

UDIN: F009000E000402415

**Annual Secretarial Compliance Report**  
[Pursuant to Reg. 24A of SEBI (LODR) Regulations, 2015]  
of  
**Creative Castings Limited**  
for the year ended 31st March, 2023

To,  
The Board of Directors,  
Creative Castings Limited  
**Registered office:**  
102, G.I.D.C. Phase-II  
Rajkot Road  
Dolatpara, Junagadh.

I, undersigned, being proprietor of M/s. M. Buha & Co., Company Secretaries, have examined:

- (a) all the documents and records those made available to me and explanation provided by Creative Castings Limited ("**the Company**"),
- (b) the filings / submissions made by the Company to the stock exchanges,
- (c) website of the Company,
- (d) any other documents / filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March, 2023 ("**Review Period**") in respect of compliance with the provisions of:
  - (i) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and
  - (ii) the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been generally examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**not applicable as there was no reportable event during review period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**not applicable as there was no reportable event during review period**);
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**not applicable as there was no reportable event during review period**);
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (**not applicable as there was no reportable event during review period**);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (in relation to the Companies Act and dealing with client);
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (not applicable as there was no reportable event during review period); and
- (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (in relation to compliance with Rights & Obligations of Issuer under Chapter VII)

and circulars/ guidelines issued thereunder; and based on the above examination, and considering the relaxations granted by regulator(s), I hereby report that, during the Review Period the compliance status of the Company is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS
1.	<b>Secretarial Standards:</b> The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118 (10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>▪ All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Company.</li> <li>▪ All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations / circulars / guidelines issued by SEBI.</li> </ul>	Yes	
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>▪ The Company is maintaining a functional website</li> <li>▪ Timely dissemination of the documents/ information under a separate section on the website</li> <li>▪ Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website</li> </ul>	Yes	
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the Company.	Yes	



5.	<b>Details related to Subsidiaries of the Company have been examined w.r.t.:</b> <ul style="list-style-type: none"> <li>▪ Identification of material subsidiary companies</li> <li>▪ Disclosure requirement of material as well as other subsidiaries</li> </ul>	NA	The Company do not have any subsidiary.
6.	<b>Preservation of Documents:</b> The Company is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	<b>Performance Evaluation:</b> The Company has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	<b>Related Party Transactions:</b> <ul style="list-style-type: none"> <li>▪ The Company has obtained prior approval of Audit Committee for all related party transactions; or</li> <li>▪ The Company has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</li> </ul>	Yes	
9.	<b>Disclosure of events or information:</b> The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	<b>Prohibition of Insider Trading:</b> The Company is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the Company / its promoters / directors / subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and	No	Refer Annexure-I to this Report.



circulars/ guidelines issued thereunder except as provided under separate paragraph herein.

<b>12.</b>	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	Prima facie, no other non-compliances observed other than those reported herein.
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Moreover, no instance for resignation of an Auditor of the Company during the review period, hence, noting to be reported w.r.t. compliances related to resignation of statutory auditors from the Company and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

The Company has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified in **Annexure – I** to this report.

The Company has taken the following actions to comply with the observations made in previous reports as appended at **Schedule – II** to this report.

This report shall be read in conjunction with “Disclaimer” clause appended to this report.

**M. Buha & Co.**  
Company Secretaries



  
**Mayur Buha**  
Proprietor

FCS No. 9000, C. P. No. 10487  
Junagadh, 29/05/2022  
PRC No. 1566/2021

## Annexure – I :- Details pertaining to non-compliance made by the Company:

Sr. No.	01
Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Disclosures of related party transactions every six months within fifteen days from the date of publication of its standalone and consolidated financial results.
Regulation / Circular No.	Regulation 23(9) of LODR Regulations
Deviations	Delay by 5 days in disclosure of related party transactions for the six months ended on March 31, 2022.
Action Taken by	BSE Limited (Stock Exchange)
Type of Action	Fine
Details of Violation	The Company was required to make disclosures of related party transactions for the six months ended on March 31, 2022 within 15 days of the publication of its standalone and consolidated financial results however it has made said disclosure within 20 days, thus, the BSE Limited had imposed a fine of Rs. 25,000.00 (calculated at the rate of Rs. 5,000.00 for each day of delay) for delay of 5 days.
Fine Amount	Rs. 25,000.00 + Rs. 4,500 IGST = Rs. 29,500.00
Observations / Remarks of the Practicing Company Secretary	There is delay in submission of disclosure of Related Party Transactions on the part of the Company and fine imposed by BSE Limited has been paid-off by the Company.
Management Response	As per the management perspective, it was delayed because XBRL taxonomy was not notified by the Stock Exchange, later on, after payment of said fine, the Company received an e-mail from the stock exchange for an extension of time in the submission of disclosure of Related Party Transactions. The Company has made a request to the Exchange for repayment of said fine but the request is yet not upheld by the Stock Exchange.
Remarks	No further remarks.



## Annexure – II :- Actions taken by the Company to comply with observations made in previous report:

Sr. No.	01
Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Management Discussion and Analysis Report shall contain the matters as prescribed in Para B of Schedule V to LODR Regulations in Annual Report.
Regulation/ Circular No.	Regulation 34(3) read with Para B of Schedule V to LODR Regulations.
Deviations	Not disclosed "Operating Profit Margin" ratio in the Management Discussion and Analysis Report of the FY 2020-21.
Action Taken by	It has disclosed aforesaid ratio in Management Discussion and Analysis Report of subsequent financial year.
Type of Action	Clarification
Details of Violation	Management Discussion and Analysis Report attached to the Annual Report for the FY 2020-21 do not contain "Operating Profit Margin" ratio.
Fine Amount	Nil
Observations/ Remarks of the Practicing Company Secretary	As detailed above
Management Response	Management noted the observations and rectified the defects from subsequent financial year.
Remarks	No further remarks.



**Disclaimer:****1. Scope of the Report:**

This report is limited to the statutory compliances on laws, regulations, guidelines, etc., listed herein, which have been applicable to the Company during the review period. The compliances made by the Company during the review period are observed in consonance with relaxations granted by regulators or due dates that were extended by regulators. This report is circumscribed to the financial year 2022-23 and the compliances due during the financial year.

**2. Not an Audit or Opinion:**

Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

**3. Management Representations:**

The undersigned has taken management representation on matters that were represented to them, and supporting documents thereof were not available.

**4. Disclaimer of Responsibility:**

Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Company. Undersigned's responsibility is to certify based upon examination of relevant documents and Information supplied in this regard. I disclaim any responsibility regarding the correctness and/or appropriateness of the documents supplied to me for the issuance of this report. The undersigned has conducted test checks on financial reporting, which are subject to review and reported by the statutory auditors of the Company.

**5. Purpose:**

This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**M. Buha & Co.**  
Company Secretaries



**Mayur Buha**  
Proprietor

FCS No. 9000, C. P. No. 10487  
Junagadh, 29/05/2022  
PRC No. 1566/2021