# 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

August 18, 2025

To
The Compliance Manager
BSE Limited
Corporate Relationship Dept.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code: 500143

**Ref: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations, 2015")**

**Sub: Resignation of Independent Director and Reconstitution of Committees of the Board of Directors**

Dear Sir/Madam,

**a) Resignation of Independent Director**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with Para A of Part A of Schedule III, we wish to inform you that Mr. Prashant Chaturvedi (DIN: 06688824) has tendered his resignation from the position of Non- Executive-Independent Director of the Company, with effect from the close of business hours on August 18, 2025. Consequently, Mr. Chaturvedi shall also cease to be a member of the Audit Committee, Nomination and Remuneration Committee, and Corporate Social Responsibility Committee of the Board. In his absence, the above committee continue to comply with applicable regulatory requirements.

The Board places on record its sincere appreciation for Mr. Chaturvedi's valuable contributions and guidance during his tenure as a Non- Executive - Independent Director. The Company has benefitted immensely from his experience, independent judgment, and unwavering commitment.

Disclosure pursuant to Regulation 30 read with Para A (7B) of Part A of Schedule III of SEBI Listing Regulations, 2015 and SEBI Master Circular bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as an **Annexure-1.**

The letter of resignation received from Mr. Prashant Chaturvedi is enclosed herewith as an **Annexure2.** Further, in his letter, he had confirmed that there is no other material reason for his resignation other than those mentioned in his resignation letter.

**b) Reconstitution of Committees of the Board of Directors**

Pursuant to Regulation(s) 18, 19 and other applicable Regulations of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 135 of the Companies Act, 2013, due to resignation of Mr. Prashant Chaturvedi, the constitution of the Audit Committee, Nomination and Remuneration Committee & Corporate Social Responsibility Committee of the Board as detailed below, with effect from August 19, 2025 is as follows:

(i) **The composition of the Audit Committee is as under:**

| **Sl. No.** | **Names** | **Position in Committee** | **Nature of Directorship** |
|---|---|---|---|
| 1. | Mr. Sougata Sengupta | Chairperson | Non-Executive- Independent Director |
| 2. | Mr. Rikeen Pradip Dalal | Member | Executive Director |
| 3. | Ms. Rakhi Sharma | Member | Non-Executive- Independent Director |

(ii) **The composition of the Nomination and Remuneration Committee is as under:**

| **Sl. No.** | **Name** | **Position in Committee** | **Nature of Directorship** |
|---|---|---|---|
| 1. | Mr. Sougata Sengupta | Chairperson | Non-Executive- Independent Director |
| 2. | Mrs Sejal Rikeen Dalal | Member | Non-Executive – Non-Independent Director |
| 3. | Ms. Rakhi Sharma | Member | Non-Executive Independent Director |

(iii) **The composition of the Corporate Social Responsibility Committee is as under:**

| **Sl. No.** | **Name** | **Position in Committee** | **Nature of Directorship** |
|---|---|---|---|
| 1. | Mrs. Sejal Rikeen Dalal | Chairperson | Non-Executive – Non-Independent Director |
| 2. | Mr. Rikeen Pradip Dalal | Member | Executive Director |
| 3. | Ms. Rakhi Sharma | Member | Non-Executive Independent Director |

You are requested to take the same on your record.

We request you to take the above on record.

Thanking you,

Yours faithfully,

**For P H CAPITAL LIMITED**

RIKEEN PRADIP DALAL

Digitally signed by RIKEEN PRADIP DALAL
Date: 2025.08.18 17:13:30 +05'30'

**Rikeen Dalal**
**Chairman & Whole-time Director**
**DIN:** 01723446

Encl: a/a

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**Annexure-1**

**Information as required under Regulation 30 read with Para A(7B) of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

| Sl. No | Particulars | Details |
|---|---|---|
| 1. | Reason for change viz. ~~appointment,~~ resignation, ~~removal, death or otherwise~~ | Resignation of Mr. Prashant Chaturvedi (DIN: 06688824) due to his preoccupation and other personal commitments |
| 2. | Date of ~~appointment~~/cessation (as applicable) ~~& term of appointment~~ | Closure of business hours on August 18, 2025 |
| 3. | Brief profile (in case of appointment) | Not Applicable |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |
| Additional Information in case of resignation of an Independent Director as per Para A (7 B) of Part A of Schedule III of SEBI Listing Regulations, 2015 | | |
| 5. | Letter of Resignation along with detailed reason for resignation | Copy of Resignation letter is enclosed as Annexure 2 |
| 6. | Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any. | Nil |
| 7. | The independent director shall, along with the detailed reasons, also provide a confirmation that there are no other Material reasons other than those provided. | Mr. Prashant Chaturvedi had confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter. |

**Annexure 2**
**Prashant Chaturvedi**

August 18, 2025
To,
The Board of Directors
**PH Capital Limited ("Company")**

Dear Sir/Madam,

**Subject: Resignation from the Board of Directors of the Company**

I, Prashant Chaturvedi (DIN: 06688824) hereby tender my resignation as a Non-Executive-Independent Director of the company, from close of business hours on August 18, 2025 due to my preoccupation and other personal commitments. Consequently, I will also be stepping down as the Member of the Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee of the Company.

I would like to express my gratitude to Board of Directors and the entire management team for the support extended to me during my tenure as an Independent Director. I wish whole heartedly for the continued success and the prosperity of the Company.

Further, I confirm that there are no other material reasons for my resignation other than those mentioned above.

I do not hold directorship and membership of Board Committee(s) of any other listed entity.

Thanks & Regards.

Prashant.

Prashant Chaturvedi
DIN: 06688824