

# PHOTON CAPITAL ADVISORS LIMITED

(CIN: L65910TG1983PLC004368)

Regd. Office: Plot. No.90-A, Road No.9, Jubilee Hills, Hyderabad - 500 033, Telangana  
Tel/Fax No: 09951339995, Website: <http://www.pcalindia.com//>  
Email Id - [info@pcalindia.com](mailto:info@pcalindia.com)

Date: 30.09.2019

To,  
The BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sirs,

**Sub: Submission of AGM voting results u/r 44 (3) of SEBI (LODR) Regulations, 2015  
-reg**

In accordance with the regulation 44 (3) of SEBI (LODR) Regulations, 2015, we write to inform you that the members of the company at their 34<sup>th</sup> Annual General meeting held on Monday, the 30<sup>th</sup> September, 2019 at 11.00 a.m. at the registered office of the Company has transacted the business as detailed in Annexure, which is enclosed to this letter.

S. No.	Description	Particular		
A	Date of the AGM	30 <sup>th</sup> September, 2019		
B	Book- closure date	23 <sup>rd</sup> September, 2019 to 30 <sup>th</sup> September, 2019 (both days inclusive)		
C	Total No of Shareholders on the cutoff date i.e 22.09.2019.	6614		
D	No. of shareholders Present in the meeting either in person or through proxy			
	<b>Shareholders</b>	<b>In person/AR</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and promoters group	07	0	07
	Public	38	0	38
	<b>Total</b>	45	0	45
E	No .of shareholders attended the meeting through video Conferencing			
	<b>Shareholders</b>	<b>In person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and promoters group	NA	NA	NA
	Public	NA	NA	NA
	<b>Total</b>	NA	NA	NA



**Outcome of the Annual General Meeting of the Members of the Company**

The Annual general Meeting of the Members of the Company was held on Monday, the 30<sup>th</sup> September, 2019 at 11.00 a.m. at Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad- 500 033, Telangana. The mode of voting was by way of E-voting and poll. The Shareholders transacted the business as provided in the Annexure. Request you to kindly take the same on record.

Thanks& regards

**For PHOTON CAPITAL ADVISORS LIMITED**



**J.NARASIMHA RAO  
CHAIRMAN**



**Annexure**

**AGM Voting results**

<b>Date of the AGM</b>	30.09.2019
<b>Total number of shareholders on record date</b>	6614
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	45
Promoters and Promoter Group:	7
Public:	38
<b>No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:</b>	NIL

<b>Resolution No.1 (ordinary)</b>		To consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended 31 <sup>st</sup> March, 2019 and the reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No of shares held	No of votes polled	% of Votes Polled on Outstanding shares	No of votes in favour	No of votes- Against	% of votes in favour on votes polled	% of votes Against on votes polled
		(1)	(2)	(3)=2/1*100	(4)	(5)	(6)=4/2*100	(7)-5/2*100
Promoter and Promoter group	E-voting	1133589	0	0	0	0	0	0
	Poll		1133589	100	1133589	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	Total	1133589	1133589	100	1133589	0	100	0
	E-voting	0	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting	380105	316	0.083	316	0	100	0
Total	Poll		885	0.2328	885	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	380105	1201	0.3159	1201	0	100	0
<b>Total</b>		1513694	1134790	74.9682	1134790	0	100	0



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<b>Resolution No.2 (ordinary)</b>		To appoint a Director in the place of Mrs. Suchitra Nandury having director identification number (00568167) who retires by rotation and being eligible offers herself for re-appointment.						
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 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	1133589	0	0	0	0	0	0
	Poll		1133589	100	1133589	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	Total	1133589	1133589	100	1133589	0	100	0
	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting	380105	316	0.083	316	0	100	0
Public- Non Institutions	Poll		885	0.2328	885	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	380105	1201	0.3159	1201	0	100	0
<b>Total</b>		1513694	1134790	74.9682	1134790	0	100	0



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<b>Resolution No.3 (ordinary)</b>		To fix the remuneration of statutory auditors for the F.Y. 2019-2020.						
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 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	1133589	0	0	0	0	0	0
	Poll		1133589	100	1133589	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1133589	1133589	100	1133589	0	100	0
Public- Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	380105	316	0.083	316	0	100	0
	Poll		885	0.2328	885	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	380105	1201	0.3159	1201	0	100	0
<b>Total</b>		1513694	1134790	74.9682	1134790	0	100	0

*Sgt*





**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR  
PHOTON CAPITAL ADVISORS LIMITED**

To,

The Chairman,  
34<sup>th</sup> Annual General Meeting of Photon Capital Advisors Limited.  
Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad – 500 033, Telangana.

Dear Sir,

**Sub: Passing of resolutions through electronic voting and poll conducted at the 34<sup>th</sup> Annual General Meeting of Photon Capital Advisors Limited held on 30<sup>th</sup> September, 2019.**

The Board of Directors of the Company at its meeting held on 13<sup>th</sup> August, 2019 had appointed me as Scrutinizer for the e-voting held between 26<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2019 and for the poll held at the 34<sup>th</sup> AGM of the Company on 30<sup>th</sup> September, 2019.

The Company had appointed Karvy Fintech Private Limited, (here after called as "KFPL") as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from 26<sup>th</sup> September, 2019 to 29<sup>th</sup> September, 2019. KFPL is also the Registrar and Share Transfer Agents of the Company. The e-voting results were unblocked by me on 29<sup>th</sup> September, 2019, and details of e-voting results are included in this report. Scrutinizer report on e-voting is enclosed.

At the 34<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2019, the Chairman of the Company had suo motu called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process, and the details of poll results are included in this report. Scrutinizer report on poll is enclosed.

The result of the E-voting together with that of the poll is as under:

Item no of Notice	Particulars	Votes in favour of resolution		Votes against resolution		Invalid votes	
		Nos	%age	Nos	%age	Nos	%age
Item No.1 (Ordinary Resolution) Adoption of Standalone and Consolidated Annual financial statements.	E-voting	316	100	0	0	0	0
	Poll	1134474	100	0	0	0	0
	Total	1134790	100	0	0	0	0

**SGP & Associates**

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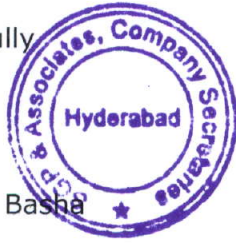
Item No.2 (Ordinary Resolution) Appointment of Mrs. Suchitra Nandury as Director who retires by rotation.	E-voting	316	100	0	0	0	0
	Poll	1134474	100	0	0	0	0
	Total	1134790	100	0	0	0	0
Item No.3 (Ordinary Resolution) To fix the remuneration of statutory auditors for the F.Y. 2019-20.	E-voting	316	100	0	0	0	0
	Poll	1134474	100	0	0	0	0
	Total	1134790	100	0	0	0	0

Thanking you,

Yours faithfully



Darga Mabu Basha  
Scrutinizer



Place: Hyderabad  
Date: 30.09.2019



**FORM No. MGT-13**

**Report of Scrutinizer on Poll**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
Mr. J. Narasimha Rao,  
The Chairman,  
Photon Capital Advisors Limited,  
Hyderabad.

Dear Sir,

**Report of Scrutinizer on Poll for 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Photon Capital Advisors Limited, held on Monday, the 30<sup>th</sup> September, 2019 at 11.00 a.m. at Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad -500 033, Telangana.**

I, Mr. Darga Mabu Basha, Partner of SGP & Associates, Company Secretaries, having registered office at Plot No. 114/A, Gayathri Nilayam, MLA Colony, Road No. 12, Banjara Hills, Hyderabad - 500034, Telangana, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Photon Capital Advisors Limited, held on Monday the 30<sup>th</sup> day of September, 2019 at 11.00 a.m., at Plot No.90-A, Road No.9, Jubilee Hills, Hyderabad -500 033, Telangana.

I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling, was closed in my presence with due identification marks placed by me.
2. The closed ballot box was subsequently opened in my presence and in the presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

a) **Resolution 1: Adoption of Audited Standalone and Consolidated Financial Statements as at 31<sup>st</sup> March, 2019.**

i. Voted **in favour** of the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
45	1134474	100

**SGP & Associates**

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ii. Voted **against** the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
0	0	0

iii. **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

b) **Resolution 2: Appointment of Mrs. Suchitra Nandury as Director who retires by rotation.**

i. Voted **in favour** of the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
45	1134474	100

ii. Voted **against** the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
0	0	0

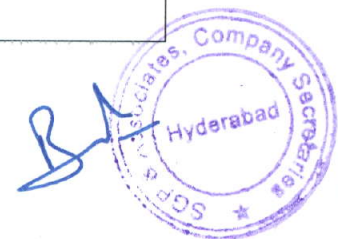
iii. **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

c) **Resolution 3: To fix the remuneration of statutory auditors for the F.Y. 2019-20.**

i. Voted **in favour** of the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
45	1134474	100



ii. Voted **against** the resolution:

No. of members present and voting ( in person or by proxy)	No. of votes cast by them.	% of total number of valid votes cast
0	0	0

iii. **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. The poll papers and all other relevant records were sealed and handed over to the Whole-time Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully



**DARGA MABU BASHA**  
**SRUTINIZER**



Place: Hyderabad  
Date: 30.09.2019



**Scrutinizer's report on e-voting**

*[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]*

To,  
Mr. J. Narasimha Rao,  
The Chairman,  
Photon Capital Advisors Limited,  
Hyderabad.

Dear Sir,

**Scrutinizer's report on e-voting for 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Photon Capital Advisors Limited, held on Monday, the 30<sup>th</sup> September, 2019 at 11.00 a.m. at Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad -500 033, Telangana.**

I, Mr. Darga Mabu Basha, Partner of SGP & Associates, Company Secretaries, having registered office at Plot No. 114/A, Gayathri Nilayam, MLA Colony, Road No. 12, Banjara Hills, Hyderabad - 500034, Telangana, was appointed as Scrutinizer by the Board of Directors of Photon Capital Advisory Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between Thursday, September 26, 2019 (10:00 a.m.) to Sunday, September 29, 2019 (5:00 p.m.).

The Notice dated 13<sup>th</sup> August, 2019 convening Annual General Meeting (AGM) of the Company was sent to the shareholders with respect to the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on Monday, the 30<sup>th</sup> September, 2019 at 11:00 a.m. at Plot. No. 90-A, Road No.9, Jubilee Hills, Hyderabad-500033, Telangana.

The Company has availed the e-voting facility offered by Karvy Fintech Private Limited for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of Sunday, 22<sup>nd</sup> day of September, 2019 were entitled to vote on the proposed resolution as set out at the item nos. 1 to 3 in the Notice of the AGM of Photon Capital Advisors Limited.

The voting period for e-voting commenced on Thursday, 26<sup>th</sup> September, 2019 (10:00 am) and ended on Sunday, 29<sup>th</sup> September, 2019 (5:00 pm) and e-voting platform of Karvy Fintech Private Limited was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses not being in the employment of the Company.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the Karvy Fintech Private Limited e-voting system.

**SGP & Associates**

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I now submit the report as under on the result of the voting through electronic means in respect of the following resolutions:

a) **Resolution 1: Adoption of Audited Standalone and Consolidated Financial Statements as at 31<sup>st</sup> March, 2019.**

i. Voted **in favour** of the resolution:

No. of members voted in E-voting	No. of votes cast (shares) - E-voting	% of total number of valid votes cast
5	316	0.0208

ii. Voted **against** the resolution:

No. of members voted in E-voting	No. of votes cast (shares) - E-voting	% of total number of valid votes cast
0	0	0

iii. **Invalid** Votes:

No. of members voted in E-voting	Number of votes cast (Shares)-E-voting
0	0

b) **Resolution 2: Appointment of Mrs. Suchitra Nandury as Director who retires by rotation.**

i. Voted **in favour** of the resolution:

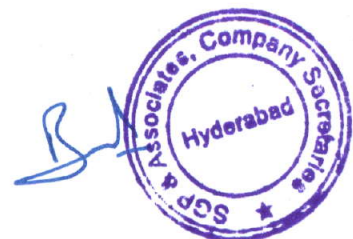
No. of members voted in E-voting	No. of votes cast (shares) - E-voting	% of total number of valid votes cast
5	316	0.0208

ii. Voted **against** the resolution:

No. of members voted in E-voting	No. of votes cast (shares) - E-voting	% of total number of valid votes cast
0	0	0

iii. **Invalid** Votes:

No. of members voted in E-voting	Number of votes cast (Shares)-E-voting
0	0



c) **Resolution 3: To fix the remuneration of statutory auditors for the F.Y. 2019-20:**

i. Voted **in favour** of the resolution:

No. of members voted in E-voting	No. of votes cast (shares) – E-voting	% of total number of valid votes cast
5	316	0.0208

ii. Voted **against** the resolution:

No. of members voted in E-voting	No. of votes cast (shares) – E-voting	% of total number of valid votes cast
0	0	0

iii. **Invalid** Votes:

No. of members voted in E-voting	Number of votes cast (Shares)-E-voting
0	0

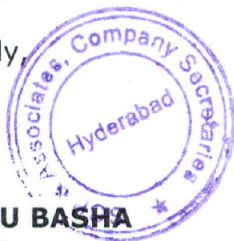
All the relevant documents/records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to Whole-Time Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



**DARGA MABU BASHA**  
**SRUTINIZER**



Place: Hyderabad  
Date: 30.09.2019