

32<sup>ND</sup> ANNUAL REPORT  
F.Y. 2016-17





**BOARD OF DIRECTORS:**

Shri D. 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 V. R. Vaishnav	( DIN : 00415090) Director
Shri J. S. Thanki	( DIN : 00146168) Director
Shri H. N. Vadgama	( DIN : 00145992) Director
Shri P. M. Nadpara	( DIN : 00440296) Director
Mrs. M. P. Khunt	( DIN: 07580046) Women Independent Director
Shri D. L. Dand	( DIN: 07573067) Independent Director
Shri N. R. Thanki	( DIN: 07573042) Independent Director

**STATUTORY AUDITORS':****SUBHASH AKBARI & CO.**

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

**SECRETARIAL AUDITORS':****M. BUHA & CO.**

Company Secretaries  
201/B, Helix Complex, Opp. Hotel Surya,  
Sayajigunj, Vadodara-390005.  
Phone : +91 73 8350 8350

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

C 101, 247 Park,  
L. B. S. Marg, Vikhroli (W),  
Mumbai-400 083.  
Phones : 022- 49186270,  
Fax : 022- 49186060  
Email : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)  
Web.: [www.linkintime.co.in](http://www.linkintime.co.in)

**REGISTERED OFFICE & WORKS:****CREATIVE CASTINGS LIMITED**

102, GIDC-II, Rajkot Road,  
Dolatpara,  
Junagadh.  
Phone : 0285-2660224 / 2660254  
Fax.: 0285-2661348  
E-Mail : [info@creative-cast.com](mailto:info@creative-cast.com)  
Web.: [www.creative-cast.com](http://www.creative-cast.com)

**CFO:**

Shri Ashok Shekhat  
E-Mail : [info@creative-cast.com](mailto:info@creative-cast.com)

**COMPANY SECRETARY:**

Ms. Ekta Bhimani (Appointed w.e.f. 12/08/2017)  
E-Mail : [info@creative-cast.com](mailto:info@creative-cast.com)

**BANKERS:**

**STATE BANK OF INDIA**  
Circle Chowk, Junagadh-362001.

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## NOTICE

NOTICE is hereby given that the 32<sup>nd</sup> (Thirty Second) Annual General Meeting ("the Meeting") of the Members of CREATIVE CASTINGS LIMITED ("the Company") will be held on Saturday, the 23<sup>rd</sup> Day of September, 2017 at 11:00 A.M. at 102 GIDC 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, 2017, together with the Reports of the Board of Directors and the Auditors thereon;
2. To appoint a Director in place of Shri Dhirubhai H Dand (DIN 00416724), who retires by rotation and, being eligible, offers himself for reappointment;
3. To appoint a Director in place of Shri Vallabhbhai R. Vaishnav (DIN 00415090), who retires by rotation and, being eligible, offers himself for reappointment;
4. To appoint Auditor and fix their remuneration.

*Members are requested to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:*

"RESOLVED THAT, pursuant to Section 139 and 142 of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, pursuant to proposal of audit committee of the Board and recommendation of the Board, M/s. B. H. Advani & Associates, Chartered Accountants, Junagadh (Firm Registration No. 117127W) be and is hereby appointed as a Statutory Auditor of the Company, to hold office for a period of five (5) consecutive years commencing from financial year 2017-18, on a remuneration that may be determined by the audit committee in consultation with the auditors subject to the approval of the Board."

Registered Office:

#### **Creative Castings Limited**

CIN : L27100GJ1985PLC008286

10 2,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: 00416724

Dolatpara, 12<sup>th</sup> August, 2017

### 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 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
2. 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 32<sup>nd</sup> Annual General Meeting (AGM). A Proxy form is annexed to this report.
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. The members / proxies are requested to bring duly filled attendance slip enclosed herewith.
5. The Register of members and Share Transfer Books of the Company will remain closed from 16<sup>th</sup> September, 2017 (Saturday) to 23<sup>rd</sup> September, 2017 (Saturday) (both days inclusive).
6. The Notice of AGM and Annual Report are 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 AGM and Annual Report are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s).

7. 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.
8. 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.
9. 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 32<sup>nd</sup> 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. 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, 16<sup>th</sup> September, 2017.

10. 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 32<sup>nd</sup> AGM, the votes casted through e-voting shall prevail.
11. 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. 16<sup>th</sup> September, 2017 only shall be entitled to avail the remote e-voting facility as well as voting in the 32<sup>nd</sup> AGM.
12. 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.
13. 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 will be placed on the Company's website [www.creative-cast.com](http://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.
14. The resolution shall be deemed to be passed on the date of 32<sup>nd</sup> AGM, subject to the receipt of sufficient votes.
15. 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).
16. In terms of Section 124 and 125 of the Companies Act, 2013, any dividend, remaining unpaid or unclaimed for a period of seven years from the date of transfer of such dividend to Unpaid Dividend Account of a company shall be transferred by the company along with interest accrued, if any to the Fund established known as Investors' Education and Protection Fund (IEPF). Accordingly, the unpaid or unclaimed dividend, if any, for the financial year 2009-10 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 2009-2010 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 are transferred to Unpaid Dividend Account of company and no payment shall be made in respect of any such claims.

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 32<sup>nd</sup> AGM of the Company.
19. 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.
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:**

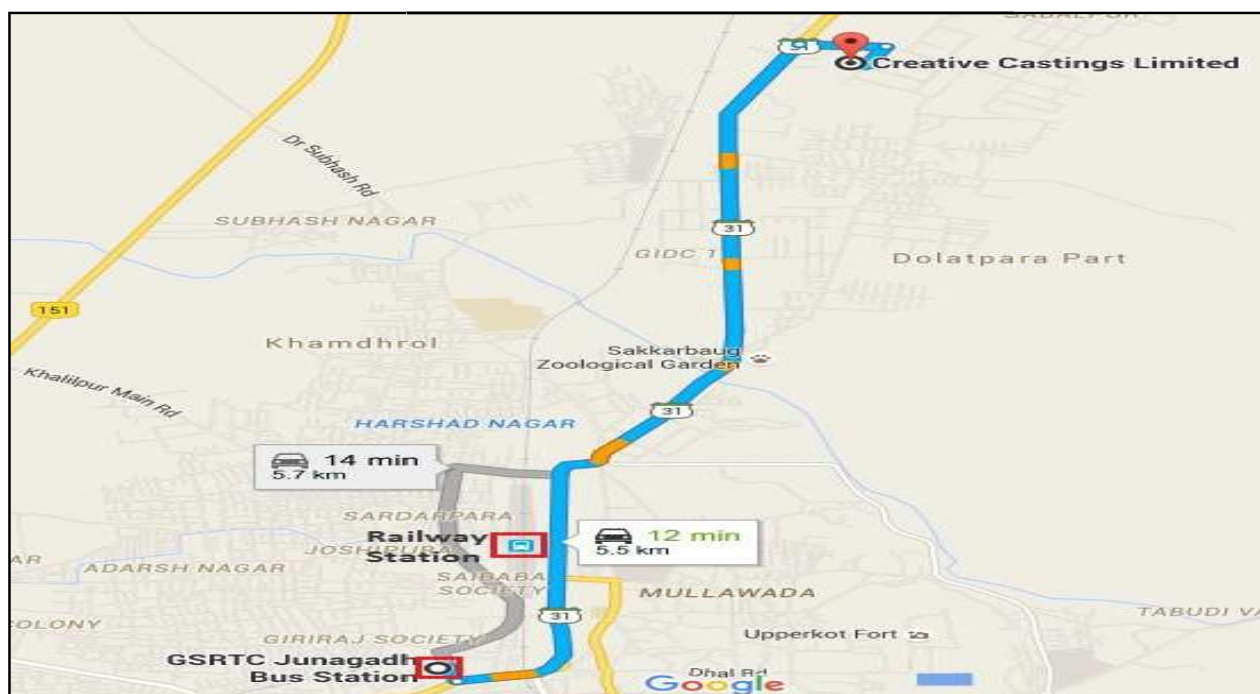
- (i) The voting period begins on 19<sup>th</sup> September 2017, 11.00 AM and ends on 22<sup>nd</sup> September, 2017 at 05.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 16<sup>th</sup> September, 2017 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](http://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](http://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	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"> <li>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.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> <li>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).</li> </ul>

- (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 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions 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](http://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](mailto: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](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

## 24.Route-map for attaining the 32<sup>nd</sup> Annual general Meeting of the Company:



## ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

Details of the directors seeking re/appointment in 32<sup>nd</sup> Annual General Meeting to be held on 23rd September, 2017

Name of Director	Shri Dhirubhai H Dand	Shri Vallabhbhai R. Vaishnav
Age	68 years	74 years
Date of Appointment	22/11/1985	1/11/1986
Experience	42 years	45 years
Qualification	Fellow Member of ICAI	Master in Surgery
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.
Details of Remuneration	N.A.	N.A.
Shareholding in the company	26490 shares	17000 shares
No of Board meetings attend during the year	4 (Four)	4 (Four)
Membership of Committees of Board	Audit Committee and Nomination and Remuneration Committee	N.A.
Chairmanship of Committees of Board	N.A.	N.A.
Relationship with other directors/KMPs of company	Father of Mr. V. D. Patel, Executive Director of the Company.	Father of Mr. S. V. Vaishnav, Executive Director of the Company.
List of other Companies/LLPs in which holding the position of Director/Designated Partner	N.A.	N.A.



## BOARD'S REPORT

To The Members,

The Board of Directors hereby submits the 32<sup>nd</sup> Annual report of your Company ('the Company' or 'Creative'), along with the audited financial statement, for the financial year ended on March 31, 2017 ('Year' or 'Financial Year').

### FINANCIAL RESULTS:

(Amount in Rs.)		
Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
(i) Sales (Net of Excise Duty) and other income	26,40,53,346	25,84,25,212
(ii) Gross Profit before Interest, Depreciation and Taxation (PBIDT)	3,89,17,965	3,88,21,364
Less : Interest	22,261	1,957
(iii) Profit before Depreciation	3,88,95,704	3,88,19,407
Less : Depreciation	54,42,622	56,22,129
(iv) Profit Before Tax (PBT)	3,34,53,082	3,31,97,278
(v) Less: Provision for Taxes:		
(a) Current Tax	70,16,000	64,61,390
(b) Deferred Tax	(3,64,736)	11,49,475
	66,51,264	76,10,865
(vi) Profit after Tax (PAT / PAIDT)	2,68,01,818	2,55,86,413
(vii) Profit B/F from previous financial year	10,81,33,495	9,02,41,030
(vii) Profit available for appropriation	13,49,35,313	11,58,27,443
(ix) Less : Appropriation		
(a) Dividend: 100 % (2015-16: 30%)	1,30,00,000	39,00,000
(b) Tax on Dividend	26,46,494	7,93,948
(c) Transfer to General Reserve	30,00,000	30,00,000
(x) Surplus carried to Balance Sheet	11,62,88,819	10,81,33,495

### COMPANY'S PERFORMANCE & AFFAIRS:

Performance highlights of the Company:

- Operational revenue of the Company is improved by 3.22 percent as compared to previous financial year;
- Similarly, aggregate expenditure of the Company also increased by 2.39 percent compared to previous year figures;
- PBIDT shows increment of around less than 1 percent as against the previous financial year which indicates improvement in the Financial Condition of the Company.
- PAIDT considerably increased by 4.75 percent as against the previous financial year.

During the FY 2016-17, your Company has performed reasonably good against the overall industrial performance. The Company has taken all remedial measures for cost reduction, taken steps to increase better sales realization and has taken all steps to improve its sales which will be in the benefit of the company and all stakeholders.

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

### DIVIDEND:

Your Directors have recommended 100% (i.e. Rs. 10.00) per fully paid equity share as interim Dividend for the financial year 2016-17 and have decided that whatever amount declared as Interim Dividend shall be considered as final. No further dividend is recommended. In immediate previous financial year, your Company had declared 30% (i.e. Rs. 3.00) per equity share as final Dividend.

**MEETINGS OF THE BOARD:**

Regular meetings of the Board are held to review performance of the Company, to discuss and decide on various business strategies, policies and other issues. During the financial year ended 31<sup>st</sup> March, 2017, 4 (four) meetings of the Board of Directors were convened and held on May 25, 2016, July 30, 2016, October 22, 2016, and February 4, 2017 wherein following Directors were present:

SR. NO.	NAME OF THE DIRECTORS	25/05/2016	30/07/2016	22/10/2016	04/02/2017
1.	D. H. Dand	P	P	P	P
2.	R. R. Bambhania	A	P	P	P
3.	S. V. Vaishnav	P	P	P	P
4.	V. D. Patel	P	P	P	P
5.	D. L. Dand	N.A.	N.A.	P	P
6.	N. R. Thanki	N.A.	N.A.	P	P
7.	M. P. Khunt (Ms.)	N.A.	N.A.	P	P
8.	A. K. Goswami (Ms.)	P	A	N.A.	N.A.
9.	J. S. Thanki	P	P	P	A
10.	N. C. Vadgama	P	A	P	A
11.	P. M. Nadpara	A	A	A	P
12.	H. N. Vadgama	A	A	P	P
13.	V. R. Vaishnav	P	P	P	P
14.	P. S. Thanki	A	A	N.A.	N.A.

“P” denotes “Present” and “A” denotes “Absent with Leave”.

**TRANSFER TO RESERVE:**

During the year under review, your Company has transferred Rs. 30 lakhs to General Reserve of the Company.

**DIRECTOR'S & KEY MANAGERIAL PERSONNEL (KMP):****(i) Appointment:**

Shri Dhaval L. Dand, Shri Naimish R. Thanki and Ms. Manishaben P. Khunt were appointed as Additional Directors of the Company, in the meeting of Board of Directors held on July 30, 2016, in the capacity of Independent/non-executive Directors and they were entitled to hold the office till the last Annual General Meeting held on September 5, 2016. The Company had received notice under Section 160 of the Companies Act, 2013 from a member proposing their candidature for the office of Director of the Company. Your Board had recommended their appointment in the last Annual General Meeting held on September 5, 2016, and members consented the appointment of forenamed persons as Independent Directors of the Company.

**(ii) Cessations:**

Pursuant to Section 161 of the Companies Act, 2013, Ms. Arati K. Goswami was appointed as an Additional Director of the Company, in the Board of Directors meeting held on July 30, 2015, in the capacity of Independent/non-executive Women Director and she was entitled to hold the office till the last Annual General Meeting held on September 5, 2016. However, due to her personal reasons, she disinclined to get her appointment ratified at Annual General Meeting and accordingly she has tendered her resignation w.e.f. July 30, 2016 which is noted by the Board in its meeting held on July 30, 2016.

Mr. Pinak Thanki was appointed as a Director of the Company from August 19, 2013 and due to his permanent shift to abroad he has also tendered his resignation from the Board which is effective from July 30, 2016.

**(iii) Retire by Rotation:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Shri Dhirubhai H. Dand and Shri Vallabh R. Vaishnav, Directors of the Company are liable to retire by rotation at the ensuing 32<sup>nd</sup> Annual General Meeting and, being eligible offers themselves for re-appointment. Your Board has recommended to reappoint them as a Director of the Company.

**(iv) KMP:****Cessation-**

Pursuant to Section 203 of the Companies Act, 2013, Mr. Dharmeshkumar Ashwinbhai Chauhan, an associate member of the Institute of Company Secretaries of India was appointed as the whole-time Company Secretary-cum-Compliance Officer of the Company from September 1, 2015. He tendered his resignation from the said post w.e.f. 30 June, 2017 and has been relieved from all his duties.