

Date: 10/07/2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

Dear Sir / Madam,

**SCRIP CODE: 540404**

**Sub.: Disclosure under Regulation 30 SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015**

Dear Sir/ Ma'am,

With reference to the above cited subject, we hereby informed you that company has received order from Registrar of Companies for Violation under Section 118 of the Companies Act 2013 on 09.07.2019 and have imposed penalties of Rs. 45,000/- on Company as well as on Promoter and KMP of the Company.

Further Promoter and KMP of the Company are not agreed with the decision of the ROC as they have mentioned that company has not filed replay against show cause notice dated 26.02.2019 whereas Company has already replied against the said notice on 11<sup>th</sup> march, 2019 with detailed Explanation so Company and its Promoter, KMP are in process to file appeal against said Order.

Kindly consider this disclosure under Regulation 30 of SEBI (LODR) regulation, 2015 and take it in your record.

For Prime Customer Services Limited

*Jinen Ghelani*

Jinen Ghelani  
Managing Director & CFO  
DIN: 01872929  
Place: Ahmedabad



**In the matter of Companies Act, 2013**

And

**In the matter of adjudication proceeding under section 118 of the Companies Act, 2013.**

And

**In the matter of section 454 of the Companies Act, 2013**

And

**In the matter of M/s. Prime Customer Services Limited.**

10 JUN 2019 /87

1. M/s. Prime Customer Services Limited  
102, Sanskar- II, Nr. Ketav Petrol Pump,  
Polytechnic Road, Ambawadi,  
Ahmedabad- 380 015.
2. GHELANI JINEN NEHA (WTD)  
D-31, AMALTAS APARTMENT, BEHIND,  
FUN REPUBLIC, SATELLITE, AHMEDABAD-380015,
3. JINEN CHANDRAKANT GHELANI (CFO (KMP))  
D-31, AMALTAS APARTMENT, BEHIND,  
FUN REPUBLIC, SATELLITE, AHMEDABAD-380015,
4. HIREN GHELANI CHANDRAKANT (WTD)  
FLAT 501, B, WING, DIVYA VINAYAK BUILDING,  
NEAR, GANESH CHOWK,  
CHARKOP, KADIVALI (WEST), MUMBAI-400067.
5. SAMEER RAJGURU RAMESH (WTD)  
A/601, HERITAGE PARODY BUILDING NO. 2,  
TULISKAR WADI, M.G., CROSS ROAD NO. 1,  
SAI NAGAR, KANDIVALI (WEST), MUMBAI-400067.

.....Respondents

**Date of hearing 27.05.2019**

**Present**

1. Shri L. R. Meena, Registrar of Companies      Adjudicating Officer
2. Shri Sudhir Phaye, Dy. Registrar of Companies,      Presenting Officer
3. Shri Naresh Chandra
4. Shri Umesh Ved (PCS)      Company Secretary  
(PCS) and authorized  
representative of the  
above respondents.

The above named company was incorporated on 30.03.2007 and as per record of this office presently the company is having its Registered office situated at 102, Sanskar- II, Nr. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad- 380 015.

**whereas** M/s. Prime Customer Services Limited (herein after referred to as "company") is a company having its Registered office 102, Sanskar- II, Nr. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad- 380 015 registered under the provisions of the Companies Act, 1956 (hereinafter referred to as "Act") in the state of Gujarat.

**And whereas** As per Section 118 of the Companies Act, 2013, every company shall cause minutes of the proceedings of every general meeting of any class of shareholders or creditors, and every resolution passed by postal ballot and every meeting of its Board of Directors or of every committee of the Board, to be prepared and signed in such manner as may be prescribed and kept within thirty days of the conclusion of every such meeting concerned, or passing of resolution by postal ballot in books kept for that purpose with their pages consecutively numbered.

**And whereas** during the course of inspection under section 206(5) of the Companies Act, 2013, the inspecting office has pointed out the violation of section 118 of the companies Act, 2013 as under:

*"During the course of inspection and from the documents and records submitted by the company it is observed that the first complaint letter by Lawyer of Ms. Dimple Khetan was of 16.06.2017 received by the company/directors whereas the Minutes of the Board Meeting held on 29.06.2017 and 24.08.2017 did not purposely discuss/mention about this development in their Board Meeting Minutes dated 29.06.2017 and 24.08.2017. The Minutes of Board Meetings dated 29.06.2017 and 24.08.2017 did not reflected the fair and correct summary of the proceedings there at. This amounts to violation of section 118 of the Companies ac, 2013."*

**And whereas**, in view of the above facts & observation, it appears that the Minutes of Board Meetings dated 29.06.2017 and 24.08.2017 did not reflected the fair and correct summary of the proceedings of the said minutes. Hence the provision of section 118 of the Companies Act, 2013 has been contravened and the company and every officer of the company, who is in default shall be liable for action under section 118(11) of the Companies Act, 2013.


1. In view of the above facts, the undersigned has reasonable cause to believe that the provision of Section 118 of the Companies Act, 2013 not been complied with by the Company and its officers in default. Thus, the Company and its officers in default have rendered themselves liable to be panel action as provided in sub-section (11) of section 118 of the Companies Act, 2013. As per provision of section 118 (11), there is provision for penalty for which the ROC is empowered to adjudicate the penalty under section 454 (3) of the Companies Act, 2013.
2. The office of the Registrar of Companies, Gujarat, Dadra and Nagar Haveli issued show cause notice for violation of section 118 of the Companies Act, 2013 to the Company and its Respondents on 26.02.2019. But, no reply was received in response of the said notice.

3. This office issued adjudication notice for violation of section 118 of the Companies Act, 2013 to the Company and its Respondents on 13.03.2019 by giving an opportunity of being heard in the matter of adjudication proceeding before the undersigned on 27.03.2019 at 11.00 AM. As per Company's request vide letter dated 27.03.2019, the next date of hearing in the matter was fixed on 14.05.2019. Due to urgent office work, the hearing for adjudication for violation of section 118 of the Companies Act, 2013 was re-scheduled on 22.05.2019. Further, on the oral request of Shri Umesh Ved authorized representative of the company, the hearing in the matter was adjourned for 27.05.2019.
4. The undersigned in exercise of power conferred under sub section 3 of section 454 of the Companies Act, 2013 fixed the date of hearing on 27.05.2019 for adjudicating penalty for violation of provision of section 118 of the Companies Act, 2013.
5. In response to the adjudication notice dated 30.04.2019 issued by the undersigned, the Company and its officer in default have authorized Shri Umesh Ved, Practicing Company Secretary vide Board Resolution and Memorandum of appearance dated 22.05.2019 and 27.03.2019 respectively to appear and represent before the adjudicating authority- Registrar of Companies, Gujarat on the above given date and time for oral and written submission and to all acts and things as may be necessary and incidentally in the matter.
6. During the hearing on 27.05.2019, Shri Umesh Ved, Practicing Company Secretary and Authorized representative of the Respondents reiterated submissions made in the adjudication notices.
7. That keeping in mind all the relevant facts and after consideration of the oral submissions made by Shri Umesh Ved, Practicing Company Secretary and Authorized Representative of the Respondents, it is observed that the company and Respondents i.e. No. 2 to 5 had committed default under section 118 of the Companies Act, 2013 for the reasons as above.
8. The submission made by Shri Umesh Ved (PCS) on behalf of the Respondents do not appear to be satisfactory. However, as a matter of fact as above it is hereby ordered that sum of Rs. 25,000/- on the company and Rs. 5000/- each to its 4 directors has been imposed as penalty and the matter stand disposed off.

The penalties imposed as under should be paid by the Respondents as per Law and submit the copies of Challan to this office. The company should file the INC 28 with attachment of this order and copy of aforesaid Challan.

Sr. No.	Name of the Respondents	Amount (In Rs.)
1.	M/s. Prime Customer Services Limited	25,000/-
2.	Mr GHELANI JINEN NEHA (Director)	5,000/-
3.	Mr JINEN CHANDRAKANT GHELANI (CFO (KMP))	5,000/-
4.	Mr. HIREN GHELANI CHANDRAKANT (WTD)	5,000/-
5.	Mr. SAMEER RAJGURU RAMESH (WTD)	5,000/-
	Total Rs.	45,000/-

The adjudication notice stands disposed of with this order.

  
**(L. R. Meena)**  
 Adjudicating officer,  
 Registrar of Companies,  
 Gujarat, Dadra and Nagar Haveli.

Signed this 27 day of May, 2019.

Copy to:

1. ✓ M/s. Prime Customer Services Limited  
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Polytechnic Road, Ambawadi,  
Ahmedabad- 380 015.
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SAI NAGAR, KANDIVALI (WEST), MUMBAI-400067
6. Master File
7. Office Copy