

NOTICE

NOTICE is hereby given that the 31st (Thirty First) Annual General Meeting ("the Meeting") of the Members of CREATIVE CASTINGS LIMITED ("the Company") will be held on Monday, the 5th Day of September, 2016 at 11:00 A.M. at 102 G I D C Phase-II, Rajkot Road, Dolatpara, Junagadh-362037, Gujarat, to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended at March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon;
2. To declare final Dividend @ 30% (i.e. Rs. 3.00) per equity share of the Company;
3. To appoint a Director in place of **Shri P. M. Nadpara (00440296)** who retires by rotation and, being eligible, offers himself for reappointment;
4. To appoint a Director in place of **Shri H. N. Vadgama (00145992)**, who retires by rotation and, being eligible, offers himself for reappointment;
5. To reappoint Auditor and fix their remuneration.

SPECIAL BUSINESSES:

6. **To Appoint of Mrs. Manishaben Khunt (DIN 07580046) as an Independent Woman Director of the Company and in this regards, to consider and if thought fit pass the following resolution as an Ordinary Resolution:**
"RESOLVED THAT pursuant to provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **Mrs. Manishaben Khunt (DIN 07580046)** who was appointed as an Additional Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who qualifies for being appointed as an Independent Woman Director and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 36th Annual General Meeting or 3rd September, 2021 whichever is earlier."
7. **To Appoint of Shri Dhaval Dand (DIN 07573067) as an Independent Director of the Company and in this regards, to consider and if thought fit pass the following resolution as an Ordinary Resolution:**
"RESOLVED THAT pursuant to provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **Shri Dhaval Dand (DIN 07573067)** who was appointed as an Additional Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 36th Annual General Meeting or 3rd September, 2021 whichever is earlier."
8. **To Appoint of Shri Naimish Thanki (DIN 07573042) as an Independent Director of the Company and in this regards, to consider and if thought fit pass the following resolution as an Ordinary Resolution:**
"RESOLVED THAT pursuant to provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **Shri Naimish Thanki (DIN 07573042)** who was appointed as an Additional Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 36th Annual General Meeting or 3rd September, 2021 whichever is earlier."

Registered Office:

Creative Castings Limited
10 2, GIDC-II Rajkot Road
Dolatpara, Junagadh
Phone: 0285-26602214 / 2660254
Fax: +91-285-2661348
E-Mail : info@creative-cast.com
web: www.creative-cast.com

For and on behalf of Board
for, Creative Castings Limited

Dhirubhai H. Dand
Chairman
DIN: 00416724

Dolatpara, 30th July, 2016

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 6 to Item No. 8 of the Special Businesses is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND MEMBER NEED NOT BE PROXY OF THE COMPANY. The instrument appointing a proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members intending to send their representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. Proxies, in order to be effective should be duly stamped, completed, signed and must be sent to the Company so as to receive at its Registered Office not later than 48 hours before the commencement of the 31st Annual General Meeting (AGM).
5. The Register of members and Share Transfer Books of the Company will remain closed from 27th August, 2016 (Saturday) to 5th September, 2016 (Monday) (both days inclusive) for the purpose of payment of final dividend on equity shares of the Company.
6. If the Final Dividend as recommended by the Board of Directors is approved at the Meeting, payment of such dividend will be made as under:
 - a. To all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Friday, August 26, 2016;
 - b. To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Friday, August 26, 2016.
7. The members are requested to bring duly filled attendance slip along with their copy of Annual Report at the Annual General Meeting.
8. Members who hold their shares in dematerialized form are requested to bring their client id and DP id for easier identification of attendance at the AGM.
9. Members holding the shares in physical mode are requested to notify immediately for change of their address and bank particulars to the company or its share transfer agent and in case their shares are held in dematerialized form than information should be passed on directly to their respective depository participants and not to the company/Share transfer agents without any delay.
10. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 31st AGM by electronic means on all the items.

The information with respect to Voting process and other instructions regarding e-voting are detailed in Note no. 25.

The voting rights of the members shall be in proportion to the paid up value of their shares in the equity capital of the Company as on the **cut-off date** i.e. Monday, 29th August, 2016.

11. The members who have cast their vote by remote e-voting may also attend the AGM but shall not be entitled to cast their vote again. The member who votes both through e voting and also at Annual General Meeting, the votes casted through e-voting shall prevail.
12. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 29th August, 2016 only shall be entitled to avail the remote e-voting facility as well as voting in the AGM.

13. Mr. Mayur Buha, proprietor of M. Buha & Co., Practicing Company Secretary (Membership No. A26043) has been appointed as the scrutinizer to scrutinize the e-voting & poll process in a fair and transparent manner.
14. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 3 days after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.creative-cast.com and on the website of Central Depository Services Limited immediately after the result is declared by the Chairman and the same shall be simultaneously communicated to the BSE Limited.
15. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
16. Trading in the shares of the Company can be done in dematerialized form only. Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduce the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.
17. The members who have not encashed their Dividend Warrants / Cheques / DD for any previous period are requested to send the same for revalidation to the Company's Registrars and Transfer Agent (RTA).
18. In terms of Section 124 and 125 of the Companies Act, 2013, any dividend remaining unclaimed for a period of seven years from the due date of payment is required to be transferred to the ' Investors' Education and Protection Fund (IEPF). Accordingly, the unclaimed dividend, if any, for the financial year 2008-09 shall be transferred to the Investor Education and Protection Fund account. Members, who have not encashed their dividend warrant so far, for the financial year 2008-2009 and the subsequent years, are requested to make their claims to the office of the Registrars Transfer Agents, Link Intime India Private Limited. It may be noted that once the unclaimed dividend is transferred to the IEPF as above, no claim shall lie against the Company or the said fund in respect of any amounts which were unclaimed / unpaid for a period of seven years from the dates that they first become due for payment and no payment shall be made in respect of any such claims.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant(s) with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
20. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 a.m. to 06:00 p.m.) on all working days except Friday and public holidays up to the date of the AGM of the Company.
21. With a view to using natural resources responsibility, we request shareholders to update their email address with their Depository Participants to enable the Company to send communications electronically.
22. Any request by demat holders for change of bank particulars after dispatch of Dividend Warrant should be accompanied by copy of Client Master list showing the changed bank details.
23. Members who hold shares in physical form in multiple folios in identical names or joint holding in same order of names, if any, are requested to send the share certificates to Link Intime India Private Limited, for consolidation into a single folio.
24. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
25. Voting process and instruction regarding e-voting:
Members should follow the following steps to cast their votes electronically:

Section A: Voting Process steps:

Step 1: Open the web browser during the voting period and log on to the e-voting website www.evotingindia.com

Step 2: Click on "SHAREHOLDERS" to cast your vote(s).

Step 3: Now enter your User ID:

- (a) For account holders in CDSL: Your 16 digits beneficiary ID;
- (b) For account holders in NSDL: Your 8 Character DP ID followed by 8 Digits Client ID; and
- (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step 4: Enter the Image Verification as displayed and Click on “LOGIN”

Step 5: 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. If you have forgotten the password, then enter the User ID and the image verification code and click on “FORGOT PASSWORD” and enter the details as prompted by the system.

Step 6: Follow the steps given below if you are first time user:

(Applicable to both i.e. members holding shares in physical form as well as holding shares in Demat form)

Permanent Account Number (PAN)	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">▪ 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 no. is less than 8 digits enter the applicable number of 0's before the number after the first two (2) characters of the name in CAPITAL letters. E.g. if your name is Ramesh Kumar with sequence number 1 than enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio no. in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio no. <ul style="list-style-type: none">▪ Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the DP ID and Client ID / folio number in the Dividend Bank details field as mentioned in Step 3.

Step 7: After entering these details appropriately, click on “SUBMIT” tab.

Step 8: 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.

Step 9: For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Step 10: Click on the EVSN for relevant Company name (i.e. “CREATIVE CASTINGS LIMITED”) on which you choose to vote.

Step 11: 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.

Step 12: Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

Step 13: 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.

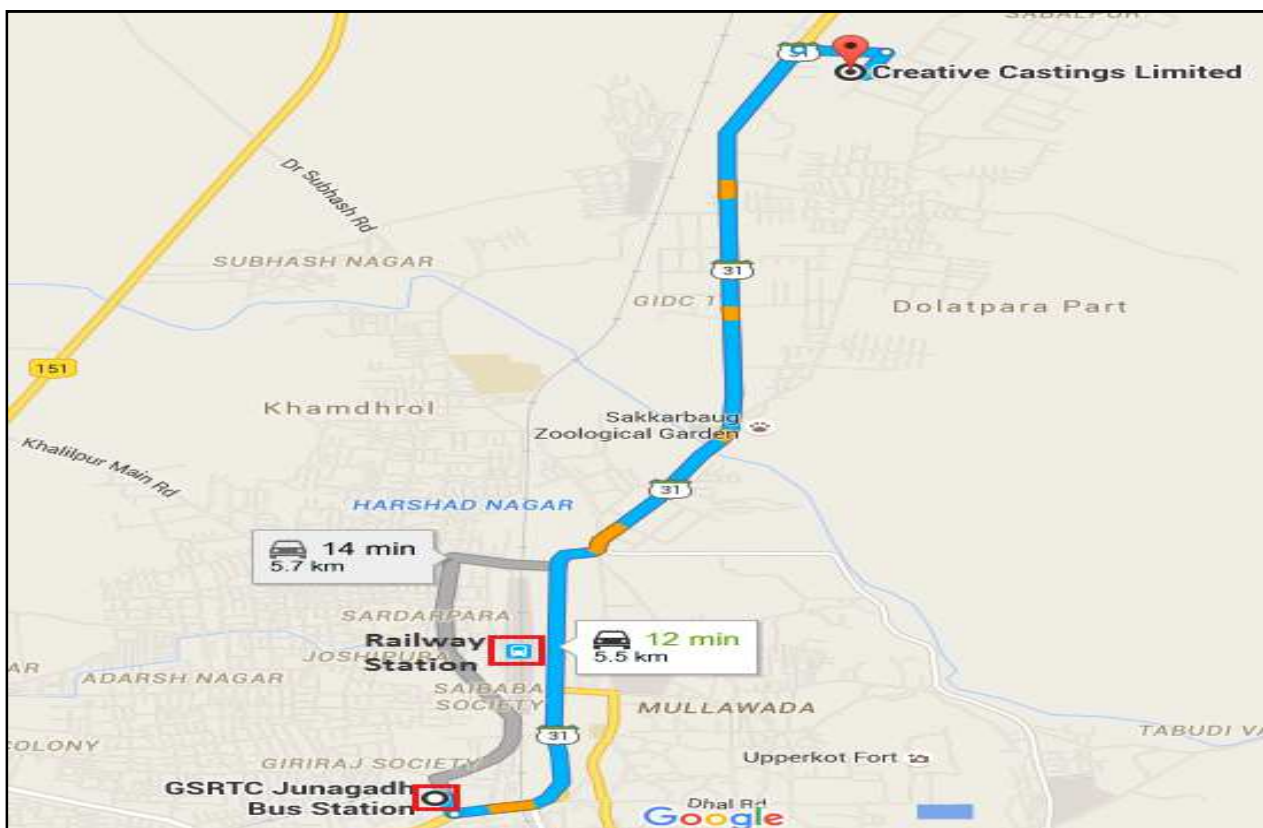
Step 14: Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

Step 15: You can also take a print of the votes cast by clicking on “CLICK HERE TO PRINT” option on the Voting page.

Section B: Other instruction regarding e-voting:

- (a) The voting period begins on Thursday, 1st September, 2016 from 09:00 A.M. and ends on Sunday, 4th September, 2016 upto 05:00 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** i.e. Monday, 29th August, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (b) Note for Non – Individual Members and Custodians :**
- Non-Individual Members (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 e-mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login 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.
- (c) Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.
- (d) Members 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (e) 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 or calling on Toll free No. 1800-200-5533.

26. Route-map for attaining the 31st Annual general Meeting of the Company:



STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

Item Nos. 06 to 08:

Mrs. Manishaben Khunt was appointed as an Additional Independent Director cum Women Director of the Company and, Shri Dhaval Dand and Shri Naimish Thanki were appointed as Additional Independent Directors of the Company in the Board of Directors' meeting held on 30th July, 2016.

As per Section 161 of the Companies Act, 2013, Additional Director(s) shall hold office up to the date of next Annual General Meeting of the Company. All the forenamed persons appointed as Additional Director so their term of Office expiring at 31st Annual General Meeting of the Company.

In accordance with the provisions of Section 149, 152 read with Schedule IV to the Companies Act, 2013, appointment of Independent Director(s) requires approval of the members. Based on recommendations of Nomination and Remuneration Committee, the Board of Directors have proposed that Mrs. Manishaben Khunt, Shri Dhaval Dand and Shri Naimish Thanki, be appointed as Independent Directors of the Company.

The Company has received a notice in writing from a member along with the deposit of the requisite amount as prescribed under section 160 of the Act proposing the candidatures of Mrs. Manishaben Khunt, Shri Dhaval Dand and Shri Naimish Thanki for the office of Independent Directors of the Company.

All the forenamed persons are not disqualified from being appointed as a director in terms of Section 164 of the Act and they has given their consents to act as a Director. The Company has received a declaration from all the forenamed persons confirming that they meets with the criteria as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements), 2015. In the opinion of the Board, all the proposed appointees namely Mrs. Manishaben Khunt, Shri Dhaval Dand and Shri Naimish Thanki fulfills the conditions for their appointment as an Independent Director as specified in the Act and rules made there under and the SEBI (Listing Obligations and Disclosure Requirements), 2015 and that the proposed Directors are independent of the management.

Brief particulars of proposed appointees is given in Annexure to this notice.

Copies of the draft appointment letters of all proposed appointee as an Independent Director setting out the terms and conditions is available for inspection by members at the registered office of the Company.

As per Secretarial Standard 2, details relating to the appointment or re-appointment of Directors is provided as an Annexure to this Notice.

Save and except Mrs. Manishaben Khunt, Shri Dhaval Dand and Shri Naimish Thanki and their respective relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out from Item No. 6 to Item No. 9 (both inclusive) of the Notice.

The Board commends the Ordinary Resolutions set out from Item No. 6 to Item No. 8 (both inclusive) of the Notice for approval by the members.

Registered Office:

Creative Castings Limited

10 2, GIDC-II Rajkot Road
Dolatpara, Junagadh
Phone: 0285-26602214 / 2660254
Fax: +91-285-2661348
E-Mail : info@creative-cast.com
web: www.creative-cast.com

For and on behalf of Board
for, Creative Castings Limited

Dhirubhai H. Dand
Chairman
DIN: 00416724

Dolatpara, 30th July, 2016

ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

DETAILS OF THE DIRECTORS SEEKING RE/APPOINTMENT IN ANNUAL GENERAL MEETING TO BE HELD ON 5TH SEPTEMBER, 2016

Name of Director	Shri P. M. Nadpara	Shri H. N. Vadgama	Mrs. Manishaben Khunt
Age	71 Years	43 Years	62 Years
Date of Appointment	19/08/2013	19/08/2013	30/07/2016
Qualification	MD (Doctor of Medicine)	B. E. Mechanical	B.A.
Experience	42 Years	18 Years	Nil
Terms and Conditions for appointment	Liable to retire by rotation and shall entitled to get sitting fees only.	Liable to retire by rotation and shall entitled to get sitting fees only.	As per the draft appointment letter as placed on the website of the Company and available at the Registered office. Shall entitled to hold the office of Director for a term of 5 years and entitled to get sitting fees only.
Details of Remuneration	N.A.	N.A.	N.A.
Shareholding in the Company	41927	10440	6899
No. of Board Meeting attained during the year			Nil
Relationship with other directors / KMPs of the Company	N.A.	Shri H. N. Vadgama is son of Shri Narottam C. Vadgama	N.A.
List of other Companies / LLP In which holding the position Of Director / Designated Partner	Nil	Eminent Trading (India) LLP	Nil
Membership / Chairmanship of Committees of Board	As at 31/03/2016: Member of Audit Committee and Nomination and Remuneration Committee As at 30/07/2016: Nil	As at 31/03/2016: Nil As at 30/07/2016: Nil	As at 30/07/2016: Member of Audit Committee and Nomination and Remuneration Committee
Name of Director	Shri Dhaval Dand	Shri Naimish Thanki	
Age	33 Years	42 Years	
Date of Appointment	30/07/2016	30/07/2016	
Qualification	11 th Standard	12 th Standard	
Experience	17 Years	21 Years	
Terms and Conditions for appointment	As per the draft appointment letter as placed on the website of the Company and available at the Registered office. Shall entitled to hold the office of Director for a term of 5 years and entitled to get sitting fees only.	As per the draft appointment letter as placed on the website of the Company and available at the Registered office. Shall entitled to hold the office of Director for a term of 5 years and entitled to get sitting fees only.	
Details of Remuneration	N.A.	N.A.	
Shareholding in the Company	15648	100	
No. of Board Meeting attained during the year	Nil	Nil	
Relationship with other directors / KMPs of the Company	N.A.	N.A.	
List of other Companies / LLP In which holding the position Of Director / Designated Partner	Nil	Nil	
Membership / Chairmanship of Committees of Board	As at 30/07/2016: Chairman of Audit Committee and Member of Nomination and Remuneration Committee	As at 30/07/2016: Chairman of Nomination and Remuneration Committee and Member of Audit Committee	