

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

Date: 29.09.2017

To,
The BSE Limited,
25th 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 32nd Annual General meeting held on Friday, the 29th September, 2017 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	29 th September, 2017		
B	Book- closure date	23 rd September, 2017 to 29 th September, 2017 (both days inclusive)		
C	Total No of Shareholders on the cutoff date i.e. 22.09.2017.	6623		
D	No. of shareholders Present in the meeting either in person or through proxy			
	Shareholders	In person/AR	Proxy	Total
	Promoters and promoters group	07	0	07
	Public	30	0	30
	Total	37	0	37
E	No .of shareholders attended the meeting through video Conferencing			
	Shareholders	In person	Proxy	Total
	Promoters and promoters group	NA	NA	NA
	Public	NA	NA	NA
	Total	NA	NA	NA



[Handwritten Signature]

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 Friday, the 29th September, 2017 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



Tejaswy Nandury
Whole Time Director
DIN: 00041571



Annexure

AGM Voting results

Date of the AGM	29.09.2017
Total number of shareholders on record date	6623
No. of shareholders present in the meeting either in person or through proxy:	37
Promoters and Promoter Group:	7
Public:	30
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	NIL
Public	

Resolution No.1 (ordinary)		(a) Adoption of audited standalone financial statements for the financial year ended 31-03-2017 (b) Adoption of audited consolidated financial statements for the year ended 31-03-2017						
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
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
Public- Non Institutions	E-voting	380105	195	0.0512	1	194	0.512	99.488
	Poll		898	0.2362	898	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1093	0.2875	899	194	82.25	17.75
Total		1513694	1134682	74.96	1134488	194	99.98	0.02



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Resolution No.2 (ordinary)			Appointment of Mrs. Suchitra Nandury as Director who retires by rotation.					
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
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
Public- Non Institutions	E-voting	380105	195	0.0512	1	194	0.512	99.488
	Poll		898	0.2362	898	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total			1093	0.2875	899	194	82.25
Total		1513694	1134682	74.96	1134488	194	99.98	0.02

Tejendra



Resolution No.3 (ordinary)			Appointment of M/s Anandam & Co, Chartered Accountants as Statutory Auditors in place of retiring auditors for a period of 5 financial years from the FY 2017-18 to 2021-22.					
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
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
Public- Non Institutions	E-voting	380105	195	0.0512	1	194	0.512	99.488
	Poll		898	0.2362	898	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1093	0.2875	899	194	82.25	17.75
Total		1513694	1134682	74.96	1134488	194	99.98	0.02

Tejendra



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

To,

The Chairman,
32nd 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 resolution through electronic voting and poll conducted
at the 32nd Annual General Meeting of Photon Capital Advisors Limited
held on 29th September, 2017.**

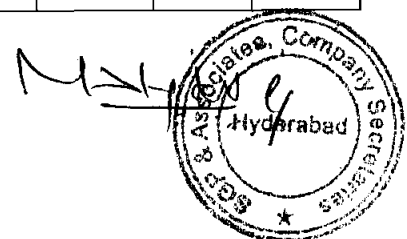
The Board of Directors of the Company at its meeting held on 10th August, 2017 had appointed me as Scrutinizer for the e-voting held between 25th September, 2017 to 28th September, 2017 and for the poll held at the 32nd AGM of the Company on 29th September, 2017.

The Company had appointed Karvy Computershare Private Limited, (here after called as "KCPL") as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from 25th September, 2017 to 28th September, 2017. KCPL is also the Registrar and Share Transfer Agents of the Company. The e-voting results were unblocked by me on 29th September, 2017 in the presence of two witnesses, and details of e-voting results are included in this report. Scrutinizer report on e-voting is enclosed.

At the 32nd AGM of the Company held on 29th September, 2017, the Chairman of the Company had suo motto 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:

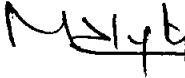
Item no of Notice	Particulars	Votes in favour of resolution		Votes against resolution		Invalid votes	
		Nos	%age	Nos	%age	Nos	%age
Item No.1 (Ordinary Resolution) Adoption of Annual Standalone & consolidated financial statements.	E-voting	1	0.512	194	99.488	0	0
	Poll	1134487	100	0	0	0	0
	Total	1134488	99.98	194	0.02	0	0

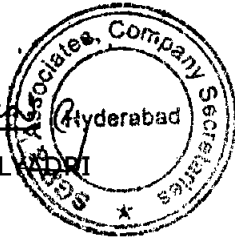


Item No.2 (Ordinary Resolution) Appointment of Mrs. Suchitra Nandury as Director who retires by rotation.	E-voting	1	0.512	194	99.488	0	0
	Poll	1134487	100	0	0	0	0
	Total	1134488	99.98	194	0.02	0	0
Item No.3 (Ordinary Resolution) Appointment of M/s Anandam & Co, Chartered Accountants as Statutory Auditor in place of retiring auditors for a period of 5 financial years from the FY 2017-18 to 2021-22.	E-voting	1	0.512	194	99.488	0	0
	Poll	1134487	100	0	0	0	0
	Total	1134488	99.98	194	0.02	0	0

Thanking you,

Yours faithfully


 GOPIREDDY MALADRI
 Scrutinizer



Place: Hyderabad
Date: 29.09.2017

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 32nd Annual General Meeting of the Equity Shareholders of Photon Capital Advisors Limited, held on Friday, the 29th September, 2017 at 11.00 a.m at Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad -500 033, Telangana.

I, Mr. Gopi Reddy Malyadri, 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 Monday, September 25, 2017 (9:00 am) to Thursday, September 28, 2017 (5:00 pm).

The Notice dated 10th August, 2017 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 Friday, the 29th September, 2017 at 11:00 a.m.at Plot. No. 90-A, Road No.9, Jubilee Hills, Hyderabad-500033, Telangana.


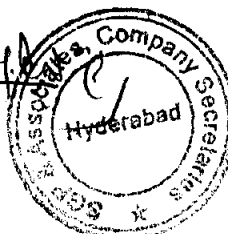
The Company has availed the e-voting facility offered by Karvy Computershare Private Limited for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of Friday, 22nd day of September, 2017 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 Advisory Limited.

The voting period for e-voting commenced on Monday, 25th September, 2017 (9:00 am) and ended on Thursday, 28th September, 2017 (5:00 pm) and e-voting platform of Karvy Computershare 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 Computershare Private Limited e-voting system.

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 31st March, 2017.**

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
1	1	0.512

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
1	194	99.488

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 (DIN: 00568167) as Director who retires by rotation.**

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

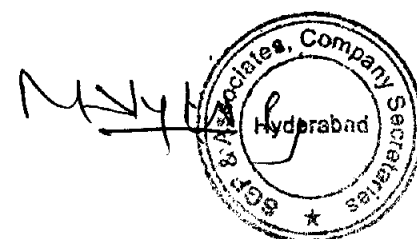
No. of members voted in E-voting	No. of votes cast (shares) – E-voting	% of total number of valid votes cast
1	1	0.512

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
1	194	99.488

iii. **Invalid** Votes:

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



c) **Resolution 3: Appointment of M/s Anandam & Co, Chartered Accountants as Statutory Auditor in place of retiring auditors for a period of 5 financial years from the FY 2017-18 to 2021-22.**

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
1	1	0.512

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
1	194	99.488

iii. **Invalid** Votes:

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

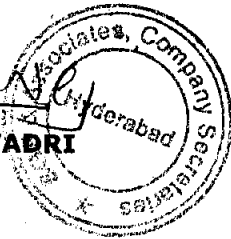
All the relevant documents/records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to Whole-Time Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


GOPIREDDY MALYADRI
SRUTINIZER

Place: Hyderabad
Date: 29.09.2017



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 32nd Annual General Meeting of the Equity Shareholders of Photon Capital Advisors Limited, held on Friday, the 29th September, 2017 at 11.00 a.m at Plot.No.90-A, Road No.9, Jubilee Hills, Hyderabad -500 033, Telangana.

I, Mr. Gopi Reddy Malyadri, 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 Advisory Limited, held on Friday, the 29th day of September, 2017 at 11.00 a.m, at Plot No.90-A, Road No.9, Jubilee Hills, Hyderabad - 500 033, Telangana.

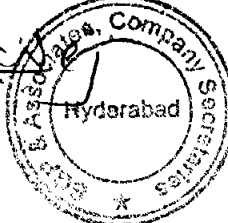
I submit my report as under:

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 31st March, 2017.**

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
37	1134487	100

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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 (DIN: 00568167) 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
37	1134487	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

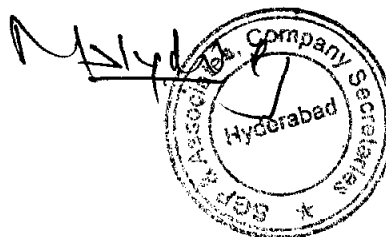
iii. **Invalid** Votes:

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: Appointment of M/s Anandam & Co, Chartered Accountants as Statutory Auditor in place of retiring auditors for a period of 5 financial years from the FY 2017-18 to 2021-22.

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
37	1134487	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,


GOPIREDDY MALYADRI
SRUTINIZER



Place: Hyderabad
Date: 29.09.2017