



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

Date: September 28, 2024

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

Ref: Security code: - 500143 ISIN: -INE160F01013

Subject: Declaration of Voting Results in respect of resolutions passed at the 51st Annual General Meeting (AGM) of the Company held on Friday, September 27, 2024 at 12:00 noon through video conferencing / other audio-visual means

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We would like to inform you that the 51st Annual General Meeting (“AGM”) of our Company was held on Friday, September 27, 2024 at 12:00 noon through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in compliance with the applicable provisions of the Companies Act, 2013 read with rules made thereunder, circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regard the business(es) mentioned in the AGM Notice dated August 29, 2024 convening the AGM were transacted thereat.

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended and Regulation 44 of the Listing Regulations, as amended and aforesaid MCA Circular, the Company had provided facility of remote e-voting to its Members as well as e-voting during the AGM in respect of the business to be transacted at the AGM.

Mr. Dharendra Maurya, Practicing Company Secretary (CP No: 9594) (“the Scrutinizer”) has scrutinized and reviewed the votes cast by the Members through remote e-voting prior to the date of AGM as well as through e-voting process during the AGM on the resolutions at Item No. 1 to 3 of the notice of the AGM and submitted his consolidated report today i.e., September 28, 2024.

In this regard, we hereby enclose herewith the following:

1. Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations;
2. Consolidated Report of the Scrutinizer dated September 28, 2024 on remote e-voting and electronic voting at the AGM.



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The aforesaid information will also be made available on the website of the Company i.e. www.phcapital.in and website of Bigshare Services Private Limited at www.bigshareonline.com.

The AGM concluded at 12:40 P.M. after being open for 15 minutes for e-voting to be completed.

We request you to take the above on record.

Thanking you,

Yours faithfully,

For PH CAPITAL LIMITED

Rikeen Dalal
Chairman & Whole-time Director
DIN: 01723446

Encl: a/a



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P H CAPITAL LIMITED	
Date of AGM/EGM	September 27, 2024
Total number of shareholders as on record date	4049
No. of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	6
Public	12

Resolution 1			To receive, consider and adopt the audited Balance Sheet as at 31stMarch 2024, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the schedules thereon, along with the reports of the Board of Directors and Auditors thereon					
Resolution required: (Ordinary/Special)			Ordinary					
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	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2181200	2181200	100	2181200	0	100
Public Institutions	E-voting	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
Public Non-Institutions	E-Voting	818900	72839	8.89	72833	6	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Total		818900	72839	8.89	72833	6	99.99
Total		3000100	2254039	75.13	2254033	6	100	0.00



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Resolution 2			To re-appoint Sejal R Dalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment					
Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter or promoter group are interested in the agenda/resolution?			Yes					
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	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	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	818900	72839	8.89	72833	6	99.99	0.01
	Poll		0	0	0	0	0	0.00
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Resolution 3			To appoint Mr. Sougata Sengupta (DIN: 00614643) as 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	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	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	818900	72839	8.89	72833	6	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Total	818900	72839	8.89	72833	6	99.99	0.01
Total		3000100	2254039	75.13	2254033	6	100	0.00



Dhirendra R. Maurya
M.Com, ACS

D MAURYA & ASSOCIATES
Practicing Company Secretary

To,
The Chairman
P H Capital Limited
CIN: L74140MH1973PLC016436
Regd. off: 5-D, Kakad House, 5th Floor, A-Wing,
Opp. Liberty Cinema, New Marine Lines,
Mumbai – 400020, Maharashtra, India

Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and e-voting by your members during the **51st Annual General Meeting** of your Company held on **Friday, September 27, 2024 at 12.00 Noon IST** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

I am pleased to submit the Scrutinizer’s Report, which is comprehensive and self-explanatory in all respects.

Regards,

D MAURYA & ASSOCIATES
Practicing Company Secretary



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

Peer Review Cert. No.: 2544/2022
UDIN: A022005F001359198

Date: Sept. 28, 2024
Place: Mumbai



D MAURYA & ASSOCIATES
Practicing Company Secretary

Scrutinizers Report

Name of Company	P H Capital Limited
Meeting	51 st Annual General Meeting
Day, Date & Time	Friday, September 27, 2024 at 12.00 Noon IST
Deemed Venue	Regd. office situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty Cinema, New Marine Lines, Mumbai – 400020, Maharashtra, India
Mode	Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

I, Dhirendra Maurya, Proprietor of D Maurya & Associates, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of P H Capital Limited pursuant to Section 108 of the Companies Act, 2013 (the “Act”) read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 51st Annual General Meeting (“AGM”) of **P H Capital Limited** (hereinafter referred to as “the Company”) scheduled on Friday, September 27, 2024 at 12.00 Noon IST held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the General Circulars dated May 5, 2020, January 13, 2021, May 5, 2022, & read with circulars dated December 8, 2021, December 14, 2021, May 5, 2022 & December 28, 2022 & September 25, 2023, all issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”) and Circulars bearing nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, EBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, all issued by the Securities and Exchange Board of India (collectively referred to as “**SEBI Circulars**”) (together referred as the “**circulars**”), an advertisement was published in Financial Express (English) and Pratahkal (Marathi), having electronic editions on 4th September, 2024 specifying the date & time of the AGM, availability of the notice on Company’s website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting i.e. Bigshare Services Private Limited during the AGM and also intimated the same to BSE Limited on 3rd September, 2024.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Bigshare Services Private Limited the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of AGM on 3rd September, 2024 by E-mail to the Members who had already registered their E-mail IDs with the Company / Depositories;

3. Cut-off date

Voting rights were reckoned as on Friday, 20th September, 2024, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed **Bigshare Services Private Limited** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.



Dhirendra R. Maurya
M.Com, ACS

D MAURYA & ASSOCIATES
Practicing Company Secretary

- 4.2 **Remote e-voting period**
Remote e-voting platform was open from 9.00 a.m. (IST) on September 24, 2024 till 5.00 p.m. (IST) on September 26, 2024 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by **Bigshare Services Private Limited**.
5. **Voting at the AGM**
- 5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held.
- 5.2 Accordingly, Bigshare Services Private Limited, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.
6. **Counting Process**
- 6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the **Bigshare Services Private Limited** e-voting platform and downloaded the results.
7. **Results**
- 7.1 We observe that:
- a) **5** Members had casted their vote through e-voting at the AGM;
b) **20 (Members)** Members had casted their votes through remote e-voting.
- Note:** 18 (Eighteen) Members had attended the AGM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")
- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 29th August 2024 is enclosed herewith.
- 7.3 Based on the aforesaid results, we report that **2 (Two) Ordinary Resolutions & 1 (One) Special Resolution** as set out in Item Nos. 1 to 3 as set out in the Notice of the AGM dated 29th August 2024 have been **passed with the requisite majority**.

Regards,

D MAURYA & ASSOCIATES
Practicing Company Secretary



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

Peer Review Cert. No.: 2544/2022
UDIN: A022005F001359198

Date: Sept. 28, 2024
Place: Mumbai



D MAURYA & ASSOCIATES
Practicing Company Secretary

Analysis of Results of Item No. 1:

Resolution 1			To receive, consider and adopt the audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the schedules thereon, along with the reports of the Board of Directors and Auditors thereon.					
Resolution required: (Ordinary/Special)			Ordinary					
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	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2181200	2181200	100	2181200	0	100
Public Institutions	E-voting	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
Public Non-Institutions	E-Voting	818900	72839	8.89	72833	6	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Total		818900	72839	8.89	72833	6	99.99
Total		3000100	2254039	75.13	2254033	6	100	0.00

Analysis of Results of Item No. 2:

Resolution 2			To re-appoint Sejal R Dalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment.					
Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter or promoter group are interested in the agenda/resolution?			Yes					
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	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2181200	2181200	100	2181200	0	100
Public Institutions	E-voting	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
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	Poll		0	0	0	0	0	0.00
	Total		818900	72839	8.89	72833	6	99.99
Total		3000100	2254039	75.13	2254033	6	100	0.00



Dhirendra R. Maurya
M.Com, ACS

D MAURYA & ASSOCIATES
Practicing Company Secretary

Analysis of Results of Item No. 3:

Resolution 3			To appoint Mr. Sougata Sengupta (DIN: 00614643) as 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	2181200	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2181200	2181200	100	2181200	0	100
Public Institutions	E-voting	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
Public Non-Institutions	E-Voting	818900	72839	8.89	72833	6	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Total		818900	72839	8.89	72833	6	99.99
Total		3000100	2254039	75.13	2254033	6	100	0.00