



## **P. H. CAPITAL LTD.**

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**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:** September 28, 2023

To,  
**Corporate Relationship Department**  
**BSE Limited**  
Phiroze Jeejeebhoy 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 50<sup>th</sup> Annual General Meeting (AGM) held on Wednesday, September 27, 2023 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 Report in Form MGT-13 of the 50<sup>th</sup> Annual General Meeting of the Members of the Company held on Wednesday, September 27, 2023 at 02.00 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

| <b>Date of the AGM/EGM</b>  |                      | 27-09-2023   |                            |  |                              |                             |   |   |
|---|----------------------|--|----------------------------|--|------------------------------|-----------------------------|---|---|
| <b>Total number of shareholders on record date</b>  |                      | 3881   |                            |  |                              |                             |   |   |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b><br>Promoters and promoter Group:<br>Public:  |                      | <b>No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.</b> |                            |  |                              |                             |   |   |
| <b>No. of shareholders attended the meeting through Video Conferencing:</b><br>Promoters and promoter Group:<br>Public:   |                      | 19<br><br>07<br>12   |                            |  |                              |                             |   |   |
| <b>Resolution 1</b> : To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2023, along with the Reports of the Board of Directors and Auditors thereon. |                      |  |                            |  |                              |                             |   |   |
| <b>Resolution required :(Ordinary / Special)</b>  |                      | <b>Ordinary 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<br>(1)  | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes in favor<br>(4) | No. of Votes against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| <b>Promoter &amp; Promoter Group</b>  | <b>E-VOTING</b>      | 2181200  | 2181200                    | 100.00   | 2181200                      | 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  | 2181200                    | 100.00   | 2181200                      | 0                           | 100.00  | 0.00  |
| <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  |
|   | <b>TOTAL</b>         | 0  | 0                          | 0.00   | 0                            | 0                           | 0.00  | 0.00  |
| <b>Public-Non Institution</b>   | <b>E-VOTING</b>      | 818900   | 67684                      | 8.27   | 67684                        | 0                           | 100.00  | 0.00  |
|   | <b>POLL</b>          | 0  | 0                          | 0.00   | 0                            | 0                           | 0.00  | 0.00  |
|   | <b>POSTAL</b>        | 0  | 0                          | 0.00   | 0                            | 0                           | 0.00  | 0.00  |



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| s   | BALLOT               |                           |                            |  |                              |                             |   |   |
|---|----------------------|---------------------------|----------------------------|--|------------------------------|-----------------------------|---|---|
|   | <b>TOTAL</b>         | <b>818900</b>             | <b>67684</b>               | <b>8.27</b>  | <b>67684</b>                 | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| <b>TOTAL</b>  |                      | <b>3000100</b>            | <b>2248884</b>             | <b>74.96</b>   | <b>2248884</b>               | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| <b>Resolution 2</b> : To appoint a Director in place of Mr. Rikeen Dalal (DIN: 01723446), who retires by rotation and being eligible offers herself for re-appointment. |                      |                           |                            |  |                              |                             |   |   |
| <b>Resolution required :(Ordinary / Special)</b>  |                      |                           | <b>Ordinary 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<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes in favor<br>(4) | No. of Votes against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| <b>Promoter &amp; Promoter Group</b>  | <b>E-VOTING</b>      | <b>2181200</b>            | <b>2181200</b>             | <b>100.00</b>  | <b>2181200</b>               | <b>0</b>                    | <b>100.00</b>   | <b>0.00</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>2181200</b>            | <b>2181200</b>             | <b>100.00</b>  | <b>2181200</b>               | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| <b>Public - Institutions</b>  | <b>E-VOTING</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>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>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>67684</b>               | <b>8.27</b>  | <b>67284</b>                 | <b>400</b>                  | <b>99.41</b>  | <b>0.59</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>67684</b>               | <b>8.27</b>  | <b>67284</b>                 | <b>400</b>                  | <b>99.41</b>  | <b>0.59</b>   |
| <b>TOTAL</b>  |                      | <b>3000100</b>            | <b>2248884</b>             | <b>74.96</b>   | <b>2248484</b>               | <b>400</b>                  | <b>99.98</b>  | <b>0.02</b>   |

**For PH CAPITAL LIMITED**

**Rikeen Dalal**  
**Director**  
**DIN: 01723446**  
**Place: Mumbai**



Dhirendra Maurya  
M.Com, ACS

**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

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To,  
**The Chairman**  
**P H Capital Limited**  
CIN: L74140MH1973PLC016436  
**Regd. off:** 5-D, Kakad House, 5<sup>th</sup> 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 Member's during the 50<sup>th</sup> Annual General Meeting of your Company held on Wednesday, 27<sup>th</sup> September, 2023 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**



**Dhirendra Maurya**  
**Proprietor**  
**ACS No. 22005**  
**CP No. 9594**

**Peer Review Cert. No.:** 2544/2022  
**UDIN:** A022005E001114096

**Date:** Sept. 28, 2023  
**Place:** Mumbai



**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

**Scrutinizers Report**

|                             |  |
|-----------------------------|--|
| <b>Name of Company</b>      | P H Capital Limited  |
| <b>Meeting</b>              | 50 <sup>th</sup> Annual General Meeting  |
| <b>Day, Date &amp; Time</b> | Wednesday, 27 <sup>th</sup> September 2023 at 2:00 p.m.  |
| <b>Deemed Venue</b>         | Regd. office situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty Cinema, New Marine Lines, Mumbai – 400020, Maharashtra, India |
| <b>Mode</b>                 | Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)  |

**1. Appointment as Scrutinizer**

I, Dhirendra Maurya, Proprietor of D Maurya & Associates, Practicing Company Secretary 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 e-voting process in respect of the below mentioned resolutions proposed at the 50<sup>th</sup> Annual General Meeting (“AGM”) of **P H Capital Limited** (hereinafter referred to as “the Company”) scheduled on Wednesday, 27<sup>th</sup> September 2023 at 2:00 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, May 5, 2022 & December 28, 2022 (collectively referred to as “MCA Circulars”) and SEBI Circulars dated May 12, 2020 and January 15, 2021, an advertisement was published in financial Express (English) and Pratahkal (Marathi), having electronic editions on 6<sup>th</sup> September, 2023 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. Bigshare Services Private Limited during the AGM and also intimated the same to BSE Limited on 6<sup>th</sup> September, 2023.

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 5<sup>th</sup> September, 2023 by E-mail to the Members who had already registered their E-mail IDs with the Company / Depositories;

**3. Cut-off date**

Voting rights were reckoned as on 20<sup>th</sup> September 2023, 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 Bigshare Services Private Limited 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 September 24, 2023 till 5.00 p.m. (IST) on September 26, 2023 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 Bigshare Services Private Limited.



Dhirendra Maurya  
M.Com, ACS

**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

**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, Bigshare Services Private Limited, 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 Bigshare Services Private Limited e-voting platform and downloaded the results.

**7. Results**

- 7.1 We observe that:

- a) Nil Members had casted their vote through e-voting at the AGM;  
b) **22 (Members)** Members had casted their votes through remote e-voting.

*Note: 19 (Nineteen) Members had attended the AGM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")*

- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 1<sup>st</sup> September 2023 is enclosed herewith.
- 7.3 Based on the aforesaid results, we report that **2 Ordinary Resolutions** as set out in Item Nos. 1 to 2 as set out in the Notice of the AGM dated 1<sup>st</sup> September 2023 have been **passed with the requisite majority**.

Regards,

**D MAURYA & ASSOCIATES**  
Practicing Company Secretary



**Dhirendra Maurya**  
Proprietor  
ACS No. 22005  
CP No. 9594

Peer Review Cert. No.: 2544/2022  
UDIN: A022005E001114096

Date: Sept. 28, 2023  
Place: Mumbai



**D MAURYA & ASSOCIATES**  
Practicing Company Secretary

**Analysis of Results of Item No. 1:**

| <b>Resolution 1</b>  |                       |                               | <b>To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, along with the Reports of the Board of Directors (“the Board”) and Auditors thereon.</b> |   |                                     |                                   |   |   |
|--|-----------------------|-------------------------------|--|---|-------------------------------------|-----------------------------------|---|---|
| <b>Resolution required: (Ordinary/Special)</b>                                     |                       |                               | <b>Ordinary</b>  |   |                                     |                                   |   |   |
| <b>Whether promoter or promoter group are interested in the agenda/resolution?</b> |                       |                               | <b>No</b>  |   |                                     |                                   |   |   |
| <b>Category</b>  | <b>Mode of Voting</b> | <b>No. of Shares held (1)</b> | <b>No. of Votes polled (2)</b>   | <b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b> | <b>No. of Votes – in favour (4)</b> | <b>No. of Votes – against (5)</b> | <b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b> | <b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b> |
| <b>Promoter and Promoter group</b>   | <b>E-voting</b>       | 2181200                       | 2181200  | 100   | 2181200                             | 0                                 | 100   | 0.00  |
|  | <b>Poll</b>           |                               | 0  | 0   | 0                                   | 0                                 | 0   | 0.00  |
|  | <b>Total</b>          | <b>2181200</b>                | <b>2181200</b>   | <b>100</b>  | <b>2181200</b>                      | <b>0</b>                          | <b>100</b>  | <b>0.00</b>   |
| <b>Public Institutions</b>   | <b>E-voting</b>       | 0                             | 0  | 0.00  | 0                                   | 0                                 | 0.00  | 0.00  |
|  | <b>Poll</b>           |                               | 0  | 0.00  | 0                                   | 0                                 | 0.00  | 0.00  |
|  | <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>       | 818900                        | 67684  | 8.27  | 67684                               | 0                                 | 100   | 0   |
|  | <b>Poll</b>           |                               | 0  | 0   | 0                                   | 0                                 | 0   | 0   |
|  | <b>Total</b>          | <b>818900</b>                 | <b>67684</b>   | <b>8.27</b>   | <b>67684</b>                        | <b>0</b>                          | <b>100</b>  | <b>0</b>  |
| <b>Total</b>   |                       | <b>3000100</b>                | <b>2248884</b>   | <b>74.96</b>  | <b>2248884</b>                      | <b>0</b>                          | <b>100</b>  | <b>0</b>  |

**Analysis of Results of Item No. 2:**

| <b>Resolution 2</b>  |                       |                               | <b>To appoint a Director in place of Mr. Rikeen Pradip Dalal (DIN: 01723446), who retires by rotation and being eligible, seeks re-appointment.</b> |   |                                     |                                   |   |   |
|--|-----------------------|-------------------------------|---|---|-------------------------------------|-----------------------------------|---|---|
| <b>Resolution required: (Ordinary/Special)</b>                                     |                       |                               | <b>Ordinary</b>   |   |                                     |                                   |   |   |
| <b>Whether promoter or promoter group are interested in the agenda/resolution?</b> |                       |                               | <b>No</b>   |   |                                     |                                   |   |   |
| <b>Category</b>  | <b>Mode of Voting</b> | <b>No. of Shares held (1)</b> | <b>No. of Votes polled (2)</b>  | <b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b> | <b>No. of Votes – in favour (4)</b> | <b>No. of Votes – against (5)</b> | <b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b> | <b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b> |
| <b>Promoter and Promoter group</b>   | <b>E-voting</b>       | 2181200                       | 2181200   | 100   | 2181200                             | 0                                 | 100   | 0.00  |
|  | <b>Poll</b>           |                               | 0   | 0   | 0                                   | 0                                 | 0   | 0.00  |
|  | <b>Total</b>          | <b>2181200</b>                | <b>2181200</b>  | <b>100</b>  | <b>2181200</b>                      | <b>0</b>                          | <b>100</b>  | <b>0.00</b>   |
| <b>Public Institutions</b>   | <b>E-voting</b>       | 0                             | 0   | 0.00  | 0                                   | 0                                 | 0.00  | 0.00  |
|  | <b>Poll</b>           |                               | 0   | 0.00  | 0                                   | 0                                 | 0.00  | 0.00  |
|  | <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>       | 818900                        | 67684   | 8.27  | 67284                               | 400                               | 99.41   | 0.59  |
|  | <b>Poll</b>           |                               | 0   | 0   | 0                                   | 0                                 | 0   | 0   |
|  | <b>Total</b>          | <b>818900</b>                 | <b>67684</b>  | <b>8.27</b>   | <b>67284</b>                        | <b>400</b>                        | <b>99.41</b>  | <b>0.59</b>   |
| <b>Total</b>   |                       | <b>3000100</b>                | <b>2248884</b>  | <b>74.96</b>  | <b>2248484</b>                      | <b>400</b>                        | <b>99.98</b>  | <b>0.02</b>   |