

PHOTON CAPITAL ADVISORS LIMITED

(CIN: L65910TG1983PLC004368)

Regd. Office: Plot. No.90-A, Road No.9, Jubilee Hills,
Hyderabad-500033, Telangana, Tel No: 9951339995,

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

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the company will be held on Friday, the 30th September, 2022 at 11:00 a.m. at registered office of the Company situated at Plot. No.90-A, Road No.9, Jubilee Hills, Hyderabad – 500 033, Telangana, to transact the following ordinary business:

1. To consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2022 and the reports of the Board of Directors and Auditors thereon.
 2. To appoint a Director in the place of Mr. Tejaswy Nandury having director identification number (00041571) who retires by rotation and being eligible offers himself for re-appointment.
 3. To approve the re-appointment of statutory auditor of the company.
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// By Order of the Board//

For PHOTON CAPITAL ADVISORS LIMITED

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

Place: Hyderabad
Date: 08.08.2022

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING MAY APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing the proxy should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. A Proxy form for the AGM is enclosed. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
4. The Register of Contracts or arrangements in which Directors are interested, maintained under section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. The Register of members and transfer Books of the Company will be closed from 22nd September 2022 to 30th September 2022 (both days inclusive).
6. The members are requested to –
 - a) Intimate to the Registrars and Transfer Agents of the Company / Depository Participants changes, if any, in their registered addresses at an early date.
 - b) Quote Ledger Folio/Client ID in all the correspondence.
 - c) Bring the copy of the Annual Report and attendance slip with them to the Annual General Meeting.
7. Members desiring any information as regards accounts are requested to write to the Company at least seven days before the date of the meeting to enable the management to keep the information ready at the meeting.
8. All documents referred to in the notice of AGM and statutory registers are open for inspection at the Registered Office of the Company during office hours on all working days except public holidays up to the date of the Annual General meeting.

9. The Company pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and as amended from time to time, is extending e-voting facility for its members to enable them to cast their vote electronically instead of participating and voting physically in the Annual General meeting. The Company has appointed Mr. Darga Mabu Basha, Practising Company Secretary who in the opinion of the Board is a duly qualified person, as Scrutinizer who will collate the electronic voting process in a fair and transparent manner.
10. During the voting period, e-voting facility will be available at the link '<https://evoting.kfintech.com>
11. Members are requested to note that the e-voting will open on 26th September, 2022 and shall remain open for 4 days i.e. up to 29th September, 2022. E-voting shall not be allowed beyond 5 p.m. on 29th September, 2022.
12. The procedure and instructions for e-voting are as follows:
- i. Open your web browser during the voting period and navigate to '<https://evoting.kfintech.com>
 - ii. Enter the login credentials (i.e., User-ID& password) provided to you.
 - iii. Please contact Mrs.Sobha Rani Nandury Compliance officer of the Company on 9951339995, for any further clarifications.

LOGIN METHOD FOR E-VOTING:

Applicable only for Individual Members holding securities in Dematerialised mode.

Login Method for Individual members holding securities in demat mode is given below :

As per the SEBI circular dated 9th December, 2020 on e-voting facility provided by Listed Companies, Individual members holding securities in dematerialised mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Individual Members (holding securities in demat mode) login through Depository

NSDL	CDSL
<p>1. User already registered for IDeAS facility:</p> <p>i. Click on URL: https://eservices.nsdl.com.</p> <p>ii. Click on the "Beneficial Owner" icon under 'IDeAS' Section</p> <p>iii. Enter your User ID and Password for accessing IDeAS,</p> <p>iv. On successful authentication, you will enter your IDeAS, service login</p> <p>v. Click on " Access to e-voting".</p> <p>vi. Click on Company name or e-voting service provider and you will be redirected to Kfintech website for casting the vote during the remote e-voting period.</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>i. Click on URL: https://web.cdslindia.com/myeasi/home/login or https://www.cdslindia.com/ and click on New System Myeasi click on New System Myeasi.</p> <p>ii. Enter your User ID and Password for accessing Easi / Easiest.</p> <p>iii. Click on Company name or e-voting service provider for casting vote during the remote e-voting period.</p>
<p>2. User not registered for IDeAS' e-Services</p> <p>i. To register, Click on URL: http://eservices.nsdl.com/</p> <p>ii. Select "Register Online for IDeAS"</p> <p>iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number, etc.</p> <p>iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote</p>	<p>2. User not registered for Easi/Easiest</p> <p>i. To register, Click on URL https://web.cdslindia.com/myeasi/Registration/ Easi/Registration.</p> <p>ii. Proceed to complete registration using your DP ID, Client ID, Mobile Number, etc.</p> <p>iii. After successful registration, please follow steps given under Sr. No.1 above to cast your Vote.</p>
<p>3. By visiting the e-Voting website of NSDL</p> <p>i. Click on URL : : https://www.evoting.nsdl.com/</p> <p>ii. Click on the Button "Login" available under "Shareholder/Member" Section</p> <p>iii. Enter your User ID (i.e. 16-digit demat account number held with NSDL), login type, Password / OTP and Verification code</p>	<p>3. By visiting the e-Voting website of CDSL</p> <p>i. Click on URL: www.cdslindia.com.</p> <p>ii. Provide demat account number and PAN</p> <p>iii. System will authenticate the user by sending OTP on registered mobile & email as recorded in the demat account</p>

as shown on the screen iv. On successful authentication, you will enter the e-Voting module of NSDL v. Click on Company name or e-voting service provider and you will be redirected to Kfintech website for casting the vote during the remote e-voting period.	iv. On successful authentication, you will enter the e-Voting module of CDSL v. Click on Company name e-Voting service provider and you will be redirected to Kfintech website for casting the vote during the remote e-voting period
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Individual Members (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once logged in, you will be able to see the e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Members facing any technical issue-NSDL	Members facing any technical issue-CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at tollfree no.: 1800 1020 990 and 1800 22 44 30	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

Login method for non-individual Members and Members holding shares in physical form are given below:

Procedure and Instructions for remote e-voting are as under:

- a. Initial password is provided in the body of the email.
- b. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with RTA for e-voting, you can use your existing User ID and password for casting your votes.

User ID: For Members holding shares in Demat Form:-

For NSDL: 8 character DP ID followed by 8 digits Client ID.

For CDSL: 16 digits beneficiary ID.

User ID: For members holding shares in Physical Form:

Event Number followed by Folio No. registered with the Company.

Password: Your unique password is sent via e-mail forwarded through the electronic notice

Captcha: Please enter the verification code i.e. the alphabets and numbers in the exact way as they are displayed for security reasons

d. After entering the details appropriately, click on LOGIN.

e. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

f. You need to login again with the new credentials.

g. On successful login, the system will prompt you to select the EVENT of the Company i.e. Photon Capital Advisors Limited.

h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.

i. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

j. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

k. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (pdf/jpg format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at basha@sgpassociates.com and may also upload the same in the e-voting module in their login.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members holding shares in physical or dematerialized form as on the Cut-off date, being 23rd September, 2022 (For Agenda items 1 to 3) to exercise their right to vote by electronic means i.e. remote e-voting, on the business specified in the Notice convening the AGM of the Company as mentioned above.

Your user ID and password for this purpose are furnished below:

EVEN (e-Voting Event Number)	USER ID	Password / PAN

Note: If you forget your password, you can reset your password by using "Forgot user details/Password" option available on <https://evoting.kfintech.com>

Kindly note that, the remote E-voting portal will open for voting from 10.00 a.m. on 26th September, 2022 and will remain open throughout on all the days up to 5.00 p.m. on 29th September, 2022 (both days inclusive). If you desire to cast your vote by using remote e-voting, you can do so by accessing the link <https://evoting.kfintech.com> and logging-in by using your user ID and password, as above, during the period when the portal is open for E-voting.

Please note that once you have cast your vote, you will not be allowed to modify it subsequently.

E-Voting is optional and those who have not exercised remote E-Voting option can cast their votes at the voting to be conducted during the AGM at Venue on Friday, 30th September 2022, as per instructions provided in the Notice of AGM.

In case of any query, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads sections of <https://evoting.kfintech.com> or contact Mr. Raghu veedha, KFin Technologies Pvt Ltd. (Unit –Photon Capital Advisors Limited) at email : einward.ris@kfintech.com or contact at Phone No : 1-800-309-4001 (toll free).

13. Those members who have registered their email IDs with the Company / their respective Depository Participants are being forwarded Annual report containing the login ID and password for e-voting along with process, manner and instructions by e-mail. For others the copy of Annual report can be downloaded from the Company's website: www.pcalindia.com and BSE Limited website bseindia.com.
14. The Company has appointed Mr. Darga Mabu Basha, Practising Company Secretary, as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

15. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unlock the votes in the presence of at least two witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman / Whole Time Director of the Company.
16. Corporate/Institutional Members (corporate/FIs/FILs/Trust/Mutual Funds/Banks, etc.,) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to basha@sqpassociates.com with a copy to evoting@kfintech.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_ Event no."
17. Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
18. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting, but shall not be entitled to cast their vote again.