

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

Date:September 30, 2022

To,

**Corporate Relationship Department BSE Limited** 

PhirozeJeejeebhoy Tower, 25<sup>th</sup> Floor, Dalal Street, Mumbai - 400 001

Dear Sir.

Ref:Our Security Code No. 500143 ISIN: INE160F01013

**Sub:** Submission of Voting Results and Scrutinizer's Report of the 49th Annual General Meeting(AGM) held on Thursday, September 29, 2022 at 02.00 p.m. IST.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015, please find enclosed herewith Voting Results along with Scrutinizer's Reportin Form MGT-13 of the 49<sup>th</sup> Annual General Meeting of the Members of the Company held onThursday, September 29, 2022 at 02.00 p.m. IST through Video Conferencing ("VC")/OtherAudio Visual Means ("OAVM").

Kindly take the same on your records.

Thanking you,

Yours faithfully,

#### For P H CAPITAL LIMITED

RIKEEN PRADIP DALAL Digitally signed by RIKEEN PRADIP DALAL Date: 2022.10.01 10:18:05 -09'00'

RikeenDalal Director

DIN: 01723446

Encl: As Above



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	Voting Results
Date of the AGM/ <del>EGM</del>	29-09-2022
Total number of shareholders on record date	4296
No. of shareholders present in the meeting either in person or throught proxy:  Promoters and promoter Group:  Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
No. of shareholders attended the meeting throught Video Conferencing: Promoters and promoter Group: Public:	17 05 12

**Resolution1**: To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2022, along with the Reports of the Board of Directors and Auditors thereon.

Special)	equired :(Ord	-	Ordinary Resolution							
Whether pro are interested agenda/reso		oter group	No							
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 favor (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	100.00	2181200	0	100.00	0.00		
&	POLL	0	0	0.00	0	0	0.00	0.00		
Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00		
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00		
Public -	E-VOTING	0	0	0.00	0	0	0.00	0.00		
Institution	POLL	0	0	0.00	0	0	0.00	0.00		
s	POSTAL BALLOT	0	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	95940	11.72	95928	12	99.99	0.01		
Institution	POLL	0	0	0.00	0	0	0.00	0.00		
S	POSTAL	0	0	0.00	0	0	0.00	0.00		



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	BALLOT							
	TOTAL	818900	95940	11.72	95928	12	99.99	0.01
TOTAL		3000100	2277140	75.90	2277128	12	100.00	0.00

Resolution2: To appoint a Director in place of Mrs. SejalRikeenDalal (DIN: 01723369), who retires by rotation and being eligible offers herself for re-appointment.

Resolution r Special)	equired :(Orc	linary /	Ordinary F	Ordinary Resolution							
		ter group	No	No							
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 favor (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	100.00	2181200	0	100.00	0.00			
&	POLL	0	0	0.00	0	0	0.00	0.00			
Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00			
Public -	E-VOTING	0	0	0.00	0	0	0.00	0.00			
Institution	POLL	0	0	0.00	0	0	0.00	0.00			
S	POSTAL BALLOT	0	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	95940	11.72	95508	432	99.55	0.45			
Institution	POLL	0	0	0.00	0	0	0.00	0.00			
S	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	818900	95940	11.72	95508	432	99.55	0.45			
TOTAL		3000100	2277140	75.90	2276708	432	99.98	0.02			

Resolution3: To appoint M/s. S.P.Jain Associates, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

Resolution (	required :(Or	dinary /	Ordinary Resolution					
Whether pro are interested agenda/reso		oter group	No					
Category				% of Votes	No. of Votes	No. of Votes	% of Votes in	% of Votes against on



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		held	polled	Polled	in favor	against	favour on	votes
		(1)	polled	on outstan ding shares (3)=[(2)/( 1)]*100	(4)	against (5)	tavour on votes polled (6)=[(4)/(2)] *100	votes polled (7)=[(5)/(2)] *100
Promoter	E-VOTING	2181200	2181200	100.00	2181200	0	100.00	0.00
&	POLL	0	0	0.00	0	0	0.00	0.00
Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00
Public -	E-VOTING	0	0	0.00	0	0	0.00	0.00
Institution	POLL	0	0	0.00	0	0	0.00	0.00
S	POSTAL BALLOT	0	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	95940	11.72	95928	12	99.99	0.01
Institution	POLL	0	0	0.00	0	0	0.00	0.00
S	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	95940	11.72	95928	12	99.99	0.01
TOTAL		3000100	2277140	75.90	2277128	12	100.00	0.00

**Resolution4**: Re-Appointment of Mr. Rikeen Pradip Dalal (DIN: 01723446) as a Wholetime Director for a period of five years

Resolution (	required :(Orc	linary /	Special Re	esolution							
Whether promoter/promoter group are interested in the agenda/resolution?			No	No							
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 favor (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	100.00	2181200	0	100.00	0.00			
&	POLL	0	0	0.00	0	0	0.00	0.00			
Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00			



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Public -	E-VOTING	0	0	0.00	0	0	0.00	0.00
Institution	POLL	0	0	0.00	0	0	0.00	0.00
S	POSTAL BALLOT	0	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	95940	11.72	95508	432	99.55	0.45
Institution	POLL	0	0	0.00	0	0	0.00	0.00
S	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	95940	11.72	95508	432	99.55	0.45
TOTAL		3000100	2277140	75.90	2276708	432	99.98	0.02

### For PH CAPITAL LIMITED

RIKEEN PRADIP DALAL Digitally signed by RIKEEN PRADIP DALAL Date: 2022.10.01 10:19:50 -09'00'

RikeenDalal

Director

DIN: 01723446 Place: Mumbai

Date: Sept. 30, 2022

Place: Mumbai



#### 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 49<sup>th</sup> Annual General Meeting of your Company held on Thursday, 29<sup>th</sup> September, 2022 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 (Formerly known as Dhirendra

(Formerly known as Dnirenara Maurya & Associates)

Maurya & Associates)

Dhirendra Maurya

Proprietor ACS No. 22005 CP No. 9594

Peer Review Cert. No.: 2544/2022 UDIN: A022005D001101347



### Practicing Company Secretary

#### Scrutinizers Report

Name of Company	P H Capital Limited
Meeting	49 <sup>th</sup> Annual General Meeting
Day, Date & Time	Thursday, 29 <sup>th</sup> September 2022 at 02:00 p.m.
Deemed Venue	Regd. office situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty
Deemed Venue	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 (Formerly known as Dhirendra Maurya & Associates), 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 evoting process in respect of the below mentioned resolutions proposed at the 49<sup>th</sup> Annual General Meeting ("AGM") of P H Capital Limited (hereinafter referred to as "the Company") scheduled on Thursday, 29<sup>th</sup> September, 2022 at 02:00 p.m. 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 General Circulars dated May 5, 2022, January 13, 2021, May 5, 2020, & read with circulars dated December 8, 2021, December 14, 2021 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021, an advertisement was published in Business Standard (English) and Pratahkal (Marathi), having electronic editions on 7<sup>th</sup> September, 2022 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 7<sup>th</sup> September, 2022.
- 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 7<sup>th</sup> September, 2022 by E-mail to the Members who had already registered their E-mail IDs with the Company / Depositories;

#### Cut-off date

Voting rights were reckoned as on 22<sup>nd</sup> September 2022, 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



#### Practicing Company Secretary

Remote e-voting platform was open from 9.00 a.m. (IST) on September 26, 2022 till 5.00 p.m. (IST) on September 28, 2022 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

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) 4 (Four) Member had casted his vote through e-voting at the AGM;
  - b) 13 (Thirteen) Members had casted their votes through remote e-voting.
- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 5<sup>th</sup> September 2022 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 **1 Special Resolutions** as set out in Item No. 4 of the Notice of the AGM dated 5<sup>th</sup> September 2022 have been passed with the requisite majority.

Regards,

D MAURYA & ASSOCIATES Practicing Company Secretary (Formerly known as Dhirendra

Maurya & Associates)

Dhirendra Maurya Proprietor ACS No. 22005 CP No. 9594

 Peer Review Cert. No.: 2544/2022
 Date: Sept. 30, 2022

 UDIN: A022005D001101347
 Place: Mumbai



Practicing Company Secretary

## Analysis of Results of Item No. 1 to Item No. 4.

	uired: (Ordinary/S loter or promoter g		To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2022, along with the Reports of the Board of Directors and Auditors thereon  Ordinary  No						
	ne agenda/resolution		110						
Category	Mode of Voting	No. of Shares held (1)							
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	95940	11.72	95928	12	99.99	0.01	
Institutions	Poll		0	0	0	0	0	0	
	Total	818900	95940	11.72	95928	12	99.99	0.01	
Total		3000100	2277140	75.90	2277128	12	100	0	



Practicing Company Secretary

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.								
	uired: (Ordinary/S	-	Ordinary								
	ioter or promoter g		No								
	ne agenda/resolution						0.0	% of			
Category	Mode of Voting	No. of Shares held (1)	s Votes Votes Votes – in Votes – Vot								
Promoter	E-voting	2181200	2181200	100	2181200	0	100	0.00			
and	Poll	1	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	<u> </u>	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	95940	11.72	95508	432	99.55	0.45			
Institutions	Poll	010900	0	0	0	0	0	0			
	Total	818900	95940	11.72	95508	432	99.55	0.45			
Total		3000100	2277140	75.90	2276708	432	99.98	0.02			



Practicing Company Secretary

Resolution 3			To appoint M/s. S.P. Jain Associates, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.								
Resolution req	uired: (Ordinary/S	pecial)	Ordinary								
-	oter or promoter g ie agenda/resolution	•	No								
Category	Mode of Voting	No. of Shares held (1)	No. of   % of   Votes   Polled on outstanding shares   (3)=[(2)/(1)]* 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	95940	11.72	95928	12	99.99	0.01			
Institutions	Poll	010900	0	0	0	0	0	0			
	Total	818900	95940	11.72	95928	12	99.99	0.01			
Total		3000100	2277140	75.90	2277128	12	100	0			



Practicing Company Secretary

Resolution 4  Resolution required: (Ordinary/Special)  Whether promoter or promoter group are interested in the agenda/resolution?			Re-Appointment of Mr. Rikeen Pradip Dalal (DIN: 01723446) as a Whole -Time Director for a period of five years  Special  No														
									Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstandi ng 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)]*1
									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	1	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	95940	11.72	95508	432	99.55	0.45									
Institutions	Poll	318900	0	0	0	0	0	0									
	Total	818900	95940	11.72	95508	432	99.55	0.45									
Total		3000100	2277140	75.90	2276708	432	99.98	0.02									