

**NOTICE**

Notice is hereby given that 12th Annual General Meeting of the company will be held on Friday, 27th day of September, 2019 at 04.00 P.M., at the AHMEDABAD MANAGEMENT ASSOCIATION (AMA), Dr V S Marg, IIM-A Road, Vastrapur, Ahmedabad 380015 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements of the Company including the Audited Balance Sheet as on March 31, 2019, the Statement of Profit and Loss and the Cash flow statement [including consolidated financial statements] for the financial year ended on 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sameer Rajguru Ramesh (DIN: 07198139) who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

3. To Appointment of Mr. MAYUR NANALAL THAKKAR as an Non Executive Director

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

“**RESOLVED THAT** pursuant to provisions of Section 149,152 and all other applicable provisions of the Companies Act,2013 and read rules of the Companies ( Appointment and Qualification of Directors ) Rules, 2014 (including any statutory modification(s) or re- enactment for the time being in force ) and as per applicable Regulations and schedules of Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulation, 2015 the consent of the members be and are hereby accorded for appointment of Mr. MAYUR NANALAL THAKKAR (DIN: 08423444) from additional Non Executive Director to Non Executive Director and shall be liable to retire by rotation hereinafter in accordance with the provisions of the Companies Act, 2013.”

**By Order of the Board of Directors  
For, Prime Customer Services Limited**

Date : 3rd August, 2019  
Place : Ahmedabad

**Jinen Ghelani  
Managing Director & CFO  
(DIN: 01872929)**

Registered Office:  
102, Sanskar-2, Nr. Ketav Petrol Pump,  
Polytechnic Road, Ambawadi,  
Ahmedabad 380001.

**NOTES:**

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies and that a proxy need not be a member of the company. Proxies in order to be effective must be deposited not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable.
2. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 21st September, 2019 to Friday, 27th September, 2019 (both days inclusive) for Annual General Meeting.
3. Mr. Sameer Rajguru Ramesh (DIN: 07198139) retires by rotation and being eligible offer himself for re-appointment. The details pertaining to aforesaid directors as required under Companies Act, 2013, Secretarial Standards on General Meeting and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is furnished in Annexure 1 to the notice.
4. The route map and prominent landmark of the venue of the Annual General Meeting as required under Clause 1.2.4 of the Secretarial Standards on the General Meeting is annexed herewith as Annexure 2 to the Notice.
5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
6. 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 intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the company's records which will help the company and the company's registrars and transfer agents, **BIGSHARE SERVICES PRIVATE LIMITED** to provide better and efficient services. Members holding shares in physical form can submit their PAN details to the Company.
7. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact **BIGSHARE SERVICES PRIVATE LIMITED** for assistance in this regard.
8. Electronic copy of the Annual Report being sent to all the members whose email address are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report being sent in the permitted mode.
9. Electronic copy of the Notice of the 12th Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email address are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 12th Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode.
10. Members may also note that the Notice of the 12th Annual General Meeting, Attendance Slip, Proxy Form and Annual Report will also be available on the Company's website [www.primecustomer.co.in](http://www.primecustomer.co.in) for their download.
11. Corporate members intending to send their authorized 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.
12. Members are requested to bring attendance slip along with their copy of Annual Report to the meeting.
13. In case of joint holders attending the meeting, only such holder who is higher in the order of names will be entitled to vote.
14. The facility for voting through ballot paper shall be made available at the AGM. The members attending the meeting shall be able to exercise their right of demanding poll.
15. The record date for the purpose of determining the eligibility of the Members to attend the 12th Annual General Meeting of the Company is Friday, 20th September, 2019.

16. A person who is not a member as on the record date should treat this Notice for information purpose only.
17. The voting rights of members, in case poll is demanded, shall be in proportion to their shares of the paid up equity share capital of the Company as on the record date of Friday, 20th September, 2019.
18. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the record date i.e. 20th September, 2019. can also attend the meeting.
19. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9:00 am to 5:00pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
20. The Transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 125 of the Companies Act, 2013, during the current Financial Year is not applicable.
21. In pursuance of the provisions of Section 108 of the Act and the Rules framed there under, as amended from time to time, the Company is exempted from giving the Members the facility to cast their vote electronically, through the remote e-voting services on the resolutions set forth in this Notice. However, voting through permitted mode under the Companies Act, 2013 will be allowed at the venue of Annual General Meeting.
22. Mr. Umesh Ved, Company Secretary of M/s. Umesh Ved & Associates, (Membership No 4411, CP 2924), Ahmedabad has been appointed as the Scrutinizer to scrutinize the Ballot voting at the ensuing Annual General Meeting of the company process in a fair and transparent manner.
23. The scrutinizer shall within a period of not exceeding two working days from the conclusion of the voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
24. The results of the voting along with the scrutinizer's report shall be placed in company's website within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

**By Order of the Board of Directors  
For, Prime Customer Services Limited**

Date : 3rd August, 2019  
Place : Ahmedabad

**Jinen Ghelani**  
**Managing Director & CFO**  
**(DIN: 01872929)**

Registered Office:  
102, Sanskar-2, Nr. Ketav Petrol Pump,  
Polytechnic Road, Ambawadi,  
Ahmedabad 380001.

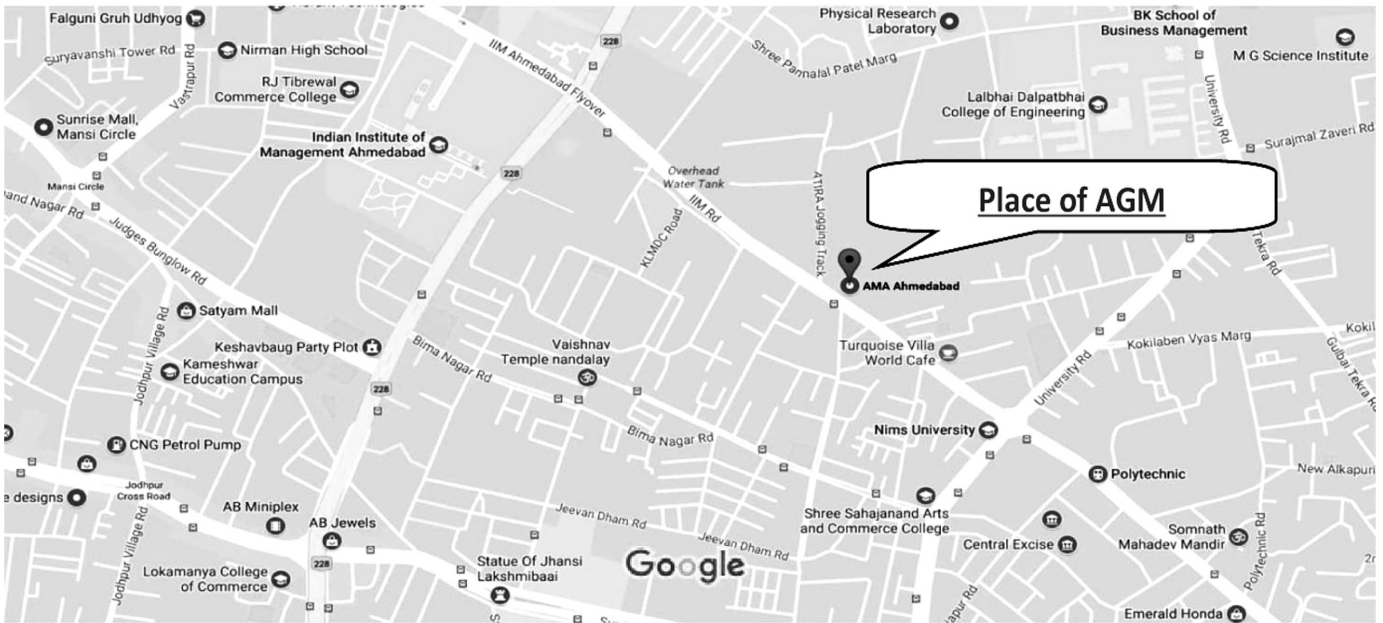
**ANNEXURE TO THE NOTICE**
**Details of the Directors seeking appointment/re-appointment at the 12th Annual General Meeting**
**Annexure to Item No: 2**

|   |   |
|---|---|
| <b>Name of Director</b>   | <b>Sameer Ramesh Rajguru</b>  |
| DIN   | 07198139  |
| Father/Husband Name   | Ramesh Rajguru  |
| Date of Birth   | 01/06/1977  |
| Date of first Appointment   | 17/05/2016  |
| Educational Qualification   | B.com, Inter CA   |
| Expertise in Specific Functional Area and Experience  | Having 19 years experience in Branch Handling, Branch Networking, business development, operations and recruitment of staff and generation of revenue |
| Directorship held in other Companies  | Nil   |
| Chairmanship/Membership of the committee of the Board of Directors of the Company                     | Nil   |
| Disclosure of Relationship with other Directors, Manager and Key Managerial Personnel of the Company. | Nil   |
| Committee positions held in other Companies   | NIL   |
| No. of Equity Shares held in the Company as on 31/03/2019   | 16000   |
| Inter se Relationship   | NIL   |
| Details of remuneration sought to be paid and Remuneration last drawn by such person, if any          | Nil   |
| No. of the Board Meeting attended during the year   | 3   |

**Annexure to Item No. 3**

|  |   |
|--|---|
| <b>Name of Director</b>  | <b>MAYUR NANALAL THAKKAR</b>  |
| DIN  | 08423444  |
| Father/Husband Name  | Nanalal Thakkar   |
| Date of Birth  | 01/04/1977  |
| Date of first Appointment  | 23/04/2019  |
| Educational Qualification  | B.Tech in Chemical Engineering & Post Graduate Diploma in Business and Entrepreneurship Management            |
| Expertise in Specific Functional Area and Experience   | Having 20 years experience in Management Consultant and an International Business Expert for Agro Commodities |
| Directorship held in other Companies   | Nil   |
| Chairmanship/Membership of the committee of the Board of Directors of the Company            | NIL   |
| Committee positions held in other Companies  | NIL   |
| No. Of Equity Shares held in the Company as on 31/03/2019                                    | NIL   |
| Inter se Relationship  | NIL   |
| Details of remuneration sought to be paid and Remuneration last drawn by such person, if any | Nil   |
| No. of the Board Meeting attended during the year  | 0   |

**Route Map for Annual General Meeting:**



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to business mentioned under Item Nos. 3 of the accompanying Notice

**Item 3:**

Pursuant to recommendation of Nomination & Remuneration Committee, Board appointed Mr. Mayur Thakkar (DIN: 08423444) as an Additional Non Executive Director, during their Meeting held on 23rd April, 2019 till ensuing Annual General Meeting. The present appointment is subject to approval of the Shareholders in terms of the applicable provisions of the Companies Act, 2013.

The terms of appointment are as per the Letter of Appointment dated 23rd April, 2018.

Except Mr. Mayur Thakkar, none of the Directors and/ or Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

The Board recommends the resolution set forth in Item No. 3 for the approval of the Shareholders.