



# 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 27, 2024

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

**Ref: Security code: - 500143 ISIN: -INE160F01013**

**Subject: Proceedings of 51<sup>st</sup> Annual General Meeting (AGM) of the Company held on Friday, September, 27, 2024 at 12:00 noon through Video Conferencing/ Other Audio-Visual Means under Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") we wish to inform you that the 51<sup>st</sup> AGM of the Company was held today, i.e. Friday, September 27, 2024 at 12:00 noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility 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 for transacting the business mentioned in the AGM Notice dated August 29, 2024.

In this regards, proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations is enclosed as "Annexure I".

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

The proceedings of the AGM will also be available on the website of the Company [www.phcapital.in](http://www.phcapital.in)

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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## ANNEXURE I

### PROCEEDINGS /OUTCOME OF THE 51<sup>ST</sup> ANNUAL GENERAL MEETING HELD THROUGH VIDEO CONFERENCE/OTHER AUDIO-VISUAL MODE.

The 51<sup>st</sup> AGM of the Company was held today i.e., on Friday, September 27, 2024, through Video Conference (VC) /Other Audio-Visual Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and the Rules thereunder.

#### **The proceedings of the meeting are as under:**

Mr. Rikeen Dalal, Chairman welcomed and thanked the shareholders for sparing the time to join the 51<sup>st</sup> AGM and for their continued faith in P H Capital Limited. He informed the members that the Company had taken all efforts to enable its shareholders to participate through VC and vote at the AGM in a seamless manner.

The Chairman confirmed that the requisite quorum was present in the meeting and called the meeting to order and further introduced the Directors and other panelists present at the meeting:

#### **Directors:**

<b>Sr. No</b>	<b>Name of the Director</b>	<b>Designation</b>	<b>Attended through VC from</b>
1.	Mr. Rikeen Dalal	Chairman and Whole-time Director	Mumbai
2.	Mrs. Sejal Dalal	Non-Executive - Non-Independent Director	Mumbai
3.	Mr. Prashant Chaturvedi	Non-Executive- Independent Director	Mumbai
4.	Mr. Sougata Sengupta	Additional Non-Executive-Independent Director	Mumbai

#### **Others:**

<b>Sr. No</b>	<b>Name</b>	<b>Designation</b>	<b>Attended through VC from</b>
1.	Mr. Samir Desai	Chief Financial Officer	Mumbai
2.	Ms. Yashdha Neema	Company Secretary and Compliance Officer	Mumbai
3.	Mr. Dharendra Maurya	Secretarial Auditor and Scrutinizer (Proprietor of M/s D Maurya & Associates, Practicing Company Secretary)	Mumbai



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**Members Present:** 18 Members attended through Video Conferencing.

Except Mr. Roshan Jain, all the Directors were present at the meeting. Leave of absence was granted to Mr. Roshan Jain, (Non-Executive- Independent Director) and Statutory Auditors of the Company.

The Chairman thereafter requested Ms. Yashdha Neema, Company Secretary and Compliance Officer of the Company to inform the Members about the general instructions regarding participation in the Meeting. The Company Secretary informed the Members that the meeting was being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”). She further read out the arrangements made for the Members at the 51<sup>st</sup> Annual General Meeting for participation and e-voting and that the Company had taken all the requisite steps to enable the Members to attend and vote at the meeting in a seamless manner.

After reading out the arrangements, Ms. Yashdha Neema requested the respected Chairman to continue with the proceedings of the meeting. The Chairman briefed the shareholders about the performance of the Company for the Financial Year 2023-24 in his speech.

He then began with the formal agenda of the meeting by reading the summary of the Auditor’s Report and with the permission of the Members; the Reports of the Statutory Auditors on the audited financial results were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

He further informed that the details of authorized representations received from corporate shareholders to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode.

Since the Meeting is being held through Video Conferencing and the resolutions are put to vote only through e-voting, the practice of proposing and seconding of resolutions was not required to be followed at the 51<sup>st</sup> AGM.

Further, the following Resolutions as set out in the Notice convening the 51<sup>st</sup> AGM were moved at the Meeting.

Sr. No.	Particulars of Business	Nature of Resolution
<b>Ordinary Business</b>		
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 schedule thereon, along with the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To re-appoint Sejal R Dalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary



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## Special Business

3.	To appoint Mr. Sougata Sengupta (DIN: 00614643) as Non-Executive - Independent Director of the Company.	Special
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Mr. Dharendra Maurya, proprietor of M/s D Maurya and Associates, Practicing Company Secretaries was present as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

Thereafter, the Chairman initiated Question & Answer session, and informed the members that a total of eight request from members to register themselves as speakers and to express their views/ask questions during the AGM has been received. However, later on the representative of Bigshare Services Pvt Ltd (RTA & Video Conferencing platform Provider) informed that, none of the registered speakers were present at the AGM. Accordingly, no question or views were expressed at the 51<sup>st</sup> AGM by the members/registered speakers.

Further, the members were informed by the Chairman that the e-voting facility was available for 15 minutes after the meeting. The results of remote e-voting and e-voting at the meeting will be announced within 48 hours from the conclusion of the Meeting. The results shall also be placed on the website of the Company and be separately intimated to Stock Exchange.

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

Finally, the Chairperson thanked the members for their participation and support, and then the Chairperson announced the formal closure of the 51<sup>st</sup> Annual General Meeting of the Company.

**For PH CAPITAL LIMITED,**

**Rikeen Dalal**  
**Chairman & Whole-time Director**  
**DIN: 01723446**