

# PHOTON CAPITAL ADVISORS LIMITED

(CIN: L65910TG1983PLC004368)

**Regd. Office:** Plot. No.90-A, Road No.9, Jubilee Hills, Hyderabad-500 033,  
Telangana, Tel/Fax No: 040-40062950, Website: <http://www.pcalindia.com/>  
Email Id [info@pcalindia.com](mailto:info@pcalindia.com)

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Date: 05.10.2016

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

Dear Sir,

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

Please find enclosed herewith the copy of the proceedings of 31<sup>st</sup> Annual General Meeting of the Photon Capital Advisors Limited held on Friday, the 30<sup>th</sup> September, 2016 at 11.00 A.M. at the registered office of the Company.

This is for your information and records.

Thanking you,

Yours truly,  
For **PHOTON CAPITAL ADVISORS LIMITED**



**TEJASWY NANDURY**  
**WHOLE TIME DIRECTOR**  
**DIN-00041571**



# MINUTES BOOK

## PHOTON CAPITAL ADVISORS LIMITED

**MINUTES OF THE 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON FRIDAY, THE 30<sup>TH</sup> SEPTEMBER, 2016 AT 11.00 A.M AT PLOT NO.90-A, ROAD NO.9, JUBILEE HILLS, HYDERABAD - 500 033, TELANGANA.**

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### DIRECTORS PRESENT:

1. Mr. J. Narasimha Rao - Chairman
2. Mr. Tejaswy Nandury - Whole Time Director
3. Mrs. Sobha Rani Nandury - Director
4. Mrs. Suchitra Nandury - Director

### MEMBERS PRESENT:

Present in person including representatives : **36**  
Proxies : **NIL**

### IN ATTENDANCE:

Mr. Darga Mabu Basha - Company Secretary

- Mr. J. Narasimha Rao, the Chairman of the Company conducted the proceedings of the meeting.
- The Chairman declared that the required quorum was present and called the meeting to order.
- The Statutory Auditors were given exemption from attending the meeting.
- The Chairman 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.
- On the request of the Chairman, Mr. Darga Mabu Basha, Company Secretary read the Auditors' Report.
- Thereafter, the Chairman delivered his speech on the performance of the Company and then proceeded to conduct the business as set out in the notice of the meeting

The Chairman 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 no. 1 to 3 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 and proxy at the meeting. Thereafter, the Chairman ordered for a poll to be taken and requested the scrutinizer Mr. Gopireddy Malyadri, 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



# MINUTES BOOK

## **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited standalone and consolidated Annual financial statements for the financial year ended 31<sup>st</sup> March, 2016, the Directors' and Auditor's reports thereon:**

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

After clarifying the queries raised by the shareholders, on the request of the Chairman, the Company Secretary read the following resolution to the members:

**RESOLVED THAT** the Audited standalone Balance Sheet of the Company as at 31<sup>st</sup> March 2016, 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.

**RESOLVED FURTHER THAT** the Audited consolidated Balance Sheet of the Company as at 31<sup>st</sup> March 2016, Statement of Profit & Loss and cash flow statement for the year ended on that date and is hereby received, considered and adopted.

Mr. KSR Murthy, Member proposed and Mr. TVS Manikya Prasad, another member seconded the above said 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.

- 2. To appoint a Director in place of Mrs. Sobharani Nandury, who retires by rotation and being eligible, offer her-self for re-appointment:**

On the request of the Chairman, the Company Secretary read the following resolution to the members.

**RESOLVED THAT** Mrs. Sobharani Nandury, 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. J. Narasimha Rao, Chairman & member proposed and Mr. K. Sreedhar Babu, another member seconded the above said 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.

- 3. To ratify the appointment of M/s. K. Vijayaraghavan & Associates LLP, Chartered Accountants, Hyderabad as Statutory Auditors for the FY 2016-17:**

On the request of the Chairman, the Company Secretary read the following resolution to the members.

**RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013 and the rules made thereunder, the appointment of M/s. K. Vijayaraghavan & Associates LLP, Chartered Accountants, be and is hereby ratified to continue as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting on a remuneration of Rs. 2,50,000/- (exclusive of service tax) and out of pocket expenses incurred at the actuals.

CHAIRMAN'S INITIALS

# MINUTES BOOK

Mr. DLN Murthy, member proposed and Mr. K. Ramadas, another member seconded the above said 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.

The Chairman informed that the combined result of e-voting and poll will be announced within 48 hours of AGM and will be informed to the Stock Exchanges and also will be put on the Company's website.

Thereafter Mr. Sobharani Nandury, Director of the Company proposed vote of thanks to the Chairman, Directors and members present at the meeting for their continued support and thanked all who helped directly and indirectly in conducting of the 31<sup>st</sup> Annual General Meeting.

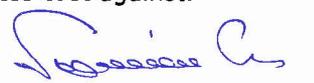
As there was no other business to be transacted, except declaration of the voting results, the Chairman thanked the members for their co-operation and concluded the meeting at 11.45 a.m.

Mr. Tejaswy Nandury, Whole Time Director has received the combined scrutinizer report (e-voting and poll) along with the supporting documents from CS Gopireddy Malyadri on 01.10.2016 at 2.00 P.M. and the results of voting were declared as detailed below:

Resolutions	Mode	Votes in favour of resolution		Votes against resolution		Invalid votes	
		No's	%age	No's	%age	No's	%age
<b>Item No.1</b> Adoption of audited standalone and consolidated annual financial Statements for the financial year ended 31-03-2016 together with the Directors' report and Auditors' report.	E-voting	1	0.51	194	99.49	0	0
	Poll	1134151	100	0	0	0	0
	Total	1134152	99.99	194	0.01	0	0
<b>Item No.2</b> Appointment of Mrs. Sobharani Nandury as Director who retires by rotation and her-self being eligible for re-appointment.	E-voting	1	0.51	194	99.49	0	0
	Poll	1134151	100	0	0	0	0
	Total	1134152	99.99	194	0.01	0	0
<b>Item No.3</b> Ratification of appointment of M/s. K. Vijayaraghavan & Associates LLP, Chartered Accountants, Hyderabad as Statutory Auditor for the financial year 2016-17.	E-voting	1	0.51	194	99.49	0	0
	Poll	1134151	100	0	0	0	0
	Total	1134152	99.99	194	0.01	0	0

All the resolution were declared as passed with the requisite majority, since the number of votes cast in favor of the three resolutions exceeds the number of votes cast against.

Place: Hyderabad  
Date: 03.10.2016

  
J NARASIMHA RAO  
CHAIRMAN

CHAIRMAN'S INITIALS