



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

Notice convening Board of Directors Meeting

Serial Number of scheduled Board of Directors Meeting: 02/2024-25

Date: August 05, 2024

To

Mr. Rikeen Dalal	... Whole-time Director
Ms. Sejal Dalal	... Non-Executive Woman Director
Mr. Roshan Jain	... Independent Director
Mr. Prashant Chaturvedi	... Independent Director

Dear Sirs / Madam,

This is to intimate that a Board Meeting of the P H Capital Limited ("**the Company**") is scheduled to be held on Monday, August 12, 2024 at 12 Noon at the Registered Office of the Company situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty Cinema, New Marine Lines, Mumbai – 400 020.

The Members of the Board are requested to take note that a facility to attend the meeting via video conferencing shall be made available to attend the meeting through video-conferencing. In case any member wishes to attend the meeting through Video- Conferencing facility, then such Member is requested to intimate the undersigned (Email Id: phcapitaltd@gmail.com), 3 days before the Meeting in order to enable the company to make requisite arrangement.

Further, in the situation of your inability to attend the meeting; you are requested to communicate to the undersigned.

Please find enclosed herewith the agenda and notes to agenda of the Board Meeting for your kind perusal.

You are requested to attend the meeting.

Thank you,

For P H Capital Limited

Sd/-
Yashdha Neema
Company Secretary and Compliance Officer

Place: Mumbai



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Agenda for the Second Meeting of the Board of Directors of P H Capital Limited ("**the Company**") for the Financial Year 2024 - 2025 scheduled on Monday, August 12, 2024 at 12 Noon at the Registered Office of the Company situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty Cinema, New Marine Lines, Mumbai – 400 020.

Sr. No.	Subject Matter	Enclosures / Annexures / Remarks
1.	To elect the Chairman of the Meeting: Explanatory Note: Mr. Rikeen Dalal, to occupy the Chair and conduct the Board Meeting. In the absence of the Chairman, the Board of Directors' to elect amongst the Directors' present to act as Chairman for the meeting.	
2.	To take on record the quorum: Explanatory Note: The Chairman to record the quorum for the meeting.	
3.	To grant leave of absence to Members, if any: Explanatory Note: Leave of absence to be granted to the Director(s) who is/are not attending the meeting or have informed of his/her inability to attend the said meeting.	
4.	To take note of the minutes of previous meeting of the Board of Directors of the Company: Explanatory Note: Minutes of the proceedings of the previous Board of Directors Meeting of the Company dated May 23, 2024 enclosed herewith, will be placed before the meeting for noting by the Board and signature of the Chairman.	Annexure 1: Minutes of Board Meeting dated May 23, 2024
5.	To note the minutes of the previous meeting of the Audit Committee: Explanatory Note: Minutes of the proceedings of the previous Audit Committee will be placed before the meeting for perusal and noting by the Board.	Annexure 2: Minutes of Previous Audit Committee Meeting
6.	To take note of the reports submitted with the Stock Exchange (BSE) in the previous quarter: Explanatory Note: Pursuant to applicable provisions or SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, every listed Company is required to file quarterly / yearly returns/ reports with the Stock Exchanges. Hence, the Board is requested to take note of all the returns / reports submitted with BSE for the previous quarter i.e. 01.04.2024 to 30.06.2024.	Annexure 3: 1.Reconciliation of Share Capital Report 2. Certificate under Regulation 74(5) of the SEBI (Depository Participant) Regulations, 1996. 3. Investor Grievance Report 4. Shareholding Pattern 5. Corporate Governance Report



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7.	<p>To consider and approve the Unaudited Financial Results including the Statement of Profit and loss for the quarter ended June 30, 2024:</p> <p>Explanatory Note: The Unaudited Financial Results along with the Statement of Profit and Loss for the quarter ended June 30, 2024 will be tabled at the meeting.</p> <p>The draft Limited Review Report for the quarter ended June 30, 2024 issued by the Statutory Auditors of the Company, M/s S.P. Jain and Associates, Chartered Accountants will also be tabled at the meeting.</p> <p>A Certificate from the Whole-time Director and Chief Financial Officer of the Company will be placed before the Board affirming that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.</p> <p>The Board is requested to consider the said Unaudited Financial Results and authorize Mr. Rikeen Dalal, Chairman and Whole-time Director to sign the results on its behalf and then arrange to release it for publication.</p> <p>The Board is also requested to consider passing the resolutions as per the draft appended below:</p> <p><u>DRAFT RESOLUTIONS:</u></p> <p>"RESOLVED THAT the unaudited financial results of the Company for the quarter ended June 30, 2024 as placed before the meeting be and are hereby approved."</p> <p>RESOLVED THAT the Limited Review Report of the Company for the quarter ended June 30, 2024 issued by the Statutory Auditors of the Company, M/s S.P. Jain and Associates, Chartered Accountants as placed before the meeting be and is hereby noted by the Board.</p> <p>RESOLVED FURTHER THAT Mr. Rikeen Dalal, Whole-time Director, be and is hereby authorized to sign the aforesaid Unaudited Financial Results on behalf of the Board of Directors of the Company.</p> <p>RESOLVED FURTHER THAT Mr. Rikeen Dalal, Whole-time Director, be and are hereby authorized to send the above unaudited financial results to the BSE Limited, where the Company's equity shares are listed AND arrange to get the financial results published in the newspapers as required under Regulation 33 read with Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.</p> <p>RESOLVED FURTHER THAT Mr. Rikeen Dalal, Whole-time Director, be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary to give full effect to this resolution."</p>	<p>Annexure 4 :</p> <p>Draft Financial Results and Draft Limited Review Report</p>
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8.	To take note of Related Party Transactions held during the quarter ended June 30, 2024: Explanatory Note: A summary of Related Party Transactions held during the quarter ended June 30, 2024 will be placed before the Board for their perusal and noting. The Board is requested to take note of the same.	Annexure 5 : Summary of Related Party Transactions
9.	Any other Business with the permission of Chairman. The Board shall discuss the matter which is not specified in the above agenda items in the meeting with the consent of the majority of the Directors and with the permission of the Chairman of the Board Meeting.	
10.	Vote of Thanks and Close of Meeting	

Thanking you,

For P H Capital Limited

Sd/-

Yashdha Neema

Company Secretary and Compliance Officer

Place: Mumbai

Date: August 05, 2024