



CREATIVE
CASTINGS LTD.
AN ISO 9001 : 2008 COMPANY

The Symbol of Quality
Investment Castings

30th ANNUAL REPORT 2014-15

BOARD OF DIRECTORS:

Shri Dhirubhai H. Dand	(DIN : 00416724)	Chairman
Shri R. R. Bambhania	(DIN : 00146211)	Managing Director
Shri V. D. Patel	(DIN : 03562781)	Executive Director
Shri S. V. Vaishnav	(DIN : 00169472)	Executive Director
Shri N. C. Vadgama	(DIN : 00169209)	Director
Shri S. M. Thanki	(DIN : 00169266)	Director
Shri V. R. Vaishnav	(DIN : 00415090)	Director
Shri J. S. Thanki	(DIN : 00146168)	Director
Shri H. N. Vadgama	(DIN : 00145992)	Director
Shri P. S. Thanki	(DIN : 03547484)	Director
Shri P. M. Nadpara	(DIN : 00440296)	Director

AUDITORS:**SUBHASH AKBARI & CO.**

Chartered Accountants,
223 Shikhar Complex,
Jayshree Talkies Road, JUNAGADH
Phone : 0285 - 26 23 479

REGISTRAR & TRANSFER AGENT:**LINK INTIME INDIA PVT. LTD.**

C-13, Pannalal Silk Mills Compound,
L. B. S. Marg, Bhandup (w),
Mumbai-400 078.
Phones : 022-25963838, Fax : 022-25946969
Email : rnt.helpdesk@linkintime.co.in

REGISTERED OFFICE & WORKS**CREATIVE CASTINGS LIMITED**

102,GIDC-II, Rajkot Road,
Dolatpara, JUNAGADH
Phone : 0285-2660224 / 2660254
E-Mail : info@creative-cast.com
Web : www.creative-cast.com

BANKERS:**STATE BANK OF INDIA**

Circle Chowk, JUNAGADH-362001.

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NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **30th Annual General Meeting** ('the Meeting') of the members of **CREATIVE CASTINGS LIMITED** will be held on **Saturday, the 4th July, 2015 at 11.00 a.m.** at the Registered Office of the Company situated at 102, G.I.D.C., Phase-II, Rajkot Road, Dolatpara, Junagadh – 362 003. to transact the following Business.

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended at **31st March, 2015** and Reports of Boards' and Auditors' thereon.
2. To declare 10% Dividend on equity shares of the Company.
3. To appoint a Director in place of **Mr. N. C. Vadgama**, who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of **Mr. J. S. Thanki**, who retires by rotation and, being eligible, offers himself for reappointment.
5. To appoint a Director in place of **Mr. P. S. Thanki**, who retires by rotation and, being eligible, offers himself for reappointment.
6. To re-appoint Auditors and to fix their remuneration.

PLACE : JUNAGADH
DATE : 30/05/2015

BY ORDER OF THE BOARD
For Creative Castings Ltd

Reg. Office:
CREATIVE CASTINGS LIMITED
102, GIDC-II, Rajkot Road
Dolatpara, JUNAGADH
Phone : 0285-2660224 / 2660254
Fax: +91-285-2661348
E-Mail : info@creative-cast.com
web: www.creative-cast.com

(Dhirubhai H. Dand)
Chairman
DIN : 00416724

Notes :

1. A member entitled to attend and vote at the Meeting is entitled to appoint proxy to attend and vote instead of himself/ herself and the proxy need not be a member 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 proxy and such person shall not act as a proxy for any other person or shareholder.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 27th June, 2015 to Saturday the 04th July, 2015 (both days inclusive) for determining the names of members eligible for dividend on equity shares, if declared at the Meeting.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members who hold the shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the AGM.
5. 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 then information should be passed on directly to their respective Depository Participants and not to the Company / Share Transfer Agent without any delay.
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 June 26, 2015;
 - 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 June 26, 2015.
7. 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.
 8. In terms of Section 205A and 205C of the Companies Act, 1956, 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 2007-08 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 2007-2008 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.
 9. Relevant documents referred to in the accompanying Notice and the Statement, if any, are open for inspection by the members at the Registered Office of the Company on all working days, except Friday, during business hours up to the date of the Meeting.
 10. 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.
 11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
 12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

PLACE : JUNAGADH
DATE : 30/05/2015

BY ORDER OF THE BOARD
For Creative Castings Ltd

Reg. Office:
CREATIVE CASTINGS LIMITED
 102, GIDC-II, Rajkot Road
 Dolatpara, JUNAGADH
 Phone : 0285-2660224 / 2660254
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(Dhirubhai H. Dand)
Chairman
 DIN : 00416724

ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT IN ANNUAL GENERAL MEETING TO BE HELD ON 4th JULY, 2015

Name of Director	Mr. N. C. Vadgama	Mr. J. S. Thanki	Mr. P. S. Thanki
Date of Birth	15/11/1947	17/07/1973	02/05/1977
Date of Appointment	22/11/1985	19/08/2013	19/08/2013
Qualification	D.M.E.	B.E. Mech.	D.M.E.
Expertise in specific functional areas	Around 42 years' experience in Engineering field.	Around 20 years' experience in Engineering field.	Around 5 years' experience in Engineering field.
List of other Companies / LLP In which holding the position Of Director / Designated Partner	<u>Public Companies</u> Austin Engg. Co. Ltd. <u>Private Companies / LLP</u> NIL	<u>Public Companies</u> NIL <u>Private Companies / LLP</u> Eminent Trading (India) P. Ltd.	<u>Public Companies</u> NIL <u>Private Companies / LLP</u> Max Precision Bearings P. Ltd.

BOARD'S REPORT

To the Members,

Your Directors have pleasure in presenting the **30th Annual Report** together with the Audited financial statements of the Company for the Financial Year ended **31st March 2015**.

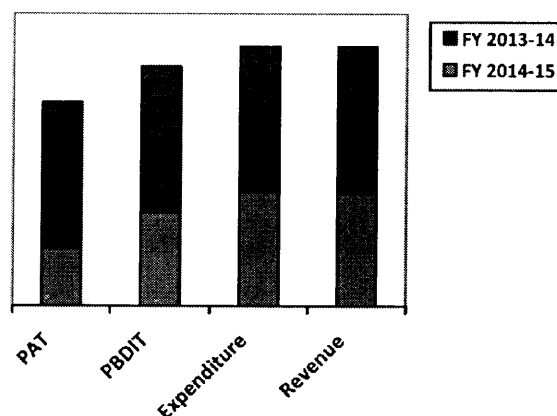
FINANCIAL RESULTS

Particulars	For the year ended 31-03-15 (Rs.)	For the year ended 31-03-14 (Rs.)
- Gross Profit before Interest, Depreciation and Taxation	2,61,86,773	4,11,35,527
LESS : Interest	3,14,466	39,498
Profit before Depreciation	2,58,72,307	4,10,96,029
LESS : Depreciation	52,17,122	75,05,259
Profit Before Tax	2,06,55,185	3,35,90,770
LESS : Provision for Taxes		
- Current Tax	39,84,000	66,50,000
- Deferred Tax/ (Credit)	9,12,878	11,06,712
	48,96,878	77,56,712
Profit after Tax.....	1,57,58,307	2,58,34,058
Surplus B/F from last year	7,78,02,718	5,87,70,998
Profit available for appropriation	9,35,61,025	8,46,05,056
APPROPRIATIONS		
1) Adjustment relating to fixed assets	155346	0
2) Proposed Dividend @10% (Previous year 25% interim)	13,00,000	32,50,000
3) Provision for tax on the above dividend	2,64,649	5,52,338
4) General Reserve	16,00,000	30,00,000
BALANCE C/F TO BALANCE-SHEET	9,02,41,030	7,78,02,718

COMPANY'S PERFORMANCE & AFFAIRS:

Performance highlights of the Company:

- Operational revenue of the Company is decreased by 22.79 percent as compared to previous financial year;
- Similarly, aggregate expenditure of the Company also decreased by 22.54 percent compared to previous financial year;
- PBDIT considerably reduced by 36.34 percent as against the previous financial year;
- PAT also reduced by 61% against the previous financial year



During the FY 2014-15 the Company has performed reasonably well against the overall industries performance. The Company has taken all remedial measures for cost cutting and taken steps to increase better sales realization and the company has taken all steps to improve its sales which will be in the benefit of the company.

Company has upgraded its machinery by installing Autoclave Machinery resultant enhancement of production capacity from 50 M.T. to 70 M.T. per month.

No Material changes and commitments have occurred after the close of the financial year till the date of this report, which affect the financial position of the Company.

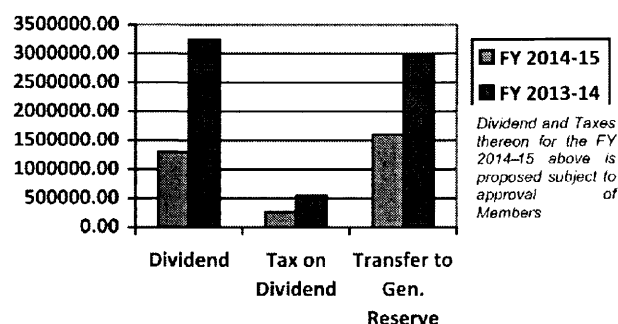
The Company was exclusively listed on OTC Exchange of India ('the Stock Exchange'), however, pursuant to letter no. 0020/LSTG/14-15/0421 of the Stock Exchange dated January 13, 2015 the Company was migrated to Dissemination Board of BSE. According to reference made in the stated letter with respect to Clause 3.2 of SEBI Circular dated 30th May, 2012 "Companies failing to list on other stock exchange, will cease to be a listed company and shall be moved to the Dissemination Board by the existing Stock Exchange" hence virtually status of the company considered as Company ceased to Listed considering the terminology used in the stated letter.

DIVIDEND & TRANSFER TO RESERVE:

During the FY 2013-14, the Board had declared interim Dividend 25% (Rs. 2.50 per equity share). Considering the reduction of sales, profit etc. your Directors have recommended 10% (Re. 1.00 per equity share) as final Dividend for the financial year ended 31st March, 2015 subject to approval of members at forthcoming 30th Annual General Meeting.

The Company has paid Rs. 5,52,338/- as Dividend distribution Tax on the interim Dividend declared during the FY 2013-14 and made provision of Rs. 2,64,649/- to mitigate taxes on the proposed Dividend, if declared, for the financial year ended on 31st March, 2015.

During the FY 2014-15, the Company has transferred Rs. 16,00,000/- into General Reserves of the Company.



DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, the Directors would like to state that:

- (i) In the preparation of the Annual Accounts of the Company for the year ended on 31st March, 2015, the applicable accounting standards have been followed and there are no material departures for the same;
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The directors have prepared the Annual Accounts on a going concern basis; and
- (v) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS & KEY MANAGERIAL PERSONNEL:

- a) Mr. N. C. Vadgama, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.
- b) Mr. J. S. Thanki, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.
- c) Mr. P. S. Thanki, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment.
- d) Your Company has appointed Mr. Ashok Shekhat, as Chief Financial Officer of the Company during the year under review.

AUDITORS AND THEIR REPORT:

SUBHASH AKBARI & CO, Chartered Accountants, retire as Auditors of the Company at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. We recommend their re-appointment. They have furnished a Certificate to the effect that their appointment, if made, will be in accordance with the limits specified in Section 139 (1) of the Companies Act, 2013.

The Auditors report and notes on financial statement as referred in their report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remarks.

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

The disclosure of particulars with respect to conservation of energy, a statement giving details of Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed hereto as Annexure – I.

INTERNAL FINANCIAL CONTROL:

The Company has devised proper system of internal financial control. Even, the Board has appointed Mr. J. M. Upadhyay being employee of the Company as an Internal Auditor of the Company pursuant to provisions of Section 138 of the Companies Act, 2013 in order to ensure proper internal financial control.

INDUSTRIAL RELATIONS:

The Industrial Relations between the Management and Employees of the Company at all Levels continued to be extremely cordial during the entire year.

CONTRACTS AND ARRANGEMENT WITH RELATED PARTIES:

All Contracts / Arrangements / transactions entered by the Company during the financial year with related parties were in ordinary course of business and on arm's length basis. During the financial year the company was not entered into Contracts / Arrangements / transactions with related parties except remuneration paid to relatives of Directors. Particulars of related party transactions described in Form AOC-2 are annexed herewith as Annexure – II.

RISK MANAGEMENT:

Your Company has not set-up separate risk management Committee or policy thereon, however, your Management, from time-to-time, identify, analyses, evaluate and mitigate the industrial, economical, financial, other risk emerges in the course of business.

MEETING OF THE BOARD:

6 (Six) meetings of the Board were held during the financial year on 5th April, 2014, 29th May, 2014, 24th June, 2014, 30th July, 2014, 21st October, 2014 and, 29th January, 2015.

EXTRACT OF ANNUAL RETURN:

Extract of Annual Return of the Company is annexed herewith as Annexure - III

CERTIFICATES

The Company possessed the following certificates.

- (1) ISO 9001:2008 , (2) ISO 14001 , (3) BS OHSAS 18001, (4) PED 97/23/EC & AD2000 MERKBLATT W0 Certified
(5) IBR Awarded 'Well Known Foundry'

OTHER INFORMATION:

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

1. There is no need to appoint independent Director/s on the Board, hence, need not required to give any statement on declaration received from independent Director/s u/s. 149(6) of the Companies Act, 2013;
2. The Company has not formulated any policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of directors and other matters provided under sub-section (3) of section 178;
3. Pursuant to *vide* letter no. 0020/LSTG/14-15/0421 of the Stock Exchange dated January 13, 2015, your company ceased to Listed, hence, no need to appoint Secretarial Auditor to get secretarial records audited and obtain Secretarial Audit report pursuant to Section 204 of the Companies Act, 2013;
4. Company has not provided Loans, Guarantees or made Investment pursuant to Sec.186 of the Companies Act, 2013;
5. The Provision of Section 135 of the Act with respect to Corporate Social Responsibility (CSR) is not applicable to the Company, hence, there is no need to develop policy on CSR and take initiative thereon;
6. The sub-clause (p) of sub-section (3) of Section 134 is not applicable to Company, hence, no need to address statement on performance evolution of Board and Committees of the Company;

7. The Company do not have any subsidiary, joint venture or, associate Company, hence, no need to state anything about the same;
8. The Company has not accepted deposits covered under Chapter V of the Act;
9. No significant material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
10. Since, the Company having paid-up capital less than the threshold provided under Clause 49 of the Listing Agreement, hence, the Company need not required to address Reports on Corporate Governance, certificate/s pertains thereto and, Management Discussion and Analysis Report.

INSURANCE : All moveable and fixed Assets are adequately insured.

HUMAN RESOURCES

The high level of motivation of the employees and their identification with the Company is the basis for the creation of a strong team, who continuously advance the innovative brands and superior technologies with their inventive talent and pioneering spirit. The training courses are evolved to internalize the principles of sustainable development and to uphold the Company's corporate culture based on fairness and team spirit.

APPRECIATION:

Your Directors are grateful for the support and co-operation given by the Shareholders, Government Authorities, Company's Bankers, Insurance Company, Employees, Customers & Suppliers during the year under review.

PLACE : JUNAGADH
DATE : 30/05/2015

BY ORDER OF THE BOARD
For Creative Castings Ltd

(Dhirubhai H. Dand)
Chairman
DIN : 00416724

ANNEXURES TO THE DIRECTORS' REPORT

Annexure –I

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

1. CONSERVATION OF ENERGY

Your Company has identified second source of energy by installing two Windmills. Such windmills were not installed during the year but consequent to installation, the cost of energy reduced substantially over a period of time. Moreover, the Company has earned Rs. 1, 37,65,339/- revenue from windmills during the year under review.

2. TECHNOLOGY ABSORPTION

Your company operates on in house - technology developed for the products. During the year, the Company has upgraded its machinery by installing Autoclave Machinery resultant enhancement of production capacity from 50 M.T. to 70 M.T. per month.

Your company has adopted various steps with regards to develop new composition of metals, improve upon grain structure and control of the inclusion rating by introducing use of latest melting and metal purifying practices

3. FOREIGN EXCHANGE EARNINGS & OUTGO

Foreign Exchange Earnings on account of Export is equivalent to Rs. 10,25,55,544/- (Previous Year 13,46,26,137/-). The total Foreign exchange used by way of purchase of Raw materials Rs. 3,94,264/- (Previous Year Rs. NIL) and for Traveling Expenses Rs.1,39,133/- (Previous Year Rs.80,844/-)

PLACE : JUNAGADH
DATE : 30/05/2015

BY ORDER OF THE BOARD
For Creative Castings Ltd

(Dhirubhai H. Dand)
Chairman
DIN : 00416724

Annexure-II
Form No. AOC-2

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

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

1	Details of contracts or arrangements or transactions not at arm's length basis	
(a)	Name(s) of the related party and nature of relationship	
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	
2	Details of material contracts or arrangement or transactions at arm's length basis	
(a)	Name(s) of the related party and nature of relationship	1) Dipti S. Vaishnav (wife of Director)* 2) Kokilaben D. Dand (wife of Director) 3) Heena V. Patel (wife of Director)
(b)	Nature of contracts/arrangements/transactions	Employment in the Company
(c)	Duration of the contracts / arrangements/transactions	Till retirement as per Company's Policy / Resignation whichever is earlier
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	1) Remuneration to Dipti S. Vaishnav: Rs. 37,379/- per month 2) Remuneration to Kokilaben D. Dand: Rs. 42,676/- per month 3) Remuneration to Heena V. Patel: Rs. 42,676/- per month
(e)	Date(s) of approval by the Board, if any:	Nobody were appointed during the year under review
(f)	Amount paid as advances, if any:	Not applicable

* Employment with the Company till 30/09/2014

PLACE : JUNAGADH
DATE : 30/05/2015
BY ORDER OF THE BOARD
For Creative Castings Ltd
(Dhirubhai H. Dand)
Chairman
DIN : 00416724

Annexure-III
Form No.MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31/03/2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I	REGISTRATION AND OTHER DETAILS:	
i)	CIN	L27100GJ1985PLC008286
ii)	Registration Date	22/11/1985
iii)	Name of the Company	Creative Castings Limited
iv)	Category/Sub-Category of the Company	Company Limited by shares / Indian Non-Government Company
v)	Address of the Registered office and contact details	102, GIDC Phase-II Rajkot Road, Dolatpara, Junagadh
vi)	Whether listed company	Yes (As per MCA data)
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime Pvt.Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (w), Mumbai-400078. Phone No: 022-25963838, Fax: 022-25946969, Email id: rnt.helpdesk@linkintime.co.in
II	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
	All the business activities contributing 10 % or more of the total turnover of the company	<u>Insertion - A</u>
III	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	<u>Insertion - B</u>
IV	SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)	
	Category wise Share holding	<u>Insertion - C</u>
	Shareholding of promoters	<u>Insertion - D</u>
	Change in Promoters' Shareholding	<u>Insertion - E</u>
	Shareholding pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	<u>Insertion - F</u>
	Shareholding of Directors and Key Managerial Personnel	<u>Insertion - G</u>
V	INDEBTEDNESS	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	<u>Insertion - H</u>
VI	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
	Remuneration to Managing Director, Whole-time Directors and/or Manager	<u>Insertion - I</u>
	Remuneration to other directors	<u>Insertion - J</u>
	Remuneration to Key Managerial Personnel other than MD/MANAGER/WTG	<u>Insertion - K</u>
VII	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES	<u>Insertion - L</u>

PLACE : JUNAGADH
DATE : 30/05/2015

BY ORDER OF THE BOARD
For Creative Castings Ltd

(Dhruv H. Dand)
Chairman
DIN : 00416724