

CISTRO TELELINK LIMITED

CIN No: L19201MP1992PLC006925

206, Airen Heights, AB Road, Indore 452010, Madhya Pradesh

Tel No.:0731-2555022; Fax No.:0731-2555722

Email ID-cistrotelelink@gmail.com

Website: www.cistrotelelink.com

Date: 13/08/2024

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

BSE Scrip Code: 531775

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Subject: Payment by the Company for penalty imposed vide order number ROC-G/Adj-Penal/Order/S.203(1)/2024/3560 dated 06th February,2024.

Dear Sir,

This is to inform you that the company has received an Adjudication order of Penalties from Ministry of Corporate Affairs, No. ROC-G/Adj-Penal/Order/S. 203(1)/2024/3560 dated 06th February, 2024 vide Order under section 454 for violation of Section 203(1) of the Companies Act, 2013 read with Companies (Adjudication of Penalties) Rules 2014 for failure to appoint a company secretary promptly, leading to a violation of Section 203(1) of the Companies Act, 2013.

The Company has appealed against the order of Ministry of Corporate Affairs to Regional Director, North Western Region, Ministry of Corporate Affairs Ahmedabad where in the application was disposed off and the Company was hereby directed to pay the penalty imposed by the ROC, Gwalior vide Adjudication Order Dated 06.02.2024 within 90 days failing which ROC, Gwalior is directed to proceed further under Section 454(8) of Companies Act.

The Company has duly paid the penalty of Rs. 5,68,000/- as directed and that there is no pending or outstanding amount due to be paid as per order mentioned.

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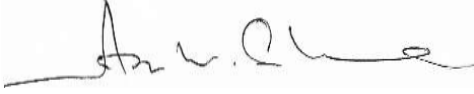
Website: www.cistrotelelink.com

Kindly take the above in your records.

Thanking You!

Yours Faithfully.

For Cistro Telelink limited



Arun Kumar Sharma
Director & Compliance Officer
DIN- 00369461

भारत सरकार सेवार्थ
ON INDIA GOVT. SERVICE

No: RD(NINR)/454(5)/203(1)/F94211573/2024/1948

EMS SP



EG4230419

To,
M/s. Cistro Telelink Limited
206, Aiyen Heights,

AB Road, Indore, Madhya Pradesh,
India: 452010.

गति पोस्ट से
BY SPEED POST

से / From
प्रेषण क्लर्क / आवक क्लर्क
DESPATCH CLERK / INWARD CLERK
प्रादेशिक निदेशक का कार्यालय (उ.प.क्षेत्र)
Office of The Regional Director (NWR)
कारपोरेट कार्य मंत्रालय,
Ministry of Corporate Affairs,
आर.ओ.सी. भवन, रूपल पार्क के विपरीत,
Roc Bhavan, Opp. Rupal Park,
अंकुर रोड, नारणपुरा, अहमदाबाद - 380013 (गुजरात)
Ankur Road, Naranpura, Ahmedabad-380013

BEFORE THE REGIONAL DIRECTOR, NORTH-WESTERN REGION
MINISTRY OF CORPORATE AFFAIRS, AHMEDABAD

प्रादेशिक निदेशक, उत्तर-पश्चिम क्षेत्र, कारपोरेट कार्य मंत्रालय, अहमदाबाद के समक्ष 30 JUL 2024

सं. - प्रादे. निदे. (उ.प.क्षे.)/454(5)/Cistro Telelink Ltd / 203(1) / F94211513 / 2024 / 1948

In the matter of CISTRO TELELINK LIMITED

AND

In the matter of an Appeal under sub-Section (5) of Section 454 of the Companies Act, 2013.

AND

In the matter of offence committed under Section 203(1) of the Companies Act, 2013.

1. Cistro Telelink limited

... .. Appellant

Present: Shri A.G. Shaikh, Company Secretary and Authorized Representative of the company appeared on behalf of the appellants on 23/07/2024.

ORDER

1. This is an appeal under sub-Section (5) of Section 454 of the Companies Act, 2013 (hereinafter called as "the Act") read with Companies (Adjudication of Penalties) Rules, 2014 (hereinafter referred to as the "Rules") from 'Cistro telelink limited' (hereinafter called as "the Company" or "Appellant") having CIN "L19201MP1992PLC006925" and Director/Officer of the company for violating provisions of Section 203(1) of the Companies Act, 2013.
2. This appeal has been filed with the appellate forum being the Regional Director and having jurisdiction in the State of Gujarat, Rajasthan, Madhya Pradesh, and Chhattisgarh.
3. That "Cistro Telelink Limited" is a Company registered under the provisions of Companies Act and having its registered office at 206, Airen Heights, AB Road, Indore, Madhya Pradesh, India, 452010.
4. This appeal has been filed against the order passed by Registrar of Companies (ROC), Gwalior for violating provisions of Section 203(1) of the Companies Act, 2013 as amended by Companies (Adjudication of Penalties) Amendment Rules, 2019 vide Order No. ROC-G/Adj-penal/order/S.203(1)/2024/3553 dated 06/02/2024.
5. This appeal in requisite Form ADJ having SRN F94211513 has been filed on 02.04.2024. As per provisions of sub-Section (6) of Section 454, every appeal under sub-section (5) shall be filed within sixty (60) days from the date on which the copy of the order made by the adjudicating officer is received by the aggrieved person. On examination of the application/appeal, it is seen that the said application/appeal has been filed within 60 days from the date of receiving of the adjudication order.
6. ROC vide his order dt. 06.02.2024 has stated as follows: -
 - a. The Appellant Company and its officer, who have defaulted on the provisions of Section 203(1) of the Companies Act, 2013 for "non-appointment of Company Secretary" are liable for penalties under Section 203(5) of the Companies Act, 2013.
 - b. ROC, Gwalior, in exercise of the powers conferred on him vide notification dated 24/03/2015 and after taking into account the facts and circumstances of the case has imposed the penalty on the company and its officers in default pursuant to Rule 3(12) of Companies (Adjudication of Penalties) Rules, 2014 and proviso of the said Rule and Rule 3(14) of Companies (Adjudication of Penalties) Rules, 2014 r.w. General Circular No.1/2020 dated 02/03/2020; as per table below for violation of Section 203(1) of the Companies Act, 2013. :-



Nature of default	Relevant Section under Companies Act, 2013	Name of Persons on whom penalty is imposed	First Default (Rs.)	Default Continues (Rs.)	Total Default Amount (Rs.)	Maximum Penalty (Rs.)	Final Penalty Imposed
Non-Appointment of CS	S.203(1)	On Company	5,00,000/-	1000 x 18 = 18000	5,18,000/-	5,00,000/-	5,00,000/-
		Shri Om Prakash Madhogarhia, (Whole-Time Director)	50,000/-	1000 x 18 = 18000	68,000/-	5,00,000/-	68,000/-

7. Aggrieved by the said order, an appeal in requisite Form ADJ having SRN F94211513 has been filed on 02.04.2024, wherein, the grounds of relief and prayers are as under:
The Appellant respectfully prays that the impugned order be quashed and set aside.
8. A Personal Hearing was given on 23/07/2024. Shri A.G. Shaikh, Company Secretary and Authorized Representative of the company appeared on behalf of the appellants in the presence of Ishani Pandya, Deputy Director of this Directorate.
9. The facts of the case are as under:
ROC Gwalior conducted inquiry u/s. 206(4) of the Companies Act, 2013 and during the course of inquiry it has been found that as per section 203(1) of the Companies Act, 2013 r.w. Rule, 2014, every listed company is required to appoint company secretary in the board of the directors. But the company has appointed company secretary on 20.11.2018 while company was to appoint at the time when company was listed at stock exchange. Thus, it appears that the company and its officers in default has violated the provisions of section 203(1) of the Companies Act, 2013 which attracted penal provisions under section 203(5) of the Companies Act, 2013 for the period from 02.11.2018 to 20.11.2018.
10. For violation of Section 203(1) of the Act, penalty provides in Section 203(5) that if any company makes any default in complying with the provisions of this section, such company shall be liable to penalty of five lakh rupees and every director and key managerial personnel of the company who is in default shall be liable to penalty of fifty thousand rupees and where the default is a continuing one, with a further penalty of one thousand rupees for each day after the first during which such default continues but not exceeding five lakh rupees.
11. After carefully considering the Adjudication Order of the Registrar of Companies, Gwalior, submissions made by the Appellants in their appeal/application and oral submission of the authorized representative, it is observed upon perusal of record that the company was incorporated on 12/02/1992. The authorized capital of the Company is Rs. 5,60,00,000/- and the paid-up capital of the Company is Rs. 5,13,43,000/-. Considering the overall criteria there are no material irregularities in the adjudication order passed by ROC brought to the knowledge of this Directorate. Therefore, there is no need to interfere with the Adjudication Order and hence, the appeal is liable to be dismissed.
12. In view of the above, the said appeal /application is hereby dismissed and disposed of and the appellants are hereby directed to pay the penalty imposed by the Registrar of Companies, Gwalior vide Adjudication Order dt. 06.02.2024 within 90 days, failing which, Registrar of Companies, Gwalior is directed to proceed further under Section 454(8) of the Companies Act, 2013 by filing prosecution against the company and its officers in default.



13. A copy of this order shall be published on the website of the Ministry of Corporate Affairs as per Rules.


Signed and sealed on 30th day of July 2024.



(G.C. YADAV)
REGIONAL DIRECTOR (I/C)
NWR, AHMEDABAD

To,

- ✓ 1. M/s. Cistro Telelink Limited
206, Airen Heights, AB Road, Indore, Madhya Pradesh, India, 452010.
2. Registrar of Companies, Gwalior, Madhya Pradesh.
3. E-Gov Cell, Ministry of Corporate Affairs, New Delhi.
4. Master Copy.
5. Office Copy.



(ISHANI PANDYA)
DEPUTY DIRECTOR



**MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7**

SRN : X79964789

Service Request Date : 10/08/2024

Payment made into : HDFC BANK

Received From :

Name : AYAZ GULAMNABI SHAIKH
Address : COMPANY SECRETARY Mobile 098251-42570 Off: 4000512
403, MERIDIAN TOWER, NEXT TO UTC BUILDING UDHANA DARWAJA
SURAT , Gujarat
IN - 00395002

Full Particulars of Remittance

Entity on whose behalf money is paid

CIN/LLPIN: L19201MP1992PLC006925
Name : CISTRO TELELINK LIMITED
Address : 206, Airen Heights,
AB Road
Indore Madhya Pradesh
India 452010

Full Particulars of Remittance

Service Type: Penalty Fee

Service Description	Type of Fee	Amount(Rs.)
SRN : F94211513 Particulars* : Being the amount of penalty imposed by ROC-GL confirmed by RD NWR order RD NWR/454(5)/Cistro Telelink Ltd/Sec203(1)/F94211513/1948 dated 30/07/2024	Penalty	500000.00
Total		500000.00

Mode of Payment : Internet Banking - HDFC Bank

Received Payment Rupees : Five Hundred Thousand Only

Note* : Particulars of payment as entered by the user

**MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7**

SRN : X79965539

Service Request Date : 10/08/2024

Payment made into : HDFC BANK

Received From :

Name : AYAZ GULAMNABI SHAIKH
Address : COMPANY SECRETARY Mobile 098251-42570 Off: 4000512
403, MERIDIAN TOWER, NEXT TO UTC BUILDING UDHANA DARWAJA
SURAT , Gujarat
IN - 00395002

Full Particulars of Remittance

Entity on whose behalf money is paid

CIN/LLPIN: L19201MP1992PLC006925
Name : CISTRO TELELINK LIMITED
Address : 206, Airen Heights,
AB Road
Indore Madhya Pradesh
India 452010

Full Particulars of Remittance

Service Type: Penalty Fee

Service Description	Type of Fee	Amount(Rs.)
SRN : F94211513 Particulars* : Being the amount of penalty imposed by ROC-GL confirmed by RD NWR order RD NWR/454(5)/Cistro Telelink Ltd/Sec203(1)/F94211513/1948 dated 30/07/2024 for WT director Om Prakash Madhogarhiya	Penalty	68000.00
Total		68000.00

Mode of Payment : Internet Banking - HDFC Bank

Received Payment Rupees : Sixty-eight Thousand Only

Note* : Particulars of payment as entered by the user