

# 10<sup>th</sup>

## Annual Report 2016-17



**“India’s leading integrated Agri value chain enterprise”**



**PRIME CUSTOMER SERVICES LIMITED**



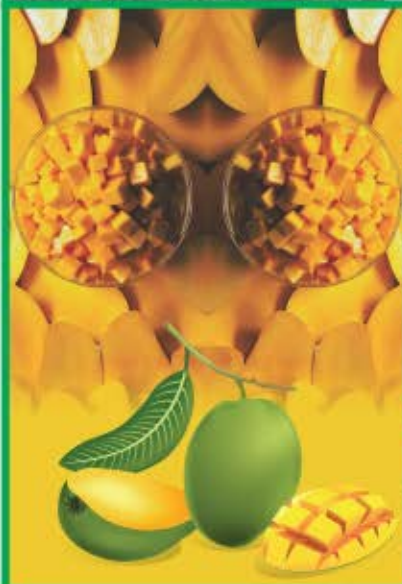
▲ Our Chairman presenting ideas to Gujarat Chief Minister Smt. Anandiben Patel



▲ PCSL meeting for pomegranate farmers at Village Lakhani, Tal. Deesa, (B.K.) Gujarat



# Our Mango collection centre operations at Valsad, Gujrat





Our Brands, Logos and Business activities

# PRIME Fresh

*We deliver fresh*



**Fresh**  
**@home**  
UR NEED @ UR PLACE



**Founder's Vision and Message:**

**Dear Shareholders,**

10 years ago, a vision was formed of becoming a company of Brilliance, equivalent to the best in the industry with our leadership quality, passion, innovation, entrepreneurship and management. We started with a vision to create a Corporate which would integrate multiple disciplines including Supply of Fruits and Vegetables, Warehousing & Manpower services, Pack house & cold storage along with Supply Chain Management services in due course. The journey so far has been challenging. However, we strongly believe that in every challenge lies an opportunity and we have used every opportunity to make it more purposeful and result oriented towards the overall success of the company and its stakeholders while preserving the business ethics. The past has been so far remunerative in terms of value addition, satisfaction and confidence amongst all stakeholders particularly employees, customers, suppliers, Banks and society at large including the government due to our huge contribution by way of distribution of revenues to all these partners.

**On Customer and Service Front:** We continue to remain engaged in building portfolio of scalable businesses leveraging enterprise strengths, new locations and existing clients. There has been an immense internal drive and focus to carefully nurture competencies. As the business opportunities are expanding and we are in constant search of exploring the new ones, there is burning desire to make most of them count. Over the years there has been increase in the type of services i.e. from Fruits & Vegetables aggregation to distribution, cold chain facilities of few products to numerous products, warehousing and C & F Services, manpower handling and management services, packaging services, sorting & grading services. Over the coming years, we are planning to add many more services relating to agro and other allied products and products in which the company has core competency or in which the company is developing the new competency. **Overall customer satisfaction and there through strong customer base over long term and continued business expansion is the basic strategy.**

**On Supply Chain and Continued & Timely Supply-Source Front:** The continued, timely and reliable supply is one of the pillars of our business and with this conscious thinking we are constantly improving the raw material supply sources. We persistently are putting Efforts towards tapping the right source of materials through direct farm visits across the country, owning/ leasing farms, assisting farmers financially or through technical guidance related to basic infrastructure facilities, providing scientific inputs and educating farmers for improving yield and cultivation area, direct sourcing the materials from the market and such other measures. We have been tying up with many farmer groups, NGOs and FPOs for the long-term association to ensure our raw material supply.

**On Infrastructure Facilities Front:** At Prime, we are putting relentless efforts to adapt the state-of-the-art technology available to improve and expand our services levels and the equivalent will continue in the future as well. Our resilient connect with APMC, farmers, exporters, whole sellers, retailers and food processor shall help us to reach new altitudes over the coming years. It is indeed satisfying to witness a fulfilling journey of an enterprise that is so deeply motivated by its commitments to create value for all stake holders and society at large.

Believing in the power of our vision, we at Prime chose to persevere on this journey and on our commitment with confidence, driven by values of trusteeship and vitality powered by a dedicated team.

I am glad to conclude, Prime is a company of leaders that puts people at the center of the winning solutions.

**Mr. Jinen Ghelani - Chairman & Managing Director**

**PRIME CUSTOMER SERVICES LIMITED**

**CORPORATE INFORMATION:**

**BOARD OF DIRECTORS**

Jinen Ghelani	-	Chairman & Independent Director
Hiren Ghelani	-	Whole-time Director
Neha Ghelani	-	Whole-time Director
Sameer Rajguru	-	Whole-time Director
Mihir Manek	-	Independent Director
Ravi Menon	-	Independent Director
Brijesh Misra	-	Independent Director

**CHIEF FINANCIAL OFFICER**

Jinen Ghelani

**COMPLIANCE OFFICER**

Kruti Sheth  
Company Secretary

**STATUTORY AUDITORS**

O.P. Bhandari & Co.  
Chartered Accountants  
30, Omkar House, C.G. Road,  
Navrangpura, Ahmedabad- 380 009

**SECRETARIAL AUDITOR**

Umesh Ved & Associates  
Practising Company Secretaries  
304, Shoppers Plaza-V,  
Navrangpura, Ahmedabad - 380 009

**BANKER OF THE COMPANY**

Axis Bank, Ahmedabad

**REGISTERED OFFICE**

41/6, 8/A Haji Pir Kirvani Dargah, Jamalpur Char Rasta, Nr.  
Marvadi Chal Ahmedabad 380001

**ADMINISTRATIVE OFFICE**

102, Sanskar-2, Nr. Ketav Petrol Pump,  
Ambawadi, Ahmedabad- 380015

**REGISTRAR & SHARE TRANSFER AGENT**

Bigshare Services Pvt. Ltd  
1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East) Mumbai 400059

**EQUITY SHARES ISIN DEMAT CODE:**

INE442V01012

**LISTED ON:**

BSE SME Platform

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**NOTICE**

Notice is hereby given that 10<sup>th</sup> Annual General Meeting of the company will be held on Friday, 29<sup>th</sup> day of September, 2017 at 2.00 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 Consolidated Balance Sheet and Statement of Profit and Loss] for the financial year ended on 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare final dividend of ₹ 0.20 per share (2%) on equity shares of the Company for the financial year ended 31<sup>st</sup> March, 2017.
3. To appoint a Director in place of Mr. Sameer Rajguru (DIN: 07198139) who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of appointment of Auditors:

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 all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the appointment of M/s O. P. Bhandari & Co., Chartered Accountants (Firm Registration No. 112633W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM to be held in 2018 to examine and audit the accounts of the Company for the financial year 2017-18 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

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

Date : 24<sup>th</sup> August, 2017  
Place : Ahmedabad

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

Registered Office:

41/6, 8/A Haji Pir Kirvani Dargah,  
Jamalpur Char Rasta, Nr. Marvadi Chal  
Ahmedabad 380001

**NOTES:**

1. A Member Entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the company. A blank form of proxy is enclosed herewith and, if intended to be used, it should be returned duly completed at the registered office of the company not less than forty eight hours before the scheduled time of the commencement of the annual general meeting.
2. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 23<sup>rd</sup> September, 2017 to Friday, 29<sup>th</sup> September, 2017 (both days inclusive) for Annual General Meeting.
3. Mr. Sameer Rajguru (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 submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. 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 IDs 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 10<sup>th</sup> Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs 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 10<sup>th</sup> 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 10<sup>th</sup> Annual General Meeting, Attendance Slip, Proxy Form and Annual Report will also 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 Dividend and determining the eligibility of the Members to attend the 10<sup>th</sup> Annual General Meeting of the Company is Friday, 22<sup>nd</sup> September, 2017.
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, 22<sup>nd</sup> September, 2017.
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. Friday, 22<sup>nd</sup> September, 2017, 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 favour 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 : 24<sup>th</sup> August, 2017  
Place : Ahmedabad

**Jinen C Ghelani  
Managing Director  
(DIN: 01872929)**

Registered Office:  
41/6, 8/A Haji Pir Kirvani Dargah,  
Jamalpur Char Rasta, Nr. Marvadi Chal  
Ahmedabad 380001



**ANNEXURE TO THE NOTICE**

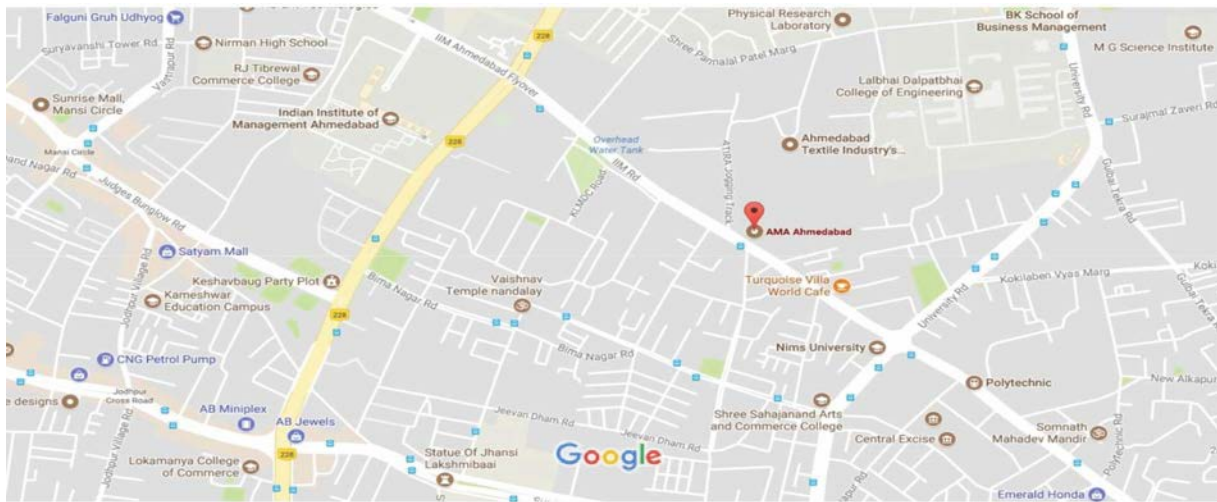
**Annexure- '1'**

**Details of the Directors seeking appointment/re-appointment at the 10<sup>th</sup> Annual General Meeting  
Annexure to Item No. 3**

<b>Name of Director</b>	Sameer Ramesh Rajguru
<b>DIN</b>	07198139
<b>Date of Birth</b>	01/06/1977
<b>Date of first Appointment</b>	17/05/2016
<b>Educational Qualification</b>	B.com, Inter CA
<b>Expertise in Specific Functional Area and experience</b>	Having 19 years experience in Branch Handling, Branch Networking, business development, operations and recruitment of staff and generation of revenue
<b>Directorship held in other Companies</b>	NIL
<b>Chairmanship/Membership of the committee of the Board of Directors of the Company</b>	NIL
<b>Committee positions held in other Companies</b>	NIL
<b>No. Of Equity Shares held in the Company as on 31/03/2017</b>	16000
<b>Inter se Relationship</b>	NIL

**Annexure- '2'**

**Route Map of the Annual General Meeting:**



## DIRECTORS' REPORT

To,  
The Members,  
Prime Customer Services Limited,

The Board of Directors have pleasure in presenting their Report along with Annual Report and Audited Financial Statements for the year ended 31<sup>st</sup> March, 2017.

### FINANCIAL PERFORMANCE:

The highlights of the financial results for the financial year 2016-17 are as follows:

(In ₹)

PARTICULARS	YEAR ENDED 31.03.2017	YEAR ENDED 31.03.2016
Revenue From Operations	23,86,82,742	21,03,49,558
Other Income	2,57,844	1,16,339
<b>Total Revenue</b>	<b>23,89,40,586</b>	<b>21,04,65,897</b>
Profit before Financial Expenses, Preliminary expenses, Depreciation and Taxation	97,14,465	1,02,52,614
Less: Financial expenses	29,92,513	31,39,701
Less: Depreciation & Preliminary Expenses	19,86,952	31,78,867
<b>Profit Before Taxation</b>	<b>47,35,000</b>	<b>39,34,046</b>
Less: Provision for current tax	17,07,900	17,54,000
Add / (Less) : Deferred tax	2,13,559	5,30,000
<b>Profit After Taxation</b>	<b>32,40,659</b>	<b>27,10,046</b>
Less: Proposed Dividend	6,98,600	NIL
Less: Tax on Dividend	1,42,218	
Add/(Less): Surplus Brought Forward from previous year	78,07,282	51,29,816
Transfer to reserves	NIL	NIL
<b>Balance carried over to Balance Sheet</b>	<b>37,51,122</b>	<b>78,07,282</b>

### REVIEW OF OPERATIONS:

The Company has reported income from operation during the year is ₹ 23,86,82,742 as compared to the previous year's income from operation of ₹ 21,03,49,558. The Company has earned net profit before tax of ₹ 47,35,000 as against previous year's net profit before tax of ₹ 39,34,046.

Paid up share capital of the company increased from ₹ 1,52,15,000 to ₹ 3,49,30,000 Pursuant to Bonus issue of 15,21,500 (Fifteen Lakh Twenty one thousand five hundred only) Equity shares of face value of ₹ 10 each dated 17<sup>th</sup> May, 2016 and Initial public offering (IPO) of ₹ 7,28,40,000 (Rupees Seven Crore Twenty Eight Lakhs Forty Thousands only) under SME platform of BSE as 12,14,000 (Twelve Lakh Fourteen Thousands Only) Equity share of ₹ 10 each at price of ₹ 60 per Equity shares including Offer for Sale of 7,64,000 (Seven Lakh Sixty Four Thousands only) Shares, allotted as on 28<sup>th</sup> March, 2017 in terms of prospectus dated 08<sup>th</sup> March, 2017.

### DIVIDEND:

Your Directors are pleased to recommended final dividend of ₹ 0.20 per share (2%) for the financial year ended on 31<sup>st</sup> March, 2017.

### BONUS ISSUE:

The Company made a bonus allotment of 15,21,500 (Fifteen Lakh Twenty One Thousand Five Hundred Only) equity shares of face value of ₹ 10 each of the Company as fully paid-up bonus shares in ratio of 1:1 (i.e One (1) Bonus Equity Shares for every One (1) existing Equity Shares held by such persons respectively) to the members as on 17<sup>th</sup> May, 2016.

### INITIAL PUBLIC OFFER

During the year under review your company entered into the capital markets with a maiden public issue of 12,14,000 equity shares of ₹ 10 each at a premium of ₹ 50 per share aggregating to ₹ 7,28,40,000 (Rupees Seven Crore Twenty Eight Lakhs Forty Thousands only) including Offer for Sale of 7,64,000 (Seven Lakh Sixty Four Thousands only) Shares. Your company successfully raised Rs. 2,70,00,000 (Rupees Two Crore Seventy Lakhs only) by issuing 450000 Fresh Equity Shares. The issue received good response. The equity shares have been listed and traded on the SME Platform of BSE Ltd from 31<sup>st</sup> March, 2017. Subsequent to the IPO the issued, subscribed and paid up capital of your company stands at ₹ 3,49,30,000 (Rupees Three Crore Forty Nine Lakh Thirty Thousand Only) divided into 34,93,000 (Thirty four lakh ninety three thousand only) equity shares of Rs. 10 each.

### USE OF PROCEEDS:

The fund raised during the IPO will help your company to strengthen the working capital position. The proceeds from IPO will be deployed for expansion of Fruits & Vegetable Business. At the end of the last day of Financial Year of 2016-17, these funds were lying in Escrow Account.



**LISTING OF SHARES**

The equity shares of Company are listed on the SME Platform of BSE Limited, 25th Floor, P.J. Towers, Dalal Street, Mumbai – 400 001 on 31<sup>st</sup> March, 2017.

**DEMATERIALIZATION OF SHARES**

During the period under review, the Company has entered into Tripartite Agreement dated on 3<sup>rd</sup> August, 2016 with the depositories, national Securities Depository Limited and on 1<sup>st</sup> August, 2016 with Central Depository Service (India) Limited for providing Demat facility to its Shareholders. For the purpose, the company has appointed Bigshare Services Private Limited.

**SUBSIDIARY COMPANIES:**

During the year under review, the Company incorporated the wholly owned subsidiary as Florens Farming Private Limited dated on 27<sup>th</sup> December, 2016 under Companies Act, 2013. Florens Farming Private Limited has not commenced any business operations during the Financial Year 2016-17. The performance and financial position of the subsidiary are given in Form AOC- 1 attached to the Financial Statements for the year ended 31<sup>st</sup> March, 2017.

**CONSOLIDATED FINANCIAL STATEMENTS:**

The accounts of the Florens Farming Private Limited are consolidated with the accounts of the Company in accordance with the provisions of Accounting Standards AS-21 on consolidated financial statement issued by the Institute of Chartered Accountants of India, Companies Act, 2013 read with Schedule III of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The audited consolidated financial statements are provided in this Annual Report.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

Management Discussion and Analysis for the year under review as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is included in this report as Annexure-"A".

**DEPOSITS:**

During the year under review, Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and rules made thereunder.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The detail of the investments made by company is given in the notes to the standalone financial statements.

**INTERNAL CONTROLS AND THEIR ADEQUACY:**

The Company has adequate internal controls and processes in place with respect to its financial statements which provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements. These controls and processes are driven through various policies, procedures and certifications. The processes and controls are reviewed periodically. The Company's internal control system is commensurate with its size, scale and complexities of its operations.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. There was no case of sexual harassment reported during the year under review.

**CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:**

The Company has taken precautionary steps for conservation of energy & technology absorption by implementing various measures & efforts which improve the productivity of the machineries, improve quality of a product, reduce the cost of a manufacturing and no specific investment has been made in reduction in energy consumption.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

During the period under review foreign exchange earnings or out flow reported as follow:

(In ₹)

Particulars	Amount In Foreign currency
Out Flow	NIL
Earning	16,10,376

**INDUSTRIAL RELATIONS:**

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

**COMPOSITION OF BOARD AND STATUTORY COMMITTEES FORMED THEREOF**
**Board of Directors:**

The Board of the Company comprises of seven Directors out of which one is Managing Director, three is Whole-time and rest of the Directors is Non-Executive Independent Directors. The maximum gap between any two board meetings is not more than 120 days. During the financial year 2016-17, there were Fifteen (15) meetings of the board held on 03<sup>rd</sup> May, 2016, 21<sup>st</sup> May, 2016, 25<sup>th</sup> May, 2016, 01<sup>st</sup> June, 2016, 03<sup>rd</sup> June, 2016, 11<sup>th</sup> June, 2016, 15<sup>th</sup> July, 2016, 04<sup>th</sup> August, 2016, 07<sup>th</sup> September, 2016, 08<sup>th</sup> September, 2016, 14<sup>th</sup> November, 2016, 08<sup>th</sup> December, 2016, 08<sup>th</sup> February, 2017, 27<sup>th</sup> February, 2017 and 28<sup>th</sup> March, 2017.

Name	Attendance at Meetings			Number of other Directorship & Committee Membership / Chairmanship**		
	No. of Board Meetings		Last AGM	Other Directorship*	Committee Membership	Committee Chairmanship
	Meetings held during Tenure	Meetings Attended				
<b>Whole-time Director</b>						
Mr. Jinen Ghelani	15	15	Yes	-	-	-
Mr. Hiren Ghelani	15	11	Yes	-	-	-
Mrs. Neha Ghelani	15	15	Yes	-	-	-
Mr. Sameer Rajguru	14	4	Yes	-	-	-
<b>Independent Director</b>						
Mr. Brijesh Misra	13	3	No	-	-	-
Mr. Mihir Manek	14	3	No	-	-	-
Mr. Ravi Menon	13	2	No	-	-	-

\*Directorships and Committee member/Chairmanship in other companies mentioned above excludes directorships in private limited companies, unlimited companies, foreign companies and companies incorporated under section 8 of the Companies Act, 2013.

\*\*While calculating the number of Membership / Chairmanship in Committees of other companies, Membership / Chairmanship of only Audit Committee and Stakeholders Relationship Committee have been considered pursuant to Regulation 18 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. None of the Director is a member in more than ten committees and act as a Chairman in more than five committees across all companies in which he is a Director.

**Audit Committee:**

The Company has constituted an Audit Committee in accordance with Section 177(1) of the Companies Act, 2013 on 25<sup>th</sup> May, 2016. During the financial year 2015-16, four (4) meetings of the Audit Committee were held on 15<sup>th</sup> July, 2016, 08<sup>th</sup> September, 2016, 08<sup>th</sup> December, 2016 and 08<sup>th</sup> February, 2017. The details of the composition of the committee and attendance at its meeting are set out in the following table:

Sr. No.	Name	Designation	Meetings held during Tenure	Meetings Attended
1	Mr. Mihir Manek	Chairman	4	0
2	Mr. Brijesh Misra	Member	4	4
3	Mr. Hiren Ghelani	Member	4	4

**Nomination and Remuneration Committee:**

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meetings are generally held for identifying the person who is qualified to become Directors and may be appointed in senior management and recommending their appointments and removal. The composition of the Committee is given below:

Sr. No.	Name	Designation
1	Mr. Ravi Menon	Chairman
2	Mr. Mihir Manek	Member
3	Mr. Brijesh Misra	Member

**Stakeholders Relationship Committee:**

The Company has constituted Stakeholder's Grievance & Relationship Committee mainly to focus on the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc. During the year under review, 3(Three) Stakeholders Relationship Committee were held on 04<sup>th</sup> August, 2016, 14<sup>th</sup> November, 2016 and 07<sup>th</sup> February, 2016. The details of the composition of the committee and attendance at its meeting are set out in the following table:

Sr. No.	Name	Designation	Meetings held during Tenure	Meetings Attended
1	Mr. Brijesh Misra	Chairman	3	3
2	Mr. Ravi Menon	Member	3	3
3	Mr. Mihir Manek	Member	3	0



**DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

**1. Changes in Composition of Board of Directors:**

Mr. Mihir Manek (DIN: 07254045) was appointed as Independent Director of the Company at the Extra-ordinary General Meeting held on 17<sup>th</sup> May, 2016.

Mr. Brijesh Misra (DIN: 07524535) and Mr. Ravi Menon (DIN: 05254365) were appointed as Independent Directors of the Company at the Extra-ordinary General Meeting held on 21<sup>st</sup> May, 2016.

**2. Independent Directors**

The Independent Directors have submitted their declarations of independence, as required pursuant to the Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

**3. Retirement by Rotation**

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and in terms of Articles of Association of the Company, Mr. Sameer Rajguru (DIN: 07198139) will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The board recommends his appointment.

**4. Appointment/ Re-Appointments of Directors**

- i) The present term of appointment of Mr. Jinen Ghelani (DIN: 01872929) re-designated as Chairman and Managing Director for a period of 5(Five) years commencing from 17<sup>th</sup> May, 2016 to 16<sup>th</sup> May, 2021 at the Extra-ordinary General Meeting held on 17<sup>th</sup> May, 2016
- ii) The present term of appointment of Mrs. Neha Ghelani (DIN: 00197285) re-designated as Whole-time Director as Executive Director for a period of 5(Five) years commencing from 17<sup>th</sup> May, 2016 to 16<sup>th</sup> May, 2021 at the Extra-ordinary General Meeting held on 17<sup>th</sup> May, 2016.
- iii) The present term of appointment Mr. Hiren Ghelani (DIN: 02212587) re-designated as Whole-time Director as Executive Director for a period of 5(Five) years commencing from 6<sup>th</sup> June, 2016 to 5<sup>th</sup> June, 2021 at the Extra-ordinary General Meeting held on 6<sup>th</sup> May, 2016.
- iv) The Company has appointed Mr. Sameer Rajguru (DIN: 07198139) as Whole-time Director as Executive Director for a period of 5(Five) years commencing from 17<sup>th</sup> May, 2016 to 16<sup>th</sup> May, 2021 at the Extra-ordinary General Meeting held on 17<sup>th</sup> May, 2016.

**5. Profile of the Directors seeking appointment / reappointment:**

As required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Particulars of the Director retiring by rotation and seeking appointment / re-appointment at the ensuing Annual General Meeting is annexed to the notice convening 10<sup>th</sup> Annual General Meeting.

**6. Changes in other Key Managerial Personnel**

- i) Mr. Jinen Ghelani, Managing Director of the Company was also appointed as Chief Financial Officer of the Company w.e.f. 21<sup>st</sup> May, 2016.
  - ii) Ms. Kruti Sheth was appointed as Company Secretary of the Company w.e.f. 09<sup>th</sup> May, 2016.
- and there was no other appointment or cessation of key managerial personnel during the financial year.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of the Section 134 of the Companies Act, 2013, the directors confirm that:

- a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**RELATED PARTY TRANSACTIONS:**

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

**EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “Annexure B”.

**AUDITORS:**

At the Annual General Meeting held on 30<sup>th</sup> September, 2016, M/s O. P. Bhandari & Co., Chartered Accountants (Firm Registration No: 112633W), Ahmedabad were appointed as statutory auditors of the Company to hold office for a period of five (5) years i.e. 2016-17, 2017-18, 2018-19, 2019-20 and 2020-21 (subject to ratification of the appointment by the Members at every Annual General Meeting held after this Annual General Meeting of the Company). In terms of first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. In this regard, the Company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provision of Section 141 of the Companies Act, 2013. The members are requested to ratify the appointment of auditor. Observations of the auditors in their report together with the notes on accounts are self explanatory and therefore, in the opinion of Directors, do not call for any further explanation.

**COST AUDIT REPORT:**

As per provision of section 148(3) of Companies Act, 2013 and rule 6(2) of Companies (Cost records and audit) Rules, 2014, the company is not required to appoint a cost auditor to audit the cost records of the company.

**SECRETARIAL AUDIT REPORT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company with the approval of its Board, appointed M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad to undertake the Secretarial Audit of the Company for the financial year ended 31<sup>st</sup> March, 2017. The Secretarial Audit Report is annexed herewith as **Annexure- "C"** which is self explanatory and give complete information.

**BUSINESS RISK MANAGEMENT:**

The Company has implemented various policies from ground level to the top level management for identifying the risk, measuring the same and takes corrective measures for managing the risk.

**PARTICULARS OF EMPLOYEES:**

The details related to employees and their remuneration as required under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are mentioned in **Annexure "D"** to this Board's Report. Disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable as no employee falls under the threshold provided therein.

**CORPORATE SOCIAL RESPONSIBILITY:**

The provision of section 135 of Companies Act, 2013 for implementing Corporate Social Responsibility Policy, constitute committee and expenditure thereof is not applicable to the company.

**VIGIL MECHANISM:**

The Company has established a Vigil Mechanism for directors and employees to report genuine concerns. The vigil mechanism provide for adequate safeguards against victimization of person who use Vigil Mechanism and also provide for direct access to the Chairman of the Audit Committee. The details of Vigil Mechanism are displayed on the website of the Company [www.primecustomer.co.in](http://www.primecustomer.co.in).

**NOMINATION AND REMUNERATION POLICY :**

In terms of Section 178(3) of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a policy on Director's, Key Managerial Personnel and Senior Management Employee's appointment and remuneration including criteria for determining their qualifications, positive attributes, independence and other prescribed matters was formulated and recommended by the Nomination and Remuneration Committee and adopted by the Board of Directors at their respective meetings held on 28<sup>th</sup> March, 2017. The said policy posted on the website of the Company [www.primecustomer.co.in](http://www.primecustomer.co.in). Currently, no compensation is paid to the Non- Executive Directors of the Company except for the sitting fees as per provisions of Companies Act, 2013.

**CORPORATE GOVERNANCE :**

The Company being listed on the Small and Medium Enterprise platform is exempted from provisions of corporate governance as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is disclosed in this Annual Report.

**EVALUATION OF BOARD PERFORMANCE:**

The Company has taken various measures for obtain commitment by all board members to the process of performance evaluation by means of set performance criteria ,plan the process and gather the information, discuss and interpret the



data, develop a plan of follow-up; identify areas for change and set goals for effective performance of the board members & individual Director also.

**CERTIFICATION:**

During the year under review, the Company having the following certifications pertaining to the Highest International Standard of Food Safety and Hygiene:

1. FSSAI
2. APEDA Recognition
3. IEC: Import Export Code

**OTHER REGULATORY REQUIREMENT:**

The Company has been complied with all regulatory requirements of central government and state government and no order has been passed by the regulatory authority which has impact the going concern status & company's performance in future.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between 31<sup>st</sup> March, 2017 and the date of this Report.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

**ACKNOWLEDGEMENT AND APPRECIATION:**

Yours Directors place on record their appreciation of the sincere and devoted services, rendered by all employees of the company and the continued support and confidence of the customers. The Board expresses special thanks to progressive farmers who have worked hard to achieve International Standards in the quality of their produce. The Board also expresses its sincere thanks to Banks, Financial Institutions, Government Authorities, Agricultural and Processed Food Products Export Development Authority (APEDA), FSSAI and all other well wishers, for their timely support.

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

Date : 24<sup>th</sup> August, 2017

Place : Ahmedabad

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

**ANNEXURE TO THE DIRECTORS' REPORT**

**ANNEXURE – 'A'**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

**INDUSTRY STRUCTURE AND DEVELOPMENT:**

Fruits & Vegetables sector in India witnessed a decent growth after a good monsoon during FY 2017. Production of horticulture crops such as fruits and vegetables have seen an increase over the previous years. The various data released so far suggest that the overall production is estimated at 287-292 million tonnes in FY 2016-2017 crop for year ending June. Overall growth is led by onion, grapes, tomatoes, potatoes and other vegetables. The production of vegetables is estimated to be around 175 million tonnes while fruits production is likely to be at 93 million tonnes.

This year, onion, potato and tomato farmers did not have good returns and crops were sold below production cost. However, overall vegetables and fruits category did well for the farmers. The demonetization had major negative impact on the trade during the large part of the second half of FY2016-2017. The prices of many produces fell between 15-25% in various APMCs across the country and overall trade witnessed a massive disruption. The farmers and traders suffered heavily on account of liquidity and trust deficit due to price volatility and payment crisis. However, the things have gradually gone back to normal now and trade is smoothly adjusted. This event threw major opportunities and threats as well.

Fresh produce market is estimated to be at around ₹ 3 lakh crore in India. Many new organised players have been entering every year in the sector and trade is increasingly getting more and more as 3-4% as organised and modernised. The dependence on APMCs have been constantly on the decline and farmers are getting better prices due to the shift in trade pattern. Processing of Fruits and vegetables is very insignificant in India and has massive potential to grow at 15-17% over many years to come. Growth in food processing industry, rise of modern trade along with a very high growth in frozen food category (₹ 1000 crore in size, growing at 25%) is expected to provide multiple growth opportunities to all the organised players in F & V ( Fruits & Vegetables) sector. Over the last few years, exports of Horticulture Crops is also rising to middle east, UK and many other new destinations, offering massive opportunity to grow the overall F&V trade in India. Your company is present across all segments & formats to ensure that all the growth catalyst are addressed with differentiated, unique and focused strategy.

#### **FORWARD-LOOKING STATEMENT:**

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

#### **OPPORTUNITIES, THREATS, RISKS AND CONCERN:**

The Global economy grew at a stable pace of 3.1% in CY 2016, supported by recovery in emerging economies particularly commodity exporters, while growth in developed markets remained modest. Increase in oil prices along with other major commodities like iron ore and copper aided recovery in global trade towards the end of CY 2016. The uptick in global trade was led by pickup in import demand in Asia and US which augurs well for underlying demand trends. While global growth was stable, markets were focused on geopolitical developments with change in leadership in the USA, and the UK working on modalities around its exit from the European Union. Activity rebounded in the USA after a weak first half of CY 2016, as the economy approaches full employment. INDIA On the domestic front, India remained the fastest growing major economy in the world, after surpassing China last year. Gross Domestic Product growth rate was 7.1% for FY 2016-17, supported by strong consumption growth and government spending. Inflation eased sharply led by a decline in food inflation amidst government's astute food management, facilitating a 50 basis points rate cut by the RBI in FY 2016-17 before it adopted a neutral stance. Diminishing vulnerabilities on the external and fiscal front with Apr-Dec FY 2016-17 current account deficit at 0.7% of GDP and government's commitment to fiscal consolidation reinstated investor confidence in the economy, resulting in record Net Foreign Direct Investment of US\$35.9 billion in FY 2016-17.

FY 2016-17 was also marked by two significant economic measures by the government. Government's demonetisation move to counter the shadow economy and promote cashless economy has boosted digital payments in the country. The Goods and Services Tax (GST) - constitution amendment bill, passed by the government, to be implemented from July 1st, 2017 will have a significant impact on the taxation structure in the country. The reform process would further help boost India's position in the global arena

#### **OUTLOOK:**

For FY 2017-18, PCSL will primarily focus on two key areas: Establish a pan India footprint by expanding network into unrepresented and new markets. Putting in place Sustainable growthdrivers by enhancing farmers' experience, customer satisfaction and creating unique value propositions.

The fundamental core drivers of company's growth & focus should be,

- a) Add more procurement centres of F & V in Gujarat & Maharashtra
- b) Strengthen USP, Size of volume and value addition in Mango, pomegranate & Onion
- c) Category and product expansion i.e. adding Orange, grapes and few other F & Vs.
- d) Adding more clients in new geographies and become a national player.
- e) Deeper penetration with food processing, exports and modern trade segments.
- f) Collaboration, JVs, Strategic tie-ups for procurement and operation.



PCSL is repositioning and consolidating its position in various buyer segments like Modern trade, APMC trade, Food processing & Exports sector and this phase and focus should continue for next year. The efforts and initiatives are more on how to build a more diversified and scalable model by entry into new Fruits and vegetables segments, Entry into new Agro Belt and adding more value to the Fruits & Vegetables. The whole sale and general trade will continue to be a dominant part of overall revenues for FY2018, however, company expects to see a significant breakthrough in FY 2019 as a result of new areas explored during last few years & focused efforts of next financial year.

PCSL aspire to build few more Collection centres and handling units in Maharashtra and Gujarat to reach a capacity of 10000 TPA of Fruits and Vegetable business by FY2019.

#### **SEGMENT-WISE AND PRODUCT-WISE PERFORMANCE:**

The Company is engaged primarily operating in single segment i.e Fruits & Vegetables and Warehousing Business.

#### **HIGHLIGHTS AND KEY EVENTS:**

The year FY2016-2017, remarkably went very well for Prime Customer Services Ltd. Your company went through series of developments and took several new initiatives for setting up a new stage for hyper growth in coming years.

#### **Deep engagement with Modern trade & Many APMCs:**

Your company during the year FY2016-2017, added many new national clients in modern trade category and begun nation operations by supplying to new cities and various part of the country. Company also forged several strategic tie-ups with well-established APMC players in Nasik, Delhi, Mumbai, Pune and several other interior parts of Maharashtra & Gujarat. These initiatives and relationships are expected to provide more stability and opportunity to your company's growth in coming years.

#### **Tie-ups with Several farmers & farmer groups and entry in to new Agro Belts:**

Your company and team developed many new relationships with several farmers across Maharashtra and Gujarat by spending huge amount of time & efforts with them. These initiatives were focused on Mangoes, pomegranate, orange, onion, tomatoes and other vegetables category. **Company penetrated about 9 new districts in Gujarat & Maharashtra along with 5 new commodities.** PCSL tied up & connected with almost 2200 new farmers and several Farm Produce Organisations during the year. This laid the foundation for sustainable growth in procurement bandwidth of your company. Board believes that this will ensure more robustness in business model by diversification in to new Agro Belts & F & V categories.

#### **Pomegranate collection centre at Lakhani:**

During the month of November 2016, Company opened a first ever exclusive Collection centre for procurement of Pomegranate at **Lakhni in Gujarat**. This was a major breakthrough in the history of your company laying the foundation for a new category and new growth vertical. The experience taught us many ideas and helped secure several new relationships with farmers, food processing companies, APMCs, exporters and Modern trade. This was a temporary seasonal collection centre, providing deep connect with focused and progressive farmers in a particular belt. We are extremely thankful to all local farmers, Lakhni APMC and all the stakeholders for this unique and differentiated initiative. The experience taught us to think and plan for a different scale and running bigger operations at multiple locations and farms. We believe this centre **should help us procure 700-1200 tonnes of Pomegranate** in coming financial year. Your company is likely to replicate such initiatives at many more locations in coming years.

#### **Association with food processing sector:**

The importance and growth of food processing and Frozen food industry is hugely vital for the success of our farmers, country and all the aggregators in F & V sector. A well-developed food processing sector with higher level of processing helps in the reduction of wastage, improves value addition, promotes crop diversification, ensure better return to the farmers, promotes employment as well as increase export earnings. This sector is also capable of addressing critical issues of food security, food inflation and providing wholesome nutritious food to the masses. Food processing has tremendous potential for enabling the farmer to add value to their produce both in terms of quantity and quality to meet the

requirements and standards of the market at all stage of value chain, processing and retailing. The Ministry of Food Processing Industries has been supporting a range of initiatives for the growth of food processing industry.

During the year, Your Company added **6 new clients** in the category and started a business with them by being a supplier to these companies. This will help your company to de-risk & diversify the existing business model apart from providing volume growth. PCSL **targets to supply 2500 tonnes** of Fruits & Vegetables to Food processing & frozen food industry in coming **2-3 years**.

#### **Tie-ups with exporters of F & V:**

The Indian F&V export Industry has now consolidated its position in the Global markets. Many categories like Mango, Pomegranate, onion, grapes vegetables and Green chilli have been doing exceedingly well. There is a huge potential for F & V exports to Middle East, UK, Europe and Russia.

Your company has been doing massive R & D and networking to enter the trade for last 3-4 years. The perishability, quality, logistics, people, long credit period and many operational issues have been a major challenges to set up a successful and scalable business model. We have done few consignments every year during last few years to a direct destination being a self-exporter. However, there is a strong need for a focused team and dedicated infrastructure to develop this vertical and hence company has decided to be a backbone to many successful exporters and be a dependable supplier to them. We are pleased to update that we have been able to successfully add few larger relationships in this segment and we expect to supply 3000-4000 tonnes of Fruits & Vegetables to many exporters in coming 2 years.

#### **Collection centre at Valsad Gujarat for Mango:**

Mango as a category has always been a core focus for your company and large part of revenues and growth depends on this category over the last few years. We have been trying to build several direct relationships with many farmers in different districts of Gujarat and Maharashtra over last many years. As a part of the long-term strategy and to strengthen the volume visibility, your company took a specialised unique initiative of setting up a first ever collection centre of Mango (Valsad- Gujarat) in company's history. This centre helped us procure approximately 600 tonnes of mango for the season March 2017-June 2017. Your company build 350 new relationships with farmers, traders, APMC players, packers and consolidators during this phase of running a temporary seasonal collection centre.

We believe this location has potential to provide 1500-1800 tonnes of mango Fruits to your company in next financial year. The experience again taught us to build a more sustainable business segment with the help of large stake holders. It also helped expand your company's goodwill and presence in a major Mango supply belt of the country.

#### **Maiden Public Issue:**

As all of you are aware, that your company went in for a Public Issue during March 2017 and got successfully listed on BSE SME Platform. This was a proud moment & special milestone for the entire team and all the stake holders. This initiative and success will help us further enhance our goodwill, credibility and strengthen our acceptance amongst all the major partners of PCSL's growth Journey. The trade community, clients farmers, employees and bankers will perceive PCSL as a major serious player in F & V sector. The funds raised during the Public Issue will help your company to improve working capital, boosting the turnover and profitability in coming years. The board is extremely thankful to all the employees, investors, farmers, and all other stake holders including suppliers, customers, governments, bankers and various departments. We believe this listing status should also help us attracting more talent by offering ESOPs and adding organized players as a business partners. Overall trust factor and dependability perception by all stake holders in PCSL has increased to new heights helping PCSL lay a solid foundation for a very successful Journey ahead.

#### **INTERNAL CONTROL SYSTEM AND ADEQUACY:**

The Company has adequate Internal control systems commensurate with its size and operations to ensure orderly and efficient conduct of business while safeguarding the assets, quality, safety, procurements, finance and accounts and reducing and detecting error.

**FINANCIAL PERFORMANCE AND REVIEW:**

The year FY2016-2017 was more of a consolidation and base building year for your company. The shift of focus more on to long-term growth drivers and reducing dependence on wholesale and general trade was a crucial priority. Reducing retail, cash base and APMC focused business and enhancing more structured, organised, prior order based business was extremely important. Your company is focusing on scaling down low margin and low ticket size business to put more resources & energy into larger opportunities in Modern trade, food processing sector and exporter supply vertical. This has resulted in a more moderate and stable financial performance. The Demonetization had major negative impact on the second half of the financial year 2017, impacting revenues & profitability. The revenues from Fruits and vegetables supply business were at ₹ 1755.34 Lakh whereas income from services business were at ₹ 630.88 Lakh and Overall Profit for FY 2016-17 went up by 19% from the Previous FY 2015-16.

Across its integrated portfolio, PCSL is executing a number of strategic actions to deliver maximum value from each business. PCSL is enhancing its cost position and value of its integration between procurement to processing and further value addition to the entire supply chain in Fruits & Vegetable sector.

**HUMAN RESOURCE:**

Smooth Industrial Relations and effective Human Resource Management are the key factors contributing towards success in the industry. As our company is part of the hospitality industry the importance of efficient and motivated human resources helps in achieving complete customer satisfaction. The employee strength of the Company, as on 31<sup>st</sup> March, 2017 was 293.

**CAUTIONARY NOTE:**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations and others may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ from those expressed or implied. Several factors that could significantly impact the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic and overseas markets, changes in the Government regulations, tax laws and other statutes, climatic conditions and such incidental factors over which the Company does not have any direct control.

**ANNEXURE 'B'**

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN  
as on the financial year ended on  
31<sup>st</sup> March, 2017**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

1	CIN	L51109GJ2007PLC050404
2	Registration Date	30/03/2007
3	Name of the Company	PRIME CUSTOMER SERVICES LIMITED
4	Category / Sub-Category of the Company	Company limited by shares
5	Address of the Registered office and contact details	41/6 8/A Haji Pir Kirvani Dargah, Jamalpur Char Rasta, Nr. Marvadi Chal, Ahmedabad- 380001 Ph No: 079-25320300 E-mail: cs@primecustomer.co.in Website: www.primecustomer.co.in
6	Whether listed company	Yes (BSE SME Platform)
7	Name, Address and Contact details of Registrar and Transfer Agent	Bigshare Services Private Limited 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East) Mumbai 400059 Maharashtra Board No. : 022 62638200 Fax No: 022 62638299 E-mail: ipo@bigshareonline.com Website: www.bigshareonline.com



**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S.N.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company (approx)
1	Fruits and vegetables n.e.c	9961121	73
2	C & F & Manpower Supply Services	9983116	6
3	Packing Service	9985400	7
4	Storage & Warehousing Services	9967290	14

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

S. NO.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	Florens Farming Private Limited	U01100GJ2016PTC094879	Subsidiary

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

*i) Category-wise Share Holding*

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	--	1003900	1003900	65.98	1312800	--	1312800	37.58	(28.40)
b) Central Govt/ State Govt(s)	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	110000	110000	7.23	186000	--	186000	5.32	(1.91)
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Others (Specify)	--	--	--	--	--	--	--	--	--
i)Group Companies	--	96000	96000	6.31	192000	--	192000	5.50	(0.81)
ii)Trusts	--	--	--	--	--	--	--	--	--
f) Directors & their Relatives	--	188760	188760	12.41	342520	--	342520	9.81	(2.60)
<b>Sub-total (A) (1):-</b>	--	<b>1398660</b>	<b>1398660</b>	<b>91.93</b>	<b>2033320</b>	--	<b>2033320</b>	<b>58.21</b>	<b>(33.72)</b>
<b>(2) Foreign</b>									
a)NRIs-Individuals	--	--	--	--	--	--	--	--	--
b) Other-Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks/FI	--	--	--	--	--	--	--	--	--
e) Any Other...	--	--	--	--	--	--	--	--	--
<b>Sub-total (A) (2):-</b>	--	--	--	--	--	--	--	--	--
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	--	<b>1398660</b>	<b>1398660</b>	<b>91.93</b>	<b>2033320</b>	--	<b>2033320</b>	<b>58.21</b>	<b>(33.72)</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--

c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(1):-</b>	--	--	--	--	--	--	--	--	--
<b>2. Non-Institutions</b>									
a) Bodies Corp.	--	--	--	--	366000	--	366000	10.48	10.48
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	122840	122840	8.07	474000	26760	500760	14.34	6.27
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	162000	198920	360920	10.33	10.33
c) Any Others (specify)	--	--	--	--	--	--	--	--	--
i) Trusts									
ii) Clearing Member	--	--	--	--	160000	--	160000	4.58	4.58
iii) Non Resident Indians (NRI)	--	--	--	--	--	--	--	--	--
iv) Non Resident Indians (REPAT)	--	--	--	--	8000	--	8000	0.23	0.23
v) Non Resident Indians (NON REPAT)	--	--	--	--	2000	--	2000	0.06	0.06
vi) Directors Relatives	--	--	--	--	--	--	--	--	--
vii) Market Maker	--	--	--	--	62000	--	62000	1.77	1.77
viii) Employee	--	--	--	--	--	--	--	--	--
ix) Overseas Bodies Corporate	--	--	--	--	--	--	--	--	--
x) Unclaimed Suspense Account	--	--	--	--	--	--	--	--	--
d) Qualified Foreign Investor	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(2):-</b>	--	<b>122840</b>	<b>122840</b>	<b>8.07</b>	<b>1234000</b>	<b>225680</b>	<b>1459680</b>	<b>41.79</b>	<b>33.72</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	--	<b>122840</b>	<b>122840</b>	<b>8.07</b>	<b>1234000</b>	<b>225680</b>	<b>1459680</b>	<b>41.79</b>	<b>33.72</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	--	--	--	--	--	--	--	--	--
<b>Grand Total (A+B+C)</b>	--	<b>1521500</b>	<b>1521500</b>	<b>100.00</b>	<b>3267320</b>	<b>225680</b>	<b>3493000</b>	<b>100.00</b>	--

**ii. Shareholding of Promoter:**

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Jinen Ghelani	1,83,900	12.09	----	1,87,800	5.38	----	(6.71)
2	Hiren Ghelani	8,20,000	53.89	---	11,25,000	32.21	---	(21.68)
3	Hardik Ghelani	1,14,800	7.55	---	2,19,600	6.29	---	(1.26)
4	Neha Ghelani	19,100	1.26	----	38,200	1.09	----	(0.17)
5	Chandrakant Chunilal Ghelani	30000	1.97	---	35,000	1.00	---	(0.97)
6	NH Time Investments and Research Private Limited	1,10,000	7.23	-----	1,86,000	5.32	-----	(1.91)
7	Prosperity Securities Private Limited	96,000	6.31	---	1,92,000	5.50	---	(0.81)
8	Manisha Hardik Ghelani	5,000	0.33	----	10,000	0.29	----	(0.04)
9	Ameesha Karia	19,820	1.30	----	39,720	1.13	----	(0.17)
	<b>Total</b>	<b>1398620</b>	<b>91.93</b>	<b>-----</b>	<b>1398660</b>	<b>58.21</b>	<b>-----</b>	<b>18.37%</b>

**iii.) Change in Promoters' Shareholding (please specify, if there is no change)**

S N	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Jinen Ghelani</b>				
	<b>At the beginning of the year</b>	1,83,900	12.09	1,83,900	12.09
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+1,83,900)	(+) 6.04	3,67,800	12.09*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-1,80,000)	(-) 5.91	1,87,800	6.17*
	<b>At the end of the year</b>	<b>1,87,800</b>	<b>5.38*</b>		
2	<b>Hiren Ghelani</b>				
	<b>At the beginning of the year</b>	8,20,000	53.89	8,20,000	53.89
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+8,20,000)	(+) 26.94	16,40,000	53.89*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-5,15,000)	(-) 16.92	11,25,000	36.97*
	<b>At the end of the year</b>	<b>11,25,000</b>	<b>32.21*</b>		
3	<b>Hardik Ghelani</b>				
	<b>At the beginning of the year</b>	1,14,800	7.55	1,14,800	7.55
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+1,14,800)	(+) 3.77	2,29,600	7.55*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-)10000	(-) 0.32	2,19,600	7.22*
	<b>At the end of the year</b>	<b>2,19,600</b>	<b>6.29*</b>		
4	<b>Neha Ghelani</b>				
	<b>At the beginning of the year</b>	19,100	1.26	19,100	1.26
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+)19,100	(+)0.63	38,200	1.26*
	<b>At the end of the year</b>	<b>38,200</b>	<b>1.09*</b>		
5	<b>Chandrakant Chunilal Ghelani</b>				
	<b>At the beginning of the year</b>	30,000	1.97	30,000	1.97
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+)30,000	(+)0.99	60,000	1.97*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-)25000	(-) 0.82	35,000	1.15*
	<b>At the end of the year</b>	<b>35,000</b>	<b>1.00*</b>		
6	<b>NH Time Investments and Research Private Limited</b>				
	<b>At the beginning of the year</b>	1,10,000	7.23	1,10,000	7.23



	Bonus Issue on 21 <sup>st</sup> May, 2016	(+1,10,000	3.61	2,20,000	7.23*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-) 34000	(-) 1.12	1,86,000	6.11*
	<b>At the end of the year</b>	<b>1,86,000</b>	<b>5.32*</b>		
<b>7</b>	<b>Prosperity Securities Private Limited</b>				
	<b>At the beginning of the year</b>	96,000	6.31	96,000	6.31
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+)96,000	(+)3.15	1,92,000	6.31*
	<b>At the end of the year</b>	<b>1,92,000</b>	<b>5.50*</b>		
<b>8</b>	<b>Manisha Hardik Ghelani</b>				
	<b>At the beginning of the year</b>	5,000	0.33	5,000	0.33
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+)5,000	(+)0.16	10,000	0.33*
	<b>At the end of the year</b>	<b>10,000</b>	<b>0.29*</b>		
<b>9</b>	<b>Ameesha Jitendra Karia</b>				
	<b>At the beginning of the year</b>	19,860	1.31	19,860	1.31
	Bonus Issue on 21 <sup>st</sup> May, 2016	(+)19,860	(+)0.65	39,720	1.31*
	<b>At the end of the year</b>	<b>39,720</b>	<b>1.13*</b>		

\*Change in % due to increase in paid up capital

**iv.) Shareholding Pattern of top ten Shareholders: (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of shares of the company	No. of shares	% of shares of the company
<b>1.</b>	<b>Rujit K. Kutmutia</b>				
	At the beginning of the year	25,000	1.64	25,000	1.64
	Bonus Issue on 21st May, 2016	(+)25,000	(+)0.82	50,000	1.64*
	<b>At the end of the year</b>	<b>50,000</b>	<b>1.43*</b>		
<b>2</b>	<b>Anisha Mehta</b>				
	At the beginning of the year	21,360	1.40	21,360	1.40
	Bonus Issue on 21st May, 2016	(+)21,360	(+)0.70	42,720	1.40*
	<b>At the end of the year</b>	<b>42,720</b>	<b>1.22*</b>		
<b>3</b>	<b>Rakesh P Vijay</b>				
	At the beginning of the year	20,000	1.31	20,000	1.31
	Bonus Issue on 21st May, 2016	(+)20,000	(+)0.66	40,000	0.66*
	<b>At the end of the year</b>	<b>40,000</b>	<b>1.15*</b>		
<b>4</b>	<b>Ajaykumar Agarwal &amp; Sons HUF</b>				
	At the beginning of the year	20,000	1.31	20,000	1.31
	Bonus Issue on 21st May, 2016	(+)20,000	(+)0.66	40,000	0.66*
	<b>At the end of the year</b>	<b>40,000</b>	<b>1.15*</b>		
<b>5</b>	<b>Overskud Multi Asset Management Private Limited</b>				
	At the beginning of the year	0	0	0	0
	Allotment dated on 28 <sup>th</sup> March, 2017	1,66,000	4.75	1,66,000	4.75
	<b>At the end of the year</b>	<b>1,66,000</b>	<b>4.75</b>		
<b>6</b>	<b>Magnum Equity Broking Limited</b>				
	At the beginning of the year	0	0	0	0
	Allotment dated on 28 <sup>th</sup> March, 2017	1,16,000	3.32	1,16,000	3.32
	<b>At the end of the year</b>	<b>1,16,000</b>	<b>3.32</b>		
<b>7</b>	<b>Spiritual Marketing Private Limited</b>				
	At the beginning of the year	0	0	0	0

	Allotment dated on 28 <sup>th</sup> March, 2017	1,08,000	3.09	1,08,000	3.09
	At the end of the year	1,08,000	3.09		
<b>8</b>	<b>Yuva Trading Co Private Limited</b>				
	At the beginning of the year	0	0	0	0
	Allotment dated on 28 <sup>th</sup> March, 2017	92,000	2.63	92,000	2.63
	At the end of the year	92,000	2.63		
<b>9</b>	<b>Aryaman Capital Markets Limited</b>				
	At the beginning of the year	0	0	0	0
	Allotment dated on 28 <sup>th</sup> March, 2017	62,000	1.78	62,000	1.78
	At the end of the year	62,000	1.78		
<b>10</b>	<b>Chetan Gopaldas Cholera</b>				
	At the beginning of the year	0	0	0	0
	Allotment dated on 28 <sup>th</sup> March, 2017	46,000	1.32	46,000	1.32
	At the end of the year	46,000	1.32		

\*Change in % due to increase in paid up capital

**v.) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of shares of the company	No. of shares	% of shares of the company
<b>1</b>	<b>Jinen Ghelani</b>				
	At the beginning of the year	1,83,900	12.09	1,83,900	12.09
	Bonus Issue on 21st May, 2016	(+)1,83,900	(+) 6.04	3,67,800	12.09*
	Offer for Sale for IPO on	(-)1,80,000	(-) 5.91	1,87,800	6.17*
	At the end of the year 10 <sup>th</sup> March, 2017	1,87,800	5.38*		
<b>2</b>	<b>Hiren Chandrakant Ghelani</b>				
	At the beginning of the year	8,20,000	53.89	8,20,000	53.89
	Bonus Issue on 21st May, 2016	(+)8,20,000	(+) 26.94	16,40,000	53.89*
	Offer for Sale for IPO on 10 <sup>th</sup> March, 2017	(-)5,15,000	(-) 16.92	11,25,000	36.97*
	At the end of the year	11,25,000	32.21*		
<b>3</b>	<b>Neha Ghelani</b>				
	At the beginning of the year	19,100	1.26	19,100	1.26
	Bonus Issue on 21st May, 2016	(+)19,100	(+)0.63	38,200	1.26*
	At the end of the year	38,200	1.09*		
<b>4</b>	<b>Sameer Rajguru</b>				
	At the beginning of the year	8,000	0.53	8,000	0.53
	Bonus Issue on 21st May, 2016	(+)8,000	(+)0.26	16,000	0.53*
	At the end of the year	16,000	0.46*		
<b>5</b>	<b>Brijesh Misra</b>				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
<b>6</b>	<b>Ravi Menon</b>				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-

7	<b>Mihir Manek</b>				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
8	<b>Kruti Sheth</b>				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-

\*Change in % due to increase in paid up capital

### III. INDEBTEDNESS : Indebtedness of the Company including interest outstanding/ accrued but not due for payment-

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	220,25,365	9,49,158	Nil	229,74,523
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>220,25,365</b>	<b>9,49,158</b>	Nil	<b>229,74,523</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	5,40,589	Nil	Nil	5,40,589
Reduction	Nil	(7,29,356)	Nil	(7,29,356)
<b>Net Change</b>	<b>5,40,589</b>	<b>(7,29,356)</b>	Nil	<b>(1,88,767)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	225,65,954	2,19,802	Nil	227,85,756
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>225,65,954</b>	<b>2,19,802</b>	Nil	<b>227,85,756</b>

### IV. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty			Nil		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			Nil		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			Nil		
Punishment					
Compounding					



**V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount (in ₹)
		Jinen Ghelani	Neha Ghelani	Hiren Ghelani	Sameer Rajguru	
1	Gross Salary (per annum) (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	3,60,000	3,60,000	8,90,400	3,98,400	20,08,800
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - As % of profit - Other	-	-	-	-	-
5	Other	-	-	-	-	-
	<b>Total (A)</b>	<b>3,60,000</b>	<b>3,60,000</b>	<b>8,90,400</b>	<b>3,98,400</b>	<b>20,08,800</b>

**B. REMUNERATION TO OTHER DIRECTORS:**

SN.	Particulars of Remuneration	Name of Directors			Total Amount (in ₹)
		Mr. Brijesh Misra	Mr. Mihir Manek	Mr. Ravi Menon	
1	<b>Independent Directors</b>				
	Fee for attending board /committee meetings	3,000	3,000	2,000	8,000
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (1)</b>	<b>3,000</b>	<b>3,000</b>	<b>2,000</b>	<b>8,000</b>
2	<b>Other Non-Executive Directors</b>				
	Fee for attending board / committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (2)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
	<b>Total (B)=(1+2)</b>	<b>3,000</b>	<b>3,000</b>	<b>2,000</b>	<b>8,000</b>
	Total Managerial Remuneration	Nil	Nil	Nil	Nil
	Overall Ceiling as Per the Act	---	---	---	---

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount (in ₹)
		Jinen Ghelani Chief Financial Officer	Kruti Sheth Company Secretary	
1	Gross Salary (per annum) (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	3,60,000	1,80,083	5,40,083
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - As % of profit - Other	-	-	-
5	Other	-	-	-
	<b>Total (A)</b>	<b>3,60,000</b>	<b>1,80,083</b>	<b>5,40,083</b>

**Form No. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2017**

***[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]***

To,  
**The Members,**  
**Prime Customer Services Limited**  
41/6, 8/A Haji Pir Kirvani Dargah,  
Jamalpur Char rasta,  
Nr. Marvadi Chal,  
Ahmedabad-380001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Prime Customer Services Limited (hereinafter called the Company) Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent , in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable to the Company during the Audit Period)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable to the Company during the Audit Period)
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable to the Company during the Audit Period)
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company during the Audit Period) and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the Company during the Audit Period)
- vi. Prevention of Food adulteration Act;
- vii. Food Safety and Standard Act;
- viii. Environmental Law;
- ix. We have relied on the representation made by the Company, its Officers and on the reports given by designated professionals for systems and processes formed by the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations to the Company.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.

- ii. The Listing Agreements entered into by the Company with Stock Exchanges read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further Report That,

*The Secretarial Standards issued by The Institute of Company secretary of India were not followed in words and Spirit.*

*The order of the stamp duty paid on Bonus shares was not available for our audit process.*

*Couple of forms required to be filed under the provisions of the companies act, 2013 were filed after the statutory period along with the additional filing fees.*

**We further report that:**

Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions in the Board is carried through, while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** the Company has listed its shares on BSE SME platform with effect from 31<sup>st</sup> March, 2017.

Place: Ahmedabad  
Date: 24<sup>th</sup> August, 2017

Umesh Ved  
Umesh Ved & Associates  
Company Secretaries  
FCS No.: 4411  
C.P. No.: 2924

To,  
The Members,  
Prime Customer Services Limited  
41/6, 8/A Haji Pir Kirvani Dargah,  
Jamalpur Char rasta,  
Nr. Marvadi Chal,  
Ahmedabad-380001

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad  
Date: 24<sup>th</sup> August, 2017

Umesh Ved  
Umesh Ved & Associates  
Company Secretaries  
FCS No.: 4411  
C.P. No.: 2924



**ANNEXURE- 'D'**

**Detail pertaining to remuneration as required under Section 197[12] of the Companies Act, 2013 read with Rule 5[1] of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014.**

1. The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the FY 2016-17: (₹ in Lakh)

Name of the Director/ KMP	Remuneration of Director/ KMP for the FY 2016-17	Ratio of each director to the median remuneration of the employee	Comparison of Remuneration of the KMP against the performance of the company
Mr. Jinen Ghelani, Managing Director	3,60,000	3.88	The Profit Before Tax of ₹ 47.35 Lakh for FY 2016-17 is higher compared to previous year Profit Before Tax of ₹ 39.34 Lakh.
Mr. Hiren Ghelani, Whole-time Director	8,90,400	9.62	
Mrs. Neha Ghelani, Whole-time Director	3,60,000	3.88	
Mr. Sameer Rajguru, Whole-time Director (w.e.f. 17.05.2016)	3,98,400	4.30	
Ms. Kruti Sheth, Company Secretary (w.e.f. 09.05.2016)	1,80,003	1.94	

- The median remuneration of employees of the Company during the financial year was ₹ 92604/-.
- The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, in the financial year: There is no increase in remuneration of Managing Director, Whole-time Director and Chief Financial Officer whereas the percentage increases in remuneration of Company Secretary is 30%.
- The percentage increase in the median remuneration of employees in the financial year is 4%.
- The number of permanent employees on the rolls of company was 293 as on 31<sup>st</sup> March, 2017.
- The average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration was 7-8%.
- There was no employee receiving remuneration higher than the highest paid Director during the financial year.
- The Company affirms remuneration is as per the Remuneration Policy of the Company.

## INDEPENDENT AUDITORS' REPORT

### To the Members of Prime Customer Services Limited

#### Report on the Standalone Financial Statements

We have audited the accompanying financial statements of Prime Customer Services Limited (the "Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for matters stated in Section 134(5) of the companies Act, 2013 (the "Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2017, its profit, and its cash flows for the period ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2016' ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the "Annexure-1" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2017, from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company did not have any pending litigation which can impact on the financial position of the Company as informed by the management ;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
    - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Registration Number: 112633W

**O. P. Bhandari**  
Partner  
Membership Number: 34409

Place :Ahmedabad  
Date : 29<sup>th</sup> May,2017

**Annexure 1 to Independent Auditors' Report of even date on the Financial Statements of Prime Customer Services Limited**

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets of the Company have been physically verified by the Management during the period and no material discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
- (c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. According to information and explanations given to us, the company has complied with provisions of section 185 and 186 of the companies Act, 2013 in respect of loans, investments, guarantees and security.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public in accordance with the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- vi. The Central Government has not prescribed maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales tax, service tax, value added tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.
- (b) According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales tax, service tax, value added tax, cess and other material statutory dues were outstanding, at the period end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there is no dues outstanding of Income Tax, Wealth Tax, , Sales Tax or Cess on account of any dispute as at the end of the period.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted during the period in repayment of dues to its financial institutions, bankers and government. The Company did not have any outstanding debentures during the period.
- ix. According to the information and explanations given by the management, the Company has raised ₹2,70,00,000 by way of initial public offer by issuing 4,50,000 fresh equity shares during the period. Money raised by term loans during the period was applied for the purposes for which those are raised.



- x. According to the information and explanation given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to information and explanation given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the companies Act.
- xii. According to information and explanation given to us, the company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, reporting under Clause 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, all transaction with the related parties are in compliance with section 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examinations of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under review.
- xv. According to the information and explanations given to us and the records of the Company examined by us, the company has not entered into any non-cash transactions with directors or persons connected to him.
- xvi. According to information and explanations given to us, the company is not required to be registered under sections 45-IA of the Reserve Bank of India Act, 1934.

**For O. P. Bhandari & Co.**

Chartered Accountants

Firm Registration Number: 112633W

**O. P. Bhandari**

Partner

Membership Number: 34409

Place : Ahmedabad

Date : 29<sup>th</sup> May, 2017

**Annexure 2 to the Independent Auditor's Report of even date on the Financial Statements of Prime Customer Services Limited**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of Prime Customer Services Limited ("the Company") as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, O. P. Bhandari & Co.  
Chartered Accountants  
Firm Registration Number: 112633W

O. P. Bhandari  
Partner  
Membership Number: 34409

Place : Ahmedabad  
Date : 29th May,2017

**PRIME CUSTOMER SERVICES LIMITED**

**BALANCE SHEET AS AT 31.03.2017**

SR. NO.	PARTICULARS	Note No	AS AT	
			31.03.2017 (AMOUNT ₹)	31.03.2016 (AMOUNT ₹)
<b>I.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>SHAREHOLDER'S FUND</b>			
	(a) Share Capital	1	34,930,000	15,215,000
	(b) Reserves and Surplus	2	30,216,176	21,854,282
			<b>65,146,176</b>	<b>37,069,282</b>
<b>2</b>	<b>NON-CURRENT LIABILITIES</b>			
	(a) Long-Term Borrowings	3	155,833	4,741,935
	(b) Deferred Tax Liabilities (Net)	4	354,441	568,000
			<b>510,274</b>	<b>5,309,935</b>
<b>3</b>	<b>CURRENT LIABILITIES</b>			
	(a) Short-Term Borrowings	5	22,266,601	15,753,012
	(b) Trade Payables	6	6,691,837	7,453,254
	(c) Other Current Liabilities	7	46,177,227	3,140,193
	(d) Short-Term Provisions	8	2,836,312	2,010,731
			<b>77,971,977</b>	<b>28,357,190</b>
	<b>TOTAL</b>		<b>143,628,427</b>	<b>70,736,407</b>
<b>II.</b>	<b>ASSETS</b>			
<b>1</b>	<b>NON CURRENT ASSETS</b>			
	(a) Property Plant and Equipments	9	8,415,253	9,738,747
	(b) Non-Current Investments	10	2,117,480	1,618,480
	(c) Long Term Loans and Advances	11	2,261,523	1,034,820
			<b>12,794,256</b>	<b>12,392,047</b>
<b>2</b>	<b>CURRENT ASSETS</b>			
	(a) Inventories	12	16,977,474	16,822,356
	(b) Trade Receivables	13	23,763,127	25,738,060
	(c) Cash and Cash Equivalents	14	72,101,828	7,231,421
	(d) Short-Term Loans and Advances	15	17,991,742	8,552,523
			<b>130,834,171</b>	<b>58,344,360</b>
	<b>TOTAL</b>		<b>143,628,427</b>	<b>70,736,407</b>
<b>III.</b>	<b>SIGNIFICANT ACCOUNTING POLICIES</b>	24		

Accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409

Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**PRIME CUSTOMER SERVICES LIMITED**

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017**

<b>SR. NO.</b>	<b>PARTICULARS</b>	<b>Note No</b>	<b>YEAR ENDED 31.03.2017 AMOUNT (₹)</b>	<b>YEAR ENDED 31.03.2016 AMOUNT (₹)</b>
I.	REVENUE FROM OPERATIONS	16	238,682,742	210,349,558
II.	OTHER INCOME	17	257,844	116,339
III.	<b>TOTAL REVENUE (I +II)</b>		<b>238,940,586</b>	<b>210,465,897</b>
IV.	<b>EXPENSES</b>			
1	Purchase of Stock-in-Trade	18	161,075,690	133,049,104
2	Changes In inventories of Stock-in-Trade	19	(554,623)	(3,844,699)
3	Employee Benefit Expenses	20	52,610,880	43,958,594
4	Financial Costs	21	2,992,513	3,139,701
5	Depreciation and Amortization Expenses	22	1,986,952	3,178,867
6	Other Expenses	23	16,094,174	27,050,284
	<b>TOTAL EXPENSES</b>		<b>234,205,586</b>	<b>206,531,851</b>
V.	<b>PROFIT BEFORE TAX (III - IV)</b>		<b>4,735,000</b>	<b>3,934,046</b>
VI.	<b>Tax expense:</b>			
	(1) Current Tax		(1,707,900)	(1,754,000)
	(2) Deferred Tax		213,559	530,000
			(1,494,341)	(1,224,000)
VII.	<b>Profit(Loss) for the period from continuing</b>		<b>3,240,659</b>	<b>2,710,046</b>
VIII.	SIGNIFICANT ACCOUNTING POLICIES	24		

Accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For, O. P. Bhandari & Co.**

Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**

Partner  
M. No.34409

Place : Ahmedabad

Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary



**PRIME CUSTOMER SERVICES LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2017**

		(Amount in ₹)	
SR. NO.	Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>I</b>	Net Profit Before Taxation and Extraordinary Items	4,735,000	3,934,046
	Adjustments		
	Add : Depreciation	1,986,952	3,178,867
	Interest Expenses	2,929,110	2,807,884
	Less: Profit on Sale of Fixed Assets	-	(34,254)
<b>II</b>	<b>Operating Profit before Working Capital Changes</b>	<b>9,651,062</b>	<b>9,886,543</b>
	(Increase)/Decrease in Inventories	(155,118)	(3,727,969)
	Increase)/Decrease in Trade Receivables	1,974,933	(7,486,200)
	(Increase)/Decrease in Loans & Advances	(10,658,868)	(1,923,015)
	Increase/(Decrease) in Sundry Creditors	(761,417)	1,095,498
	Increase/(Decrease) in Other Current Liabilities	45,153,288	100,065
<b>III</b>	<b>Cash Generated from Operations</b>	<b>45,203,881</b>	<b>(2,055,078)</b>
	Less : Income Taxes Paid	(889,374)	(1,054,615)
<b>IV</b>	<b>Cash Flow before extraordinary items</b>	<b>44,314,507</b>	<b>(3,109,693)</b>
	Less: Extraordinary Items	-	-
<b>V</b>	<b>Net Cash from Operating Activities (A)</b>	<b>44,314,507</b>	<b>(3,109,693)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Property Plant and Equipments	(663,458)	(888,040)
	Purchase of Non-Current Investment	(499,000)	-
	<b>Net Cash from/(Used In) Investing Activities (B)</b>	<b>(1,162,458)</b>	<b>(565,040)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds from Share Capital & Premium [Share Call Money]	25,677,054	7,574,589
	Proceeds from Short Term Borrowings	6,513,589	477,400
	Repayment Bank Borrowings (Term Loans)	(5,821,019)	(1,432,734)
	Repayment of Unsecured Loans	(729,356)	-
	Proceeds From Deferred Loans/Vehicle Loans	-	454,000
	Repayment of Deferred Loans/Vehicle Loans	(151,981)	(1,279,225)
	Dividend Paid on Equity Shares	(698,600)	-
	Tax on Equity Dividend Paid	(142,218)	-
	Interest Paid	(2,929,110)	(2,807,884)
	<b>Net Cash from/(Used In) Financing Activities (C)</b>	<b>21,718,358</b>	<b>2,986,146</b>
	<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>64,870,407</b>	<b>(688,587)</b>
	<b>Cash and Cash Equivalents at the Beginning of the Period</b>	<b>7,231,421</b>	<b>7,920,008</b>
	<b>Cash and Cash Equivalents at the End of the Period</b>	<b>72,101,828</b>	<b>7,231,421</b>

Accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409  
Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31.03.2017**
**NOTE 1 :SHARE CAPITAL**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
<b>EQUITY SHARES</b>			
1.1	<b>AUTHORISED</b>		
	42,00,000 Shares of ₹ 10/= each at par (Previous Year 42,00,000 Equity Shares of ₹ 10/= each)	42,000,000	42,000,000
1.2	<b>Issued and Subscribed Capital</b>		
	313700 Shares of ₹ 10/=	3,137,000	3,137,000
	658000 Shares of ₹ 10/= each	6,580,000	6,580,000
	470000 Shares of ₹ 10/= each	4,700,000	4,700,000
	79800 Shares of ₹ 10/= each	798,000	798,000
	200000 Shares of ₹ 10/= each	2,000,000	2,000,000
	450000 Shares of ₹ 10/= each	4,500,000	-
	Less: Shares Forfeited	(2,000,000)	(2,000,000)
		<u>19,715,000</u>	<u>15,215,000</u>
	Add : Bonus Shares Issued 1521500 @ ₹ 10/- each	15,215,000	-
		<b>34,930,000</b>	<b>15,215,000</b>
1.3	<b>Paid Up Capital</b>		
A.	Current Year 1971500 Shares of ₹ 10 each		
I	Fully Paid Up	19,715,000	15,215,000
	Prevuious Year 1521500 Shares of ₹ 10 each Fully Paid Up		
II	1521500 Bonus Shares of ₹ 10 each Fully Paid Up	15,215,000	-
III	200000 Shares of ₹ 10 each	-	2,000,000
	Less: Calls in Arrears		
	₹ 7.5 Per Shares Issued to Shri Rajesh Ghevaria	-	(1,500,000)
	Less: Shares Forfeited		
	₹ 2.5 Per Shares Paid By Shri Rajesh Ghevaria		(500,000)
	Towards Share Capital On 2,00,000 Shares Issued		
	To him [Issue Price ₹ 40 Per Share (₹ 10 Per Share towards Share Capital & ₹ 30 Per Share Towards Share Premium)]		
	Forfeited By Board Of Directors' Resolution dated 26th December, 2015 on account of non-payment of balance amount of ₹ 7.5 per share towards Share Capital (Face Value)		
1.4	<b>Shares Forfeited</b>		
	200000 Shares Issued to Shri Rajesh Ghevaria		
	₹ 2.5 Per Shares Paid Up	-	500,000
	(As Per 1.3 Above)		
	Less: Transferred to Capital Reserve	-	(500,000)
		<u>-</u>	<u>-</u>
	<b>TOTAL</b>	<b><u>34,930,000</u></b>	<b><u>15,215,000</u></b>
1.5	<b>Reconciliation of Number Shares Outstanding at the beginning and at the end of the period</b>		
	Outstanding as at the beginning of the year	1,521,500	1,721,500
	Add: Shares issued as fully paid up during the period	450,000	-
	Add: Bonus Shares issued during the period	1,521,500	-
	Add: Shares issued as Partly paid up for consideration in cash	-	-
	Less: Shares Forefieted	-	(200,000)
	Outstanding as at the End of the year	<b><u>3,493,000</u></b>	<b><u>1,521,500</u></b>

**1.6 Forfeited Shares**

200000 Shares Issued to Shri Rajesh Ghevaria  
at Face Value of ` 10 Per Share

**Amount Paid**

₹ 2.5 Per Shares Paid Up - 500,000

**Calls in Arrears**

₹ 7.5 Per Shares Issued to Shri Rajesh Ghevaria - 1,500,000

₹ 2.5 Per Shares Paid By Shri Rajesh Ghevaria  
Towards Share Capital On 2,00,000 Shares Issued  
To him [Issue Price ₹ 40 Per Share  
(₹ 10 Per Share towards Share Capital &  
₹ 30 Per Share Towards Share Premium)]

Forfeited By Board Of Directors' Resolution  
dated 26th December, 2015 on account of  
non-payment of balance amount of  
₹ 7.5 per share towards Share Capital (Face Value)

**Note : the company had at its extra ordinary general meeting held on 17th May, 2016 issued 15,21,500/- equity shares as fully paid as bonus shares in the ratio of 1:1 share to the shareholders who were shareholders in the company as on the shareholders' register closure period as per the records of the company by capitalizing amounts from the credit balance of Securities Premium Account and Carried Forward Balances of Surplus of Profit & Loss Statement.**

**1.7 Details of Shareholder Holding more than 5% Shares in the Company**

SR. NO.	Name of the Shareholder	As at 31.03.2017		As at 31.03.2016	
		No. of Shares	% of Total Holding	No. of Shares	% of Total Holding
1	Hiren Ghelani	1,125,000	32.21%	820,000	53.89%
2	Hardik Ghelani	219,600	6.29%	114,800	7.55%
3	Jinen Ghelani	187,800	5.38%	183,900	12.09%
4	N.H Time Investment & Research Pvt. Ltd.	186,000	5.32%	110,000	7.23%
5	Prosperity Securities Pvt. Ltd.	192,000	5.50%	96,000	6.31%

**NOTE 2 : RESERVES & SURPLUS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)		AS AT 31.03.2016 (₹)	
<b>2.1</b>	<b>Securities Premium Reserve</b>				
	Balance as at the beginning of the year	8,759,000		5,600,000	
	Less: Deletion during the year	(8,759,000)			
	Add: Additions during the year	22,500,000			
	Less: Share Issue Expenses	(1,322,946)		3,159,000	
	Balance as at the end of the year		21,177,054		8,759,000
<b>2.2</b>	<b>Capital Reserve</b>				
	Balance as at the beginning of the year	500,000		-	
	Add: Additions During the Year [On Account of Forfeiture of 2,00,000 Shares] [Refer to Note No. 1]	-		500,000	
	Balance as at the end of the year		500,000		500,000
<b>2.3</b>	<b>Subsidy Reserve-Ripening Chambers</b>				
	Balance as at the beginning of the year	4,788,000		4,788,000	
	Add: Additions during the year	-		-	
	Balance as at the end of the year		4,788,000		4,788,000
<b>2.4</b>	<b>Profit &amp; Loss Statement Surplus</b>				
	Balance As At The Beginning Of The Year	7,807,282		5,129,816	
	Less: Bonus Shares Issued	(6,456,000)		-	
	Less: Dividend	(698,600)			
	Less: Dividend Distribution Tax	(142,218)			
	Add: Profit/(Loss) during the year	3,240,659		2,710,046	
	Add/Less: Excess Pro. for Taxation of Earlier W/b.	-		(32,580)	
	<b>Balance Carried to Balance Sheet</b>		3,751,122		7,807,282
	<b>TOTAL</b>		<b>30,216,176</b>		<b>21,854,282</b>

**NOTE 3 : LONG TERM BORROWINGS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
I.	<b>SECURED LOANS</b>		
	Central Bank of India (Nature of Security)* (Guaranteed by Directors)** (Guaranteed by Others `) (Terms of repayment of term loans) ***	-	4,321,019
2	<b>VEHICLE LOAN</b>		
	ICICI Bank- Ashok Leyland Dost	155,833	256,685
		155,833	256,685
	<b>(Also Refer to Note No. 7 for current maturities of long term debts)</b>		
II.	<b>UNSECURED</b>		
1	Business Loan-From Bajaj Finance Limited	-	164,231
		-	164,231
	<b>TOTAL</b>	<b>155,833</b>	<b>4,741,935</b>

\*

1 Prime Security: Hypothecation of Plant & Machinery and other Fixed Assets purchased out of Term Loan.

2 **Collateral Security:**

Secured by Equitable Mortgage of Residential Flat at D/31, Amaltas Apartment, B/H. Fun Republic, Ahmedabad - 380015

Secured by Equitable Mortgage of Commercial Office No. 102, Sanskar-2 Complex, Nr. Ketav Petrol Pump, Ambawadi Ahmedabad -380006

\*\* Entire Term loans secured by personal guarantees of the directors of the company.

\*\*\* Term Loan to be repaid in 54 monthly instalments of ₹ 2.41 lacs each commencing from May-2012 (As Per Original Sanction). Now Repayment to be made by Monthly Instalment of ₹ 1.25 Lacs.

**NOTE 4 : DEFERRED TAX LIABILITIES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
	Opening Balance	568,000	1,098,000
	Add: Deferred Tax Liabilities-Due to Depreciation on Fixed Asse	(213,559)	(530,000)
	<b>TOTAL</b>	<b>354,441</b>	<b>568,000</b>

**NOTE 5: SHORT TERM BORROWINGS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
I.	<b>SECURED</b>		
	<b>CASH CREDIT</b>		
	CENTRAL BANK OF INDIA	-	15,753,012
	AXIS BANK (Nature of Security)* (Guaranteed by Directors)** (Guaranteed by Others `) (Terms of repayment of term loans) ***	22,266,601	-
	<b>TOTAL</b>	<b>22,266,601</b>	<b>15,753,012</b>

\*

Secured by Hypothecation of all chargeable stock and books debts of the company as primary security.

Collateral Security:

Secured by Equitable Mortgage of Residential Flat at D/31, Amaltas Apartment, B/H. Fun Republic, Ahmedabad - 380015

Secured by Equitable Mortgage of Commercial Office No. 102, Sanskar-2 Complex, Nr. Ketav Petrol Pump, Ambawadi Ahmedabad -380015

\*\* Outstanding balances of working capital secured by personal guarantees of the directors of the company.

\*\*\* Working capital loans repayable on demand.

**NOTE 6: TRADE PAYABLES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
1	Sundry Creditors for Goods	1,797,633	4,261,840
2	Sundry Creditors for Expenses & Others	4,894,204	3,191,414
	<b>TOTAL</b>	<b>6,691,837</b>	<b>7,453,254</b>



**NOTE 7: OTHER CURRENT LIABILITIES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
I	<b>Current Maturities of Long Term Debts</b>		
-	<b>SECURED</b>		
	<b>TERM LOANS*</b>		
	From Central Bank of India	-	1,500,000
	<b>VEHICLE LOANS**</b>		
	ICICI Bank- Dost	143,520	143,520
	ICICI Bank-Ashok Leyland	-	51,129
		143,520	194,649
-	<b>UNSECURED</b>		
	Business Loan From Bajaj Finance	219,802	784,927
		219,802	784,927
II	Advances from Customers	161,605	24,081
	<b>Other Payables-Statutory Liabilities &amp;</b>		
III	<b>Others</b>	45,652,300	636,536
	<b>TOTAL</b>	<b>46,177,227</b>	<b>3,140,193</b>

\* Refer Note No. 3 for Security Offered, Personal Guarantee and Terms of Repayment.

\*\* Refer Note No. 3 for Security Offered.

**NOTE 8: SHORT TERM PROVISIONS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
1	Provision for Income Tax	1,708,243	1,754,000
2	Provision for Dividend	698,600	-
3	Provision for Dividend Distribution Tax	142,218	-
4	Provision for Gratuity	287,251	256,731
	<b>TOTAL</b>	<b>2,836,312</b>	<b>2,010,731</b>

**NOTE 10: NON-CURRENT INVESTMENTS (LONG TERM)**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
-	<b>Investments -Quoted-At Cost</b>		
	Shares-Nandan Cleantec Plc (Details of Market Value Not Available)	1,604,717	1,604,717
-	Gold (At Cost)	13,763	13,763
-	<b>Investments in Subsidiary in Fully Paid</b>		
-	<b>Equity Instrument -Unquoted-At Cost</b>		
	49900 Equity Shares of ₹10/- each in Florens Farming Pvt. Ltd.	499,000	-
	<b>TOTAL</b>	<b>2,117,480</b>	<b>1,618,480</b>

**NOTE 11: LONG TERM LOANS & ADVANCES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
I.	<b>Unsecured but Considered Good</b>		
1	<b>DEPOSITS</b>		
	Rent Deposit	686,100	686,100
	Labour Licsence Deposit	50,600	50,600
	Electricity Deposit	96,620	96,620
	Others	1,428,203	201,500
		2,261,523	1,034,820
	<b>TOTAL</b>	<b>2,261,523</b>	<b>1,034,820</b>

**NOTE 12: INVENTORIES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
<b>I -Inventories taken as Physically verified, valued and certified by the management of the company</b>			
1	Stock-in-Hand	16,977,474	16,422,851
2	Packing Materials	-	399,505
<b>II Details of Trading Stock</b>			
	Fruits, Vegetables etc.	16,977,474	16,422,851
	<b>Imported</b>	-	-
	<b>Indigenous</b>	16,977,474	16,422,851
		16,977,474	16,422,851
	<b>TOTAL</b>	<b>16,977,474</b>	<b>16,822,356</b>

**NOTE 13: TRADE RECEIVABLES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
<b>1 Unsecured But Considered Good</b>			
	-Outstanding for a period Exceeding Six Months (From the date from which they became due for payment)	751,149	627,546
	-Others	23,011,978	25,001,901
		23,763,127	25,629,447
<b>2 Doubtful</b>			
	Outstanding for a period Exceeding Six Months (From the date from which it became due for payment and not from the date of bill)	-	108,613
	<b>TOTAL</b>	<b>23,763,127</b>	<b>25,738,060</b>

**NOTE 14: CASH & CASH EQUIVALENT**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
<b>1 Balance with Banks</b>			
	In Current Accounts	69,420,884	314,478
	FD A/c Against the Subsidy From GHM	-	4,788,000
		69,420,884	5,102,478
<b>2 Cash on Hand</b>			
	[Cash Balance on Hand Physically Verified by the Mangement]	2,680,944	2,128,942
	<b>TOTAL</b>	<b>72,101,828</b>	<b>7,231,421</b>

**NOTE 15: SHORT TERM LOANS & ADVANCES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	AS AT 31.03.2016 (₹)
<b>I. Unsecured and Considered Good-Balance with Govt. Dep.</b>			
	Adv. Tax, T.D.S & Self Assessment Tax	1,061,668	1,054,615
		1,061,668	1,054,615
<b>II. Unsecured But Considered Good</b>			
	Advance to Farmers & Suppliers-For Purchases	15,826,503	7,041,405
	Advances for Expenses/Sundry Debit Balances	362,595	198,852
	Advances to Labours/Employees	-	100,000
	Other Advances	740,976	-
	Pre- Paid Expenses	-	157,652
		16,930,074	7,497,909
	<b>TOTAL</b>	<b>17,991,742</b>	<b>8,552,523</b>

**NOTE 16: REVENUE FROM OPERATIONS**

SR. NO.	PARTICULARS	FOR THE YEAR	FOR THE YEAR
		ENDED 31.03.17	ENDED 31.03.16
		AMOUNT (₹)	AMOUNT (₹)
-	<b>Sales &amp; Service Charges Income</b>		
1	Sales (Fruits, Vegetables/Service Sales & Other Misc. Sales)	175,597,156	151,436,474
	Less: Quality Rate Difference	(63,402)	(814,864)
	Less: Rate Diff./Discount Given	-	(15,819)
		175,533,754	150,605,792
2	<b>Service Charges Incomes</b>		
	Handling Charges-Fruits & Vegetable	27,390,605	29,964,328
	C & F Charges & Manpower Supply Charges	13,509,282	10,004,059
	Packing Service Charges	15,364,815	14,835,619
	Storage & Warehousing Services	6,823,361	4,912,344
		63,088,063	59,716,350
3	Export Sale Incentive	60,925	27,417
	<b>TOTAL</b>	<b>238,682,742</b>	<b>210,349,558</b>

**NOTE 17: OTHER INCOME**

SR. NO.	PARTICULARS	FOR THE YEAR	FOR THE YEAR
		ENDED 31.03.17	ENDED 31.03.16
		AMOUNT (₹)	AMOUNT (₹)
1	Interest on Income Tax Refund	-	14,586
2	Other Miscellaneous Income	257,844	50,481
3	Profit on Sale of Vehicle	-	34,254
4	Sundry Credit Balances Written off	-	17,018
	<b>TOTAL</b>	<b>257,844</b>	<b>116,339</b>

**NOTE 18: PURCHASES OF TRADING GOODS**

SR. NO.	PARTICULARS	FOR THE YEAR	FOR THE YEAR
		ENDED 31.03.17	ENDED 31.03.16
		AMOUNT (₹)	AMOUNT (₹)
-	<b>Purchases for Resale</b>		
	Vegetables/Fruits & Others	161,075,690	133,049,104
		161,075,690	133,049,104
	<b>TOTAL</b>	<b>161,075,690</b>	<b>133,049,104</b>

**NOTE 19: INCREASE OR DECREASE IN STOCK IN HAND**

SR. NO.	PARTICULARS	CLOSING STOCK	OPENING STOCK	INCREASE/ (DECREASE)
-	Trading Goods	16,977,474	16,422,851	554,623
	<b>TOTAL</b>	<b>16,977,474</b>	<b>16,422,851</b>	<b>554,623</b>
	Previous Year	<b>16,422,851</b>	<b>12,578,152</b>	<b>3,844,699</b>

**NOTE 20: EMPLOYEE BENEFIT EXPENSES**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)	FOR THE YEAR ENDED 31.03.16 AMOUNT (₹)
1	Salaries, Wages & Labour Charges		
	-To Directors	2,008,800	1,610,400
	-To Others	36,866,801	30,036,570
		38,875,601	31,646,970
2	Contribution to Provident & Other Funds	3,304,162	3,253,759
3	Bonus & Exgratia	1,882,495	1,431,054
4	Employee Gratuity Expenses	30,519	256,731
5	Other Allowances & Expenses	8,271,892	7,188,026
6	Staff Welfare Expenses (Net)	246,211	182,054
	<b>TOTAL</b>	<b>52,610,880</b>	<b>43,958,594</b>

**NOTE 21: FINANCE COST**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)	FOR THE YEAR ENDED 31.03.16 AMOUNT (₹)
1	Bank Charges & Processing Fees	63,403	331,817
2	Interest		
	On Working Capital Facilities	2,240,062	2,115,223
	On Vehicle Loans	165,754	43,932
	On Term Loan	50,105	544,975
	To Others	473,189	103,754
		2,929,110	2,807,884
	<b>TOTAL</b>	<b>2,992,513</b>	<b>3,139,701</b>

**NOTE 22: DEPRECIATION AND AMORTISATION EXPENSES**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)	FOR THE YEAR ENDED 31.03.16 AMOUNT (₹)
1	Depreciation on Fixed Assets	1,986,952	3,178,867
	<b>TOTAL</b>	<b>1,986,952</b>	<b>3,178,867</b>

**NOTE 23: OTHER EXPENSES**

SR. NO.	P A R T I C U L A R S	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)	FOR THE YEAR ENDED 31.03.16 AMOUNT (₹)
<b>I.</b>	<b>TRADING &amp; SERVICE CHARGES EXPENSES</b>		
1	Electricity Expenses	2,056,619	1,973,875
2	Ripening Expenses	79,155	56,266
	Loading/Unloading, Freight &		
3	Transportation Expenses	3,487,381	15,206,499
4	REPARING EXP		
	- To Plant &		
	Machineries/Electricals/Warehouse	240,138	329,659
	Wastage Disposal & Dump Cleaning		
5	Charges	5,450	2,220
6	Crates Washing Charges	243,550	265,950
7	Packing Expenses	1,846,051	1,400,818
		<u>7,958,344</u>	<u>19,235,287</u>
<b>II.</b>	<b>ADMINISTRATIVE, SELLING AND OTHER EXPENSES</b>		
<b>A.</b>	<b>Administrative and Other Expenses</b>		
	Postage, Telephone , Internet & Web		
1	Charges	268,323	323,263
2	Stationery & Printing	95,074	80,306
3	Travelling,Conveyance & Vehical Expenses	1,485,298	1,541,676
4	Office Expense	606,114	622,167
5	Legal & Professional Charges	544,223	359,198
6	Insurance	270,542	22,588
7	Security Expenses	223,500	235,371
8	Rent, Rates & Taxes	2,106,451	2,481,330
9	Auditor's Remuneration	143,750	115,000
10	Service Tax	3,722	47,754
11	Other Misc. Expense	825,615	184,882
12	Sitting Fees	8,000	-
	Kasar/Discount/Sundry Balances Written		
13	off	801,628	495,880
<b>B.</b>	<b>Selling &amp; Distribution Expenses</b>		
	Advertisenment Expenses	112,944	8,000
	Commission Expenses -		20,000
	Transportation Charges-Outward	435,174	954,045
	Business Promotion Expenses	205,472	323,537
		<u>753,590</u>	<u>1,305,582</u>
		<u>8,135,830</u>	<u>7,814,997</u>
	<b>TOTAL</b>	<u><u>16,094,174</u></u>	<u><u>27,050,284</u></u>



**NOTE NO.: '9' Property Plant & Equipments :**

Sr. No.	Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 1st April 2016	Addition During the period	Adjustment During the period	As at 31st March 2017	Up to 1st April 2016	For The Period	Deletion Dur. Period	Upto 31st March 2017	As At 31st March 2017	As At 31st March 2016
1	Electrical Fitting	559,385	26,400	-	585,785	365,665	53,274	-	418,939	166,846	193,720
2	Furniture & Fixtures	789,468	85,520	-	874,988	579,786	61,443	-	641,229	233,759	209,682
3	Plant & Machineries	14,006,862	-	-	14,006,862	6,918,322	1,245,260	-	8,163,582	5,843,280	7,088,540
4	Cold Storage/Warehouse	844,997	-	-	844,997	435,987	73,192	-	509,179	335,818	409,010
5	Air Condition Machine	158,830	-	-	158,830	86,812	12,655	-	99,467	59,363	72,018
6	Dead Stock	43,320	-	-	43,320	31,552	2,530	-	34,082	9,238	11,768
7	Software	60,450	-	-	60,450	33,272	12,111	-	45,383	15,067	27,178
8	Office Equipments	522,189	11,450	-	533,639	511,042	9,089	-	520,130	13,508	11,146
9	Weighing Scale	120,331	-	-	120,331	67,062	8,796	-	75,858	44,473	53,269
10	Grates/Pallets/Trolleys	1,920,910	-	-	1,920,910	874,116	184,707	-	1,058,823	862,087	1,046,794
11	Vehicles	1,217,324	487,500	-	1,704,824	670,962	276,113	-	947,075	757,749	546,362
12	Computer	388,537	52,588	-	441,125	319,278	47,782	-	367,060	74,065	69,259
	<b>TOTAL</b>	<b>20,632,603</b>	<b>663,458</b>	<b>-</b>	<b>21,296,061</b>	<b>10,893,857</b>	<b>1,986,952</b>	<b>-</b>	<b>12,880,808</b>	<b>8,415,253</b>	<b>9,738,747</b>
	<b>PREVIOUS YEAR</b>	<b>20,067,563</b>	<b>888,040</b>	<b>(323,000)</b>	<b>20,632,603</b>	<b>7,922,244</b>	<b>3,178,867</b>	<b>(207,254)</b>	<b>10,893,857</b>	<b>9,738,747</b>	<b>12,145,319</b>

<b>PRIME CUSTOMER SERVICES LIMITED</b>	
<b>NOTE NO. 24: SIGNIFICANT ACCOUNTING POLICIES</b>	
<b>a)</b>	<b>Accounting Conventions :</b>
	The Financial Statements of the Company are prepared under the historical cost convention on accrual basis of accounting and in accordance with the mandatory accounting standards issued by the Institute of Chartered Accountants of India and referred to in section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and generally accepted accounting principles in India <b>except AS-15 “Employee Benefits” relating to provision for leave encashment and bonus which are accounted as per Note No. 24(h) below.</b> The accounting policies not referred to otherwise have been consistently applied by the Company during the year.
<b>b)</b>	<b>Use of Estimates</b>
	The preparation of financial statements in accordance with the GAAP requires management to make estimates and assumptions that may affect the reported amount of assets and liabilities, classification of assets and liabilities into non-current and current and disclosures relating to contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the reporting period. Although the financial statements have been prepared based on the management’s best knowledge of current events and procedures/actions, the actual results may differ on the final outcome of the matter/transaction to which the estimates relates.
<b>c)</b>	<b>Property, Plant and Equipments:</b>
	Property, Plant and Equipments are stated at cost of acquisition/construction (less Accumulated Depreciation, if any). The cost of Property Plant and Equipments comprises of their purchase price, including freight, duties, taxes or levies and directly attributable cost of bringing the assets to their working conditions for their intended use
<b>d)</b>	<b>Intangible Assets</b>
	The Intangible Assets of Accounting Software has been recognised at their cost of acquisition. On the basis of the availability of this asset for its intended use, relevant contractual agreements and technological changes that may affect the usefulness of these assets, the useful lives of these assets have been assumed to be of five years from the date of their acquisition.
<b>e)</b>	<b>Depreciation</b>
	The Depreciation on Tangible Fixed Assets is provided on written down value method (WDV) for the period of acquisition/construction i.e. from the period from which such assets were available for their intended use on pro-rata basis on the basis of useful life of each of the fixed assets as per Schedule II of the Companies Act, 2013 and in the manner specified in Schedule II of the Companies Act, 2013. The intangible assets have been depreciated on pro-rata basis over period of their estimated useful lives on straight line basis i.e. @ 20.00%.
<b>f)</b>	<b>Inventories</b>
	The company trades in fruits, vegetables and other perishable items which are purchased from the market as well as farmers. At times the trading inventories are stored/located at various locations including with farmers, traders, warehouse, cold storage etc. The fruits, vegetables and other perishable items due their nature, storage facilities and other affecting factors are subject to environmental and other effects and hence the quality and quantity of such items may change from time to time. The valuation of inventories of fruits, vegetables and other perishable items have been carried out by the management of the company keeping view all such factors and after physically verifying the stock located at various locations have valued inventories at cost or market value whichever is lower based on the assessment of physical conditions of various items by the management as to their quality and quantity. The items of packing materials have been valued at cost or market value whichever is lower.
<b>g)</b>	<b>Retirement Benefit</b>
	The Company's contribution to Provident Fund and ESIC etc. is charged to the Statement of Profit & Loss. The company has made provision for gratuity in respect of employee on its pay-roll which has been charged to Statement of Profit & Loss. No provisions for leave encashment, bonus and other terminal employee benefits as may be applicable to the company have been made and are/ will be accounted for as and when paid.
<b>h)</b>	<b>Provisions, Contingent Liabilities and Contingent Assets</b>
	The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of the Company's resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure of contingent liabilities is made when there is a possible obligation that may, but probably will not, require an outflow of resources. As a measure of prudence, the contingent assets are not recognised.
<b>i)</b>	<b>Revenue Recognition</b>
	All income and expenses are accounted on accrual basis. The Company recognised sale of Goods when it had transferred the property in Goods to the buyer for a price or all significant risks and rewards of ownership had been transferred to the buyer and no significant uncertainty existed as to the amount of consideration that would be derived

	from such sale. The recognition event is usually the dispatch of goods to the buyer such that the Company retains no effective control over the goods dispatched. Income from service charges of manpower supply services, handling charges, packing services, storage and warehousing and other services are accounted on completion of services for the respective client as evidenced by the issue of invoices for the respective service to that client and are accounted as per the date on invoice. Income from investments, where appropriate, is taken into revenue in full on declaration or accrual and tax deducted at source thereon is treated as advance tax.		
j)	<b>Investments</b>		
	All investments are classified as long term investments as they are intended to be held for more than one year from the date when they were acquired. All investments are, initially recognised at cost The investments are carried at cost of acquisition.		
k)	<b>Borrowing Costs</b>		
	The borrowing costs are debited to the Statement of Profit and Loss of the current year as they are incurred.		
l)	<b>Taxes on Income</b>		
	Tax expense comprises of current tax and deferred tax. Provision for current tax is made on the estimated taxable income and at the rate applicable to the relevant assessment year under the Income tax Act, 1961. Deferred income taxes are recognized for future consequences attributable to timing differences between financial determination of income and determination as of income as per applicable tax laws.		
m)	<b>The computation of earning per share as per AS_20 "Earning Per Share" is as under:</b>		
	<b>Particulars</b>	<b>31.03.2017</b>	<b>31.03.2016</b>
	Net Profit After Tax for the period (A)	32,40,659	27,10,046
	Weighted Average Number of Shares (B)		
	Opening Balance of Share Outstanding	15,21,500	17,21,500
	No. of Months for which Shares Outstanding	12	12
	Weighted Average*	34,93,000	15,21,500
	Basic and Diluted Earnings per Share (C) (A/B)	0.92	1.78
n)	<b>Related Party Disclosures:</b>		
	As per AS-18 "Related Party Disclosures" issued by the ICAI, the disclosure of transactions with related parties as defined in the accounting standard has been given as under:		
	<b>A. List of Related Parties</b>		
	<b>Key Management Personnel</b>		
	Jinen Ghelani		
	Hiren Ghelani		
	Neha Ghelani		
	Sameer Rajguru		
	<b>Relatives of Key Management Personnel</b>		
	Chadrakant Ghelani		
	Hardik Ghelani		
	Ameesha Karia		
	<b>B. Transaction with Related Parties (Other than Relating to Share Call Money Received/Share Capital/Share Premium Amount Received and Credited to Share Call Money/Share Capital/Share Premium Accounts)</b>		
	Nature of Transaction	Name of the Party	For the period ended 31.03.2017
	Managerial Remuneration	Jinen Ghelani	3,60,000
		Neha Ghelani	3,60,000
		Hiren Ghelani	8,90,400
			For the period ended 31.03.2016
			3,60,000
			3,60,000
			8,90,400

		Sameer Rajguru	3,98,400	-
Payment Towards Expenses		Ameesha Ghelani-Salary	1,69,000	3,85,400
		Hiren Ghelani-Rent	1,78,980	89,490
Loan from Director		Hiren Ghelani	3,00,000	-
Outstanding Balances		Jinen Ghelani	58,400 (Dr.)	17,600 (Dr.)
		Neha Ghelani	27,595 (Dr.)	5,205 (Cr.)
		Hiren Ghelani	5,93,435(Cr.)	78,860 (Cr.)
		Sameer Rajguru	33,200 (Cr.)	-
		Ameesha Ghelani-	30,000 (Cr.)	-

**o) Foreign Currency Transactions**

The transactions in foreign currency have been recorded using the rate of exchange prevailing on the date of transactions.

**p) Impairment of Assets**

The management of the company as at 31<sup>st</sup> March, 2017 has assessed the recoverable value of its fixed assets and is of the view that the plant along with other fixed assets were available for production and business purposes and the entire fixed assets have recoverable value on overall basis which is greater than their carrying amount as at the balance sheet date and hence no provision for impairment of assets was required to be made for the year ended 31<sup>st</sup> March, 2017.

**NOTE No. 25: DETAILS OF THE SPECIFIED BANK NOTES (SBN)**

PARTICULARS	SBN	OTHER DENOMINATION NOTES	TOTAL
	AMOUNT (₹)	AMOUNT (₹)	AMOUNT (₹)
Closing Balance as at 8.11.2016	3,93,500	10,93,927	14,87,427
Add: Withdrawal from Bank account	-	4,55,000	4,55,000
Add: Receipts for permitted transaction	-	62,41,366	62,41,366
Add: Receipts for non-permitted transaction	-	-	-
Less: Paid for Permitted Transactions	-	59,60,400	59,60,400
Less: Paid for Non-Permitted Transactions	-	-	-
Less: Deposited in Bank Accounts	3,93,500	-	3,93,500
Closing Balance as at 30.12.2016	-	-	18,29,893

**NOTE No. 26:** Since the listing of Company's Shares on BSE-SME Platform took place on 31.03.2017 only, the proceeds of ₹2,56,77,054 are yet to be utilized after the IPO expenses of ₹ 13,22,946.

**NOTE No. 27: ADDITIONAL INFORMATION**

<b>1.</b>	The company is yet to initiate the process of obtaining confirmations from suppliers as to their status as Micro, Small or Medium Enterprise registered under the applicable category as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006). In absence of the relevant information as to the status of the suppliers, the balance due to Micro, Small and Medium Enterprises and interest due to them if any as per the provision of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006) could not be disclosed or provided.
<b>2.</b>	In the opinion of the Board of Directors, Current assets, loans and advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the balance sheet.
<b>3.</b>	The classification of all items of asset and liabilities into non-current and current has been made by the management of the company based on conditions, terms of transactions and other relevant factors at the relevant time as envisaged by the management. In view of the management of the company all assets that are ordinarily realizable in the ordinary course of business have been classified as current assets though there may not have been any realization from such

	items during the year and may have been outstanding since long. Likewise, all liabilities that are to be settled within one year or in the normal course of business are classified as current liabilities though they may not have been settled during the year since last year.
4.	The balances of debtors, creditors, advances to farmers, loans and advances and other assets and liabilities are subject to confirmation and subsequent reconciliations.
5.	The books of account have been audited on the basis of such records and documentary evidences as were available with the management and produced before the auditors. Where such documentary evidences have not been made available to the auditors, the auditors have relied upon the entries as authenticated by the management of the company and information and explanations provided to the auditors by the management.
6.	VALUE OF IMPORTS ON C.I.F. BASIS: NIL (Previous Year: NIL) EXPENDITURE IN FOREIGN CURRENCY: NIL (Previous Year: 27,015) VALUE OF EXPORTS ON F.O.B. BASIS: 16,10,376 (Previous Year: 48,24,528)
7.	The company trades in various items of fruits and vegetables and other perishables purchased from the market in bulk and make the sales as per the requirement of the customers. In the opinion of the management of the company due to the perishable nature of items and number of items involved it is not feasible for the company to maintain quantitative records of goods traded by the company during the year.
8.	Paise are rounded up to the nearest of rupee. The previous year groupings have been regrouped and rearranged by the company.

**SIGNATURES TO NOTE '1' TO '27'**

<p><b>For, O. P. Bhandari &amp; Co.</b> Chartered Accountants Firm Regn. No.112633W</p> <p><b>O. P. Bhandari</b> Partner M. No.34409 Place : Ahmedabad Date : 29<sup>th</sup> May, 2017</p>	<p><b>For and on behalf of the Board</b></p> <p>Jinen Ghelani - Managing Director DIN: 01872929</p> <p>Neha Ghelani - Wholetime Director DIN: 00197285</p> <p>Kruti Sheth - Company Secretary</p>
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## INDEPENDENT AUDITORS' REPORT

### To the Members of Prime Customer Services Limited

#### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Prime Customer Services Limited (hereinafter referred to as "the Holding Company"), and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2017, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements")

#### Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Principles generally accepted in India, including the Accounting Standards notified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the Audit, we have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### Opinion

In our opinion, and to the best of our information and according to the explanations given to us the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2017, and their consolidated profit, and their consolidated cash flows for the year ended on that date

### Report on Other Legal and Regulatory Requirements

1. As required by Sub-section (3) of Section 143 of the Act, based on our audit we report that:
  - (a) We have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of preparation of the consolidated financial statements;
  - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of written representations received from the directors of the Holding Company as on March 31, 2017, and taken on record by the Board of Directors of the Holding Company and its subsidiary companies, incorporated in India, none of the directors of the Group Company is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A", which is based on the auditors' reports of the Holding Company and subsidiary companies incorporated in India.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company did not have any pending litigation which can impact on the financial position of the Company as informed by the management;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
    - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Registration Number: 112633W

Place : Ahmedabad  
Date : 29<sup>th</sup> May, 2017

**O. P. Bhandari**  
Partner  
Membership Number: 34409

**Annexure A to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Prime Customer Services Limited**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of Prime Customer Services Limited (hereinafter referred to as "the Holding Company") as of March 31, 2017 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, the Holding Company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Registration Number: 112633W

Place : Ahmedabad  
Date : 29<sup>th</sup> May, 2017

**O. P. Bhandari**  
Partner  
Membership Number: 34409

**PRIME CUSTOMER SERVICES LIMITED**

**CONSOLIDATED BALANCESHEET AS AT 31.03.2017**

<b>SR. NO.</b>	<b>PARTICULARS</b>	<b>Note No</b>	<b>AS AT 31.03.2017 (AMOUNT ₹)</b>	
<b>I.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>SHAREHOLDER'S FUND</b>			
	(a) Share Capital	1	34,930,000	
	(b) Reserves and Surplus	2	30,200,588	
	(c) Minority Interest		969	
				<b>65,131,557</b>
<b>2</b>	<b>NON-CURRENT LIABILITIES</b>			
	(a) Long-Term Borrowings	3	155,833	
	(b) Deferred Tax Liabilities (Net)	4	354,441	
				<b>510,274</b>
<b>3</b>	<b>CURRENT LIABILITIES</b>			
	(a) Short-Term Borrowings	5	22,266,601	
	(b) Trade Payables	6	6,691,837	
	(c) Other Current Liabilities	7	46,185,947	
	(d) Short-Term Provisions	8	2,836,311	
				<b>77,980,696</b>
	<b>TOTAL</b>			<b>143,622,527</b>
<b>II.</b>	<b>ASSETS</b>			
<b>1</b>	<b>NON CURRENT ASSETS</b>			
	(a) Property Plant and Equipments	9	8,415,253	
	(b) Non-Current Investments	10	1,618,480	
	(c) Long Term Loans and Advances	11	2,261,523	
				<b>12,295,256</b>
<b>2</b>	<b>CURRENT ASSETS</b>			
	(a) Inventories	12	16,977,474	
	(b) Trade Receivables	13	23,763,127	
	(c) Cash and Cash Equivalents	14	72,594,928	
	(d) Short-Term Loans and Advances	15	17,991,742	
				<b>131,327,271</b>
	<b>TOTAL</b>			<b>143,622,527</b>
<b>III.</b>	<b>SIGNIFICANT ACCOUNTING POLICIES</b>	24		

Accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

**O.P. Bhandari**  
Partner  
M. No.34409

Neha Ghelani - Wholetime Director  
DIN: 00197285

Place : Ahmedabad  
Date : 29th May, 2017

Kruti Sheth - Company Secretary



**PRIME CUSTOMER SERVICES LIMITED**  
**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017**

SR. NO.	PARTICULARS	Note No	YEAR ENDED 31.03.2017 AMOUNT (₹)
I.	REVENUE FROM OPERATIONS	16	238,682,742
II.	OTHER INCOME	17	257,844
III.	<b>TOTAL REVENUE (I +II)</b>		<b>238,940,586</b>
IV.	<b>EXPENSES</b>		
	1 Purchase of Stock-in-Trade	18	161,075,690
	2 Changes In inventories of Stock-in-Trade	19	(554,623)
	3 Employee Benefit Expenses	20	52,610,880
	4 Financial Costs	21	2,992,513
	5 Depreciation and Amortization Expenses	22	1,986,952
	6 Other Expenses	23	16,109,794
	<b>TOTAL EXPENSES</b>		<b>234,221,206</b>
V.	<b>PROFIT BEFORE TAX (III - IV)</b>		<b>4,719,380</b>
VI.	<b>Tax expense:</b>		
	(1) Current Tax		(1,707,900)
	(2) Deferred Tax		213,559
			(1,494,341)
VII.	<b>Profit(Loss) for the period from continuing operations (V-VI)</b>		<b>3,225,039</b>
VIII.	<b>Minority Interest</b>		(31)
	<b>Profit(Loss) after Tax (VII-VIII)</b>		<b>3,225,070</b>
XI.	SIGNIFICANT ACCOUNTING POLICIES	24	

Accompanying notes are an integral part of the financial statements.  
As per our Report of even date

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409

Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**PRIME CUSTOMER SERVICES LIMITED**
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2017**
**(Amount in ₹)**

SR. NO.	Particulars	Year Ended 31.03.2017
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>	
I	Net Profit Before Taxation and Extraordinary Items	4,719,380
	Adjustments	
	Add : Depreciation	1,986,952
	Interest Expenses	2,929,110
II	<b>Operating Profit before Working Capital Changes</b>	<b>9,635,442</b>
	(Increase)/Decrease in Inventories	(155,118)
	Increase)/Decrease in Trade Receivables	1,974,933
	(Increase)/Decrease in Loans & Advances	(10,658,868)
	Increase/(Decrease) in Sundry Creditors	(761,417)
	Increase/(Decrease) in Other Current Liabilities	45,163,007
III	<b>Cash Generated from Operations</b>	<b>45,197,980</b>
	Less : Income Taxes Paid	(889,374)
IV	<b>Cash Flow before extraordinary items</b>	<b>44,308,606</b>
	Less: Extraordinary Items	-
V	<b>Net Cash from Operating Activities (A)</b>	<b>44,308,606</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>	
	Purchase of Propert Plant and Equipments	(663,458)
	<b>Net Cash from/(Used In) Investing Activities (B)</b>	<b>(663,458)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>	
	Proceeds from Share Capital & Premium [Share Call Money]	25,677,054
	Proceeds from Short Term Borrowings	6,513,589
	Repayment Bank Borrowings (Term Loans)	(5,821,019)
	Repayment of Unsecured Loans	(729,356)
	Repayment of Deferred Loans/Vehicle Loans	(151,981)
	Dividend Paid on Equity Shares	(698,600)
	Tax on Equity Dividend Paid	(142,217)
	Interest Paid	(2,929,110)
	<b>Net Cash from/(Used In) Financing Activities (C)</b>	<b>21,718,359</b>
	<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>65,363,507</b>
	<b>Cash and Cash Equivalents at the Beginning of the Period</b>	<b>7,231,421</b>
	<b>Cash and Cash Equivalents at the End of the Period</b>	<b>72,594,928</b>

Accompanying notes are an integral part of the financial statements.

As per our Report of even date

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409  
Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31,2017**

**NOTE 1 :SHARE CAPITAL**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)
	<b>EQUITY SHARES</b>	
1.1	<b>AUTHORISED</b>	
	42,00,000 Shares of ₹ 10/= each at par (Previous Year 42,00,000 Equity Shares of ₹ 10/= each)	42,000,000
1.2	<b>Issued and Subscribed Capital</b>	
	313700 Shares of ₹ 10/=	3,137,000
	658000 Shares of ₹ 10/= each	6,580,000
	470000 Shares of ₹ 10/= each	4,700,000
	79800 Shares of ₹ 10/= each	798,000
	200000 Shares of ₹ 10/= each	2,000,000
	450000 Shares of ₹ 10/= each	4,500,000
	Less: Shares Forfeited	(2,000,000)
		19,715,000
	Add : Bonus Shares Issued 1521500 @ ₹ 10/- each	15,215,000
		<b>34,930,000</b>
1.3	<b>Paid Up Capital</b>	
A.		
I	Current Year 1971500 Shares of ₹ 10 each Fully Paid Up Previous Year 1521500 Shares of ₹ 10 each Fully Paid Up	19,715,000
II	1521500 Bonus Shares of ₹ 10 each Fully Paid Up	15,215,000
III	200000 Shares of ₹ 10 each Less: Calls in Arrears ₹ 7.5 Per Shares Issued to Shri Rajesh Ghevaria	- - -
	Less: Shares Forfeited ₹ 2.5 Per Shares Paid By Shri Rajesh Ghevaria Towards Share Capital On 2,00,000 Shares Issued To him [Issue Price ₹ 40 Per Share (₹ 10 Per Share towards Share Capital & ₹ 30 Per Share Towards Share Premium)] Forfeited By Board Of Directors' Resolution dated 26th December, 2015 on account of non-payment of balance amount of ₹ 7.5 per share towards Share Capital (Face Value)	- - - - - - - - -
1.4	<b>Reconciliation of Number Shares Outstanding at the beginning and at the end of the period</b>	
	Outstanding as at the beginning of the year	1,521,500
	Add: Shares issued as fully paid up during the period	450,000
	Add: Bonus Shares issued during the period	1,521,500
	Add: Shares issued as Partly paid up for consideration in cash	-
	Less: Shares Forefieted	-
	Outstanding as at the End of the year	<b>3,493,000</b>

**Note : the company had at its extra ordinary general meeting held on 17th May, 2016 issued 15,21,500/- equity shares as fully paid as bonus shares in the ratio of 1:1 share to the shareholders who were shareholders in the company as on the shareholders' register closure period as per the records of the company by capitalizing amounts from the credit balance of Securities Premium Account and Carried Forward Balances of Surplus of Profit & Loss Statement.**

**1.5 Details of Shareholder Holding more than 5% Shares in the Company**

SR. NO.	Name of the Shareholder	As at 31.03.2017	
		No. of Shares	% of Total Holding
1	Hiren Ghelani	1,125,000	32.21%
2	Hardik Ghelani	219,600	6.29%
3	Jinen Ghelani	187,800	5.38%
4	N.H Time Investment & Research Pvt. Ltd.	186,000	5.32%
5	Prosperity Securities Pvt. Ltd.	192,000	5.50%

**NOTE 2 : RESERVES & SURPLUS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	
<b>2.1</b>	<b>Securities Premium Reserve</b>		
	Balance as at the beginning of the year	8,759,000	
	Less: Deletion during the year	(8,759,000)	
	Add: Additions during the year	22,500,000	
	Less: Share Issue Expenses	(1,322,946)	
	Balance as at the end of the year		21,177,054
<b>2.2</b>	<b>Capital Reserve</b>		
	Balance as at the beginning of the year	500,000	
	Add: Additions During the Year	-	
	[On Account of Forfeiture of 2,00,000 Shares]		
	[Refer to Note No. 1]		
	Balance as at the end of the year		500,000
<b>2.3</b>	<b>Subsidy Reserve-Ripening Chambers</b>		
	Balance as at the beginning of the year	4,788,000	
	Add: Additions during the year	-	
	Balance as at the end of the year		4,788,000
<b>2.4</b>	<b>Profit &amp; Loss Statement Surplus</b>		
	Balance As At The Beginning Of The Year	7,807,282	
	Less: Bonus Shares Issued	(6,456,000)	
	Less: Dividend	(698,600)	
	Less: Dividend Distribution Tax	(142,218)	
	Add: Profit/(Loss) during the year	3,225,070	
	Add/Less: Excess Pro. for Taxation of Earlier W/b.	-	
	<b>Balance Carried to Balance Sheet</b>		<b>3,735,534</b>
	<b>TOTAL</b>		<b>30,200,588</b>

**NOTE 3 : LONG TERM BORROWINGS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)	
<b>I.</b>	<b>SECURED LOANS</b>		
	Central Bank of India		-
	(Nature of Security)*		
	(Guaranteed by Directors)**		
	(Guaranteed by Others `)		
	(Terms of repayment of term loans) ***		
<b>2</b>	<b>VEHICLE LOAN</b>		
	ICICI Bank- Ashok Leyland Dost	155,833	155,833
	<b>(Also Refer to Note No. 7 for current maturities of long term debts)</b>		
<b>II.</b>	<b>UNSECURED</b>		
	1 Business Loan-From Bajaj Finance Limited	-	-
	<b>TOTAL</b>		<b>155,833</b>

- \* 1 Prime Security: Hypothecation of Plant & Machinery and other Fixed Assets purchased out of Term Loan.
- 2 **Collateral Security:**  
Secured by Equitable Mortgage of Residential Flat at D/31, Amaltas Apartment, B/H. Fun Republic, Ahmedabad -380015 Secured by Equitable Mortgage of Commercial Office No. 102, Sanskar-2 Complex, Nr. Ketav Petrol Pump, Ambawadi Ahmedabad -380006
- \*\* Entire Term loans secured by personal guarantees of the directors of the company.
- \*\*\* Term Loan to be repaid in 54 monthly instalments of Rs. 2.41 lacs each commencing from May-2012 (As Per Original Sanction). Now Repayment to be made by Monthly Instalment of Rs. 1.25 Lacs.

**NOTE 4 : DEFERRED TAX LIABILITIES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)
	Opening Balance	568,000
	Add: Deferred Tax Liabilities-Due to Depreciation on Fixed Assets	(213,559)
	<b>TOTAL</b>	<b>354,441</b>

**NOTE 5: SHORT TERM BORROWINGS**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)
I.	<b>SECURED</b>	
	<b>CASH CREDIT</b>	
	AXIS BANK	22,266,601
	(Nature of Security)*	
	(Guaranteed by Directors)**	
	(Guaranteed by Others `)	
	(Terms of repayment of term loans) ***	
	<b>TOTAL</b>	<b>22,266,601</b>

- \* Secured by Hypothecation of all chargeable stock and books debts of the company as primary security.  
Collateral Security:  
Secured by Equitable Mortgage of Residential Flat at D/31, Amaltas Apartment, B/H. Fun Republic, Ahmedabad -380015  
Secured by Equitable Mortgage of Commercial Office No. 102, Sanskar-2 Complex, Nr. Ketav Petrol Pump, Ambawadi Ahmedabad -380015  
Outstanding balances of working capital secured by personal guarantees of the directors of the company.
- \*\*
- \*\*\* Working capital loans repayable on demand.

**NOTE 6: TRADE PAYABLES**

SR. NO.	PARTICULARS	AS AT 31.03.2017 (₹)
1	Sundry Creditors for Goods	1,797,633
2	Sundry Creditors for Expenses & Others	4,894,204
	<b>TOTAL</b>	<b>6,691,837</b>



**NOTE 7: OTHER CURRENT LIABILITIES**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
I	<b>Current Maturities of Long Term Debts</b>	
-	<b>SECURED</b>	
	<b>TERM LOANS*</b>	
	From Central Bank of India	-
	<b>VEHICLE LOANS**</b>	
	ICICI Bank- Dost	143,520
	ICICI Bank-Ashok Leyland	-
		143,520
-	<b>UNSECURED</b>	
	Business Loan From Bajaj Finance	219,802
		219,802
II	Advances from Customers	161,605
III	<b>Other Payables-Statutory Liabilities &amp; Others</b>	45,661,020
	<b>TOTAL</b>	<b>46,185,947</b>

Refer Note No. 3 for Security Offered, Personal Guarantee and Terms of Repayment.

\*

\*\* Refer Note No. 3 for Security Offered.

**NOTE 8: SHORT TERM PROVISIONS**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
	1 Provision for Income Tax	1,708,243
	2 Provision for Dividend	698,600
	3 Provision for Dividend Distribution Tax	142,217
	4 Provision for Gratuity	287,251
	<b>TOTAL</b>	<b>2,836,311</b>

**NOTE 10: NON-CURRENT INVESTMENTS (LONG TERM)**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
-	<b>Investments -Quoted-At Cost</b>	
	Shares-Nandan Cleantec Plc	1,604,717
	<b>(Details of Market Value Not Available)</b>	
-	Gold (At Cost)	13,763
	<b>TOTAL</b>	<b>1,618,480</b>

**NOTE 11: LONG TERM LOANS & ADVANCES**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
I.	<b>Unsecured but Considered Good</b>	
	<b>1 DEPOSITS</b>	
	Rent Deposit	686,100
	Labour Licsence Deposit	50,600
	Electricity Deposit	96,620
	Others	1,428,203
		2,261,523
	<b>TOTAL</b>	<b>2,261,523</b>

**NOTE 12: INVENTORIES**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
I	<b>-Inventories taken as Physically verified, valued and certified by the management of the company</b>	
	1 Stock-in-Hand	16,977,474
II	<b>Details of Trading Stock</b>	
	Fruits, Vegetables etc.	16,977,474
	<b>Imported</b>	-
	<b>Indigenous</b>	16,977,474
		16,977,474
	<b>TOTAL</b>	<b>16,977,474</b>

**NOTE 13: TRADE RECEIVABLES**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
	<b>1 Unsecured But Considered Good</b>	
	-Outstanding for a period Exceeding Six Months (From the date from which they became due for payment)	751,149
	-Others	23,011,978
		23,763,127
	<b>TOTAL</b>	<b>23,763,127</b>

**NOTE 14: CASH & CASH EQUIVALENT**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
	<b>1 Balance with Banks</b>	
	In Current Accounts	69,913,984
	FD A/c Against the Subsidy From GHM	-
		69,913,984
	<b>2 Cash on Hand</b>	2,680,944
	[Cash Balance on Hand Physically Verified by the Mangement]	
	<b>TOTAL</b>	<b>72,594,928</b>

**NOTE 15: SHORT TERM LOANS & ADVANCES**

SR. NO.	P A R T I C U L A R S	AS AT 31.03.2017 (₹)
I.	<b>Unsecured and Considered Good-Balance with Govt. Dep.</b>	
	Adv. Tax, T.D.S & Self Assessment Tax	1,061,668
		1,061,668
II.	<b>Unsecured But Considered Good</b>	
	Advance to Farmers & Suppliers-For Purchases	15,826,503
	Advances for Expenses/Sundry Debit Balances	362,595
	Advances to Labours/Employees	-
	Other Advances	740,976
	Pre- Paid Expenses	-
		16,930,074
	<b>TOTAL</b>	<b>17,991,742</b>

**NOTE 16: REVENUE FROM OPERATIONS**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
-	<b>Sales &amp; Service Charges Income</b>	
1	Sales (Fruits, Vegetables/Service Sales & Other Misc. Sales)	175,597,156
	Less: Quality Rate Difference	(63,402)
	Less: Rate Diff./Discount Given	-
		175,533,754
2	<b>Service Charges Incomes</b>	
	Handling Charges-Fruits & Vegetable	27,390,605
	C & F Charges & Manpower Supply Charges	13,509,282
	Packing Service Charges	15,364,815
	Storage & Warehousing Services	6,823,361
		63,088,063
3	Export Sale Incentive	60,925
	<b>TOTAL</b>	<b>238,682,742</b>

**NOTE 17: OTHER INCOME**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
1	Other Miscellaneous Income	257,844
	<b>TOTAL</b>	<b>257,844</b>

**NOTE 18: PURCHASES OF TRADING GOODS**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
-	<b>Purchases for Resale</b>	
	Vegetables/Fruits & Others	161,075,690
	Less: Purchase Return	-
		161,075,690
	<b>TOTAL</b>	<b>161,075,690</b>

**NOTE 19: INCREASE OR DECREASE IN STOCK IN HAND**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
	Closing Stock	16,977,474
	Opening Stock	16,422,851
	Net Increase or (Decrease) in Stock	<b>554,623</b>

**NOTE 20: EMPLOYEE BENEFIT EXPENSES**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
1	Salaries, Wages & Labour Charges	
	-To Directors	2,008,800
	-To Others	36,866,801
		38,875,601
2	Contribution to Provident & Other Funds	3,304,162
3	Bonus & Exgratia	1,882,495
4	Employee Gratuity Expenses	30,519
5	Other Allowances & Expenses	8,271,892
6	Staff Welfare Expenses (Net)	246,211
	<b>TOTAL</b>	<b>52,610,880</b>

**NOTE 21: FINANCE COST**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
1	Bank Charges & Processing Fees	63,403
2	Interest	
	On Working Capital Facilities	2,240,062
	On Vehicle Loans	165,754
	On Term Loan	50,105
	To Others	473,189
		2,929,110
	<b>TOTAL</b>	<b>2,992,513</b>

**NOTE 22: DEPRECIATION AND AMORTISATION EXPENSES**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
1	Depreciation on Fixed Assets	1,986,952
	<b>TOTAL</b>	<b>1,986,952</b>

**NOTE 23: OTHER EXPENSES**

SR. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.17 AMOUNT (₹)
<b>I.</b>	<b>TRADING &amp; SERVICE CHARGES EXPENSES</b>	
1	Electricity Expenses	2,056,619
2	Ripening Expenses	79,155
3	Loading/Unloading, Freight & Transportation Expenses	3,487,381
4	REPAIRING EXP	
	- To Plant & Machineries/Electricals/Warehouse	240,138
5	Wastage Disposal & Dump Cleaning Charges	5,450
6	Crates Washing Charges	243,550
7	Packing Expenses	1,846,051
		<b>7,958,344</b>
<b>II.</b>	<b>ADMINISTRATIVE, SELLING AND OTHER EXPENSES</b>	
<b>A.</b>	<b>Administrative and Other Expenses</b>	
1	Postage, Telephone, Internet & Web Charges	268,323
2	Stationery & Printing	95,074
3	Travelling, Conveyance & Vehical Expenses	1,485,298
4	Office Expense	606,114
5	Legal & Professional Charges	544,223
6	Insurance	270,542
7	Security Expenses	223,500
8	Rent, Rates & Taxes	2,106,451
9	Auditor's Remuneration	143,750
10	Service Tax	3,722
11	Other Misc. Expense	841,235
12	Sitting Fees	8,000
13	Kasar/Discount/Sundry Balances Written off	801,628
<b>B.</b>	<b>Selling &amp; Distribution Expenses</b>	
	Advertisement Expenses	112,944
	Commission Expenses	-
	Transportation Charges-Outward	435,174
	Business Promotion Expenses	205,472
		753,590
	<b>TOTAL</b>	<b>16,109,794</b>

**PRIME CUSTOMER SERVICES LIMITED**
**NOTE NO.: '9' Property Plant and Equipments**

Sr. No.	Description of Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK			
		As At 1st April 2016	Addition During the period	Adjustment During the period	As at 31st March 2017	Up to 1st April 2016	For The Period	Deletion Dur. Period	Upto 31st March 2017	As At 31st March 2017	As At 31st March 2016
1	Electrical Fitting	559,385	26,400	-	585,785	365,665	53,274	-	418,939	166,846	193,720
2	Furniture & Fixtures	789,468	85,520	-	874,988	579,786	61,443	-	641,229	233,759	209,682
3	Plant & Machineries	14,006,862	-	-	14,006,862	6,918,322	1,245,260	-	8,163,582	5,843,280	7,088,540
4	Cold Storage/Warehouse	844,997	-	-	844,997	435,987	73,192	-	509,179	335,818	409,010
5	Air Condition Machine	158,830	-	-	158,830	86,812	12,655	-	99,467	59,363	72,018
6	Dead Stock	43,320	-	-	43,320	31,552	2,530	-	34,082	9,238	11,768
7	Software	60,450	-	-	60,450	33,272	12,111	-	45,383	15,067	27,178
8	Office Equipments	522,189	11,450	-	533,639	511,042	9,089	-	520,130	13,508	11,146
9	Weighing Scale	120,331	-	-	120,331	67,062	8,796	-	75,858	44,473	53,269
10	Crates/Pallets/Trolleys	1,920,910	-	-	1,920,910	874,116	184,707	-	1,058,823	862,087	1,046,794
11	Vehicles	1,217,324	487,500	-	1,704,824	670,962	276,113	-	947,075	757,749	546,362
12	Computer	388,537	52,588	-	441,125	319,278	47,782	-	367,060	74,065	69,259
<b>TOTAL</b>		<b>20,632,603</b>	<b>663,458</b>	<b>-</b>	<b>21,296,061</b>	<b>10,893,857</b>	<b>1,986,952</b>	<b>-</b>	<b>12,880,808</b>	<b>8,415,253</b>	<b>9,738,746</b>

**PRIME CUSTOMER SERVICES LIMITED**
**NOTE NO. 24: SIGNIFICANT ACCOUNTING POLICIES**

<b>a)</b>	<b>Accounting Conventions :</b>
	The Financial Statements of the Company are prepared under the historical cost convention on accrual basis of accounting and in accordance with the mandatory accounting standards issued by the Institute of Chartered Accountants of India and referred to in section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and generally accepted accounting principles in India <b>except AS-15 “Employee Benefits” relating to provision for leave encashment and bonus which are accounted as per Note No. 24(h) below.</b> The accounting policies not referred to otherwise have been consistently applied by the Company during the year.
<b>b)</b>	<b>Basis of Consolidation</b>
	The Consolidated Financial Statement (CFS) relates to Prime Customer Services Limited and its wholly owned subsidiary Florens Farming Private Limited. The CFS have been prepaid on following basis : a. The financial statement of parent company and its subsidiary company have been consolidated on a line by line basis by adding together the book values of the items like assets, liabilities, income and expenses. b. CFS are prepaid after fully eliminating intra group balances, inter group transactions and unrealized profits from the intra group transactions. c. The consolidated financial statements are prepared to the extent possible using uniform accounting policies for like transactions and other events in similar circumstances and are presented to extent possible, in the same manner as the Company’s separate financial statements.
<b>c)</b>	<b>Use of Estimates</b>
	The preparation of financial statements in accordance with the GAAP requires management to make estimates and assumptions that may affect the reported amount of assets and liabilities, classification of assets and liabilities into non-current and current and disclosures relating to contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the reporting period. Although the financial statements have been prepared based on the management’s best knowledge of current events and procedures/actions, the actual results may differ on the final outcome of the matter/transaction to which the estimates relates.
<b>d)</b>	<b>Property, Plant and Equipments</b>
	Property, Plant and Equipments are stated at cost of acquisition/construction (less Accumulated Depreciation, if any). The cost of Property Plant and Equipments comprises of their purchase price, including freight, duties, taxes or levies and directly attributable cost of bringing the assets to their working conditions for their intended use.
<b>e)</b>	<b>Intangible Assets</b>
	The Intangible Assets of Accounting Software has been recognised at their cost of acquisition. On the basis of the availability of this asset for its intended use, relevant contractual agreements and technological changes that may affect the usefulness of these assets, the useful lives of these assets have been assumed to be of five years from the date of their acquisition.
<b>f)</b>	<b>Depreciation</b>
	The Depreciation on Tangible Fixed Assets is provided on written down value method (WDV) for the period of acquisition/construction i.e. from the period from which such assets were available for their intended use on pro-rata basis on the basis of useful life of each of the fixed assets as per Schedule II of the Companies Act, 2013 and in the manner specified in Schedule II of the Companies Act, 2013. The intangible assets have been depreciated on pro-rata basis over period of their estimated useful lives on straight line basis i.e. @ 20.00%.
<b>g)</b>	<b>Inventories</b>
	The company trades in fruits, vegetables and other perishable items which are purchased from the market as well as farmers. At times the trading inventories are stored/located at various locations including with farmers, traders, warehouse, cold storage etc. The fruits, vegetables and other perishable items due their nature, storage facilities and other affecting factors are subject to environmental and other effects and hence the quality and quantity of such items may change from time to time. The valuation of inventories of fruits, vegetables and other perishable items have been carried out by the management of the company keeping view all such factors and after physically verifying the stock located at various locations have valued inventories at cost or market value whichever is lower based on the assessment of physical conditions of various items by the management as to their quality and quantity. The items of packing materials have been valued at cost or market value whichever is lower.
<b>h)</b>	<b>Retirement Benefit</b>
	The Company’s contribution to Provident Fund and ESIC etc. is charged to the Statement of Profit & Loss. The company has made provision for gratuity in respect of employee on its pay-roll which has been charged to Statement of Profit &



	Loss. No provisions for leave encashment, bonus and other terminal employee benefits as may be applicable to the company have been made and are/ will be accounted for as and when paid.	
<b>i)</b>	<b>Provisions, Contingent Liabilities and Contingent Assets</b>	
	The Company recognises a provision when there is a present obligation as a result of a past event that probably requires an outflow of the Company's resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure of contingent liabilities is made when there is a possible obligation that may, but probably will not, require an outflow of resources. As a measure of prudence, the contingent assets are not recognised.	
<b>j)</b>	<b>Revenue Recognition</b>	
	All income and expenses are accounted on accrual basis. The Company recognised sale of Goods when it had transferred the property in Goods to the buyer for a price or all significant risks and rewards of ownership had been transferred to the buyer and no significant uncertainty existed as to the amount of consideration that would be derived from such sale. The recognition event is usually the dispatch of goods to the buyer such that the Company retains no effective control over the goods dispatched. Income from service charges of manpower supply services, handling charges, packing services, storage and warehousing and other services are accounted on completion of services for the respective client as evidenced by the issue of invoices for the respective service to that client and are accounted as per the date on invoice. Income from investments, where appropriate, is taken into revenue in full on declaration or accrual and tax deducted at source thereon is treated as advance tax.	
<b>k)</b>	<b>Investments</b>	
	All investments are classified as long term investments as they are intended to be held for more than one year from the date when they were acquired. All investments are, initially recognised at cost The investments are carried at cost of acquisition.	
<b>l)</b>	<b>Borrowing Costs</b>	
	The borrowing costs are debited to the Statement of Profit and Loss of the current year as they are incurred.	
<b>m)</b>	<b>Taxes on Income</b>	
	Tax expense comprises of current tax and deferred tax. Provision for current tax is made on the estimated taxable income and at the rate applicable to the relevant assessment year under the Income tax Act, 1961. Deferred income taxes are recognized for future consequences attributable to timing differences between financial determination of income and determination as of income as per applicable tax laws.	
<b>n)</b>	<b>The computation of earnings per share as per AS-20 "Earning Per Share" is as under:</b>	
	<b>Particulars</b>	<b>31.03.2017</b>
	Net Profit After Tax for the period (A)	32,25,070
	Weighted Average Number of Shares (B)	
	Opening Balance of Share Outstanding	15,21,500
	No. of Months for which Shares Outstanding	12
	Weighted Average*	34,93,000
	Basic and Diluted Earnings per Share (C) (A/B)	0.92
<b>o)</b>	<b>Related Party Disclosure :</b>	
	As per AS-18 "Related Party Disclosures" issued by the ICAI, the disclosure of transactions with relate parties as defined in the accounting standard has been given as under:	
	<b>A. List of Related Parties</b>	
	<b>Key Management Personnel</b>	
	Jinen Ghelani	
	Hiren. Ghelani	
	Neha Ghelani	

Sameer Rajguru		
<b>Relatives of Key Management Personnel</b>		
Chadrakant Ghelani		
Hardik Ghelani		
Ameesha Karia		
<b>B. Transaction with Related Parties (Other than Relating to Share Call Money Received/Share Capital/Share Premium Amount Received and Credited to Share Call Money/Share Capital/Share Premium Accounts)</b>		
<b>Nature of Transaction</b>	<b>Name of the Party</b>	<b>For the period ended 31.03.2017</b>
Managerial Remuneration	Jinen Ghelani	3,60,000
	Neha Ghelani	3,60,000
	Hiren Ghelani	8,90,400
	Sameer Rajguru	3,98,400
Payment Towards Expenses	Ameesha Ghelani-Salary	1,69,000
	Hiren Ghelani-Rent	1,78,980
Loan from Director	Hiren Ghelani	3,00,000
Outstanding Balances	Jinen Ghelani	58,400 (Dr.)
	Neha Ghelani	27,595 (Dr.)
	Hiren Ghelani	5,93,435(Cr.)
	Sameer Rajguru	33,200 (Cr.)
	Ameesha Ghelani-	30,000 (Cr.)

**p) Foreign Currency Transactions**

The transactions in foreign currency have been recorded using the rate of exchange prevailing on the date of transactions.

**q) Impairment of Assets**

The management of the company as at 31<sup>st</sup> March, 2017 has assessed the recoverable value of its fixed assets and is of the view that the plant along with other fixed assets were available for production and business purposes and the entire fixed assets have recoverable value on overall basis which is greater than their carrying amount as at the balance sheet date and hence no provision for impairment of assets was required to be made for the year ended 31<sup>st</sup> March, 2017.

**NOTE No. 25: DETAILS OF THE SPECIFIED BANK NOTES (SBN)**

PARTICULARS	SBN	OTHER DENOMINATION NOTES	TOTAL
	AMOUNT (₹)	AMOUNT (₹)	AMOUNT (₹)
Closing Balance as at 8.11.2016	3,93,500	10,93,927	14,87,427
Add: Withdrawal from Bank account	-	4,55,000	4,55,000
Add: Receipts for permitted transaction	-	62,41,366	62,41,366
Add: Receipts for non-permitted transaction	-	-	-
Less: Paid for Permitted Transactions	-	59,60,400	59,60,400
Less: Paid for Non-Permitted Transactions	-	-	-
Less: Deposited in Bank Accounts	3,93,500	-	3,93,500
Closing Balance as at 30.12.2016	-	-	18,29,893

**NOTE No. 26:** Since the listing of Company's Shares on BSE-SME Platform took place on 31.03.2017 only, the proceeds of ₹2,56,77,054 are yet to be utilized after the IPO expenses of ₹ 13,22,946.

**NOTE No. 27: ADDITIONAL INFORMATION**

<b>1.</b>	The company is yet to initiate the process of obtaining confirmations from suppliers as to their status as Micro, Small or Medium Enterprise registered under the applicable category as per the provisions of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006). In absence of the relevant information as to the status of the suppliers, the balance due to Micro, Small and Medium Enterprises and interest due to them if any as per the provision of the Micro, Small and Medium Enterprises (Development) Act, 2006 (MSMED Act, 2006) could not be disclosed or provided.
<b>2.</b>	In the opinion of the Board of Directors, Current assets, loans and advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the balance sheet.
<b>3.</b>	The classification of all items of asset and liabilities into non-current and current has been made by the management of the company based on conditions, terms of transactions and other relevant factors at the relevant time as envisaged by the management. In view of the management of the company all assets that are ordinarily realizable in the ordinary course of business have been classified as current assets though there may not have been any realization from such items during the year and may have been outstanding since long. Likewise, all liabilities that are to be settled within one year or in the normal course of business are classified as current liabilities though they may not have been settled during the year since last year.
<b>4.</b>	The balances of debtors, creditors, advances to farmers, loans and advances and other assets and liabilities are subject to confirmation and subsequent reconciliations.
<b>5.</b>	The books of account have been audited on the basis of such records and documentary evidences as were available with the management and produced before the auditors. Where such documentary evidences have not been made available to the auditors, the auditors have relied upon the entries as authenticated by the management of the company and information and explanations provided to the auditors by the management.
<b>6.</b>	VALUE OF IMPORTS ON C.I.F. BASIS: NIL EXPENDITURE IN FOREIGN CURRENCY: NIL VALUE OF EXPORTS ON F.O.B. BASIS: 16,10,376
<b>7.</b>	The company trades in various items of fruits and vegetables and other perishables purchased from the market in bulk and make the sales as per the requirement of the customers. In the opinion of the management of the company due to the perishable nature of items and number of items involved it is not feasible for the company to maintain quantitative records of goods traded by the company during the year.
<b>8.</b>	The wholly owned subsidiary company namely "Florens Farming Private Limited" has commenced its operations w.e.f. 27 <sup>th</sup> December, 2017. Further, Since this being the first operational year for Florens Farming Private Limited, previous year's figures are not applicable for consolidation purposes.
<b>9.</b>	Paise are rounded up to the nearest of rupee. The previous year groupings have been regrouped and rearranged by the company.

**SIGNATURES TO NOTE '1' TO '27'**

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409  
Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**Form AOC-1**

**Statement containing salient features of the financial statement of Subsidiaries/ Associate Companies/Joint Ventures**

(Pursuant to sub-section 3 of Section 129 read with rule of Companies (Accounts) Rules,2014)

**Part "A" Subsidiaries**

**(Amount in ₹)**

Sr. No.	Particulars	Details
1	Name of the Subsidiary	FLORENS FARMING PRIVATE LIMITED
2	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	N.A.
3	Reporting currency and Exchange rate as on the last date N.A. of the relevant financial year in the case of foreign subsidiaries	N.A.
4	Share capital	5,00,000
5	Reserves & surplus	-
6	Total assets	4,93,100
7	Total Liabilities	(6,900)
8	Investments	-
9	Turnover	-
10	Profit before taxation	-
11	Provision for taxation	-
12	Profit after taxation	-
13	Proposed Dividend	-
14	% of shareholding	100%

- a. Names of subsidiaries which are yet to commence operations - FLORENS FARMING PRIVATE LIMITED  
b. Names of subsidiaries which have been liquidated or sold during the year – None

**Part "B": Associates and Joint Ventures**

**Not Applicable**

**For, O. P. Bhandari & Co.**  
Chartered Accountants  
Firm Regn. No.112633W

**O.P. Bhandari**  
Partner  
M. No.34409  
Place : Ahmedabad  
Date : 29th May, 2017

**For and on behalf of the Board**

Jinen Ghelani - Managing Director  
DIN: 01872929

Neha Ghelani - Wholetime Director  
DIN: 00197285

Kruti Sheth - Company Secretary

**PRIME CUSTOMER SERVICES LIMITED**

CIN: L51109GJ2007PLC050404

Regd. Office: 41/6 8/A Haji Pir Kirvani Dargah, Jamalpur Char Rasta, Nr. Marvadi Chal Ahmedabad 380001

Email:cs@primecustomer.co.in Website: www.primecustomer.co.in

**10<sup>th</sup> Annual General Meeting- Friday, 29<sup>th</sup> September, 2017**

**ATTENDANCE SLIP**

Folio No./DP ID and Client ID: \_\_\_\_\_

No. of Shares: \_\_\_\_\_

Name and address of First/Sole Member: \_\_\_\_\_  
\_\_\_\_\_

I, hereby record my presence at the 10<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 29<sup>th</sup> September, 2017 at 2.00 P.M. at AHMEDABAD MANAGEMENT ASSOCIATION (AMA), Dr V S Marg, IIM-A Road, Vastrapur, Ahmedabad 380015.

\_\_\_\_\_  
Name of Member/Proxy (Block Letters)

\_\_\_\_\_  
Signature of Member/Proxy

**Notes:**

- A member/proxy wishing to attend the Meeting must complete this Attendance Slip before coming to the Meeting and hand it over at the entrance.
- Please bring your copy of the Annual Report to the Meeting.

**PRIME CUSTOMER SERVICES LIMITED**

CIN: L51109GJ2007PLC050404

Regd. Office: 41/6 8/A Haji Pir Kirvani Dargah, Jamalpur Char Rasta, Nr. Marvadi Chal Ahmedabad 380001

Email:cs@primecustomer.co.in Website: www.primecustomer.co.in

**Form No. MGT-11**

**Proxy Form**

**[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

**10<sup>th</sup> Annual General Meeting- Friday, 29<sup>th</sup> September, 2017**

Name of the Member(s) : \_\_\_\_\_

E-mail id : \_\_\_\_\_

Registered address : \_\_\_\_\_

Folio No. / Client ID No. : \_\_\_\_\_ DP ID: \_\_\_\_\_

I/We, being the member (s) holding \_\_\_\_\_ shares of the PRIME CUSTOMER SERVICES LIMITED, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10th Annual general meeting of the company, to be held on Friday, 29<sup>th</sup> September, 2017 at 2.00 P.M. at AHMEDABAD MANAGEMENT ASSOCIATION (AMA), Dr V S Marg, IIM-A Road, Vastrapur, Ahmedabad 380015. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Subject matter of the resolution	For	Against
Ordinary Business:			
1	To receive, consider and adopt the audited financial statements of the Company [including Consolidated Balance Sheet and Statement of Profit and Loss] for the financial year ended on March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon.		
2	To declare final dividend of ` 0.20 per share (2%) on equity shares of the Company for the financial year ended 31 <sup>st</sup> March, 2017.		
3	To appoint a Director in place of Mr. Sameer Ramesh Rajguru (DIN: 07198139) who retires by rotation and being eligible, offers himself for re-appointment.		
4	To ratify the appointment of M/s O.P. Bhandari Co., Chartered Accountants, (Firm Registration Number: 112633W), as the Auditors of the company and to fix their remuneration		

Signed this ..... day of ..... 2017

Affix Rs 1/- revenue stamp
-------------------------------------

(Signature of the member/ Proxy)

Notes: 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.



**Our Cold Storage & Ripening unit operations at Jamalpur, Ahmedabad - Gujrat**







Reliance Retail's F&V, dairy and Bakery products DC operations managed by Prime Customer at Naroda, Ahmedabad - Gujrat.





# Journey – Bird Eye...

Year  
2007

- Started with a small warehouse for Fruits & Vegetables in the year 2007
- Initiated idea of Fruits & Vegetables reaching at the consumer door steps with designer Vans in April 2007
- Started our first 3PL facility for Fruits & Vegetables in Ahmedabad in September 2007 For Aditya Birla Retail
- Started with trading and Value Added Services of Fruits & Vegetables in the same year of September 2007.

Year  
2008

- Started with our second facility of 3PL services for Fruits & Vegetables and Dairy Frozen Category for Reliance Retail in December 2008.
- Started providing Training, HR Management and Manpower placement services to the corporate clients in June 2008.

Year  
2009

- Started services of hygienic packed food to the corporate in Ahmedabad in April 2009
- Started our bulk trading of fruits in APMC Ahmedabad September 2009.

Year  
2010

- Started providing skilled manpower to the corporate in February 2010.
- Started our first 3 PL services for Intas Pharma in the packaging industry in the Pharmaceutical sector in July 2010.

Year  
2011

- Started our 4th 3PL facility in Fruits & Vegetables and Dairy & Frozen category for Aditya Birla Retail in April 2011 in Mumbai.
- Started our 5th 3 PL facility for F&V for Reliance retail in May 2011 in Pune.
- Started our first warehousing facility for Pharmaceutical industry in May 2011 for Intas Pharma in Ahmedabad.
- Started our first warehousing facility for FMCG industry for Waghbakri Tea in December 2011 in Ahmedabad

Year  
2012

- Introduced first refrigerated mobile van for Fruits & Vegetables in Ahmedabad in February 2012
- Established our first wholesale Fruits & Vegetables Shop facility in Ahmedabad in May 2012.
- Established our first ripening chamber cum cold storage facility at Ahmedabad in August 2012
- Started our collection centre facility for F&V at Pratij in November 2012.

Year  
2013

- Started our 6th 3 PL facility for F&V For Subji India in July 2012 and 2nd in Pune.
- Started supply of F&V to food processor.

Year  
2014

- Tie-up with APMC Ahmedabad in Sep 2014 for their Retail based Potato and Onion distribution project.
- Added more clients Like Corona and 20 Cubes in Manpower (pay rolling) category for Ahmedabad.

Year  
2015

- Started Corporate Tie-up for procurement with Reliance Jamnagar for Mango, for Pomegranate with INI farms and for Imported fruits with Mahindra and PC Foods Pvt. Ltd (Nasik)
- Started operation for BISLERI India Pvt. Ltd. as a C&F at four location of Gujarat (Ahmedabad, Surat, Baroda and Rajkot).
- Started Export to UAE from May 2015 for products like Mango, Onion, Potato and other fruits and vegetables.
- Planning to start Lease Farming and Contract farming.

Year  
2016

- Started Corporate tie-up for Operation with Reliance Retail Market, Pune
- Filed Draft Red Herring Prospectus (DRHP) for listing of SME IPO at BSE Platform
- Registered at Corporate Journal for Business Profile
- Registered more agreements for supply of F & V at Jalana, Maharashtra.
- Started Collection Centre for Pomegranate at APMC, Lakhani, Dist. Disa.
- Incorporation of Wholly owned Subsidiary Company of PCSL as Florens Farming Private Limited
- Planning for Export Business of F&V.

upto  
Mar' 2017

Mango collection centre at Valsad, Gujarat  
On 31st March, 2017, Successfully got listed through BSE SME IPO.

## Business Model



*If undelivered, please return to:*

### PRIME CUSTOMER SERVICES LIMITED

CIN: L51109GJ2007PLC050404

#### Regd. Office:

41/6, 8/A, Haji Pir Kirvani Dargah,  
Jamalpur Char Rasta, Nr. Marvadi Chal,  
Ahmedabad - 380001, INDIA  
Ph: 079-25320300

#### Admin Office:

102, Sanskar 2,  
Nr. Ketav Petrol Pump, Ambawadi,  
Ahmedabad- 380015 INDIA  
Ph: 079-40320244

Email: [info@primecustomer.co.in](mailto:info@primecustomer.co.in)  
Website: [www.primecustomer.co.in](http://www.primecustomer.co.in)