

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 : phcapitalltd@gmail.com

12th September, 2019

To,

Corporate Relationship Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower, 25th Floor, Dalal Street, Mumbai - 400 001

Dear Sir,

Ref: Our Security Code No. 500143

ISIN: INE160F01013

Sub: Submission of Proceeding of the 46th Annual General Meeting (AGM) held on Tuesday, 10th September, 2019

With reference to the relevant provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Proceeding of the 46th Annual General Meeting of the Members of the Company held on Tuesday, 10th September, 2019.

Kindly take the same on your records.

Thanking you, Yours faithfully, For P H CAPITAL LIMI **Rikeen Dalal**

Executive Director DIN: 01723446

Encl: As Above



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GIST OF THE PROCEEDINGS OF THE 46th ANNUAL GENERAL MEETING OF MEMBERS OF PH CAPITAL LIMITED HELD ON TUESDAY, THE 10TH DAY OF SEPTEMBER, 2019 AT THE CHANCELLER HALL, THE NATIONAL SPORTS CLUB OF INDIA, LALA LAJPAT RAI MARG, WORLI, MUMBAI – 400 018 AT 4:00 P.M.

PRESENT:

Mr. Rikeen Dalal	Chairman & Executive Director, Authorised Rikeen Dalal HUF	Representative	of
Ms. Sejal Dalal	Director & Shareholder	2 20 1	
IN ATTENDANCE:			
Mr. Samir Desai	Chief Financial Officer		
Mr. Anand Singh	Company Secretary & Compliance Officer	<i>P</i>	

SECRETARIAL AUDITORS:

Mr. Dhirendra Maurya, M/s Dhirendra Maurya & Associates, Practicing Company Secretaries,

SCRUTINIZER APPOINTED BY THE BOARD:

Mr. Dhirendra Maurya, M/s Dhirendra Maurya & Associates, Practicing Company Secretaries

Total 20 members attended the 46th Annual General Meeting (the "AGM" or the "Meeting").

Mr. Rikeen Dalal, Chairman of the Company, occupied the Chair and presided over the Meeting. The Chairman after ascertaining that requisite quorum was present, called the Meeting to order.

The Chairman welcomed the members to the 46th AGM and commenced the proceedings of the Meeting.

The Chairman address the Meeting, several members asked questions which were answered.

The Chairman informed that:

 In accordance with the provisions of Section 108 of the Companies Act, 2013, read with the rules made there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended remote e-voting facility through Central Depository Services (India) Limited (CDSL) to enable the members to cast/exercise their votes electronically on the agenda items specified in the Notice of the 46th AGM. The remote e-voting period had commenced on 07th September, 2019 at 9.00 a.m. and ended on 09th September, 2019 at 5.00 p.m.



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2. The facility for voting through ballot form was made available to Members who were present at the Meeting and who had not cast their vote electronically.

Chairman explained the objective and implication of all the Resolutions before they were put to vote at the Meeting.

Thereafter, the poll process through ballot poll was ordered and the Members voted in the Meeting on all resolutions using ballot form.

It was announced that the e-voting results along with the Scrutinizer's report shall be placed on the website of the Company and also intimated to the stock exchange.

The following items of business as per 46th AGM Notice dated August 5, 2019, were transacted at the meeting and the Members passed the following resolution with requisite majority:-

Ordinary Business

- 1. Adoption of Audited Financial Statements i.e. Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss Account and the Cash Flow Statement for the financial year ended on 31st March, 2019 and the reports of the Directors and Auditors thereon.
- 2. Re-appointment of Mr. Rikeen Dalal (holding DIN: 01723446), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary resolution).

Special Business

- 3. Approval for Appointment of Mrs. Sejal R. Dalal (holding DIN: 01723369), as Non executive Woman Director of the Company.
- 4. Approval for Appointment of Mr. Mukesh Kumar Jain (holding DIN: 00291432), as Non –executive Independent Director of the Company.
- 5. Approval for Appointment of Mr. Naveen Chaturvedi (holding DIN: 00004745), as Non –executive Independent Director of the Company.
- 6. Amendment of the object clause of the Memorandum of Association of the Company.
- 7. Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

The Chairman then thanked the members attending and for their cooperation and concluded the meeting at 4.45 p.m.

For P H CAPITAL LIMITE **Rikeen Dalal Executive Director** DIN: 01723446

Date: 10th September, 2019 **Place:** Mumbai