

PHOTON CAPITAL ADVISORS LIMITED

(CIN: L65910TG1983PLC004368)

Regd. Office: # Plot. No.90-A, Road No.9, Jubilee Hills, Hyderabad – 500 033, Telangana

Tel No: 9951339995, Website: <http://www.pcalindia.com/>

Email Id - infor@pcalindia.com

Date: 10.11.2025

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

Dear Sir/Madam,

Sub: Board Meeting Outcome.

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: 509084

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at its meeting held today, i.e., November 10, 2025, inter alia, considered and approved the following matters:

1) Approval for Disposal of Investment in Associate Company:

The Board approved the sale and transfer of 23,96,000 equity shares of face value ₹10/- each held by the Company in M/s. Nicosia Consulting Private Limited ("Associate Company").

2) Convening of Extra-Ordinary General Meeting (EGM):

The Board approved the Notice convening the Extra-Ordinary General Meeting of the Members of the Company to be held on Friday, December 05, 2025 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, India, to consider and approve the following resolutions:

Approval for sale/disposal of assets/undertaking of the Company by way of transfer of investment in M/s. Nicosia Consulting Private Limited.

Approval for entering into Related Party Transactions with Mrs. Sobharani Nandury and Ms. Vennela Nandury, Promoters of the Company.

The cut-off date for voting (remote e-voting and voting at the EGM) is Friday, November 28, 2025.

3) Appointment of Scrutinizer:

The Board appointed Ms. N. Vanitha, Practicing Company Secretary (Membership No. A26859), Hyderabad, as the Scrutinizer to oversee the voting process (remote e-voting and voting at the EGM) in a fair and transparent manner.

The disclosure required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed herewith as **Annexure A**.

The Meeting commenced at 03.00 PM and ended at 04.40 PM

You are requested to take the above cited information on your records.

Thanking you,

Yours faithfully.

For **Photon Capital Advisors Limited**

N. Sobharani

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



Annexure A

The disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

S.No.	Details of Events that need to be provided	Information of such event(s)
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	Contribution in turnover: NIL Contribution in Net worth: 38.36%
2	Date on which the agreement for sale has been entered into;	No such agreement. Currently, the board has proposed to dispose of the investments subject to approval of the shareholders.
3	The expected date of completion of sale/disposal;	The proposed transaction is expected to complete within three months from the approval of the shareholders
4	Consideration received from such sale/disposal;	Consideration is to be determined by valuation by the registered valuer
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	1.Mrs. Sobharani Nandury - Promoter and Whole Director of the company is the mother of Vennela Nandury. 2. Ms. Vennela Nandury - Promoter of the Company is the daughter of Mrs. Sobharani Nandury.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes, the transaction will fall within related party transaction and at arms’ length. The Company is seeking members’ approval at the Extra-Ordinary General Meeting scheduled to be held on Friday, December 05, 2025 at 10:00 A.M.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Yes, the transaction is in compliance regulation 37A. The Company is seeking members’ approval at the Extra-Ordinary General Meeting scheduled to be held on Friday, December 05, 2025 at 10:00 A.M. The details as per regulation 37A are as follows:

		<table><tr><th>Particulars</th><th>Details</th></tr><tr><td>The object of and Commercial Rationale for the proposed transfer / Sale of WOS to the Holding Company</td><td>Realization of investment in light of favourable market conditions</td></tr><tr><td>The use of proceeds arising from such sale / transfer.</td><td>To meet the long-term objectives of the Company.</td></tr></table>	Particulars	Details	The object of and Commercial Rationale for the proposed transfer / Sale of WOS to the Holding Company	Realization of investment in light of favourable market conditions	The use of proceeds arising from such sale / transfer.	To meet the long-term objectives of the Company.
Particulars	Details							
The object of and Commercial Rationale for the proposed transfer / Sale of WOS to the Holding Company	Realization of investment in light of favourable market conditions							
The use of proceeds arising from such sale / transfer.	To meet the long-term objectives of the Company.							
8	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	NA						

Date of Notice	November 10,2025	
Prescribed Details		
Agenda /Resolutions Proposed	Resolutions Type	Manner of approval
Approval for Selling or Disposing of Assets / Undertaking of the Company by way of transfer of Investment (Equity Shares) in M/s. Nicosia Consulting Private Limited (Associate Company	Special Resolution	Extra Ordinary General Meeting
Approval for proposed Related Party Transaction(s) with Mrs. Sobharani Nandury and Ms. Vennela Nandury, Promoters of the Company.	Ordinary Resolution	Extra Ordinary General Meeting