



P. H. CAPITAL LTD.

Regd. Office : 5D, Kakad House, 5th Floor, 'A' Wing, Sir Vithaldas Thackersey Marg,
Opp. Liberty Cinema, New Marine Lines, Mumbai - 400020.
Tel. : 022-2201 9473 / 022-2201 9417 • CIN : L74140MH1973PLC016436
Email : phcapitaltd@gmail.com

June 28, 2025

To,
BSE Limited,
Phiroze Jeejeebhoy Tower, 25 Floor,
Dalal Street, Mumbai - 400 001

Ref: Security Code No. 500143 ISIN: INE160F01013

Dear Sir / Ma'am,

Sub:- Voting Results and Scrutinizer's Report on the Postal Ballot

This is in furtherance to our intimation dated May 27, 2025, submitting the Postal Ballot Notice dated May 22, 2025 along with the explanatory statement ("Notice") for seeking approval of the Members of the Company.

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details Voting Results and Scrutinizer's Report dated June 28, 2025 on the Postal Ballot conducted by the Company.

This intimation is also being made available on the Company's website at www.phcapital.in.

We request you to take the above on record.

For P H CAPITAL LIMITED

Rikeen Dalal
Chairman & Whole-time Director
DIN: 01723446

Encl: as above



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RESULT OF POSTAL BALLOT

In accordance with Sections 108 and 110 of the Companies Act, 2013 (the “Act”), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 10/2022 dated December 28, 2022, General Circular 9/2023 dated September 25, 2023 and General Circular 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (collectively referred to as “MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and circulars issued thereunder by SEBI (“SEBI Circulars”), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), the Postal Ballot Notice, as approved by the Board of Directors of the Company on Thursday, May 22, 2025 (the “**Notice**”), was sent only through electronic mode to those members whose email addresses are registered with the Company or the Depository Participant(s) (“DPs”) as on the Cut-off Date i.e. Friday, May 23, 2025 on the following proposal for passing Special Resolution by way of Postal Ballot only by voting through electronic means (“remote e-voting”):

1. Appointment of Ms. Rakhi Sharma (DIN: 10697694) as a Non-Executive Independent Director of the Company.

M/s. D. Maurya and Associates, Practicing Company Secretaries, Thane acting through its proprietor Mr. Dharendra Maurya, Practicing Company Secretary, (Membership. No. A22005 & Certificate of Practice No. 9594), were appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

Sr.no	Particulars	Details
1	Date of the AGM/EGM/Postal Ballot	Friday, June 27, 2025 (Last date for remote E-voting)
2	Date of the Postal Ballot Notice	Thursday, May 22, 2025
3	Cut-off date	Friday, May 23, 2025
4	Total number of shareholders on Cut-off date	4892
5	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group	Not Applicable
	Public	Not Applicable
6	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	Not Applicable
	Public	Not Applicable
7	No. of resolution passed in the meeting	1



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On the basis of the report received from M/s. D. Maurya and Associates, Scrutinizer, I hereby declare the result of the postal ballot voting process for the above-mentioned proposal as per Annexure A.

Since votes cast in favour of the resolution are not less than three times the number of the votes cast against the resolution by members of the said Resolution no. 1, I hereby declare the resolution carried as Special Resolution as mentioned in the Notice with requisite majority.

For P H CAPITAL LIMITED

Rikeen Dalal
Chairman & Whole-time Director
DIN: 01723446

Encl: as above



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Annexure A

P H Capital Limited								
Resolution 1			Appointment of Ms. Rakhi Sharma (DIN: 10697694) as a Non-Executive Independent Director of the Company					
Resolution required: (Ordinary/Special)			Special					
Whether promoter or promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting (Postal Ballot)	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total	2181200	2181200	100	2181200	0	100	0.00
Public Institutions	E-voting (Postal Ballot)	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-voting (Postal Ballot)	818900	272	0.03	264	8	97.06	2.94
	Poll		0	0	0	0	0	0.00
	Total	818900	272	0.03	264	8	97.06	2.94
Total		3000100	2181472	72.71	2181464	8	100.00	0.00



Dhirendra R. Maurya
M.Com, ACS

D MAURYA & ASSOCIATES
Practicing Company Secretary

To,
The Chairman,
P H Capital Limited

CIN: L74140MH1973PLC016436

Add: 5-D, Kakad House, 5TH Floor, A-Wing, Opp. Liberty Cinema,
New Marine Lines, Mumbai - 400020, Maharashtra, India

Dear Sir,

I, Dhirendra R. Maurya, Proprietor of M/s. D Maurya & Associates, Practicing Company Secretary (Membership No. ACS 22005, CP No. 9594, Peer Review Cert. No. 2544/2022), having my office at 703, Hariom Siddhivinayak Bldg, Opp. Suparshva Urbana, Old Nagardas Road, Andheri (East), Mumbai – 400069, Maharashtra, India have been appointed as the Scrutinizer to conduct the Postal ballot process through electronic voting process (“remote e-voting”) instead of submitting the Postal Ballot Form physically in respect of the following Special Resolution:

1. Appointment of Ms. Rakhi Sharma (DIN: 10697694) as a Non-Executive Independent Director of the Company

Pursuant to the Postal Ballot Notice dated May 22, 2025, issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 10/2022 dated December 28, 2022, General Circular 9/2023 dated September 25, 2023 and General Circular 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (collectively referred to as “MCA Circulars”) and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time) (collectively referred to as “Applicable Law”).

The Postal Ballot Notice dated May 22, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the above-mentioned resolution, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose email addresses were registered with the Company/ Depositories. The Company had availed the e-voting facility offered by Bigshare Services Private Limited (“Bigshare”) for conducting remote e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the “cut-off” date of Friday, May 23, 2025 were entitled to vote on the resolution as contained in the Notice. The voting period for remote e-voting commenced on 09.00 a.m. (IST) on Thursday, May 29, 2025, and ended at 05.00 p.m. (IST) on Friday, June 27, 2025 and the Bigshare Services Private Limited e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked at 5.35 p.m. on Friday, June 27, 2025. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the Bigshare Services Private Limited e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Applicable Law relating to remote voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the said resolution.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, May 23, 2025 and as per the Register of Members of the Company.



Dhirendra R. Maurya
M.Com, ACS

D MAURYA & ASSOCIATES
Practicing Company Secretary

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

Resolution 1			Appointment of Ms. Rakhi Sharma (DIN: 10697694) as a Non-Executive Independent Director of the Company					
Resolution required: (Ordinary/Special)			Special					
Whether promoter or promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting (Postal Ballot)	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2181200	100	2181200	0	100	0.00
Public Institutions	E-voting (Postal Ballot)	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-voting (Postal Ballot)	818900	272	0.03	264	8	97.06	2.94
	Poll		0	0	0	0	0	0.00
	Total		272	0.03	264	8	97.06	2.94
Total		3000100	2181472	72.71	2181464	8	100.00	0.00

Regards,

D MAURYA & ASSOCIATES
Practicing Company Secretary



Dhirendra R. Maurya
Proprietor
ACS No. 22005; CP No. 9594

Peer Review Cert. No.: 2544/2022
UDIN: A022005G000676186

Date: June 28, 2025
Place: Mumbai