



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: September 22, 2021

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Tower,
25th 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 48th Annual General Meeting (AGM) held on Monday, 20th September, 2021 at 03.00 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 48th Annual General Meeting of the Members of the Company held on Monday, 20th September, 2021 at 03.00 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



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

Voting Results

Date of the AGM/EGM	20/09/2021
Total number of shareholders on record date	2101
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	20 04 16

Resolution 1 : To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2021, along with the Reports of the Board of Directors and Auditors thereon.

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/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 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 & Promoter Group	E-VOTING	2181200	2181200	100.00	2181200	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	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 Institutions	E-VOTING	818900	112280	13.71	112246	34	99.97	0.03
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	112280	13.71	112246	34	99.97	0.03
TOTAL		3000100	2293480	76.45	2293446	34	99.99	0.01

Resolution 2 : To appoint a Director in place of Mr. Rikeen Dalal (DIN:01723446), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No





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

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
Promoter & Promoter Group	E-VOTING	2181200	2181200	100.00	2181200	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	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 Institutions	E-VOTING	818900	112280	13.71	112246	34	99.97	0.03
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	112280	13.71	112246	34	99.97	0.03
TOTAL		3000100	2293480	76.45	2293446	34	99.99	0.01

Resolution 3 : Re-appointment of Mrs. Sejal Rikeen Dalal (DIN: 01723369) as Non-Executive Woman Director.

Resolution required :(Ordinary / Special) Ordinary Resolution

Whether promoter/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 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 & Promoter Group	E-VOTING	2181200	2181200	100.00	2181200	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	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	112280	13.71	112246	34	99.97	0.03





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

Institutions	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	112280	13.71	112246	34	99.97	0.03
TOTAL		3000100	2293480	76.45	2293446	34	99.99	0.01

Resolution 4 : Re-Appointment of Mr. Naveen Chaturvedi (DIN: 00004745) as an Independent Non-Executive Director for a second term of five years.

Resolution required : (Ordinary / Special) Special Resolution

Whether promoter/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 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 & Promoter Group	E-VOTING	2181200	2181200	100.00	2181200	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2181200	2181200	100.00	2181200	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	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 Institutions	E-VOTING	818900	112280	13.71	112246	34	99.97	0.03
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	818900	112280	13.71	112246	34	99.97	0.03
TOTAL		3000100	2293480	76.45	2293446	34	99.99	0.01

For PH CAPITAL LIMITED



Rikeen Dalal

Director

DIN: 01723446

Place: Mumbai

Dhirendra Maurya & Associates
Company Secretaries

Dated: 22nd September 2021

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,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the 48th Annual General Meeting of your Company held on Monday, 20th September, 2020 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

We are pleased to submit the Scrutinizer’s Report, which is comprehensive and self explanatory in all respects.

For **Dhirendra Maurya & Associates**
Company Secretaries

Dhirendra R. Maurya
Proprietor
ACS: 22005, CP: 9594

Dhirendra Maurya & Associates Company Secretaries

Scrutinizers Report

Name of Company	P H Capital Limited
Meeting	48 th Annual General Meeting
Day, Date & Time	Monday, 20 th Sept., 2020 at 03:00 p.m.
Deemed Venue	Regd. office situated at 5-D, Kakad House, 5th Floor, A-Wing, Opp. Liberty Cinema, New Marine Lines, Mumbai – 400020, Maharashtra, India
Mode	Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

I, Dhirendra R. Maurya, of Dhirendra Maurya & Associates, Company Secretaries, 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 48th Annual General Meeting (“AGM”) of **P H Capital Limited** (hereinafter referred to as “the Company”) scheduled on Monday, 20th September, 2021 at 03:00 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, 5th May, 2020 and January 13, 2021 read with circulars dated 8th April, 2020, 13th April, 2020 (collectively referred to as “MCA Circulars”) and SEBI Circulars dated May 12, 2020 and January 15, 2021, an advertisement was published in ‘The Financial Express’ (English) and ‘Mumbai Lakshdeep’ (Marathi), having electronic editions on August 28, 2021 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 27th August, 2021.
- 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

Dhirendra Maurya & Associates Company Secretaries

Notice of AGM: On 28th August, 2021 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 13th, September 2021, 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

Remote e-voting platform was open from 9.00 a.m. (IST) on September 16, 2021 till 5.00 p.m. (IST) on September 19, 2021 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

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 **Central Depository Services (India) Limited (CDSL)** e-voting platform and downloaded the results.

7. Results

7.1 We observe that:

Dhirendra Maurya & Associates Company Secretaries

- a) **No** Member had casted his vote through e-voting at the AGM;
 - b) 32 (Thirty Two) 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 6th August 2021 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 6th August 2021 have been **passed with the requisite majority**.

For Dhirendra Maurya & Associates
Company Secretaries

Dhirendra R. Maurya
Proprietor
ACS: 22005, CP: 9594

UDIN: A022005C000987783

Place: Mumbai
Date: 22/09/2021

Dhirendra Maurya & Associates Company Secretaries

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

Resolution 1			To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, along with the reports of the Board of Directors and Auditors thereon.					
Resolution required: (Ordinary/Special)			Ordinary					
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	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total	2181200	2181200	100	2181200	0	100	0.00
Public Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	818900	112280	13.71	112246	34	99.97	0.03
	Poll		0	0	0	0	0	0
	Total	818900	112280	13.71	112246	34	99.97	0.03
Total		3000100	2293480	76.45	2293446	34	99.99	0.01

Dhirendra Maurya & Associates Company Secretaries

Resolution 2			To appoint a Director in place of Mr. Rikeen Dalal (DIN: 01723446), who retires by rotation and being eligible offers himself for re-appointment					
Resolution required: (Ordinary/Special)			Ordinary					
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	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total	2181200	2181200	100	2181200	0	100	0.00
Public Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	818900	112280	13.71	112246	34	99.97	0.03
	Poll		0	0	0	0	0	0
	Total	818900	112280	13.71	112246	34	99.97	0.03
Total		3000100	2293480	76.45	2293446	34	99.99	0.01

Dhirendra Maurya & Associates Company Secretaries

Resolution 3			Re-appointment of Mrs. Sejal Rikeen Dalal (DIN: 01723369) as Non-Executive Woman Director					
Resolution required: (Ordinary/Special)			Ordinary					
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	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total	2181200	2181200	100	2181200	0	100	0.00
Public Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	818900	112280	13.71	112246	34	99.97	0.03
	Poll		0	0	0	0	0	0
	Total	818900	112280	13.71	112246	34	99.97	0.03
Total		3000100	2293480	76.45	2293446	34	99.99	0.01

Dhirendra Maurya & Associates Company Secretaries

Resolution 4			Re-Appointment of Mr. Naveen Chaturvedi (DIN: 00004745) as an Independent Non-Executive Director for a second term of five years					
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	2181200	100	2181200	0	100	0.00
	Poll		0	0	0	0	0	0.00
	Total	2181200	2181200	100	2181200	0	100	0.00
Public Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	818900	112280	13.71	112246	34	99.97	0.03
	Poll		0	0	0	0	0	0
	Total	818900	112280	13.71	112246	34	99.97	0.03
Total		3000100	2293480	76.45	2293446	34	99.99	0.01