



## 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:** January 29, 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:** Results of Postal Ballot and submission of voting result under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015").

In continuation to our letter dated December 24, 2021, regarding Notice of Postal Ballot dated November 9, 2021 ("Notice") issued to the Members of the Company seeking their approval in relation to the following Resolution to be passed through the mode of Remote E-voting only:

1. Alteration of the Object Clause of the Memorandum of Association of the Company

The Remote E-voting period for the Postal Ballot ended on **Thursday, January 27, 2022 at 5:00 p.m. (IST)** and thereafter, the Scrutinizer, Mr. Dharendra Maurya of M/s. Dharendra Maurya and Associates., Practicing Company Secretaries, submitted their Report on the voting results.

In this regard, please find enclosed the following:

1. The details of the voting results of the Postal Ballot through Remote E-voting mode, prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of the Scrutinizer dated January 28, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The aforesaid Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on **Thursday, January 27, 2022**, being the last date specified by the Company for the Remote E-voting process.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Voting Results along with the Scrutinizer's Report dated January 28, 2022, is made available on the Company's website at [www.phcapital.in](http://www.phcapital.in)



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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: 2022.01.28  
20:56:37 -09'00'

**RikeenDalal**  
**Director**  
**DIN: 01723446**

**Encl:** As Above



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### Details of Voting Results of the Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Voting Results								
<b>Date of Postal Ballot</b>		January 27, 2022						
<b>Total number of shareholders on record date</b>		3537 Members as on Cut- Off date i.e. Friday, December 17, 2021						
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and promoter Group: Public:		Not Applicable  (Resolutions passed by means of Postal Ballot through Remote E-voting)						
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and promoter Group: Public:		Not Applicable  (Resolutions passed by means of Postal Ballot through Remote E-voting)						
<b>Resolution1</b> : Alteration of the Object Clause of the Memorandum of Association of the Company								
<b>Resolution required :(Ordinary / Special)</b>		<b>Special Resolution</b>						
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>		<b>No</b>						
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding 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
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	2181200	2178300	99.87	2178300	0	100.00	0.00
	<b>POLL</b>	0	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		2181200	2178300	99.87	2178300	0	100.00
<b>Public - Institutions</b>	<b>E-VOTING</b>	0	0	0.00	0	0	0.00	0.00
	<b>POLL</b>	0	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00



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	<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	<b>818900</b>	<b>111936</b>	<b>13.67</b>	<b>111926</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>
	<b>POLL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>818900</b>	<b>111936</b>	<b>13.67</b>	<b>111926</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>
<b>TOTAL</b>		<b>3000100</b>	<b>2290236</b>	<b>76.34</b>	<b>2290226</b>	<b>10</b>	<b>100.00</b>	<b>0.00</b>

### For PH CAPITAL LIMITED

**RIKEEN**  
**PRADIP**  
**DALAL**

Digitally signed  
by RIKEEN PRADIP  
DALAL  
Date: 2022.01.28  
20:57:17 -09'00'

**RikeenDalal**

**Director**

**DIN: 01723446**

**Place: Mumbai**



**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

**SCRUTINIZER'S REPORT FOR E-VOTING FOR P H CAPITAL LIMITED**

[Pursuant to Section 108, Section 110 of the Companies Act, 2013 (the "Act") and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "CMA Rules") read with General Circular No. 14/2020 dated 08 April 2020 read with General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 22/2020 dated 15 June 2020 and General Circular No. 33/2020 dated 28 September 2020 and Circular No. 39/2020 dated 31 December 2020 and Circular No. 10/2021 dated 23<sup>rd</sup> June 2021 and Circular No. 20/2021 dated 8<sup>th</sup> December 2021, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs (the "MCA Circulars")]

To,  
**Board of Directors,**  
**P H Capital Limited**  
(CIN: L74140MH1973PLC016436)  
Add: 5-D, Kakad House, 5<sup>TH</sup> Floor,  
A-Wing Opp. Liberty Cinema, New Marine Lines  
Mumbai – 400020, Maharashtra, India

**Subject:** Passing of special resolution through Postal Ballot

Dear Sir,

I, **Dhirendra Maurya**, Proprietor of **D Maurya & Associates**, Practicing Company Secretary, (*Formerly known as Dhirendra Maurya & Associates*), have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the postal ballot (via e-voting) process in a fair and transparent manner and for ascertaining the requisite majority on e-voting for the special resolution contained in the Postal Ballot Notice dated 9<sup>th</sup> November 2021 (the "Postal Ballot Notice") under the provisions of Section 110 of the Act read with Rules 20 and 22 of the CMA Rules and MCA Circulars.

The Management of the Company was responsible to ensure compliance with the requirements of the Act and CMA Rules relating to the postal ballot (via e-voting) process. Our responsibility as scrutinizer for the e-voting for resolution was restricted to make a 'Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolution as stated in the Postal Ballot Notice, based on the reports generated from the electronic voting service facility provided by Central Depository Services (India) Limited (CDSL), the authorized agency, engaged by the Company, to provide voting through electronic means i.e., by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through e-voting:

- i. The Members of the Company as on "Cut-off" date i.e., Friday, December 17, 2021 were entitled to vote on the proposed special resolution set out in the Postal Ballot Notice.
- ii. The RTA of the Company i.e Bigshare Services Private Limited has, on 24<sup>th</sup> December 2021, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on December 17, 2021.
- iii. As per the MCA Circulars, after due examination, it has been decided to allow companies to transact items through postal ballot up to 30<sup>th</sup> June 2022 in accordance with the framework set out in the MCA Circulars.
- iv. The remote e-voting period remained open from Tuesday, 28<sup>th</sup> December 2021 at 9:00 a.m. (IST) to Thursday, 27<sup>th</sup> January 2022 at 5:00 p.m. (IST).
- v. At the end of e-voting period on Thursday, 27<sup>th</sup> January 2022 at 5:00 p.m.(IST), the e-voting portal of the agency CDSL was disabled forthwith.
- vi. The votes cast through the e-voting process (remote e-voting) were unblocked on, Thursday, 27<sup>th</sup> January 2022 at around 5.25 p.m. (IST) in the presence of two witnesses viz., Ms. Divya Chavan and Ms. Sejal Maurya who are not in the employment of the Company.



Dhirendra Maurya  
M.Com. ACS

**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

vii. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolution that was put to vote was generated from the e-voting website of CDSL i.e., <https://www.evotingindia.com>

viii. The results of the Postal Ballot (via e-voting) are as under:

Resolution 1		Alteration of the Object Clause of the Memorandum of Association of the Company						
Resolution required: (Ordinary/Special)		Special						
Whether promoter or promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding 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 and Promoter group	E-voting	2181200	2178300	99.87	2178300	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total		2178300	99.87	2178300	0	100	0.00
Public Institutions	E-voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Total		0	0	0	0	0	0.00
Public Non-Institutions	E-Voting	818900	111936	13.67	111926	10	99.99	0.01
	Poll		0	0	0	0	0	0
	Total		111936	13.67	111926	10	99.99	0.01
<b>Total</b>	<b>Total</b>	<b>3000100</b>	<b>2290236</b>	<b>76.34</b>	<b>2290226</b>	<b>10</b>	<b>100</b>	<b>0.00</b>

ix. There were no invalid votes.

**RESULT**

The results of the postal ballot (via e-voting) conducted for the above said item, may accordingly be declared and based on the above facts, the special resolution may be considered as passed with requisite majority as per the provisions of the Act.

Regards,

**D MAURYA & ASSOCIATES**  
(Formerly known as Dhirendra Maurya & Associates)  
Practicing Company Secretary



**Dhirendra Maurya**  
Proprietor  
ACS: 22005, CP: 9594

UDIN: A022005C002327066

Date: January 28, 2022  
Place: Mumbai