

PHOTON CAPITAL ADVISORS LIMITED

(CIN: L65910TG1983PLC004368)

Regd. Office: Plot. No.90-A, Road No.9, Jubilee Hills, Hyderabad-500 033,
Telangana, Tel/Fax No: 091-9951339995,

Website: <http://www.pcalindia.com//>, Email Id - info@pcalindia.com

Date: 30.09.2024

To,
The Manager
DCS-CRD
The BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: Disclosure of proceedings of Annual General Meeting under regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015-reg

Please find enclosed herewith the copy of the proceedings of 39th Annual General Meeting of the Photon Capital Advisors Limited held on Monday, the 30th September, 2024 at 10.00 a.m. at the registered office of the Company.

Further it is to state that Meeting was concluded at 10.30 a.m. on 30.09.2024.

This is for your information and records.

Thanking you,

Yours truly,

For **PHOTON CAPITAL ADVISORS LIMITED**

N. Sobharani

**SOBHARANI NANDURY
WHOLE TIME DIRECTOR
DIN: 00567002**



Encl: As above.

MINUTES BOOK

PHOTON CAPITAL ADVISORS LIMITED

MINUTES OF THE 39TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PHOTON CAPITAL ADVISORS LIMITED HELD ON MONDAY, THE 30TH SEPTEMBER, 2024 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO.90-A, ROAD NO.9, JUBILEE HILLS, HYDERABAD-500033, TELANGANA.

DIRECTORS PRESENT:

Mrs. Sobharani Nandury - Chairperson & Member
Mr. Sarath Kumar Jutur - Independent Director & Member

MEMBERS PRESENT:

Present in person including representatives : **38**
Proxies : **NIL**

INVITEES:

Mr. D.M Basha - Practicing Company Secretary, Scrutinizer
Mr. K. Sreedhar Babu - Chief Financial Officer

- The members present have elected Mrs. Sobharani Nandury, as a chairperson of the meeting and accordingly conducted the proceedings of the meeting.
- The Chairperson declared that the required quorum was present and called the meeting to order.
- The Chairperson informed the meeting that the Register of Members and the Register of contracts or arrangements in which Directors are interested are kept open and accessible during the continuance of the meeting.
- With the consent of the members present, the notice of the meeting was taken as read.
- The Chairperson informed the meeting that the auditor's report was taken as read.
- Thereafter, the Chairperson delivered her speech on the performance of the Company and then proceeded to conduct the business as set out in the notice of the meeting

The Chairperson informed the members that the Company has provided electronic voting facility to the members to vote on all the resolutions as set out in item nos. 1 to 6 of the Notice of Annual General Meeting and thus a similar right in the form of poll was provided to the members present in person at the meeting. Thereafter, the Chairperson ordered for a poll to be taken and requested the scrutinizer Mr. D.M Basha, Practicing Company Secretary, to undertake the poll process and submit the report thereon.

Thereafter, the following resolutions specified in the notice calling the meeting were put to the members present at the meeting for a poll and poll was carried out in the presence of the scrutinizer:

CHAIRMAN'S INITIALS



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ORDINARY BUSINESS:

- 1. To consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon:**

The Chairman informed the members that the Directors are pleased to deal with any question(s) on the accounts.

Having no queries raised by the shareholders, on the request of the Chairman, the following ordinary resolution was read to the members:

RESOLVED THAT the standalone and consolidated audited Balance Sheet of the Company as at 31st March 2024, the statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Directors' Report and Auditors' Report thereon be and are hereby received, considered and adopted.

Mr. K. Pradeep Reddy proposed and Mrs. Kanuri Lakshmi Siromani seconded the above resolution and then the chairperson requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

- 2. To re-appoint Mrs. Suchitra Nandury, Director having director identification number (00568167), who retires by rotation and being eligible offers herself for re-appointment:**

On the request of the Chairman, the following ordinary resolution was read to the members.

RESOLVED THAT Mrs. Suchitra Nandury (DIN-00568167), Director who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company and liable to retire by rotation.

Mr. T Kiran Kumar proposed and Mr. K Ramadas seconded the above resolution and then the chairman requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

SPECIAL BUSINESS:

- 3. Regularization of Mr. Venkata Subash Lingareddy (DIN: 00125240) as an Independent Director of the Company:**

On the request of the Chairperson, the following ordinary resolution was read to the members.

RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV and Regulation 17 & 17(1A) of SEBI (LODR) Regulations, 2015 thereto, Mr. Venkata Subash Lingareddy (DIN: 00125240), who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors for a period of 05 (five) Consecutive years with effect from 01.04.2024, be and is hereby approved the appointment of Mr. Venkata Subash Lingareddy, as an Independent Director of the Company and not liable to retire by rotation.

CHAIRMAN'S INITIALS

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Mr. B Ravi Kumar proposed and Mr. Sreedhar Babu Kanuri seconded the above resolution and then the chairman requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

4. Regularization of Mr. Sarath Kumar Jutur (DIN: 05187764) as an Independent Director of the Company:

On the request of the Chairperson, the following ordinary resolution was read to the members.

RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV and Regulation 17 & 17(1A) of SEBI (LODR) Regulations, 2015 thereto, Mr. Sarath Kumar Jutur (DIN: 05187764), who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors for a period of 05 (five) Consecutive years with effect from 01.04.2024, be and is hereby approved the appointment of Mr. Sarath Kumar Jutur as an Independent Director of the Company and not liable to retire by rotation.

Mr. Bandi Suresh proposed and Mr. Manikonda Baskar Rao seconded the above resolution and then the chairman requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

5. Re-appointment of Mrs. Sobharani Nandury (DIN: 00567002) as Whole-time Director:

On the request of the Chairperson, the following Special resolution was read to the members.

RESOLVED THAT pursuant to the provisions of sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, approval of the members and approval of the Board, be and is hereby accorded to re-appoint Mrs. Sobharani Nandury (DIN: 00567002), as Whole-Time Director of the Company for a period of 05 (five) Consecutive years with effect from 14.11.2024, liable to retire by rotation.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to sign and submit all the necessary forms to be filed with the Registrar of Companies and to do all such acts, deeds and things which are required for effecting the above resolution.

Mr. Narasimham DL proposed and Mr. Sriram Murthy Kalaga seconded the above resolution and then the chairman requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

6. Regularization of Mr. V.R. Shankara (DIN: 00041705), as Non-Executive Non-Independent director of the Company:

On the request of the Chairperson, the following ordinary resolution was read to the members.

RESOLVED THAT pursuant to section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, approval of the members, Mr. V.R. Shankara (DIN: 00041705), who was appointed as an Additional Director of the

CHAIRMAN'S INITIALS

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Company by the Board of Directors with effect from 30.05.2024 and who holds the office until the date of the ensuing Annual General Meeting in terms of section 161 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation.

Mr. Karunakar Annavajhala proposed and Mr. Sivannarayana seconded the above resolution and then the chairman requested the members to cast their vote **for** or **against** the resolution by tick mark at appropriate place on the ballot paper.

There being no other business to transact, the meeting concluded at 10.30 a.m. with a vote of thanks to the chair.

All the above resolutions, which were put to vote through remote e-voting/poll were passed with requisite majority.

Place: Hyderabad
Date: 30.09.2024

N. S. S. Nandury

N. S. S. NANDURY
CHAIRPERSON

CHAIRMAN'S INITIALS