

P H CAPITAL LIMITED

Registered Office: 605 - 607, Trade World,
C Wing, Kamala Mill Compound, Lower Parel, Mumbai – 400013
CIN: L74140MH1973PLC016436

Email Id: phcapitaltd@gmail.com; Contact Number: +91-022-4742 2607

Website: <https://phcapital.in/>

CERTIFIED TRUE COPY OF SPECIAL RESOLUTION PASSED BY THE MEMBERS AT ANNUAL GENERAL MEETING OF P H CAPITAL LIMITED HELD ON FRIDAY 18TH SEPTEMBER 2026 THROUGH VIDEO CONFERENCING

Approval of change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company

“RESOLVED THAT pursuant to the provisions of Section 4, 5, 13, 14, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**), read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s), rule(s) or guideline(s), the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations”**), and subject to the approval of Registrar of Companies (“ROC”) and other regulatory authorities, as may be applicable, consent of the shareholders of the Company be and is hereby accorded to change the name of the Company from “P H Capital Limited” to “AHB Capital Limited”.

RESOLVED FURTHER THAT the Name Clause of the Memorandum of Association and Articles of the Association of the Company shall be altered, upon receipt of the fresh Certificate of Incorporation from the Registrar of Companies, consequent to change of name of the Company.

RESOLVED FURTHER THAT upon receipt of the fresh certificate of incorporation issued by the Registrar of Companies, consequent upon change of name, the old name “P H Capital Limited” wherever appearing in the Memorandum of Association and Articles of Association of the Company, and other documents and places be substituted with the new name “AHB Capital Limited” as per the applicable provisions.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to file all the necessary forms and / or returns and make application(s) to the ROC and / or to Central Government, stock exchanges and / or any other statutory authorities, to act, represent and/or appear before any statutory authorities for and on behalf of the Company, to delegate all or any of the aforesaid powers in favor of any person(s) / official(s) etc., to settle any question, doubt or difficulty which may arise in this regard and to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this Resolution

EXPLANATORY STATEMENT UNDER SECTION 102 OF COMPANIES ACT 2013

In view of the change of Control and Management, the Company had made an application for reservation of name for change of name of the Company from “P H Capital Limited” to “AHB Capital Limited” and has received a name availability letter from the Registrar of Companies, Ministry of Corporate Affairs dated August 10, 2026, informing no objection with respect to the proposed change in the name of the Company. The Company has also received No Objection from the BSE Limited, Broking Department dated August 10,

P H CAPITAL LIMITED

Registered Office: 605 - 607, Trade World,
C Wing, Kamala Mill Compound, Lower Parel, Mumbai – 400013
CIN: L74140MH1973PLC016436

Email Id: phcapitaltd@gmail.com; Contact Number: +91-022-4742 2607
Website: <https://phcapital.in/>

2026.

The Board of Directors on August 11, 2026 has approved the change in the name of the Company "P H Capital Limited" to "AHB Capital Limited" and the consequent alterations to the Memorandum of Association and the Articles of Association of the Company, subject to the approval of the shareholders of the Company by way of special resolution and approvals of requisite statutory, regulatory or governmental authorities, as may be required under applicable laws.

The members may further note that there is no proposal to change the objects of the Company. The proposed change in the name of the Company would not result in change of the legal status, constitution, turnover, operations or activities of the Company, nor would it affect any rights or obligations of the Company or the members and stakeholders. The Company has complied with Regulation 45 of the Listing Regulations, to the extent they are applicable.

None of the Promoters, Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the said resolution set out at Item No. 12.

The Board of Directors recommends the resolution in relation to change of the name of the Company, as set out in Item No. 12 for approval of the members by way of Special Resolution.

CERTIFIED TRUE COPY

FOR P H CAPITAL LIMITED

ADITYA

HIMMAT

BHANSALI

Aditya Himmat Bhansali

Director

DIN: 03184474

Digitally signed by ADITYA
HIMMAT BHANSALI
Date: 2026.09.28 12:04:17
+05'30'

INDEPENDENT AUDITOR'S CERTIFICATE

To,
The Board of Directors
PH Capital Limited

Subject : Certificate under Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

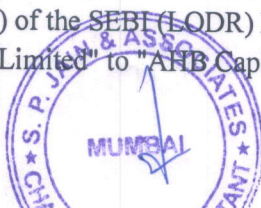
We have been requested by the Management of PH Capital Limited ("the Company") to certify compliance with the applicable conditions specified under Regulation 45(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") in relation to the change in the name of the Company from "PH Capital Limited" to "AHB Capital Limited", as approved by the Members of the Company at the Annual General Meeting held on September 18, 2026.

Regulation 45(1) of the SEBI (LODR) Regulations provides that a listed entity shall be allowed to change its name subject to compliance with the specified conditions.

Compliance Status under Regulation 45(1)

Sr. No.	Regulation	Condition prescribed under Regulation 45(1)	Compliance Status	Auditor's Remarks / Basis
1	45(1)(a)	A time period of at least one year has elapsed from the last name change.	COMPLIED	The last change in the name of the Company was effected on 8 April 2009. Accordingly, a period of more than one year has elapsed from the last name change.
2	45(1)(b)	At least 50% of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name.	NOT APPLICABLE	The change in name from "PH Capital Limited" to "AHB Capital Limited" does not suggest any new activity and does not involve any change in the existing activities of the Company. Accordingly, this condition is not applicable.
3	45(1)(c)	The amount invested in the new activity/project is at least 50% of the assets of the listed entity.	NOT APPLICABLE	The change in name from "PH Capital Limited" to "AHB Capital Limited" does not suggest any new activity and does not involve any change in the existing activities of the Company. Accordingly, this condition is not applicable.

Based on the information and explanations given to us and our examination of the records and documents made available to us, we hereby certify that the Company has complied with the applicable conditions specified under Regulation 45(1) of the SEBI (LODR) Regulations in relation to the change in the name of the Company from "PH Capital Limited" to "AHB Capital Limited", as detailed in the above table.



Management's Responsibility

Compliance with the conditions specified under Regulation 45(1) of the SEBI (LODR) Regulations and the applicable provisions of the Companies Act, 2013 and the rules made thereunder is the responsibility of the Management of the Company. This responsibility includes maintaining proper books of account, records and relevant supporting documents, providing us with complete and accurate information and explanations and ensuring compliance with the applicable statutory and regulatory requirements.

Auditor's Responsibility

Our responsibility is to provide reasonable assurance as to whether the Company has complied with the applicable conditions specified under Regulation 45(1) of the SEBI (LODR) Regulations in relation to the change in the name of the Company.

For the purpose of this certification, we have examined and relied upon, inter alia, the following:

- a. Certified true copy of the resolution passed by the Board of Directors approving the change in the name of the Company;

Notice and proceedings of the Annual General Meeting of the Company held on September 18, 2026, including the resolution approving the change in the name of the Company from "PH Capital Limited" to "AHB Capital Limited";

Audited financial statements of the Company for the financial year ended 31 March 2026; and

Relevant statutory records and documents of the Company made available to us.

Restriction on Use

This Certificate is issued solely for the purpose of compliance with the applicable requirements of Regulation 45 of the SEBI (LODR) Regulations in connection with the change in the name of the Company from "PH Capital Limited" to "AHB Capital Limited", and for submission to the concerned stock exchange(s) and other regulatory authorities, as may be required.

Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come, save where expressly agreed by us in writing.

For **S. P. JAIN & ASSOCIATES,**
CHARTERED ACCOUNTANTS,
FRN 103969W



Kapil K. Jain
KAPIL K. JAIN
(PARTNER)

Membership No. 108521

UDIN : 26108521BC28WIS168

Place : Mumbai.
Date : 28/09/2026