

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mrs. Rita Singh	Director
Mr. Jitendra Kumar Singh	Director
Mr. Dushyant Kumar Singh	Chief Executive Officer
Mr. Manoj Kumar Pandey	Independent Director
Mr. Hawa Singh Chahar	Independent Director

REGISTRAR AND SHARE TRANSFER AGENT

Skyline Financial Services Private Limited
Address: D-153A,
Okhla Industrial Area, Phase-I
New Delhi- 110 020
Tel: 011-40450195
E-mail: admin@skylinerta.com

COMPANY INFORMATION

CIN: L63090DL1977PLC008684
Ground Floor, 8/15, Mehram Nagar
South West Delhi DL 110037
Tel: 011-29241099
Website: www.mideastindialtd.com

INVESTOR RELATION CENTRE

E-mail: nsparameswaran@mescosteel.com
Website: www.mideastindialtd.com

STATUTORY AUDITOR

M/s N. Dhawan & Co.
Chartered Accountants
411, Bhera Enclave, Paschim Vihar
Outer Ring Road, Delhi-110 087
Ph: 011-42342154

SECRETARIAL AUDITOR

M/s R S B & Associates
Company Secretaries
Inder Bhawan, Near TV Centre,
Tulsipur, Cuttack-753 008, Odisha

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MIDEAST (INDIA) LIMITED
CIN: L63090DL1977PLC008684

Regd Office: Ground Floor, 8/15, Mehram Nagar, New Delhi- 110037

Email: nsparameswaran@mescosteel.com **W:** www.mideastindialtd.com **Tel:** 011-25675344

NOTICE

Notice is hereby given that the 42nd Annual General Meeting of the Members of Mideast (India) Limited will be held on September 30, 2018 on Sunday, at 2.00 P.M. at Lakshmipat Singhanian Auditorium, 4/2, PHD House, August Kranti Marg, Siri Institutional Area, Block A, Nipccd Campus, Hauz Khas, New Delhi-110016 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Rita Singh (DIN: 00082263), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business

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

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to enter into the related party transactions by the Company with the Mideast Integrated Steels Limited, related party.

RESOLVED FURTHER THAT the Board and audit committee be and is hereby authorized to take all such actions and to give all such directions as may be necessary and also to settle any question or difficulty that may arise for effecting the aforesaid transactions and to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may necessary, desirable or expedient in connection therewith.

For and behalf of the board
Mideast (India) Ltd

Date: 14.08.2018
Place: New Delhi

Jitendra Kumar Singh
DIN: 00090649
Director
D-3A, Ansal Villa, Satbari
New Delhi-110030

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A blank form of proxy is enclosed herewith and, if intended to be used, it should be returned duly completed at the registered office of the company or at Skyline Financial Services Private Limited, at D-153A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110 020 not less than forty eight hours before the scheduled time of the commencement of Annual General Meeting.

2. The notice of the meeting will be available at the Company's website www.mideastindialtd.com.
3. A person can act as proxy on behalf of members not exceeding fifty in number and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. However, a member holding more than 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.
4. Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention so to inspect is given to the company.
5. Members / proxies should bring the Attendance Slip duly filled in for attending the meeting. The form of attendance slip and proxy form are attached with the Notice.
6. For members who have not registered their email address, physical copies of the Notice of the 42nd Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode. Corporate Members intending to send their authorized representative to attend the meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
7. The Share Transfer Books and Register of Members of the Company will remain closed from Monday, 25th September, 2018 to Saturday, 30th September, 2018 (both days inclusive).

In accordance with section 20 of the Companies Act, 2013 service of documents on members by a company is allowed through electronic mode. Accordingly, as a part of Green Initiative, soft copy of the Annual Report for the year ended March 31, 2018 has been sent to all the members whose email address (es) are registered with the Company unless any member has requested for a hard copy of the same. Further, in terms of SEBI Circular No. CIR/CFD/DIL/7/2011 dated 5th October, 2011 the hard copies of Annual Report have been sent to all other members who have not registered their email address (es). Members, who have not yet registered their email address with the Company/RTA, are requested to do the same at the earliest by to the Company/RTA. Members can also submit their form along with Attendance Slip at the Registration Counter at AGM.

8. In case of joint holders attending the Annual General Meeting, only such joint holder, who is higher in the order of name and attending the meeting, will be entitled to vote.

9. Members holding shares in physical form are requested to notify/send any change in their address to the Company's Registrars and Share Transfer Agents or to the Company at its Registered Office.
10. Members desirous of obtaining any information / clarification concerning the Financial Statements for the financial year ended March 31, 2018 of the Company, may send their queries in writing at least seven days before the Annual General Meeting to the Company Secretary at the Registered Office of the Company or at E-Mail Id : nspameswaran@mescosteel.com
11. The Shareholders/Proxies are requested to produce at the Registration Counter(s) the attendance slip duly completed and signed, for admission to the meeting hall. However, in case of non-receipt of Notice of Annual General Meeting, members are requested to write to the Company at its registered office for issuing the duplicate of the same or download the same from Company's website www.mideastindialtd.com

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by ICSI the brief profile of Director eligible for re-appointment vide item no. 2 is as follows:

Particulars	Mrs. Rita Singh
DIN	00082263
Age	68Years
Date of appointment	23 rd April, 1950
Qualifications	Graduation
Expertise in specific functional areas	Mrs. Rita Singh has set a great example of woman entrepreneurship in the country. Starting from a small business, through sheer determination and entrepreneurial drive, she navigated Mesco Steel through choppy waters to the present position of strength. Currently Mrs. Singh is the CMD of Mideast Integrated Steel Limited. The fundamental reason for any enterprise to exist is to create economic value for the greater good. Mesco has always maintained a sharp focus on this principle, while redeeming its promises to its stakeholders and pushing the envelope at every stage of its existence.
Directorships in other Companies	Mideast Integrated Steels Limited Mesco India Limited Mesco Steels Limited Mesco Laboratories Limited Mesco Logistics Limited Mesco Hotels Limited
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	Mideast Integrated Steels Limited- Member SRC Committee
Number of shares held in the Company	2614158 Shares
Relationship with any Director(s) of the Company	Wife of Mr. Jitendra Kumar Singh, Director of the Company
Terms & Conditions of Appointment/Re-appointment	Re-appointment pursuant to Section 152 of Companies Act, 2013
Remuneration Details	NIL
No. of Board meetings attended out of 4 meetings held during the year	4

All the documents referred to in the accompanying Notice will be available for inspection at the Registered Office of the Company on all working days between 11.00 am to 1.00 pm up to the date of declaration of the result of the 42nd Annual General Meeting of the Company. The Register of Directors' and Key Managerial Personnel & their Shareholding and the Register of Contracts & Arrangements in which directors are interested shall be open for inspection at the meeting to any person having right to attend the meeting.

12. Guidelines for attending the ensuing Annual General Meeting of the Company:

- a) Entry to the venue will be strictly against entry coupon available at the counters at the venue and against the exchange of duly filled in, signed and valid Attendance Slip.
- b) Any briefcase/bags/eatables or other articles are not allowed inside the Auditorium/Hall.
- c) Member(s) are requested to bring the copy of the Annual Report to the meeting.

- d) The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on March 31, 2018.
- e) The results declared will also be placed on the Company's website www.mideastindia.com and communicated to the Stock Exchanges

13. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

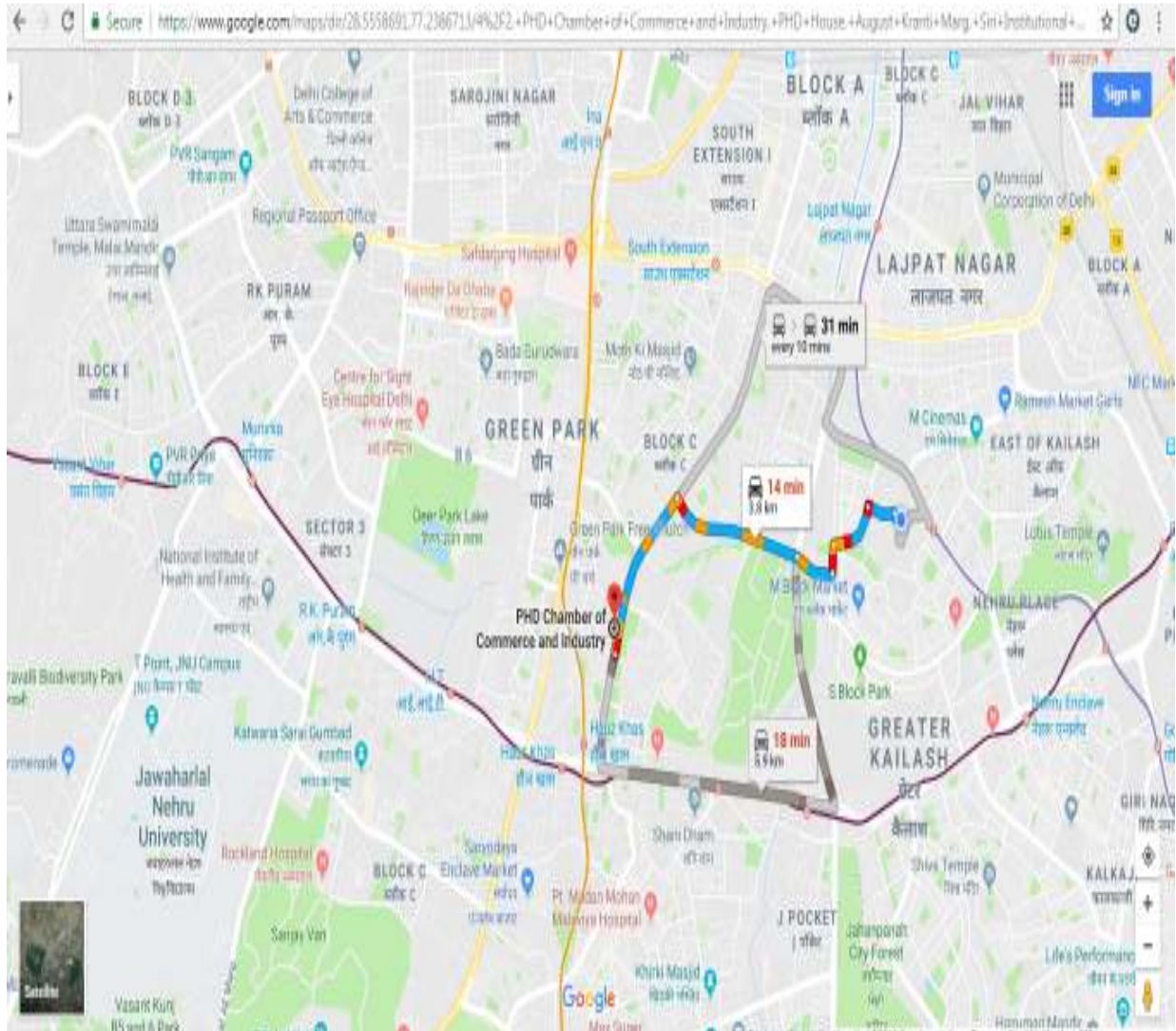
14. Route Map as per Secretarial Standard 2 is annexed herewith.

**For and behalf of the board
Mideast (India) Ltd**

**Date: 14.08.2018
Place: New Delhi**

Jitendra Kumar Singh
DIN: 00090649
Director
D-3A, Ansal Villa, Satbari
New Delhi-110030

Rout Map as per Secretarial Standard 2 is enclosed regarding venue of Annual General Meeting



EXPLANATORY STATEMENT

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

The Explanatory Statement, as required under Section 102 of the Companies Act, 2013, set out all material a fact relating to the business under Item No.3 is annexed hereunder:

Pursuant to Section 188(1) of the Companies Act, 2013 that mentions the Related Party Transactions, requires that for entering into any contract or arrangement with the related party, the Company must obtain prior approval of the Board of Directors and in case of the Company having a paid up share capital of rupees Ten Crores or more and exceeding limits as prescribed under the Act, prior approval of the shareholders by way of a Special Resolution must be obtained.

And, further pursuant to Regulation 23 of SEBI (LODR) Regulations, 2015 all material related party transactions shall require approval of the shareholders through resolution and the related parties shall abstain from voting on such resolution whether the entity is a related party to the particular transactions or not.

Following below mentioned is the detail of Related Party with the Company

Name of the Related Party: Mideast Integrated Steels Limited

Nature of relationship: Mideast Integrated Steels Limited is associate company of Mideast India Limited

Nature, material terms, monetary value and particulars of the contract or arrangements: Borrowings from the associate company at the terms and conditions as approved by the Board of directors

Any advance paid or received for the contract or arrangement, if any: Loans received as on March 31, 2018 is Rs. 988,317.

The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract: NA

The Board therefore recommends the Special Resolution for the above mentioned item.

**For and behalf of the board
Mideast (India) Ltd**

**Date: 14.08.2018
Place: New Delhi**

Jitendra Kumar Singh
DIN: 00090649
Director
D-3A, Ansal Villa, Satbari
New Delhi-110030

Directors Report**To****The Members
Mideast (India) Limited**

Your Directors take pleasure in presenting the 42nd Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2018.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Board's Report is prepared based on the standalone financial statements of the Company. The Company's financial performance for the year ended March 31, 2018 along with previous year's figures is given hereunder:

Particulars	Standalone		Consolidated	
	2017-18	2016-17	2017-18	2016-17
Gross Sales & Other Income	7,435,798	5,352,757	7,435,798	5,352,757
Profit/(Loss) Before Finance Cost & Depreciation				
Interest/ Finance Cost	3,259	2,594	3,259	2,594
Depreciation	987,304	629,585	987,304	629,585
Profit/(Loss) before Tax	4,638,722	1,691,640	4,638,722	1,691,640
Tax Expense	1,105,771	1,499,724	1,105,771	1,499,724
Profit/(Loss) After Tax	3,532,951	191,916	58,525,379	33,327,235
Appropriations / Adjustments				
Balance of profit / (loss) brought forward	1,886,778,605	1,886,970,521	1,289,139,270	1,322,466,505
Profit for the Year	3,532,951	191,916	58,525,379	33,327,235
Re-measurement gains/ (losses) on defined benefit plans				
Proposed Final Dividend	-	-	-	-
Profit carried to Balance Sheet	1,883,245,654	1,88,6778,605	1,230,613,892	1,289,139,270

**The Company has adopted Indian Accounting Standard (referred to as 'Ind AS') with effect from 1 April, 2017 and accordingly these financial results along with the comparatives have been prepared in accordance with the recognition and measurement principles stated therein, prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.*

2. DIVIDEND

Your company has not declared or recommended any dividend for the financial year ended on March 31, 2018.

3. AMOUNTS, IF ANY, WHICH IT PROPOSES TO CARRY TO ANY RESERVES

No amounts were proposed by Board to be carried to the reserves.

4. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIRS

During the year under review, total income of the Company was Rs. 7,435,798 against the income of Rs. 5,352,757 during previous year. Your Directors are putting in their best efforts to improve the performance of the Company.

5. CHANGE IN THE NATURE OF BUSINESS

There was no change in nature of business during the financial year 2017-18. Further during the year under review there was no business in the company.

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

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and date of this report except to the extent detailed below:

1) At present your company is suspended for trading at BSE. However your Company has received in-principal approval from Bombay Stock Exchange dated July 11, 2018 for revocation of suspension of trading of equity shares of your company and further company is in process of making trading application.

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

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

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

The Company has designed and implemented process driven framework for internal financial controls within the meaning of explanation to Section 134 (5) (e) of the Companies Act, 2013. For the year ended March 31, 2018, Board is of the opinion that the Company has sound internal financial controls commensurate with the nature and size of its business operations, wherein controls are in place and operating effectively and no material weaknesses exist. The Company has a process in place to continuously monitor the existing controls and identify gaps, if any, and implement new and / or improved controls, wherever the effect of such gaps would have a material effect on the Company's operation.

9. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has one Associate Company i.e. "Mideast Integrated Steels Limited". AOC-1 is attached as Annexure-I.

10. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

There were no Companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the financial year 2017-18.

11. DETAILS RELATING TO DEPOSITS COVERED UNDER CHAPTER V OF THE ACT

The company has neither accepted nor renewed any deposit during the financial year 2017-18 under review.

12. LISTING

The equity shares of the Company are listed on Bombay Stock Exchange Ltd. (BSE) and Calcutta Stock Exchange. At present the trading of shares is suspended on the exchanges due to non-resolution of investor complaints and penal reasons.

At present your company is suspended for trading at BSE. However your Company has received in-principal approval from Bombay Stock Exchange dated 11th July, 2018 for revocation of suspension of trading of equity shares of your company and further company is in process of making trading application

13. REPORT ON MANAGEMENT DISCUSSION ANALYSIS

Management Discussion and Analysis Report for the financial year under review as stipulated in Regulation 34 read with part B of Schedule V of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 is set out in a separate section forming part of Director's Report.

14. CORPORATE GOVERNANCE

Corporate Governance Report together with a Certificate from your auditors confirming compliance with the conditions of Corporate Governance is set out in a separate section forming part of Director's Report

15. EXTRACT OF ANNUAL RETURN

Extract of Annual return of the company is uploaded on the website of the company and can be downloaded from Company's website www.mideastindialtd.com

16. NUMBER OF MEETINGS OF THE BOARD

During the financial year 2017-18, your Company met 4 times. The meetings of the Company were held on May 30, 2017, August 14, 2017, November 14, 2017 and February 13, 2018. Time gap of 120 days were maintained in each of successive meeting of the Board.

17. DETAILS IN RESPECT OF FRAUD REPORTED BY AUDITORS UNDER SUBSECTION (12) OF SECTION 143

There are no instances of any fraud reported by the auditors under sub section (12) of Section 143 of the Companies act, 2013.

18. COMPANIES POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

The Company has a proper and updated policy on Directors Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters. The said policy has been uploaded on the website of the company www.mideastindialtd.com. Salient features of the policy are provided below:

- i) To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- ii) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- iii) To carry out evaluation of Director's performance.

We further confirm that there has been no change in the Policy during the year under review.

19. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS UNDER SECTION 186

Pursuant to Section 134(3) (g) of the Companies Act, 2013 details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in Notes to the Financial Statements.

20. A) Share Capital

During the Financial Year 2016-17, the paid up share capital of the Company was Rs. 502,053,980/-divided into 501,553,98 Equity shares of Rs.10/- each fully paid and 100,000 Equity shares of Rs. 5/-each as calls in arrears.

B) Issue of equity shares with differential rights/ Buy Back of Securities/ Issue of sweat equity shares/ Bonus Shares/ Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees.

The Company has not issued shares with differential voting rights. It has neither issued sweat equity shares nor do makes buy back of its shares.

C) Issue of employee stock options

The Company has not issued any shares as employee stock options scheme during the year under consideration.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES

With reference to Section 134(3) (h) of the Companies Act, 2013, no contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year. Accordingly, there are no transactions that are required to be reported in form AOC-2.

Your attention is drawn to the Related Party disclosures set out in the Notes to the Financial Statements.

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

a) Conservation of Energy & Technology Absorption:

Since the Company is not engaged in any manufacturing activity, issues relating to conservation of energy and technology absorption are not given.

b) Export Activities:

There was no export activity in the Company during the year under review.

c) Foreign Exchange Earnings and Outgo:

The Income & Expenditure in foreign exchange is as under during the year under review:

Foreign Exchange outgo	:	Rs. Nil (previous year Rs. Nil)
CIF Value of Imports	:	Rs. Nil (previous year Rs. Nil)
Foreign Exchange Earning	:	Rs. Nil (previous year Rs. Nil)

15. DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

The Company has got in place a proper risk management system in which every kind of risk is predicted and an action is taken in advance to respond to that risk. Your Company has a well drafted risk management policy which is available in the website of the Company www.mideastindialtd.com.

16. CORPORATE SOCIAL RESPONSIBILITY

The company is not covered in the limits prescribed under Section 135 of the Companies Act, 2013; therefore Corporate Social Responsibility is not applicable.

17. DIRECTORS/ KEY MANAGERIAL PERSONNEL

A) Changes in Directors and Key Managerial Personnel

During the year under review Mr. Manoj Pandey (DIN: 02916887) has been appointed as Director with effect from September 27, 2017.

Further Ms. Preeti Sadasivan Nair (ACS-34082) has resigned from the post of Company Secretary and Compliance Officer of the company with effect from January 18, 2018. The board placed on record the appreciation for her work.

Further Mrs. Rita Singh (DIN: 00082263) is retiring by rotation in the upcoming AGM and is proposed to be re-appointed. Details as required to be given under SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 is given as part of notice.

B) Declaration by the Independent Director(s)

The Company has received necessary declarations from all the Independent directors under section 149(7) of the Companies Act, 2013 that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) regulations, 2015.

C) Formal Annual evaluation of the Board's Performance

In terms of Section 134 of the Companies Act, 2013 and Regulation 17(10) of SEBI (LODR), Regulations, 2015 the Board has carried out an annual performance evaluation of its own performance, of individual Directors as well as the evaluation of the working of its all Committees.

18. COMPOSITION OF AUDIT COMMITTEE

The composition, terms of reference etc. of the Audit Committee is provided in Corporate Governance Report which forms part of this Annual Report. There have been no instances of non-acceptance of any recommendations of the Audit Committee by the Board during the financial year under review.

19. DETAILS OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

Your Company has a well-established vigil mechanism for directors and employees to report genuine concerns. Audit Committee supervises the vigil mechanism process. The vigil mechanism policy is available on the website of the Company www.mideastindia.com. The policy provide direct access to the chairman of audit committee.

20. NOMINATION AND REMUNERATION COMMITTEE

The composition, terms of reference etc. of the Nomination and Remuneration Committee is provided in Corporate Governance Report which forms part of this Annual Report.

21. STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition, terms of reference etc. of the Stakeholders Relationship Committee is provided in Corporate Governance Report which forms part of this Annual Report.

22. PARTICULARS OF EMPLOYEES

A) Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable as at present the Company is not paying any remuneration to its Directors.

B) Other than Key Managerial Personnel whose remuneration is detailed in extract of Annual Return forming part of this report the Company doesn't have any employee falling within the preview of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 hence, no such details are required to be provided.

23. SECRETARIAL AUDITORS

Your Board during the year, appointed Mr. Robinderpall Singh Bath to conduct secretarial audit of the Company for the financial year ended March 31, 2018. The Report of Mr. Robinderpall Singh Bath in terms of Section 204 of the Act is provided in the forming part of this Report. Given below is the management reply on the observations made **Annexure-II** by the Secretarial Auditor in their report.

Observation:

- i) *The company did not provided the e-voting facility to its shareholders in the General Meeting held by the company during the Audit Period as required under Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.*
- ii) *At present the trading of shares of the company is suspended on BSE.*
- iii) *Mrs. Preeti Sadasivan Nair has resigned as Company Secretary and Compliance Officer of the Company and company has not appointed a company secretary in her place in compliance to listing regulations.*

Management's Reply:

- i) *Due to Financial constraints in the company, the company is not in the position of providing e-voting facility to its members.*
- ii) *The Company has already filed the application for revocation at BSE and has received in-principal approval letter for listing of its equity shares in Bombay Stock Exchange.*
- iii) *Company is in process of appointment of Company Secretary and Compliance Officer in place of Mrs. Nair. Further Mr. Dushyant Kumar Singh, CEO has been designated as Interim Compliance officer to redress the investor complaints and compliance with laws*

24. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has implemented secure workplace policy in accordance with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. During the financial year 2017-18, no complaint was received under the policy. Further, we affirm that the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

25. GENERAL DISCLOSURE

We confirm that maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, is not required to be done by company and accordingly the said clause is not applicable.

26. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(3) (c) and 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, your Directors confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed with no material departures;
- b. they 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 at the end of the financial year and of the profit/loss of the Company for the same period;
- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual accounts on a going concern basis;
- e. they have laid down internal financial controls in the Company that are adequate and are operating effectively; and
- f. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that these are adequate and are operating effectively.

27. COMPLIANCES WITH SECRETARIAL STANDARDS

During the year, the Company is in compliance of both erstwhile and revised Secretarial Standard-1 (Meetings of the Board of Directors), Secretarial Standard-2 (General Meetings).

28. ACKNOWLEDGEMENTS

Your Directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance

For Mideast (India) Limited

Rita Singh
Director
DIN: 00082263
D-3A, Rita Villa,
Ansal Villa, Satbari
New Delhi-110074

Jitendra Kumar Singh
Director
DIN: 00082263
D-3A, Rita Villa,
Ansal Villa, Satbari
New Delhi-110074

Date: 14.08.2018
Place: New Delhi

Encl:

1. **Details of subsidiary/joint ventures/associate companies in AOC-1-Annexure-I.**
2. **Secretarial Audit Report-Annexure-II**

FormAOC-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

Amount in (Rs.)

Sl. No	Particulars	Details
1.	Name of the subsidiary	Nil
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
4.	Share capital	
5.	Reserves & surplus	
6.	Total assets	
7.	Total Liabilities	
8.	Investments	
9.	Turnover	
10.	Profit before taxation	
11.	Provision for taxation	
12.	Profit after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

Notes:

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

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	Mideast Integrated Steels Limited (Rs.)	Mideast Integrated Steels Limited (Rs.)
Latest audited Balance Sheet Date	31 st March 2018	31 st March 2017
Shares of Associate/Joint Ventures held by the company on the year end		
No.	3,25,49,940	3,25,49,940
Amount of Investment in Associates/Joint	65,08,98,000	65,08,98,000
Extend of Holding%	23.61	23.61
Description of how there is significant Influence	N.A.	N.A.
Reason why the associate/joint venture is not Consolidated	N.A.	N.A.
Net worth attributable to shareholding as per latest audited Balance Sheet (Rs. in millions)	1566.89	1511.75
Profit/Loss for the year		
i. Considered in Consolidation (Rs. in millions)	54.99	33.29
ii. Not Considered in Consolidation (Rs. in millions)	0	0

Note:

- A. Names of associates or joint ventures which are yet to commence operations : Nil
B. Names of associates or joint ventures which have been liquidated or sold during the year : Nil

For N. Dhawan & Co
Chartered Accountants
Firm Reg No. 007095N

For and on behalf of the Board

(Naresh Dhawan)
Proprietor

(Rita Singh)
Director
DIN : 00082263

(J.K. Singh)
Director
DIN : 00090649

Place: New Delhi
Date :

(Ajit Kumar Jha)
CFO

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Mideast India Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Mideast India Limited** (CIN L63090DL1977PLC008684) (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 (“Audit Period”) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I 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, 2018 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

vi. Other laws applicable to the company as per the representations made by the company.

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

- i. Secretarial Standards SS-1 and SS-2 issued by The Institute of Company Secretaries of India
- ii. SEBI (Listing Obligations and Disclosure Regulations), 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- i) The company did not provided the e-voting facility to its shareholders in the General Meeting held by the company during the Audit Period as required under Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.
- ii) At present the trading of shares of the company is suspended on BSE.
- iii) Mrs. Preeti Sadasivan Nair has resigned as Company Secretary and Compliance Officer of the Company and company has not appointed a company secretary in her place in compliance to listing regulations

I further report that

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.

Sd/-
Robinderpal Singh Batth
Practicing Company Secretary
CP No. 3836

Date:- 14.08.2018

Place:- Odisha

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR)

As required under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report for the year under review are appended below:

INDUSTRY STRUCTURE AND DEVELOPMENTS

Even though there is a global slowdown, Indian economy has recorded growth rate higher than the previous year although this is below expectation. Poor industrial growth is responsible for the below par performance of the company, though the situation has been salvaged to some extent by services and agriculture sector. Poor economic performance has been exacerbated by slippage on the fiscal point.

In such a scenario, low inflation is acting as a damper for creating demand. Lack of demand – both Investment and consumption, has been identified as the root cause of the ills plaguing the economy.

OPPORTUNITIES AND THREATS

The Company as being hit by financial crisis is unable to carry on any business activity during the year under review. Any slowdown in the growth of Indian economy or any volatility in global market, could also adversely affect the business. Moreover, the Company is also prone to risk pertaining to change in government regulations, tax regimes, and other statutes.

REVIEW OF OPERATIONS AND FUTURE PROSPECT

Company at present is not carrying any activity and is planning to revive the business of the Company.

OUTLOOK

The management continues to be positive on the revival of the Company and is trying their level best for the same. Due to economy slow down and closure of the factory of the Company and other obstacles, Company was under immense pressure and still trying to come out of the same and is positive on the revival of the Company.

MANAGING RISK AND CONCERNS

The Company has a risk management framework in place under which the management identifies and monitors business risks on a continuous basis and initiates appropriate risk mitigation steps as and when required. The Company periodically place before the Board the risk assessment and minimization procedures being followed by the company and steps taken by it to mitigate those risks through a properly defined framework.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has Internal control procedures commensurate with the nature of its business and size of its operations. The objectives of these procedures are to ensure efficient use and protection of Company's resources, accuracy in financial reports and due compliance of applicable statutes and Company's norms, policies and procedures.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Company at present is not carrying any activity and is planning to revive the business of the Company

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Our people are our most important asset and we value their talent, integrity and dedication. Our responsibilities towards our people, who are instrumental to our success with their devotion and relentless support covers a quantum part of the company strategy. We believe that training is essential to build skill sets in growing organization. The focus has been to create an environment where

performance is rewarded, individuals are respected and associates get opportunities to realize their potential.

CAUTIONARY STATEMENT

Statement in this report, particularly those which relate to Management Discussion and Analysis, description of company's objective, estimates and expectations may constitute forward looking statements within the meaning of applicable laws or regulations. Actual results might differ materially from those either. The Company takes no responsibility for any consequence of decisions made based on such statements and holds no obligation to update these in the future.

CORPORATE GOVERNANCE REPORT
(PURSUANT TO REGULATION 34(3) READ WITH THE SECTION C OF SCHEDULE V TO SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS 2015)

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Transparency and accountability are the two basic tenets of Corporate Governance which are integral part of our Business and endeavor to ensure fairness for every stakeholder- our customers, investors, vendors and the communities wherever we operate. At Mesco, we feel proud to belong to a Company whose visionary founders have laid the foundation stone for good governance long back and made it an integral principle of the business. We always seek to ensure that our performance is driven by integrity, value and ethics. Responsible corporate conduct is integral to the way we do our business.

We, at Mesco, ensure that we evolve and follow the corporate governance guidelines and best practices. The norms and processes of Corporate Governance reflect our commitment to disclose timely and accurate information regarding our financial and operational performance, as well as the Company's leadership and governance structure. Our Board is responsible for shaping the long-term vision and policy approach to steadily elevate the quality of governance in our organization.

At Mesco, we firmly believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance to bring objectivity and transparency in the Management. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe.

2. BOARD OF DIRECTORS

A) The composition of Board of Directors of the Company is in conformity with the requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as section 149 of Companies Act 2013. As on March 31, 2018, the Board consists of 4 Directors comprising 2 Non-Executive and 2 Independent Directors. All the Directors are well qualified professionals in their respective arenas. The Board has no institutional nominee directors. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance.

The composition and category of Directors on Board of the Company are as follows:

Name of the Directors	Category	Number of shares held	No. of Directorship held in other Companies (1)	No. of Membership/ Chairmanship in other Board Committees (2)	
				Membership	Chairmanship
Rita Singh	Non-Executive Director	2614158	6	1	1
Jitendra Kumar Singh	Non-Executive Director	2221050	11	2	1
Manoj Kumar Pandey	Non-Executive Independent Director	NIL	8	NIL	NIL
Hawa Singh Chahar	Non-Executive Independent Director	NIL	2	1	1

1. Does not include directorships/committee position in Companies incorporated outside India.
2. Only Audit Committee and Stakeholders Relationship Committee of the Public Limited Company have been considered for the purpose of ascertaining no. of membership & Chairmanship of Committee.

B) Attendance of Directors

Details of Attendance of Directors at various Board Meetings and at the Annual General Meeting held during the financial year 2017-18 are as under:

Names of the Director	No of meetings held	No of meetings attended	Attendance at last AGM
Jitendra Kumar Singh	4	3	Yes
Rita Singh	4	4	Yes
Hawa Singh Chahar	4	4	No
Manoj Kumar Pandey	4	3	No

C) Meetings of the Board

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board businesses. The Board / Committee Meetings are pre-scheduled and a tentative annual calendar of the board and Committee Meetings is circulated to the Directors well in advance. Agenda papers are sent to the Directors generally one week before the meeting to facilitate meaningful and focused discussions at the meeting. In case of exigencies or urgencies, resolutions are considered by Circulation as well.

The Board met four times during the financial year 2017-18 on May 30, 2017; August 14, 2017; November 14, 2017; February 13, 2018 to consider amongst other business matters, the quarterly performance of the Company and financial results. The maximum interval between any two meetings was well within the maximum allowed gap of 120 days. Directors attending the meeting actively participated in the deliberations at these meetings.

A meeting of Independent Directors of the Company was held on February 13, 2018 whereat items as enumerated under Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were discussed

D) Relation between directors inter-se

Mrs. Rita Singh is wife of Mr. Jitendra Kumar Singh except them no other directors are interse Related

E) Shares held by non-executive directors

Mrs. Rita Singh is the non-executive director holding 2,614,158 shares in the company as at March 31, 2018.

F) Board Independence

Based on the confirmation /disclosures received from the Independent Directors and on evaluation of their relationships disclosed, they are Independent in terms of Section 149(6) of the Companies Act, 2013 and the rules made thereunder, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

G) Familiarization Programme

In compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their roles, rights and responsibility as Directors, the working of the Company, nature of the industry in which the Company operates, business model etc. The details of familiarization programmes arranged for the Independent Directors have been disclosed on the website of the company and are available at the following link www.mideastindialtd.com.

3. BOARD COMMITTEES

The Board Committees play a crucial role in the governance structure of the Company and have been constituted as per the requirement of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles. The minutes of the meetings of all Committees are placed before the Board for review. The Board Committees request special invitees to join the meeting, as and when considered appropriate.

a) Audit Committee

The Company has adequately qualified and independent Audit Committee. Currently, Audit Committee comprises of three Directors: Mr. Jitendra Kumar Singh, Mr. Manoj Kumar Pandey, and Mr. Hawa Singh Chahar. Two of the three members on the Committee are independent directors. The Committee is chaired by Mr. Hawa Singh Chahar, an independent Director.

The Company Secretary of the Company acts as the Secretary to the Committee.

Brief terms of reference of the Audit Committee, inter-alia, includes the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company and also approval for the payment of any other services;
3. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
4. Evaluation of internal financial controls and risk management systems;
5. Such other functions as may be prescribed by the Companies Act, 2013, SEBI (LODR) Regulation 2015 or any other law or as may be delegated by the Board to be performed by the Committee.

Composition, Number of Meetings and Attendance

Audit Committee's composition and terms of reference are in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the year under review, the Audit Committee met four times on May 31, 2017; August 14, 2017; November 14, 2017 and February 13, 2018.

The details of member's attendance at the Audit Committee Meetings during the financial year 2017-18 are as under:

Name of the Member	No of meeting attended
Hawa Singh Chahar	4
Manoj Kumar Pandey	3
Jitendra Kumar Singh	3

b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee's composition and terms of reference are in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Committee comprises of three Directors, namely Mr. Hawa Singh Chahar, Mr Jitendra Kumar Singh and Mr. Manoj Kumar Pandey. Mr. Hawa Singh Chahar, Independent Director is a chairman of the committee. The Committee meets periodically as and when required. During the year under review there was no meeting of the committee.

Terms of reference of the Committee, inter alia, includes the following:

1. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
3. Formulation of criteria for evaluation of Independent Directors and the Board;
4. Devising a policy on Board diversity;
5. To recommend/ review remuneration of Managing Director(s)/ Whole time Director(s).
6. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of the independent directors.

Remuneration to directors:

The Company pays sitting fees to the Independent Directors for attending Board and Committee meetings. Details of remuneration paid to the Directors of the Company during the financial year ended March 31, 2018 is as under:

Name of the Director	Designation	Sitting Fees	Salaries & Perquisites
Mr. J.K Singh	Non- Executive Director	----	---
Mrs. Rita Singh	Non- Executive Director	---	---
Mr. Hawa Singh Chahar	Independent Director	50,000	---

Mr. Manoj Kumar Pandey	Independent Director	---	---
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None of the Directors of the Company / Key Managerial Personnel had any pecuniary relationship with the Company during the year.

c) Stakeholders Relationship Committee

The Stakeholders Relationship Committee's composition and terms of reference are in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee comprises of three Directors namely Mr. Hawa Singh Chahar, Mr Jitendra Kumar Singh and Mr. Manoj Kumar Pandey. Mr. Hawa Singh Chahar is a chairman of the committee.

The Stakeholders Relationship Committee is primarily responsible for looking into the redressal of shareholders and other security holders, if any. The Committee considers and resolves the grievances of the security holders of the company including complaints relating to transfer and transmission of securities, non-receipt of balance sheet, and non-receipt of declared dividends. To expedite the process of share transfers, the Board has delegated the power of share transfer to Share Transfer Committee which attends to share transfer formalities.

During the year under review, the Stakeholders Relationship Committee met four times on May 30, 2017; August 14, 2017; November 14, 2017 and February 13, 2018.

The details of member's attendance at the Stakeholders Relationship Committee Meetings during the financial year 2017-18 are as under:

Name of the Member	No of meeting attended
Hawa Singh Chahar	4
Manoj Kumar Pandey	3
Jitendra Kumar Singh	3

The details of complaints received and resolved during the Financial Year ended 31st March, 2018 in the table below:

Particulars	Status
Complaints outstanding as on April 1, 2017	0
Complaints received during the year ended March 31, 2018	0
Complaints resolved during the year ended March 31, 2018	0
Complaints pending as on March 31, 2018	0

Name and designation of compliance officer: Mr. Dushyant Kumar Singh – Chief Executive Officer.

Address: 8/15, Ground Floor, Mehram Nagar, New Delhi-110037

GENERAL BODY MEETINGS**VENUE AND TIME OF THE LAST THREE ANNUAL GENERAL MEETINGS**

Date	Category	Venue	Time	Special Resolution passed
27.09.2017	AGM	Hotel Claremont, Mehrauli Gurgaon Road, Aaya Nagar, Aya Nagar Phase 2, New Delhi -110047	2 PM	to borrow any sum or sums of money for the purpose of business of the Company
29.06.2016	AGM	The Claremont, Aaya Nagar, Mehrauli Gurgaon Road, New Delhi-110047	11.30 AM	NIL
30.09.2015	AGM	H-1, Zamrudpur Community Centre, Kailash Colony, New Delhi-110048	11.30 AM	NIL

It is to note that there was no special resolution passed last year through postal ballot and further in the upcoming 42nd Annual General Meeting no resolution has been proposed to be conducted by postal ballot.

4. MEANS OF COMMUNICATION

In accordance with Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has maintained a functional website at www.mideastindia.com containing information about the Company.

The quarterly and annual results are published in English Newspaper in all editions and Hindi in Delhi and also displayed on the Company's website.

Further, the Company disseminates to the Stock Exchange (i.e. BSE Ltd.), wherein its equity shares are listed, all mandatory information and price sensitive/ such other information, which in its opinion, are material and/or have a bearing on its performance/ operations and for the information of the public at large.

5. GENERAL SHAREHOLDER INFORMATION

AGM: Day, Date, time and venue	September 29, 2018
Financial year	April 1, 2017 to March 31, 2018
Dividend Payment Date	The Company has not declared any dividend for the Financial Year 2017-18
Listing of shares	BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001
Listing Fees	Listing fees as prescribed has been paid to the stock exchange up to March 31, 2018
Stock Code	500278
Market Price data	Since the Company is suspended on BSE Ltd, market information is not available.

Performance in comparison to broad based indices	Not applicable as company shares are not traded.
Outstanding GDRs/ ADRs/ Warrants Or Any Convertible Instruments	There were no outstanding GDRs/ ADRs/ Warrants or any convertible instruments as at March 31, 2018.
Registrar & Share Transfer Agents of the Company for both physical and electronic mode of share transfer	Skyline Financial Services Private Ltd D-153A, 1 st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Contact Person: Mr. Parveen Sharma Phones : 011-40450195 Email : parveen@skylinerta.com Website : www.mideastindialtd.com
Complaints outstanding as on April 1, 2018	To review and approve unaudited Financial Results for the quarter First quarter -up to 14 th August, 2018 Second quarter -up to 14 th November, 2018 Third quarter -up to 14 th February, 2019 Fourth quarter -up to 30 th May, 2019
ISIN No	INE844X01015
Registered office	8/15, Ground Floor, Mehram Nagar, New Delhi-110037

SHARE TRANSFER SYSTEM

The Company has appointed Skyline Financial Services Pvt. Ltd as Registrar and Shares Transfer Agent. Shares sent for Transfer in physical form are registered by the Registrar and Share Transfer Agents within fifteen days of receipt of the documents, if found in order. Shares under objection are returned within two weeks. All requests for dematerialization of shares are processed, if found in order and confirmation is given to the respective depositories i.e. National Securities Depository Ltd (NSDL) and Central Depository Services (India) Limited (CDSL) within twenty-one days.

The Board has delegated the authority for approving transfer, transmission etc. of the Company's securities to the Stakeholders Relationship Committee. A summary of transfer, transmission of securities of the company so approved by the Committee is placed at the Board Meeting.

AS ON MARCH 31, 2018, THE DISTRIBUTION OF COMPANY'S SHAREHOLDING WAS AS FOLLOWS: -

No of shares	No of shareholders	% of shareholders	Share amount	% of amount
UPTO-2500	16299	98.89	3702781	7.37
2501-5000	101	0.61	359870	0.72
5001-10000	27	0.16	199725	0.40
10001-20000	8	0.05	118700	0.24
20001-30000	3	0.02	68300	0.14
30001-40000	3	0.02	111500	0.22
40001-50000	5	0.03	236990	0.47
50001-100000	8	0.05	684348	1.36
100001 AND ABOVE	28	0.17	44773184	89.09
Total	16482	100.00	50255398	100.00

DEMATERIALISATION OF SHARES

Members are requested to convert their physical holdings to demat/electronic form through the registered Depository Participants (DPs) to avoid the hassles involved in dealing in physical shares such as possibility of loss, mutilation, etc. and also to ensure safe and speedy transaction in respect of the shares held. Shares received for dematerialization are generally confirmed within a maximum period of twenty one days from the date of receipt, if the documents are clear in all respects. As on March 31, 2018, there are 82863 no. of shares which are in dematerialized form, which represent 0.16% of the paid up capital of the Company.

ADDRESS FOR CORRESPONDANCE

Registered Office of the Company

Ground Floor, 8/15 Mehram Nagar
New Delhi 110037

DISCLOSURES

a) Related party transactions

Audit Committee reviews the Related Party Transactions periodically. All transactions entered into with related parties as defined under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015 during the financial year were in ordinary course of business and on arm's length basis.

None of the transactions with any of the related parties was in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in Notes to the Financial Statements, forming part of the Annual Report.

Company has formulated a "Related Party Transaction Policy" to ensure the proper approval and reporting of transactions between the Company and its Related Parties. This Policy as considered and approved by the Board has been uploaded on the website of the Company at www.mideastindia ltd.com. The Audit Committee/ Board may review and amend this policy from time to time.

b) Details of Non-compliance

The Company has complied with the requirements of the BSE Ltd., SEBI and other statutory authorities on all matters relating to capital markets during the last three years. A report on the compliances on the applicable laws for the Company is placed before the Board on a quarterly basis for its review and consideration. There has been no instance of non-compliance with any legal requirements, nor have there been any strictures imposed by any stock exchange or SEBI, on any matters relating to the capital market over the last three years.

c) Whistle Blower Policy

The Company is committed to adopt the best Corporate Governance Practices and to follow the highest possible moral, legal and ethical standards in the conduct of its business. In line with this commitment, whistle blower Policy was designed to provide a mechanism for employees / Board Members and others to raise good faith concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct and to protect the individuals who take such actions from retaliation or any threat of retaliation.

During the year under review, no personnel were denied the access to the Audit Committee.

d) Details of compliance with mandatory requirements and adoption of the discretionary requirements

The Company has fully complied with the mandatory requirements of the Code of Corporate Governance as specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) web-link for policy for determining material subsidiary

The Company has drafted the policy for determining material subsidiary. The same is available on the website of the Company www.mideastindia.com.

f) web-link for dealing with related party transactions

The Company has drafted the policy for dealing with related party transactions. The same is available on the website of the Company www.mideastindia.com

g) Commodity price risk and commodity hedging activities

The Company is not exposed to commodity price risk as per nature of its business. The Company had not indulged into commodity hedging activities during the year under report.

STATUS OF COMPLIANCE WITH NON-MANDATORY REQUIREMENTS

Part E of Schedule II of SEBI (LODR) Regulations, 2015, also requires disclosures of adoption by the Company of non-mandatory requirements specified in the said clause, the implementation of which is discretionary on the part of the Company. Accordingly, the adoption of non-mandatory requirements is given below:

- **Board:** An office with required facilities for the non-executive Chairperson is not provided and maintained by the Company.
- **Shareholders Rights:** The half-yearly financial results are not sent to the shareholders as the same are posted on the web site of the Company.
- **Audit Qualifications:** During the year under review, there were no audit qualifications in the financial statements.
- **Separate posts of Chairperson and Chief Executive Officer:** The Company has appointed Mr. D.K. Singh as the Chief Executive Officer.
- **Reporting of Internal Auditor:** The Internal Auditor reports directly to the Audit Committee.

**Annual Compliance with the Code of Conduct for the Financial Year 2016-2017
(Pursuant to the Schedule V (Part D) of SEBI (LODR) Regulations, 2015)**

I hereby confirm that the Company has received affirmations on compliance with the Code of Conduct for the financial year ended March 31, 2018 from all the Board Members and Senior Management Personnel.

**By the Order of the Board
For and Behalf of Mideast (India) Limited**

**Dushyant Kumar Singh
Chief Executive Officer**

**Place: New Delhi
Date: 14.08.2018**

Certificate by Chief Executive Officer and Chief Financial Officer

Under Regulation 17(8) Of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

We, Dushyant Kumar Singh, Chief Executive Officer of the Company and Ajit Kumar Jha, Chief Financial Officer of the Company hereby certify that;

- (a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2018 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year which is fraudulent, illegal or violating of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they 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

**By the Order of the Board
For Mideast (India) Limited**

**(Dushyant Kumar Singh)
Chief Executive officer**

**(Ajit Kumar Jha)
Chief Financial Officer**

Date: 29.05.2018
Place: New Delhi

CORPORATE GOVERNANCE CERTIFICATE

**TO THE MEMBERS OF
MIDEAST (INDIA) LTD**

We have examined the compliance of the conditions of Corporate Governance by Mideast (India) Limited for the year ended March 31, 2018, as stipulated in Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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 Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations, as applicable

We 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.

Robinderpal Singh Batth
Practicing Company Secretary
CP No. 3836

Date: - 14.08.2018
Place: - Odisha