



VIRAT CRANE INDUSTRIES LTD.,

D.No. 25-18-54, Opp. CRANE BETEL NUT POWDER WORKS OFFICE, Main Road,
Sampathnagar, **GUNTUR - 522 004**, Phone : 0863 - 2223311
CIN No : L74999AP1992PLCO14392

05.09.2017

The General Manager - Operations,
Bombay Stock Exchange Limited,
PJTowers, Dalal Street,
MUMBAI – 400 001.

Dear Sir,

Sub:- Notice of 25th AGM

Pursuant to the Listing Agreement with BSE and regulation 30 read with Schedule III of SEBI (LODR) Regulations 2015, please find enclosed here with the notice of 25th Annual general meeting of the company to be held on 29th September 2017.

You are requested to please take on record the above said information for your reference.

Yours faithfully,

For Virat Crane Industries Limited

R. Adi Venkata Rama

CS Adi Venkata Rama.R
(Company Secretary & compliance Officer)





NOTICE OF THE 25TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of the members of M/s. Virat Crane Industries Limited will be held on Friday, 29th September, 2017 at 11.00 A.M. at Crane Infrastructure Limited Premises, Ankireddypalem Village, NH-5, Chilakaluripet Road, Guntur to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited standalone Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors.
2. To declare dividend of 0.50 R.e per equity share of the company for the financial year ended 31st March, 2017.
3. To appoint a Director in place of Mrs. Himaja.M (DIN 06505782) who retires by rotation and being eligible, offers herself for reappointment.
4. Appointment of M/s. Anantha & Associates (FRN: 010642S), Chartered Accountants, Guntur, as the Statutory Auditors of the Company and fix their remuneration and in this regard 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 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), M/s. Anantha & Associates (FRN: 010642S), Guntur be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. Nagaraju & Co, Chartered Accountants, Statutory Auditors of the Company retiring at the conclusion of this Annual General Meeting) for a period of Five years i.e. from the conclusion of this 25th Annual General Meeting till the conclusion of 30th Annual General Meeting of the Company, subject to annual ratification by the shareholders at every Annual General Meeting and at such remuneration as may be fixed by the Board of Directors of the Company on the recommendation of the Audit Committee.”

SPECIAL BUSINESS:

5. To re-appoint Sri Bhaskara Rao Potti (DIN 01846243)

as an Independent Director and in this regard, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), Sri Bhaskara Rao Potti (DIN 01846243), who was appointed as an Independent Director and who holds office of Independent Director in the current term up to 26th September, 2017 and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be re-appointed as an Independent Director of the Company, not liable to retire by rotation, and to hold office for a second term of 5 (five) consecutive years on the Board of the Company with effective from 26th September 2017.”

Item No:6

Determination of fees for delivery of any document through a particular mode of delivery to a member To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to section 20 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the consent of the Company be and is hereby accorded to charge from a member in advance, a sum equivalent to the estimated actual expenses for delivery of the document(s) through a particular mode upon receipt of such request from a member.”

“RESOLVED FURTHER THAT the estimated fees for delivery of the document(s) shall be paid atleast one week in advance to the Company, before dispatch of such document(s).

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (includes a Committee thereof authorized for the purpose) be and is hereby authorized to take all such steps and actions and give such directions as may be in absolute discretion deem necessary, proper, desirable or



expedient and to settle any question, difficulty or doubt that may arise in respect of the matter aforesaid, including determination of the estimated fees for delivery of the document(s) to be paid in advance.”

By Order of the Board of Directors

Place: Guntur G.V.S.L.Kantha Rao

Date: 12.08.2017 Managing Director

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto and hereunder.

2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the Company.

3. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting

4. A person can act as a proxy on behalf of Members not exceeding 50 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 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

5. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting

6. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting

7. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with

the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company between 11:00 a.m. and 1:00 p.m. up to the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting

8. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday 23rd September, 2017 to, Friday 29th September, 2017 (both days inclusive) for the purpose of 25th Annual General Meeting of the company.**

9. The dividend on shares as recommended by the Board, if approved at the Annual General Meeting, will be paid within thirty days from the date of declaration to those Members or their mandates whose names appear as Members in the Register of Members of the Company on 22nd September, 2017, and

10. Route-map to the venue of the Meeting is provided at the end of this Annual Report.

11. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts; will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.

12. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Big Share Services Private Limited / Investor Service Department of the Company immediately.

13. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or with the Depository Participant(s). Members of the Company who have registered their email



address are also entitled to receive such communication in physical form, upon request.

14. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered 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, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.

15. Any query relating to financial statements must be sent to the Company's Registered Office at least seven days before the date of the Meeting.

16. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

17. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

18. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company. Blank forms will be supplied on request.

19. In accordance with the provisions of the Companies Act, 2013 Mrs. M Himaja, Non-executive director will retire by rotation at the Annual General Meeting and, being eligible, offer herself for re-election.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, additional information in respect of Directors seeking election, those retiring by rotation and seeking reappointment at the Annual General Meeting is given at **page no: 11th** of the Annual Report

20. Voting through electronic means Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44(1) of the SEBI (LODR) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means.

The Company has appointed Mr. N.V.S. Naga Raju, partner of M/S K. Srinivasa Rao & Nagaraju Associates., Company Secretaries, Vijayawada to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The voting period **begins on .Tuesday 26th September, 2017 at 09.00 AM and will end on Thursday, 28th September, 2017 at 5.00 PM.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of **22nd September 2017**, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter

The instructions for shareholders voting electronically are given at **page no. 8th** of the Annual Report.

In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.

21. The Results shall be declared on or after the Annual General Meeting of the Company and shall be deemed to be passed on the date of Annual General Meeting. The results along with the Scrutinizer's Report shall be placed on the website of the Company **www.cranegroup.in** **within 2 days** of passing of the resolutions at the Annual General Meeting of the Company and shall be communicated to Bombay Stock Exchange.



PROCEDURE FOR REMOTE E-VOTING

The Company has entered into an arrangement with Central Depository Services Limited (CDSL) for facilitating remote e-voting for AGM. The instructions for remote e-voting are as under:

The e-Voting process to be followed by the shareholders to cast their votes:

Pursuant to Provisions of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 25th Annual General Meeting to be held on Friday, 29th September, 2017, at 11.00 AM. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the E-Voting facility.

The instructions for Shareholders voting electronically are as under:-

The E-Voting Event Number and period of E-voting are set out below:

EVSN (E-VOTING SEQUENCE NUMBER):

170831030

COMMENCEMENT OF E-VOTING: Tuesday 26th September 2017 at 9.00 A.M

END OF E-VOTING: Thursday, 28th September, 2017 at 5.00 P.M

STEPS & INSTRUCTIONS FOR E-VOTING:

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

(i) The voting period begins on Tuesday 26th September 2017 at 9.00 A.M and ends on Thursday, 28th September, 2017. at 5.00 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 (record date) of 22nd 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.

(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:

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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 number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio 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. • 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 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 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 <Company Name> 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 out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xvii) If Demat account holder has forgotten the same 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) 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 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.

(xix) 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.

(xx) M/s. K.Srinivasa Rao & Nagaraju Associates., Company Secretaries, Vijayawada (Entity ID : 82034) has been appointed as the Scrutinizer to Scrutinize the e-voting process in a fair and transparent manner.

EXPLANATORY STATEMENT PURSUANT TO U/S 102 (1) OF THE COMPANIES ACT 2013

Item No:5

The members of the Company at the 22nd Annual General Meeting held on 29th September, 2014 had approved the appointment of Sri Bhaskara Rao Potti as an Independent Director on the Board of the Company to hold office for a term of 3 (three) consecutive years from 27th September, 2014 (“first term” in line with the explanation to Sections 149(10) and 149(11) of the Act). The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, has recommended re-appointment of Sri Bhaskara Rao Potti as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company.



The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the Nomination and Remuneration Committee, considers that, given his experience and background and the contribution made by him as an Independent Director during his current term, the continued association of Sri Bhaskara Rao Potti would be beneficial to the Company and therefore it is desirable to continue to avail her services as an Independent Director.

Accordingly, it is proposed to re-appoint Sri Bhaskara Rao Potti as an Independent Director of the Company not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company effective from 26th September, 2017. Sri Bhaskara Rao Potti is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Sri Bhaskara Rao Potti for the office of Independent Director of the Company. The Company has received a declaration from Sri Bhaskara Rao Potti that she meets with the criteria of independence 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) Regulations, 2015 (“Listing Regulations”). In the opinion of the Board, Sri Bhaskara Rao Potti fulfils the conditions for her appointment as an Independent Director as specified in the Act read with the rules made thereunder and the Listing Regulations Sri Bhaskara Rao Potti is independent of the management.

Item No:6

As per the provisions of Section 20 of the Companies Act, 2013 a document may be served on any member by sending it to him by Post or by Registered post or by Speed post or by Courier or by delivering at his office address or by such electronic or other mode as may be prescribed. It further provides that a member can request for delivery of any document to him through a particular mode for which he shall pay such fees as may be determined by the Company in its General Meeting.

Therefore, to enable the members to avail this facility, it is necessary for the Company to determine the fees to be

charged for delivery of a document in a particular mode, as mentioned in the resolution.

Since the Companies Act, 2013 requires the fees to be determined in the General Meeting; the Directors accordingly commend the Ordinary Resolution at item no.6 of the accompanying notice, for the approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.6.

Therefore, to enable the members to avail this facility, it is necessary for the Company to determine the fees to be charged for delivery of a document in a particular mode, as mentioned in the resolution. Hence it is proposed that the board of directors may authorised to determine the fees to be charged for delivery of a document in a particular mode, as mentioned in the resolution.



Details of Directors Seeking Appointment / Re-appointment at the Annual General Meeting

Particulars	M. Himaja	P.Bhaskara Rao
Date of Birth	02.08.1982	10-04-1953
Date of Appointment/Reappointment	30.03.2015	26.09.2017
Qualifications	B.B.A	B.Com
Brief resume and Justification for reappointment and Expertise in specific functional areas and nature of expertise	She has good knowledge and great experience in the area of Management Administration and Marketing.	He has more than 20 years of experience in the fields of management and public relations.
Directorships & Committee membership held in Other Listed Companies	She is director of Crane Infrastructure Limited and member of Four Board committees in the same company	He is independent director of Crane Infrastructure Limited and member of Four Board committees in the same company
Number of shares held	73189	990
Relationship other directors	She is daughter of GVSL Kantha Rao, Managing Director of the company and relative of P.V.Srihari, Director	No relation with other directors

VIRAT CRANE INDUSTRIES LIMITED

D. No - 25-18-54, Opp. Crane Betel Nut Powder Works Office, Main Road, Sampathnagar, Guntur - 522004
email: viratcraneindustriesltd.@gmail.com CIN: L74999AP1992PLC014392

ATTENDANCE SLIP

I/We.....R/o..... hereby record my/our presence at the 25th Annual General Meeting of the Virat Crane Industries Limited at 11.00 A.M. on Friday, 29th day of September, 2017 at Crane Infrastructure Limited Premises, NH-5, Ankireddy palem Village, Chilakaluripet Road, Guntur, Andhra Pradesh.

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.

VIRAT CRANE INDUSTRIES LIMITED

D. No - 25-18-54, Opp. Crane Betel Nut Powder Works Office, Main Road, Sampathnagar, Guntur - 522004
email: viratcraneindustriesltd.@gmail.com CIN: L74999AP1992PLC014392

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

Proxy form

I/We, being the member(s) of shares of the above named company. Hereby appoint
1).....of having email ID.....or failing him
2).....of having email ID.....or failing him
3).....of having email ID.....or failing him
as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the company, to be held on the 29th day of September 2017 at 11.00 A.M. at Crane Infrastructure Limited Factory premises, NH-5, Ankireddy palem Village, Chilakaluripet Road, Guntur, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To Receive, consider & adopt the audited stand alone financial statements of the company for the financial year ended on 31st march 2017 & the reports of the board of directors & auditors		
2.	To declare dividend of 0.5 Rupee per equity share of the company for the financial year ended on 31st march 2017		
3.	To appoint a director in place of Mrs. Himaja.M (DIN:06505782) who retires by rotation and being eligible, offers herself for re appointment.		
4.	Appointment of M/s Annantha & Associates (FRN : 010642S) chartered accountants, Guntur, as the statutory auditors of the company for the financial year 2017-18.		
	Special Business		
5.	To Reappoint sri Bhaskara Rao.P (DIN:01846243) as an independent Director for a period of five years		
6.	Determination of fees for delivery of any document through a particular mode of delivery to a member		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20__

Signature of Shareholder Signature of Proxy holder

Affix Revenue Stamps

Signature of the shareholder

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company

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ROUTE MAP

