

Pokarna Limited

Date: September, 15, 2018

Department of Corporate Services, B.S.E Limited, Phiroze Jeebhoy Towers, Dalal Street, Mumbai – 400001	Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Dear Sir,

Ref: Scrip Code: 532486 / Symbol: Pokarna

Sub: Submission of voting results pursuant to Regulation 44(3) of SEBI (LODR), Reg., 2015

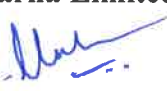
We refer to above subject and herewith enclose the Voting results of 27th Annual general meeting of the Company held on Friday, September, 14, 2018 at 10.30 a.m. at Hotel Vivanta by Taj, 1-10-147 & 148, Opp: Hyderabad Public School, Begumpet, Hyderabad, Telangana, India – 500016.

Also enclosing the consolidated scrutinizer report of Remote e-voting and Instapoll (voting conducted through electronic means) at the 27th Annual General Meeting (AGM) issued by Mr. K. V. Chalamareddy, Practicing Company Secretary, (C.P. No. 5451).

Meeting concluded at 12.30 p.m. on September, 14, 2018.

This is for your record and dissemination.

For Pokarna Limited


Mahesh Inani
Company Secretary



Date of the AGM/EGM	POKARNA LIMITED
Total number of shareholders on record date	14-09-2018
No. of shareholders present in the meeting either in person or through proxy:	16136
Promoters and Promoter Group:	3
Public:	84
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1 ORDINARY - To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Report of the Auditors thereon.									
Resolution required: (Ordinary/ Special)										
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		17567385	100.0000	17567385	0	100.0000	0.0000		
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		17567385	100	17567385	0	100.0000	0.0000		
Public- Institutions	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000		
	Poll	1547008	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		1308000	84.5503	1308000	0	100.0000	0.0000		
Public- Non Institutions	E-Voting		3165	0.0266	3135	30	99.0521	0.9478		
	Poll	11889607	4160	0.0350	4160	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		7325	0.0616	7295	30	99.5904	0.4096		
	Total	31004000	18882710	60.9041	18882680	30	99.9998	0.0002		



Resolution No.	2	ORDINARY - To declare final dividend of Rs.0.60 per equity share for the Financial Year ended March 31, 2018.									
Resolution required: (Ordinary/ Special) 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		17567385	100.0000	17567385	0	100.0000	0.0000			
	Poll	17567385		0.0000		0	0.0000	0.0000			
	Postal Ballot (if applicable)			0	0.0000	0	0.0000	0.0000			
	Total		17567385	100	17567385	0	100.0000	0.0000			
Public- Institutions	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000			
	Poll	1547008		0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)			0	0.0000	0	0.0000	0.0000			
	Total		1308000	84.5503	1308000	0	100.0000	0.0000			
Public- Non Institutions	E-Voting		3165	0.0266	2982	183	94.2180	5.7819			
	Poll	11889607		0.0350	4160	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000			
	Total		7325	0.0616	7142	183	97.5017	2.4983			
		31004000	18882710	60.9041	18882527	183	99.9990	0.0010			



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Resolution No.	3	ORDINARY - To appoint a Director in place of Mr. Rahul Jain (DIN: 00576447), who retires by rotation and, being eligible, seeks re-appointment.									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category		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	Mode of Voting		17567385	100.0000	17567385	0	100.0000	0.0000			
	E-Voting			0	0.0000	00	0	0.0000	0.0000		
	Poll	17567385		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000		
	Total		17567385	100	17567385	0	100.0000	0.0000	0.0000		
Public- Institutions	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000	0.0000		
	Poll	1547008		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000		
	Total		1308000	84.5503	1308000	0	100.0000	0.0000	0.0000		
Public- Non Institutions	E-Voting		3165	0.0266	3135	30	99.0521	0.9478	0.0000		
	Poll	11889607		4160	0.0350	4160	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0.0000		
	Total		7325	0.0616	7295	30	99.5904	0.4096	0.0002		
	Total	31004000	18882710	60.9041	18882580	30	99.9598	0.0002			

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Resolution No.	4									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - To Re-appoint Messrs. K. C. Bhattacharjee & Paul (FRN: 303026E) as Statutory Auditors of the company.									
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		17567385	100.0000	17567385	0	100.0000	0.0000		
	Poll	17567385		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000	
	Total		17567385	100	17567385	0	100.0000	0.0000	0.0000	
Public- Institutions	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000		
	Poll	1547008		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000	
	Total		1308000	84.5503	1308000	0	100.0000	0.0000	0.0000	
Public- Non Institutions	E-Voting		3165	0.0266	3135	30	99.0521	0.9478		
	Poll	11889607	4160	0.0350	4160	0	100.0000	0.0000		
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000	
	Total		7325	0.0616	7295	30	99.5904	0.4096	0.0002	
	Total	31004000	18882710	60.9041	18882680	30	99.9998	0.0002		




Resolution No.	5	SPECIAL - To ratify the remuneration of the Cost Auditors for the financial year 2018-19.							
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		17567385	100.0000	17567385	0	100.0000	0.0000	
	Poll	17567385		0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000	
Public- Institutions	Total		17567385	100	17567385	0	100.0000	0.0000	
	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000	
	Poll	1547008		0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000	
	Total		1308000	84.5503	1308000	0	100.0000	0.0000	
	E-Voting		3165	0.0266	3135	30	99.0521	0.9478	
Public- Non Institutions	Poll	11889607	4160	0.0350	4160	0	100.0000	0.0000	
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000	
	Total		7325	0.0616	7295	30	99.5904	0.4096	
	Total	31004000	18882710	60.9041	18882680	30	99.9998	0.0002	



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Resolution No.	6	SPECIAL - To Re-appoint Mr. Gautam Chand Jain as Chairman and Managing Director.									
Resolution required: (Ordinary/ Special) 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		17567385	100.0000	17567385	0	100.0000	0.0000			
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	Total		17567385	100	17567385	0	100.0000	0.0000			
Public- Institutions	E-Voting		1308000	84.5503	1308000	0	100.0000	0.0000			
	Poll	1547008	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	Total		1308000	84.5503	1308000	0	100.0000	0.0000			
Public- Non Institutions	E-Voting		3165	0.0266	3135	30	99.0521	0.9478			
	Poll	11889607	4160	0.0350	4160	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	Total		7325	0.0616	7295	30	99.5904	0.4096			
	Total	31004000	18882710	60.9041	18882680	30	99.9998	0.0002			

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K.V. Chalama Reddy

B.Sc., LL.B., F.C.S

COMPANY SECRETARY

C.P. No. 5451

Flat No. 301, Madhava Apts.,
Hill Colony, Khairatabad,
Hyderabad - 500 004.
Phone : 040-2332 7467
Mobile : 98480 14503
E-mail : kvcr133@gmail.com

Consolidated Scrutinizer's Report

To,

Mr. Gautam Chand Jain

The Chairman of 27th Annual General Meeting (AGM) of **POKARNA LIMITED** held on Friday, the 14th September, 2018 at 10.30 A.M.

Dear Sir,

SUB: - Consolidated Scrutinizer's Report of Remote e-voting and Instapoll at Annual General Meeting (AGM)

REF: - Notice of 27th Annual General Meeting of POKARNA LIMITED (the Company) held on Friday, the 14th September, 2018 at 10.30 A.M at Hotel Vivanta by Taj, 1-10-147 & 148, Opp: Hyderabad Public School, Begumpet, Hyderabad, Telangana, India - 500016

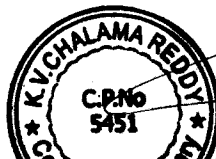
I, K. V. Chalama Reddy, Company Secretary in Practice was appointed as scrutinizer to scrutinize the remote e-voting and to scrutinize the Instapoll voting process for the shareholders who have not exercised their right to vote through remote e-voting process and cast their votes at the Annual General Meeting of the Company held on Fri day, the 14th September, 2018 at 10.30 A.M

The Registrar and Share Transfer Agent, (RTA & Service Provider), M/s. Karvy Computershare Private Limited, has provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the 27th Annual General Meeting (AGM) of the Company. The Service Provider had set up an e-voting facility on their website on <https://evoting.karvy.com>.

The Company has also allowed Instapoll through ballot system for those shareholders, who are present at the meeting and have not opted to vote through e-voting process at the venue of Annual General Meeting of the Company.

I hereby submit our report as under:

1. The remote e-voting period started from 11th September, 2018 (9.00 a.m IST) and ended 13th September, 2018 (5.00 p.m IST). Upon conclusion of the e-voting period, the remote e-voting votes were unblocked on Monday, 14th September, 2018 at 11.46 A.M. in the presence of two witnesses Mr. R Mallikarjun Reddy and Mr. M.Madhukar Reddy, who are not in employment of the Company.
2. The shareholders who are holding shares as on 07th September, 2018 being the cut-off date, were entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
3. On completion of voting at the meeting, the service provider, M/s. Karvy Computershare Private Limited provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.



Handwritten signature of K.V. Chalama Reddy

4. I have collated the votes downloaded from e-voting system and the votes cast through Instapoll to declare the final results for each of the resolution forming part of the AGM notice and ascertained number of shares voted "in favour" or "against" or invalidated/abstained votes".
5. Soft copy of list of members, for both voting at the AGM as well as remote e-voting containing the details of members who vote 'FOR', 'AGAINST' and those whose votes were considered as invalid for each resolution will be e-mailed to the Company Secretary. After the announcement of the results by the Company.

I hereby submit Consolidated Report on voting at the AGM as well as remote e-voting provided by the Company as per the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (LODR) Regulations 2015, containing the following results for each resolution of the notice of AGM :

ITEM NO.1:

To receive, consider and adopt:

- a) **The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon; and**
- b) **The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and the Report of the Auditors thereon by ordinary resolution**

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	22	1,88,78,520	99.9778
Total	75	1,88,82,680	99.9998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	1	30	0.0002
Total	1	30	0.0002

(iii) **Invalid/ Abstain** votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0



ITEM NO.2:

To declare final dividend of 0.60/-per equity share for the Financial Year ended March 31, 2018 by ordinary resolution.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	20	1,88,78,367	99.9770
Total	73	1,88,82,527	99.9990

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	3	183	0.0010
Total	0	183	0.0010

(iii) **Invalid/ Abstain** votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0

ITEM NO.3:

To appoint a director in place of Mr. Rahul Jain (DIN: 00576447), who retires by rotation and, being eligible, seeks re-appointment by ordinary resolution.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	22	1,88,78,520	99.9778
Total	75	1,88,82,680	99.9998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	1	30	0.0002
Total	1	30	0.0002

(iii) Invalid/ Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0

ITEM NO.4:

To appoint M/s. K. C. Bhattacharjee & Paul (FRN: 303026E) as Statutory Auditors of the company, to hold office from the conclusion of this meeting until the conclusion of the 31st Annual General Meeting to be held for year 2021-22 and authorize Audit Committee of the Board to fix their remuneration by ordinary resolution.

(i) Voted in **favour** of the resolution:

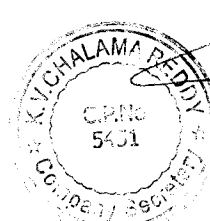
Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	22	1,88,78,520	99.9778
Total	75	1,88,82,680	99.9998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	1	30	0.0002
Total	1	30	0.0002

(iii) Invalid/ Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0



ITEM NO.5:

To ratify the remuneration of the Cost Auditors for the financial year 2018-19 by ordinary resolution.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	22	1,88,78,520	99.9778
Total	75	1,88,82,680	99.9998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	1	30	0.0002
Total	1	30	0.0002

(iii) **Invalid/ Abstain** votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0

ITEM NO.6:

To re-appointment of Mr.Gautam Chand Jain as Chiarman and Managing director of the Company by ordinary Resolution.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	53	4,160	0.0220
E-voting	22	1,88,78,520	99.9778
Total	75	1,88,82,680	99.9998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Instapoll	0	0	0
E-voting	1	30	0.0002
Total	1	30	0.0002



(iii) **Invalid/ Abstain votes:**

Mode of Voting	Number of members who voted	Number of votes cast by them
Instapoll	0	0
E-voting	0	0
Total	0	0

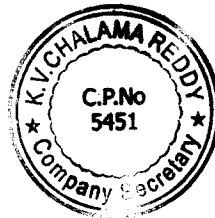
Based on the above Voting Results, I confirm that all resolutions as set out in notice of 27th Annual general meeting of the Company were passed with requisite majority.

I further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic and Physical means are being maintained in electronic form.

Thanking you,

Yours faithfully,

Place: Hyderabad
Date: 14.09.2018



A handwritten signature in black ink, appearing to read "K. V. Chalama Reddy".

K. V. Chalama Reddy
Practicing Company Secretary
M. No. F9268; C.P. No. 5451