL	NIL
2	Term Loan Facilities Aailed From	NIL	NIL
3	Loans From Directors	NIL	NIL

F SHORT-TERM BORROWINGS:

1	Cash Credit Facilities Aailed From	NIL	NIL
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LLOYD ROCKFIBRES LIMITED

LLOYD ROCKFIBRES LTD

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

NOTE NO.	PARTICULARS	Figures as at the End of Current Reporting Period (31-Mar-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
PL-1	REVENUE FROM OPERATIONS		
a	Product Sales	-	110,280
b	Trading Sale	-	-
	Net Revenue from Operations	-	110,280
PL-2	OTHER INCOME:		
a	Interest Income	721	2,366
b	Misc Income	674	5,627
c	Deferred Tax recoverable	-	8,728,780
d	Profit on Sale of Assets	-	-
e	Advance Tax -Refund	-	-
f	Interest Received on Water Deposit	-	-
		1,395	8,736,773
	COST OF MATERIALS CONSUMED:		
PL-3	Purchases Raw Materials & Packing Materials		-
	Add: Opening Balance of Stock	470,829	470,829
		470,829	470,829
	Less: Closing Balance of Stock	470,829	470,829
	Add: Trading Purchase		-
	Consumption of Materials	-	-
PL-4	CHANGES IN INVENTORIES FINISHED GOODS		
	At the Beginning of the Accounting Period	-	143,447
	At the End of the Accounting Period		-
		-	143,447
	GRAND TOTAL	-	143,447
PL-5	EMPLOYEE BENEFITS EXPENSE		
	Salary & Wages	700,908	1,746,064
	Office Staff Salary	-	7,248
	Director's Remuneration	-	-
	Workers & Staff Welfare	-	7,560
	Bonus	-	-
		700,908	1,760,872
PL-6	FINANCIAL COSTS:		
	Interest & BankCharges	4,710,778	8,603,309
		4,710,778	8,603,309
PL-7	DEPRECIATION AND AMORTZATION EXPENSE:		
	Depreciation	1,074,178	1,511,406
		1,074,178	1,511,406
PL-8	OTHER EXPENSES:		
A	MANUFACTURING EXPENSE :		
	Freight Inward		-
	Power & Water	174,647	180,771

LLOYD ROCKFIBRES LIMITED

	Labour Charges & Consultancy Charges		10,900
		174,647	191,671
B	ADMINISTRATIVE EXPENSE		
	Bank Charges	142	-
	Conveyance Expenses	68,880	138,926
	CST Paid-09-10/Others	102,880	-
	Fees And Taxes	1,362,070	238,821
	Festival Celebration Expenses	-	-
	Fooding Expenses	621,100	556,212
	Insurance	-	-
	Air & Water Pollution	-	-
	Professional & Legal Expenses	395,766	415,035
	Loading & Unloading	-	-
	Loss on Sale of Machine	-	-
	Advertisement & Publicity	98,551	-
	News Paper & Periodicals	-	-
	Office Expenses	17,030	84,215
	Payment to Auditors	95,506	97,325
	Postage & Courier Expenses	1,475	103,815
	Printing & Stationery	6,476	94,517
	Freight & Cartage Others	19,000	-
	Security Guard Expenses	-	-
	Short & Excess	-	-
	Telephone Expenses	8,775	8,140
	Assets W/off	-	3,144
	Hire Charges	39,900	-
	Sales Tax Expenses	70,000	-
	Bad Debts	-	1,382,664
	Deduction and Discount	655,301	3,723,813
	Computer expenses	5000	-
		3,567,852	6,846,627
	SELLING & DISTRIBUTION		
C	EXPENSE		
	Travelling Expenses		-
	Business Promotion		-
	GRAND TOTAL (A+B+C)	3,742,499	7,038,298
			18,913,885

LLOYD ROCKFIBRES LIMITED

LLOYD ROCKFIBRES LTD

ADDITIONAL INFORMATIONS TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED

NOTE NO.	PARTICULARS	Figures as at the End of Current Reporting Period (31-Mar-2017)	Figures as at the End of Previous Reporting Period (31-Mar-2016)
	PAYMENT TO THE AUDITORS AS		
	Auditor	95,506	95,506
	Total	95,506	95,506
a	VALUE OF IMPORTS CALCULATED ON C.I.F BASIS BY THE COMPANY DURING THE FINANCIAL YEAR IN RESPECT OF		
	I Raw Materilas	NIL	NIL
	II Components & Spare Parts	NIL	NIL
	III Capital Goods	NIL	NIL
	TOTAL	-	-
b	Expenditure in Foreign Currency during the Financial year on Account of:		
	Royalty	NIL	NIL
	Knowhow	NIL	NIL
	Professional & Consultation Fees	NIL	NIL
	Interest	NIL	NIL
	Foreign Travelling	NIL	NIL
	Fees And Taxes	NIL	NIL
	TOTAL	-	-
C	Break Up of Consumption		
	I RAW MATERIALS:		
	TOTAL CONSUMPTION	-	-
	Indigenous		
	Value	-	-
	% of TOTAL	-	-
	Imported		
	Value	-	-
	% of TOTAL	-	-
	SPARE PARTS AND COMPONENTS		
	II TOTAL CONSUMPTION	-	-
	Indigenous		
	Value	-	-
	% of TOTAL	-	-
	Imported		
	Value	-	-
	% of TOTAL	-	-
D	The Amount Remitted during the year in Foreign Currencies on account of Dividends	NIL	NIL
E	Earning in Foreign Exchange		
	I Export of Goods on FOB Basis	NIL	NIL
	II Royalty, Knowhow, Professional and	NIL	NIL

LLOYD ROCKFIBRES LIMITED

	Consultancy Fees;		
III	Interest and Dividends	NIL	NIL
IV	Other Income	NIL	NIL
	TOTAL	NIL	NIL

For Dubey & Co.
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

Sd/-
(Deepak Dubey)
Proprietor
M.No.086349

Sd/-
Neetu Varshney
Company Secretary
M.No.A44144

Sd/-
GAURAV PUNJ
(Mg.Director)
DIN No 00822420

Sd/-
(A.K.Srivastava)
(Director)
DIN No 00042784

Place: NEW DELHI
Date: 22nd May 2017

LLOYD ROCKFIBRES LIMITED

LLOYD ROCK FIBRES LTD
CASH FLOW STATEMENT FOR CONSOLIDATED ACCOUNTS OF M/s. LLOYD ROCKFIBRES LTD.
FOR THE YEAR ENDED ON 31st March,2017
(PURSUANT TO THE LISTING AGGREMENT WITH STOCK EXCHANGE)

	Year Ended	Year Ended
	31.03.2017	31.03.2016
A CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT/LOSS BEFORE TAX AND EXTRA-ORDINARY ITEMS	(10,226,969)	(10,210,279)
ADJUSTED FOR		
ADD: DEPRECIATION	1074178	1,511,406
INTEREST INCOME	(721)	(2,366)
INTEREST PAID	4,710,778	8,603,309
OPERATING PROFIT/ (LOSS) BEFORE WORKING CAPITAL CHANGES	(4,442,733)	(97,930)
CHANGE IN		
TRADE RECEIVABLES	2,041,036	7,268,486
INVENTORIES	(0)	143,447
OTHER CURRENT ASSETS	(641,010)	628,092
TRADE PAYABLES	1,179,862	(2,091,659)
OTHER CURRENT LIABILITY	927,337	(208,475)
CASH (USED) / GENERATED FROM OPERATIONS	3,507,225	5,739,891
TAX PAID/PAYABLE/ADVANCE TAX	-	-
NET CASH (USED) /GENERATED FROM OPERATING ACTIVITIES	(935,508)	5,641,961
B CASH FLOWS FROM INVESTING ACTIVITIES		
INTEREST RECEIVED	721	2,366
LOAN AND ADVANCE	-	(7,078,147)
SALE OF INVESTMENT	-	72,386
SALE OF FIXED ASSETS	-	3,143
NET CASH (USED) /GENERATED IN INVESTING ACTIVITIES	721	(7,000,252)
C CASH FLOWS FROM FINANCING ACTIVITIES		
INTEREST PAID	(4,710,778)	(8,603,309)
LOANS RECEIVED/PAYMENTS (NET)	5,576,059	9,937,227
NET CASH GENERATED / (USED) FROM FINANCING ACTIVITIES	865,281	1,333,918
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENT(A+B+C)	(69,507)	(24,373)
CASH AND CASH EQUIVALENT-OPENING	226,677.17	251,050
CASH AND CASH EQUIVALENT-CLOSING	157,170.00	226,677

For Dubey & Co.
Chartered Accountants

Sd/-
(Deepak Dubey)
Proprietor
M.No.086349
Place: NEW DELHI
Date: 22nd May 2017

Sd/-
Neetu Varshney
Company Secretary
M.No.A44144

Sd/-
GAURAV PUNJ
(Mg.Director)
DIN No 00822420

FOR AND ON BEHALF OF THE BOARD

Sd/-
(A.K.Srivastava)
(Director)
DIN No 00042784

LLOYD ROCKFIBRES LIMITED

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-11

28th Annual General Meeting – September 27th 2017

Name of Member(s)	
Registered address	
E Mail Id	
Folio No. / DP ID - Client ID	

I / We, being the member(s) of..... shares of the above named Company, hereby appoint:

1) Name:..... E-Mail.....

Address:.....

Signature..... Or failing him / her

2) Name:..... E-Mail.....

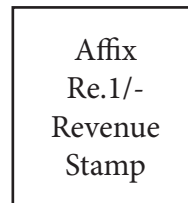
Address:.....

Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th ANNUAL GENERAL MEETING of the Company to be held on Wednesday, 27th September, 2017 at 03.00 P.M. at the Plot No. 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions Ordinary Business	For	Against
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017		
2.	Appointment a Director in place of Ms. Arun Krishna Srivastava by rotation and being eligible offers himself for re-appointment		
3.	Appointment of M/s.Bary and Company Chartered Accountants as Statutory Auditors of the Company		
	Special Business		
4.	Re-appointment of Mr. Alok Kumar Shukla as an Independent Director		
5.	Re-appointment of Mr. Kaver Pal as Director		

Signed this..... Day of 2017



Signature of the member

Signature of the Proxy Holder(s)

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. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 28th Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

LLOYD ROCKFIBRES LIMITED

Regd. Office: Plot No. 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019

Tel: 01126462157 Fax: 01126464344

Web Site: www.lrfi.in, E-Mail: gpl3@vsnl.com

CIN: L20293DL1989PLC218564

Folio No./ DP ID / Client ID

Number of shares held

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 28th Annual General Meeting of the Company at the Plot No. 2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019 on Wednesday, September 27th, 2017 at 03:00 P.M.

Name of the Member / Proxy
(in BLOCK letters)

Signature of the Member / Proxy

Note:

1. Please complete the Folio/DPID-Client ID No. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Electronic copy of the Annual Report for the financial period ended on 31.03.2017 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of Annual Report for the financial period ended on 31.03.2017 and Notice of Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy

LLOYD ROCKFIBRES LIMITED

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014

FORM MGT-12

LLOYD ROCKFIBRES LIMITED

Regd. Office: Plot No. 2, Punjsons Premises,
Kalkaji Industrial Area, New Delhi – 110019
Tel: 011-26462157 , Fax: 011-26464344
Website: www.lrfli.in, E-Mail: gpl3@vsnl.com
CIN: L20293DL1989PLC218564

- Name(s) & Registered Address of the Sole/First Named Member:
- Name(s) of the Joint Holders(s), if any:
- Registered Folio Number/DP ID No./Client ID No(Applicable to investors holding Shares in demat form):
- Number of Equity Share(s) held:
- I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice of the 28th Annual General Meeting (AGM) of the Company to be held on Friday, 27th September, 2017 by recording my/ our assent or dissent to the said Resolutions by placing the tick (☐) Mark at the appropriate box below:

Item No.	Description of Resolutions	Type of Resolution (Ordinary/ Special)	No. of Equity Shares for Which Votes Cast	(FOR) I/WE Assent to the Resolution	(AGAINST) I/WE dissent To the Resolution
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial year ended on March 31, 2017	Ordinary			
2.	Appointment of M/s Dubey & Co. , Chartered Accountant as Statutory Auditors of the Company	Ordinary			
3	Appointment of Mr.Ravinder Prakash Punj , who retires by rotation and being eligible offers himself for re-appointment.	Ordinary			
4.	Re-appointment of Mr. Alok Kumar Shukla as an Independent Director				
5.	Re-appointment of Mr. Kaver Pal as Director				

Date:

Place:

Signature of the Member

Notes: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

- 1) A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and ballot shall be treated as invalid.
- 2) For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
- 3) The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.

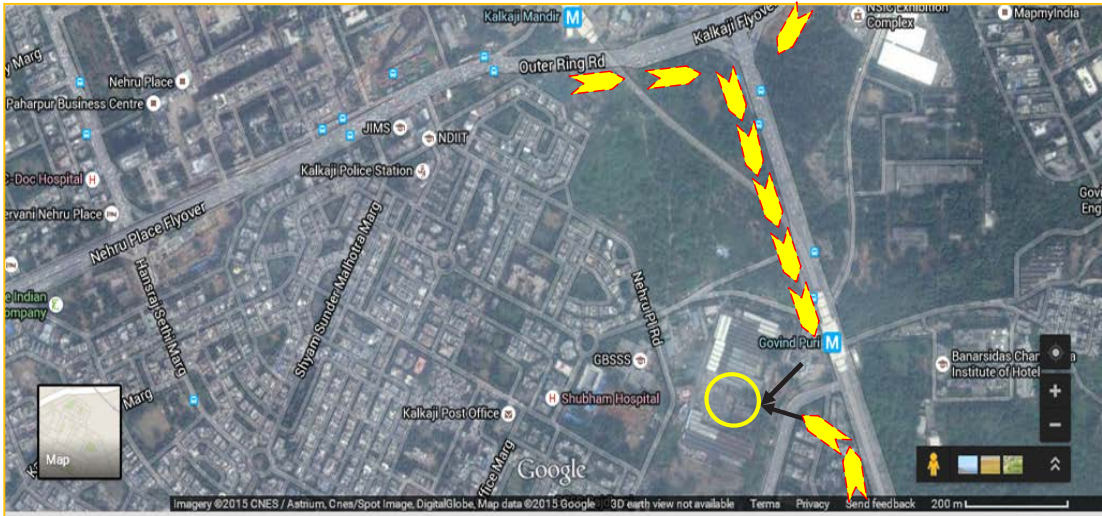
Process and manner for Members opting to vote by using the Ballot Form:

- 1) The Form should be complete and signed by the Member as per the specimen signature registered with the Company/ Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/ her absence, by the next named joint holder.
- 2) In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution /Authorization.
- 3) Votes should be cast in case of each resolution, either in favour or against by putting the tick (☐) mark the column provided in the Ballot.
- 4) The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on Friday, 20th September, 2017 as per the Register of Members of the Company.
- 5) A Member may request for a duplicate Ballot Form, if so required.
- 6) Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
- 7) The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
- 8) The results declared along with Scrutinizer's Report, shall be communicated to the Bombay Stock Exchange Limited.

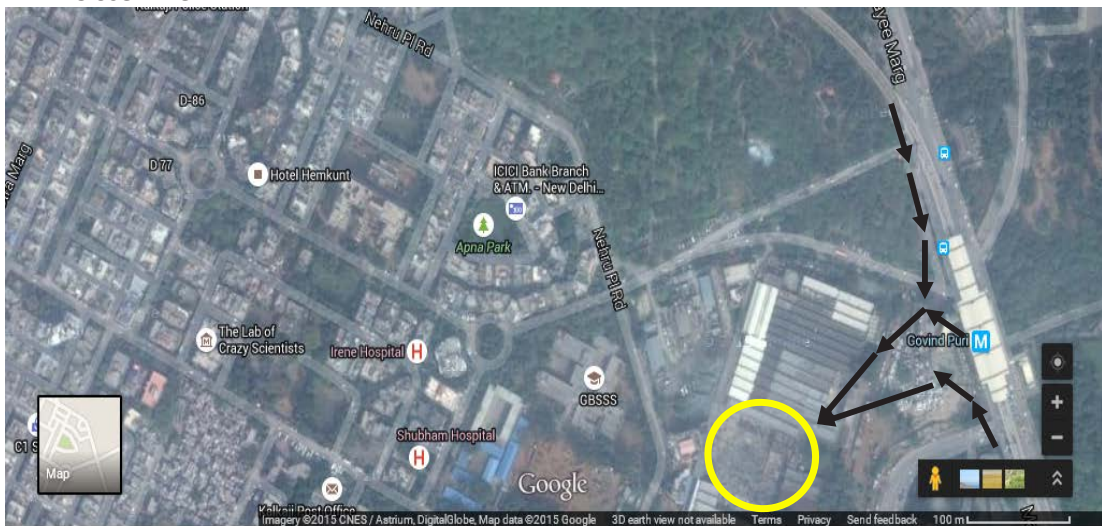
AGM Route Map LLOYD ROCKFIBRES LIMITED

Venue – Plot No.-2, Punjsons Premises, Kalkaji Industrial Area, New Delhi-110019
Landmark – Near GovindPuri Metro Station (Violet Line) (M)

1. Wider View



2. Closer View



BOOK POST

If Undelivered, please return to:
LLOYD ROCKFIBRES LIMITED

Plot No-2, Punjsons Premises,
Kalkaji Industrial Area,
New Delhi-110019