

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**P.H. CAPITAL LIMITED****MINUTES OF THE PROCEEDINGS OF THE THIRTY NINTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF P.H. CAPITAL LIMITED HELD ON MONDAY 03RD SEPTEMBER, 2012 AT 10.30 A.M. AT THE AHMED A. FAZELBHOY PRIVATE .SUNVILLE, 9 DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018 .**

Present:	1. Mr. Rikeen Dalal	Director & Member
	2. Smt. Tej P. Dalal	Director & Member
	3. Mr. Roshan I. Jain	Director & Member
	4. Mrs. Sejal R. Dalal	Member
	5. Mr. Ronil R. Dalal	Member
	6 Mr. Samir Desai	Authorised Representative of Finco Capital Management Pvt. Ltd.
	7 Mr. Vinayak Kondvekar	Authorised Representative of Prahar Financial & Cons. Mgmt. Pvt. Ltd.
	8 Mr. Vijay Solanki	Authorised Representative of Green Paper Financial Services Pvt. Ltd. / Krishna Trust
	9 Mr. Dinesh Patil	Authorised Representative of Tirupati Trust
	10 Mr. Aspi B. Bhesania	Member
	11 Mr. Kishanlal D. Mahajan	Member
	12 Mr. Nimesh S. Shah	Member

Mr. Rikeen P. Dalal took the chair.

The Chairman welcomed the shareholders to the Meeting.

1. **QUORUM** :

The proper quorum being present in person or by proxy, the Meeting was called to order.

The Chairman advised the Members that the Register of Proxies and the Register of Directors' Shareholdings was placed on the table and was open for inspection by the members during the continuance of the Meeting.

2. **NOTICE** :

The Notice dated 26<sup>th</sup> July, 2012 convening the Meeting was taken as read with the consent of the Members.

Mr. Samir Desai, Compliance Officer read out the Auditors Report to the Shareholders.

Thereafter the Chairman made a brief statement about the affairs of the Company.

The following propositions were thereafter placed before the Meeting as Ordinary Resolutions.

  
CHAIRMAN'S INITIALS



HELD AT \_\_\_\_\_

ON \_\_\_\_\_

TIME \_\_\_\_\_

3. **ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2012 :**

Proposed By : Mr. Aspi B. Bhesania  
Seconded By : Mr. Vijay Solanki

"RESOLVED THAT the Profit and Loss Account for the year ended 31<sup>st</sup> March, 2012 and the Balance Sheet for the year ended on that date together with all the schedules thereon and the Reports of the Directors and Auditors thereto be and are hereby approved and adopted."

The Chairman invited questions and comments from the Members.

The Chairman answered the questions raised by members.

The Resolution was then put to vote and was carried unanimously.

4. **RE - APPOINTMENT OF DIRECTORS RETIRING BY ROTATION :**

Proposed By : Mr. Kishanlal D. Mahajan  
Seconded By : Mrs. Sejal R Dalal

"RESOLVED THAT Dr. C.A.Varghese, Director of the Company who retires by rotation be and is hereby re-appointed as a Director of the Company."

The Resolution was then put to vote and was carried unanimously.

5. **APPOINTMENT OF AUDITORS :**

Proposed By : Mr. Ronil R. Dalal  
Seconded By : Mr. Vinayak Kondvekar

"RESOLVED THAT M/s S.P. Jain Associates., Chartered Accountants, be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General meeting at a remuneration to be determined by the Board of Directors."

The Resolution was then put to vote and was carried unanimously.

There being no other business to transact the Meeting terminated with a vote of thanks to the Chair.



CHAIRMAN

CHAIRMAN'S INITIALS