

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 : phcapitalltd@gmail.com

02nd October, 2020

To, **Corporate Relationship Department** BSE Limited

Phiroze Jeejeebhoy Tower, 25th Floor, Dalal Street, Mumbai - 400 001

Dear Sir,

Ref: Our Security Code No. 500143

ISIN: INE160F01013

<u>Sub:</u> Submission of Voting Results and Scrutinizer's Report of the 47th Annual General Meeting (AGM) held on Held on Wednesday, 30th September, 2020 at 03.00 p.m.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results alongwith Scrutinizer's Report in Form MGT-13 of the 47th Annual General Meeting of the Members of the Company held on Wednesday, 30th September, 2020 at 03.00 p.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For P H CAPITAL LIMITED



Rikeen Dalal Director DIN: 01723446

Encl: As Above



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Voting Results

ė.

Date of AGM/EGM	30 th September, 2020
Total number of shareholders on record date	1980
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	ΝΑ
No. of shareholders present in the meeting through video conferencing:	
Promoters and Promoter Group:	7
Public:	21

Resolution 1	equired: (Ordinar	v/Special)	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, along with the reports of the Board of Directors and Auditors thereon.					
	moter or promote		Ordinary No					
are intereste	-	er group	NO					
agenda/reso	lution?							
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polle d (6)=[(4)/(2)]*1 00	% of Votes agains t on votes polled (7)=[(5)/(2)]*100
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00
and	Poll		0	0	0	0	0	0.00
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00
Public	E-voting	0	0	0.00	0	0	0.00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01
Institutions	Poll	010900	40691	4.97	0	40691	0	100
	Total	818900	152632	18.64	111927	40705	73.33	26.67
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74

Resolution 2	To appoint a Director in place of Mrs. Sejal Rikeen Dalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment.
Resolution required: (Ordinary/Special)	Ordinary
Resolution required: (Ordinary/Special)	Ordinary





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	Whether promoter or promoter							
group are int		he						/
agenda/reso			*	01 5			04 5	04
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstan ding 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	E-voting	2181200	2181200	100	2181200	0	100	0.00
and	Poll		0	0	0	0	0	0.00
Promoter	Total	2181200	2181200	100	2181200	0	100	0.00
group						and the second s		
Public	E-voting	0	0	0.00	0	0	0:00	0.00
Institutions	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01
Institutions	Poll	818900	40691	4.97	0	40691	0	100
	Total	818900	152632	18.64	111927	40705	73.33	26.67
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74

Resolution 3					Rikeen Da tive Director		hole Time	Director		
Resolution re (Ordinary/Sp			Ordinary							
Whether prom group are int agenda/reso	erested in t		No			,				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes% of VotesNo. of VotesNo. of Votes - in favour (4)No. of Votes - against (5)% of Votes in Avour on votes polled (5)% of Votes in votes in on votes polled (6)=[(4 (7)=[(5))/(2)]* 							
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00		
and	Poll]	0	0	0	0	0	0.00		
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00		
Public	E-voting	0	0	0.00	0	0	0.00	0.00		
Institutions	Poll		0	0.00	0	0	0.00	0.00		
	Total	0	0	0.00	0	0	0.00	0.00		
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01		
Institutions	Poll	010900	40691	4.97	0	40691	0	100		
	Total	818900	152632 18.64 111927 40705 73.33 26.67							
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74		





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Resolution 4		, s.	Re-Appoin Director.	tment of	Mr. Rosha	an I. Ja	in as Ind	lependent		
Resolution re (Ordinary/Sp			Special				- <u>-</u>			
Whether prop group are int agenda/reso	moter or pro erested in t		No	Νο						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes% of VotesNo. of VotesNo. of Votes - in favour (4)No. of Votes - against (5)% of Votes in Votes in favour on votes polled in favour (4)No. of Votes - against (5)% of Votes in Votes in vote on votes polled 							
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00		
and	Poll		0	0	0	0	0	0.00		
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00		
Public	E-voting	0	0	0.00	0	0	0.00	0.00		
Institutions	Poll		0	0.00	0	0	0.00	0.00		
	Total	0	0	0.00	0	0	0.00	0.00		
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01		
Institutions	Poll	010900	40691	4.97	0	40691	0	100		
	Total	818900	152632 18.64 111927 40705 73.33 26.67							
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74		

Resolution 5			Re-Appoin Director.	<i>Re-Appointment of Mr. Mukesh Kumar Jain as Independent Director.</i>						
Resolution re (Ordinary/Sp	• • • • • • • • • • • • • • • • • • •		Special							
group are int	Whether promoter or promoter group are interested in the agenda/resolution?			Νο						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2)/(1)]* 100	No. of Votes – against (5)					
Promoter	E-voting	2181200	2181200 100 2181200 0 100 0.00							
and	Poll		0 0 0 0 0 0.00							
Promoter	Total	2181200	2181200	100	2181200	0	100	0.00		





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group				3				
Public	E-voting	0	0	0.00	0	0	0.00	0.00
Institutions	Poll		* 0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01
Institutions	Poll	010900	40691	4.97	0	40691	0	100
	Total	818900	152632	18.64	111927	40705	73.33	26.67
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74

For P H CAPITAL LIMITED



Rikeen Dalal Director DIN: 01723446

Date: 02.10.2020 Place: Mumbai Dhirendra R. Maurya M.Com, ACS maurya.dhirendra@gmail.com csmaurya.dhirendra@gmail.com
1 98 1959 4742, Off: 022-28149480

Dhirendra Maurya & Associates Company Secretaries

Dated: 1st October, 2020

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,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the 47th Annual General Meeting of your Company held on Wednesday, 30th September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

For Dhirendra Maurya & Associates



Dhirendra Maurya & Associates Company Secretaries

Scrutinizers Report

Name of Company	P H Capital Limited
Meeting	47 th Annual General Meeting
Day, Date & Time	Wednesday, 30 th Sept., 2020 at 03:00 p.m.
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

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 47th Annual General Meeting ("AGM") of **P H Capital Limited** (hereinafter referred to as "the Company") scheduled on Wednesday, 30th September, 2020 at 03:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

- 2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in 'The Financial Express' (English) and 'Mumbai Lakshdeep' (Marathi), having electronic editions on September 03, 2020 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. Central Depository Services Limited (CDSL) during the AGM and also intimated the same to BSE Limited on 7th September, 2020.



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 7th September, 2020 by E-mail to the Members who had already registered their E-mail IDs with the Company / Depositories;

Dhirendra Maurya & Associates Company Secretaries

3. Cut-off date

Voting rights were reckoned as on 23rd, September 2020, 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 **Central Depository Services (India) Limited (CDSL)** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from 9.00 a.m. (IST) on 27th, September, 2020 till 5.00 p.m. (IST) on 29th September, 2020 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 Central Depository Services (India) Limited (CDSL).

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, CDSL, 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 **Central Depository Services** (India) Limited (CDSL) e-voting platform and downloaded the results.

7. Results

7.1 We observe that:



a) 1 Member had casted his vote through e-voting at the AGM;b) 27 Members had cast their votes through remote e-voting.

Dhirendra Maurya & Associates Company Secretaries

- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 21st August, 2020 is enclosed herewith.
- 7.3 Based on the aforesaid results, we report that **3** Ordinary Resolutions as set out in Item Nos. 1 to 3 and **2** Special Resolutions as set out in Item Nos. 4 to 5 of the Notice of the AGM dated 21st August, 2020 have been passed with the requisite majority.



UDIN: A022005B000836412

Place: Bhayander (East) Date: 01/10/2020

Analysis of Results of Item No. 1 to Item No. 5.

Resolution 1		0	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 along with the reports of the Board of Directors and Auditors thereon.						
	uired: (Ordinary/		Ordinary						
	oter or promoter		No						
	he agenda/resoluti			1		1			
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of	% of	
		Shares	Votes	Votes	Votes – in	Votes –	Votes	Votes	
		held (1)	polled (2)	Polled on	favour	against	in	against	
				outstand	(4)	(5)	favou	on	
				ing			r on	votes	
				shares			votes	polled	
				(3)=[(2)/(polled	(7)=[(5	
				1)]* 100			(6)=[()/(2)]*	
							4)/(2)] *100	100	
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00	
and	Poll		0	0	0	0	0	0.00	
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00	
Public	E-voting	0	0	0.00	0	. 0	0.00	0.00	
Institutions	Poll		0	0.00	0	0	0.00	0.00	
	Total	0	0	0.00	0	0	0.00	0.00	
Public Non-	E-Voting	919000	111941	13.67	111927	14	99.99	0.01	
Institutions	Poll	818900	40691	4.97	0	40691	0	100	
	Total	818900	152632	18.64	111927	40705	73.33	26.67	
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74	



Resolution 2			To appoint a Director in place of Mrs. Sejal Rikeen Dalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment.						
Resolution re	quired: (Ordinary/	Special)	Ordinary						
	noter or promoter the agenda/resoluti		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00	
and	Poll		0	0	0	0	0	0.00	
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00	
Public	E-voting	0	0	0.00	0	0	0.00	0.00	
Institutions	Poll		0	0.00	0	0	0.00	0.00	
	Total	0	0	0.00	0	0	0.00	0.00	
Public Non-	E-Voting	818900	111941	13.67	111927	. 14	99.99	0.01	
Institutions	Poll	010900	40691	4.97	0	40691	0	100	
	Total	818900	152632	18.64	111927	40705	73.33	26.67	
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74	



Resolution 3			Appointment of Mr. Rikeen Dalal as Whole Time Director Designated as Executive Director.							
Resolution re-	quired: (Ordinary/	Special)	Ordinary No							
Whether prop	noter or promoter the agenda/resoluti	group are								
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00		
and	Poll		0	0	0	0	0	0.00		
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00		
Public	E-voting	0	0	0.00	0	0	0.00	0.00		
Institutions	Poll		0	0.00	0	0	0.00	0.00		
	Total	0	0	0.00	0	0	0.00	0.00		
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01		
Institutions	Poll	818900	40691	4.97	0	40691	0	100		
	Total	818900	152632	18.64	111927	40705	73.33	26.67		
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74		



Resolution 4 Resolution required: (Ordinary/Special) Whether promoter or promoter group are interested in the agenda/resolution?			Re-Appointment of Mr. Roshan I. Jain as Independent Director. Special No															
										Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
										Promoter and	E-voting	2181200	2181200	100	2181200	0	100	0.00
Poll		0	0	0	0	0	0.00											
Promoter group	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-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01										
Institutions	Poll		40691	4.97	0	40691	0	100										
	Total	818900	152632	18.64	111927	40705	73.33	26.67										
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74										



Resolution 5 Resolution required: (Ordinary/Special) Whether promoter or promoter group are interested in the agenda/resolution?			Re-Appointment of Mr. Mukesh Kumar Jain as Independent Director.							
			Special No							
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00		
and	Poll		0	0	0	0	0	0.00		
Promoter group	Total	2181200	2181200	100	2181200	0	100	0.00		
Public	E-voting	0	0	0.00	0	0	0.00	0.00		
Institutions	Poll		0	0.00	0	0	0.00	0.00		
	Total	0	0	0.00	0	0	0.00	0.00		
Public Non-	E-Voting	818900	111941	13.67	111927	14	99.99	0.01		
Institutions	Poll		40691	4.97	0	40691	0	100		
	Total	818900	152632	18.64	111927	40705	73.33	26.67		
Total		3000100	2333832	77.79	2293127	40705	98.26	1.74		

