

Pokarna Limited

Date: September, 14, 2019

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 28th Annual general meeting of the Company held on Saturday, September, 14, 2019 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 28th 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, 2019.

This is for your record and dissemination.

For Pokarna Limited


Mahesh Inani
Company Secretary



	POKARNA LIMITED
Date of the AGM/EGM	14-09-2019
Total number of shareholders on record date	15741
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	118
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/Special)	ORDINARY-To receive, consider and adopt a) the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors thereon and b) the Audited Consolidated Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the Auditors' Report thereon							
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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,963	60	99.2521	0.7478
	Poll		7,479	0.0739	7,479	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,442	60	99.6130	0.3870
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,100	60	99.9997	0.0003

Resolution No.	2							
Resolution required: (Ordinary/Special)	ORDINARY - To declare Dividend on Equity Shares 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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,963	60	99.2521	0.7478
	Poll		7,479	0.0739	7,479	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,442	60	99.6130	0.3870
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,100	60	99.9997	0.0003



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Ms. Apurva Jain DIN 06933924, who retires by rotation and being eligible, offers herself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,963	60	99.2521	0.7478
	Poll		7,479	0.0739	7,479	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,442	60	99.6130	0.3870
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,100	60	99.9997	0.0003

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To authorise the Board of Directors of the Company, to fix the remuneration of Ms. K.C Bhattacharjee Paul, Chartered Accountants, ICAI Firm Registration Number 303026E, the Statutory Auditors of the Company for the remainder of their tenure as such Auditors.							
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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,963	60	99.2521	0.7478
	Poll		7,479	0.0739	7,479	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,442	60	99.6130	0.3870
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,100	60	99.9997	0.0003



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Ms. Apurva Jain as Executive Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,961	62	99.2272	0.7727
	Poll		7,479	0.0739	7,479	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,440	62	99.6001	0.3999
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,098	62	99.9997	0.0003

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Cost Auditor's Remuneration							
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	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000
Public- Institutions	E-Voting	33,12,673	29,54,273	89.1809	29,54,273	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,54,273	89.1809	29,54,273	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,01,23,942	8,023	0.0792	7,963	60	99.2521	0.7478
	Poll		7,479	0.0739	7,474	5	99.9331	0.0668
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,502	0.1531	15,437	65	99.5807	0.4193
Total		3,10,04,000	2,05,37,160	66.2404	2,05,37,095	65	99.9997	0.0003





K. V. Chalama Reddy

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

COMPANY SECRETARY

C.P.No.5451

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02nd Floor, HSR Summit, Banjara Hills,
Road No. 10, Hyderabad -500034

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Scrutinizer's Report

To,

Mr. Gautam Chand Jain,

The Chairman of 28th Annual General Meeting of M/s. Pokarna Limited held on Saturday, the 14th September, 2019 at 10:30 A.M.

Dear Sir,

Sub: - *Consolidated Scrutinizer's Report of Remote e-voting and Physical Ballot Voting at 28th Annual General Meeting (A.G.M).*

REF: - Notice of Annual General Meeting of Pokarna Limited held on 14th September 2019 at 10.30 A.M at Hotel Vivanta by Taj, 1-10-147 & 148, Opp. Hyderabad Public School, Begumpet, Hyderabad, Telangana- 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 process for the shareholders who have not exercised their right to vote through remote e-voting process and exercised their votes at the 28th A. G. M of the Company held on Saturday, the 14th September, 2019 at 10.30 A.M.

The Karvy Fintech Private Limited, has provided a system for recording the electronic votes of the shareholders on all the items of the business (both ordinary and special) sought to be transacted at the 28th A.G.M of the Company. The Service Provider had set up an e-voting facility on their website on <https://www.evotingindia.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 my report as under:

1. The e-voting period begins on 11th September, 2019 (09.00 A.M) and ends on 13th September, 2019 (5.00 P.M). Upon conclusion of the e-voting period, the remote e-voting votes were unblocked on Saturday, the 14th September, 2019 at 11.47 A.M in the presence of two witnesses Mr.N. Mahendar Reddy and Mr. Srinivas Upadhyay who are not in employment of the Company.
2. The shareholders who are holding shares as on 09th September 2019 being the cut-off date, were entitled to vote on the proposed resolutions contained in the notice of the 28th A.G.M.



3. On completion of voting at the meeting, the service provider, M/s. Karvy Fintech 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.
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.
6. Particulars of the votes exercised through remote e-voting process as well as through instapoll at the venue of the 28th A.G.M by the members of the Company on each of the resolution are given below:

Item No.1: To receive, consider and adopt the Audited Standalone and Consolidated Profit and Loss Account for the year ended 31st March, 2019, the Balance Sheet as on that date and the Cash Flow Statement for the year ended on that date and reports of the Directors and Auditors thereon: 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	103	7479	0.0364
e-voting	23	20529621	99.9633
Total	126	20537100	99.9997

(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	2	60	0.0003
Total	2	60	0.0003

(iii) Invalid/Abstained votes:

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



Item No.2: To declare dividend on Equity Shares for the financial year 2018-19 - 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	103	7479	0.0364
e-voting	23	20529621	99.9633
Total	126	20537100	99.9997

(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	2	60	0.0003
Total	2	60	0.0003

(iii) Invalid/Abstained votes:

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

Item No.3: To appoint a director in place of Mrs. Aprurva Jain, who retires by rotation and being eligible, offers herself for re-appointment - 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	103	7479	0.0364
e-voting	23	20529621	99.9633
Total	126	20537100	99.9997

(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	2	60	0.0003
Total	2	60	0.0003



(iii) Invalid/Abstained votes:

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

ItemNo.4: To authorise the Board of Directors of the Company to fix the remuneration of M/s K C Bhattacharjee & Paul, Chartered Accountants, (ICAI Firm Registration No. 303026E), the Statutory Auditors of the Company for the remainder of their tenure as such Auditors - 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	103	7479	0.0364
e-voting	23	20529621	99.9633
Total	126	20537100	99.9997

(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	2	60	0.0003
Total	2	60	0.0003

(iii) Invalid/Abstained votes:

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



Item No.5: Re-appointment of Mrs. Apurva Jain as Executive Director - 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	103	7479	0.0364
e-voting	23	20529619	99.9633
Total	126	20537098	99.9997

(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	62	0.0003
Total	3	62	0.0003

(iii) Invalid/Abstained votes:

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

Item No.6: Ratification of Cost Auditor's Remuneration - 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	102	7474	0.0364
e-voting	23	20529621	99.9633
Total	125	20537095	99.9997

(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	1	5	0
e-voting	2	60	0.0003
Total	3	65	0.0003



(iii) Invalid/Abstained votes:

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

Based on the above Voting Results, I confirm that all resolutions as set out in notice of 28th 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 instapoll means are being maintained in electronic form.

The Registers and all other records/papers relating to e-voting and intapoll shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you

Place: Hyderabad

Date: 14.09.2019



Yours faithfully,

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

Witnesses:

- 1.
- 2.