



NOTICE

for

Extra-ordinary General Meeting

NOTICE is hereby given that the Extra-ordinary General Meeting (“the Meeting”) of the Members of CREATIVE CASTINGS LIMITED (“the Company”) will be held on Saturday, the 28th Day of December, 2019 at 11:00 A.M. at 102 GIDC Phase-II, Rajkot Road, Dolatpara, Junagadh-362037, Gujarat, to transact the following business:

SPECIAL BUSINESS:

Item No. 1 - Appointment of Statutory Auditors’ to fill-up Casual Vacancy.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. J. C. Ranpura & Co., Chartered Accountants, Rajkot, [FRN: 108647W] be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. H. R. Dewani & Co., Chartered Accountants, Junagadh [FRN: 0140668W].”

“RESOLVED FURTHER THAT M/s. J. C. Ranpura & Co., Chartered Accountants, Rajkot, [FRN: 108647W] be and are hereby appointed as Statutory Auditors of the Company from 15th November, 2019 and that they shall hold the office of the Statutory Auditors of the Company until the conclusion of the ensuing 35th Annual General Meeting and that they shall conduct the Statutory Audit and/or Limited Review, as the case may be, for the financial year 2019-20 (i.e. for the period commenced from 1st April, 2019 and to be ended on 31st March, 2020) on such remuneration as may be fixed by the Board of Directors in consultation with Audit Committee of the Company plus applicable taxes and out of pocket expenses and on such other terms and conditions as may be provided in the Appointment letter or mutually agreed between both the parties.”

Registered Office:

Creative Castings Limited
CIN : L27100GJ1985PLC008286
102, GIDC-II, Rajkot Road
Dolatpara, Junagadh
Phone: 0285-26602214 / 2660254
Fax: +91-285-2661348
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: 00284065
Dolatpara,
25th November, 2019

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 1 of the Special Business 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. Pursuant to Section 105 of Companies Act, 2013 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. Proxies, in order to be effective, the proxy form 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 Extra-ordinary General Meeting (“EGM”). A Proxy form is annexed to this Notice.

4. 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.
5. The members / proxies are requested to bring duly filled attendance slip enclosed herewith.
6. The Company has fixed the cut-off date / Record date for the purpose of (e)voting at ensuing Extra-ordinary General Meeting is Saturday, 21st December, 2019.
7. The Notice of EGM is being sent in electronic mode to Members who have registered their e-mail address with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of EGM is being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s).
8. **Trading / Transfer in the shares of the Company shall compulsorily be done in dematerialized form only w.e.f. 1st April, 2019.** Pursuant to SEBI Press Release No. 12/2019 dated 27th March, 2019, SEBI had clarified that the investors may continue to hold such shares in physical form even after the 1st April, 2019 subject to condition that investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized. Shareholders are therefore advised to dematerialize your physical shareholding at the earliest, if not yet already done. 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 reduces 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.
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, 2016 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 EGM 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. 23.

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. Saturday, 21st December, 2019.

11. The members who have cast their vote by remote e-voting may also attend the EGM but shall not be entitled to cast their vote again. The member who votes both through e-voting and also at EGM, 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. 21st December, 2019 only shall be entitled to avail the remote e-voting facility as well as voting in the EGM.
13. Mr. Mayur Buha, proprietor of M. Buha & Co., Practicing Company Secretary (Membership No. F9000) 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 EGM, count the votes cast at the EGM 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 EGM 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 will be placed on the Company's website www.creative-cast.com and on the website of Central Depository Services Limited (CDSL) 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 EGM, subject to the receipt of sufficient votes.
16. 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 at its Registered office.
17. 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.
18. All documents referred to in the accompanying Notice 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 EGM of the Company.
19. With a view to using natural resources responsibly, we request shareholders to update their email address with their depository Participants to enable the Company to send communications electronically.
20. 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.
21. 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.
22. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
23. Voting process and instruction regarding e-voting:
Members should follow the following steps to cast their votes electronically:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25th December, 2019, 09.00 AM and ends on 27th December, 2019 at 05.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st December, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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 resolution 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (xi) Click on the EVSN for the relevant CREATIVE CASTING LIMITED on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for all mobile

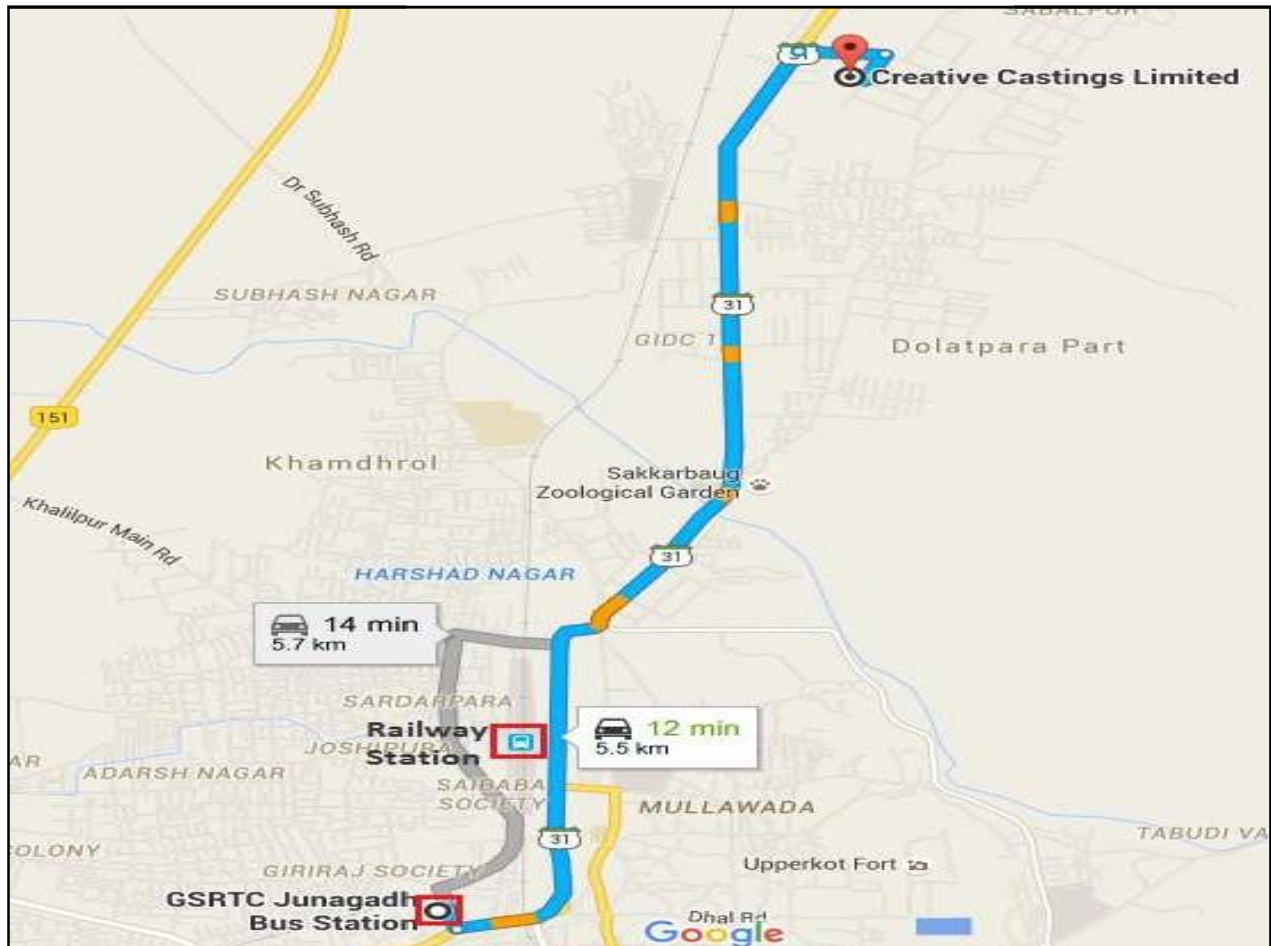
users. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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.

(xx) 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

24. Route-map for attaining the Extra-ordinary General Meeting of the Company:



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

Item Nos. 01:

M/s. H. R. Dewani & Co., Chartered Accountants, Junagadh [FRN: 0140668W] was appointed as a Statutory Auditor of the Company from the FY 2018-19 for a term of 5 (five) consecutive years, however, before expiry of said term they have tendered their resignation from the position of Statutory Auditors due to* their inability to continue to act as Statutory Auditor of Creative Casting Limited for succeeding period, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company, in its meeting held on 25th November, 2019, recommended that M/s. J. C. Ranpura & Co., Chartered Accountants, Rajkot, [FRN: 108647W], eligible for being appointed as a statutory auditor of the Company in pursuance to the provisions of the Companies act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. H. R. Dewani & Co., Chartered Accountants.

M/s. J. C. Ranpura & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and also provided their eligibility certificate. Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

Copy of resignation letter as received from M/s. H. R. Dewani & Co., Chartered Accountants, Consent-cum-Certificate as received from M/s. J. C. Ranpura & Co., Chartered Accountants are available for inspection of members during such period as envisaged in note no. 18 herein above.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

* To access the detailed reason of resignation, the shareholders are advised to refer either website of the Company or the Stock Exchange i.e. BSE Ltd.

Registered Office:

for and on behalf of Board
For, Creative Castings Limited

Creative Castings Limited
CIN : L27100GJ1985PLC008286
102, GIDC-II, Rajkot Road
Dolatpara, Junagadh
Phone: 0285-26602214 / 2660254
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mail : info@creative-cast.com
web: www.creative-cast.com

Dhirubhai H. Dand
Chairman
DIN: 00284065
Dolatpara,
25th November, 2019