Pokarna Limited

Date: 29th June, 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

Dear Sir/Madam,

Ref: Scrip Code: 532486 / Symbol: POKARNA

Sub: Compliance of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Results of Postal Ballot - Reg.

With reference to the above stated subject, we bring to your kind notice that the shareholders of the company have approved the following special resolutions through postal ballot on 28th June, 2019:

Item No	Description of the Special Resolution(s)
1.	Appointment of Mr. Meka Yugandhar (00012265) (Additional independent director) as Non-Executive Independent Director.
2.	Appointment of Mr. Vinayak Rao Juvvadi (00229415) (Additional independent director) as Non-Executive Independent Director
3.	Appointment of Mr. Thati Venkataswamy Chowdary (00010435) (Additional independent director) as Non-Executive Independent Director.
4.	Appointment of Mr. Mahender Chand (00008449) (Additional independent director) as Non-Executive Independent Director.

In connection, we hereby affirm that none of the aforesaid directors of the company are debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Please find enclosed herewith the consolidated scrutinizer report issued by Mr. K. V. Chalamareddy, Practicing Company Secretary, (C.P. No. 5451) for postal ballot at Annexure-I.

Also find enclosed herewith the details of Results of the Postal ballot in the format prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 at Annexure-II.

This is for your record and dissemination.

For Pokarna Limited

POKARNA LIMITED Sec'bad.

Mahesh Inani
Company Secretary

Annexure - I

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
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Consolidated Scrutinizer Report

To,

Chairman
Pokarna Limited
105, Surya Towers,
Sardar Patel Road
Secunderabad-500003

SUB: Report on remote e-voting and Postal ballot - M/s. Pokarna Limited - Reg.
REF: Notice of Postal Ballot dated 27.05.2019

1. The Board of directors of Pokarna Limited (the Company) have vide their resolution passed on 27th May, 2019 appointed me as "Scrutinizer" to scrutinize the remote e-voting process and Postal ballot voting process and in pursuance of provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 and to submit the report thereon.

2. I have completed the scrutiny of e-voting and Postal ballot forms received and submit my report as under:

   a) The Company has completed on 29th May 2019, the dispatch of notice along with Postal ballot Forms and a self-addressed postage prepaid business reply envelope to its members through courier, whose email ID was not registered with the Company or its Registrar and Transfer Agent and sent Postal ballot notice through email along with the details of Login ID and password to its members whose email ID was registered with the Company or the Registrar and Transfer Agent or Depository Participant.

   b) The e-voting had commenced on Thursday, 30th May, 2019 from 9:00 A.M (IST) and ended on Friday, 28th June, 2019 at 5:00 PM (IST).

   c) The shareholders who are holding shares as on 24th May, 2019 being the cut-off date, were entitled to vote on the proposed resolutions contained in the notice of the Postal ballot.

K.V.CHALAMA REDDY C.P.No 5451 Company Secretary

d) The Shareholders of the Company had an option to vote on resolutions either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility to cast their votes on the designated website https: / / evoting.kary.com.

e) The particulars of all postal ballot forms received from the members as well as details of e-voting as recorded through online platform provided by M/s. Karvy Fintech Private Limited have been consolidated and entered in a Computerized Register separately maintained for the purpose.

f) The postal ballot forms were duly scrutinized and the Shareholding was matched /confirmed with the Register of Shareholder(s) of the Company.

g) All the postal ballot forms received either in Postal ballot or by casting of votes electronically through Karvy Fintech Private Limited portal up to the close of working hours i.e., 5.00 P.M on 28th June, 2019, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.

h) The Postal ballot forms which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

i) Postal ballot forms received after 5.00 P.M on 28th June, 2019 were not considered for my scrutiny.

j) I did not find any defaced or mutilated ballot paper.

3. In accordance with the basis of acceptance and basis of rejection and on proper scrutiny of all the ballot papers.

4. I report the consolidated results of the Postal ballot and e-voting as under:

Item No.:1 Appointment of Mr. Meka Yugandhar (00012265) (Additional independent director) as Non-Executive Independent Director.

(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
Postal ballot	9	2778	0.0135
E-voting	42	20510091	99.9845
Total	**51**	**20512869**	**99.9981**

(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
Postal ballot	0	0	0
E-voting	3	395	0.0019
Total	**3**	**395**	**0.0019**

(iii) ~~Invalid~~/abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Postal ballot	0	0
E-voting	2	2048
Total	**2**	**2048**

Item No.2: Appointment of Mr. Vinayak Rao Juvvadi (00229415) (Additional independent director) as Non-Executive Independent Director

(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
Postal ballot	9	2778	0.0135
E-voting	42	20510091	99.9845
Total	**51**	**20512869**	**99.9981**

K.V. CHALAMA REDDY * C.P.No 5451 * Company Secretary

(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
Postal ballot	0	0	0
E-voting	3	395	0.0019
Total	**3**	**395**	**0.0019**

(iii) ~~Invalid~~/abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Postal ballot	0	0
E-voting	2	2048
Total	**2**	**2048**

Item No.3: Appointment of Mr. Thati Venkataswamy Chowdary (00010435) (Additional independent director) as Non-Executive Independent Director.

(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
Postal ballot	9	2778	0.0135
E-voting	42	20510091	99.9845
Total	**51**	**20512869**	**99.9981**

(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
Postal ballot	0	0	0
E-voting	3	395	0.0019
Total	**3**	**395**	**0.0019**

K.V.CHALAMA REDDY C.P.No 5451 Company Secretary

(iii) ~~Invalid~~/abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Postal ballot	0	0
E-voting	2	2048
Total	**2**	**2048**

Item No.4: Appointment of Mr. Mahender Chand (00008449) (Additional independent director) as Non-Executive Independent Director.

(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
Postal ballot	9	2778	0.0135
E-voting	42	20510091	99.9845
Total	**51**	**20512869**	**99.9981**

(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
Postal ballot	0	0	0
E-voting	3	395	0.0019
Total	**3**	**395**	**0.0019**

(iii) ~~Invalid~~/abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Postal ballot	0	0
E-voting	2	2048
Total	**2**	**2048**

K.V. CHALAMA REDDY C.P.No 5451 Company Secretary

5. Based on the above Voting, all the resolutions as set out in notice of postal ballot have secured requisite majority of votes, the respective resolutions may be considered to have been passed.

The chairman may, accordingly, declare the results of voting.

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

Date: 29-06-2019
Place: Hyderabad

K.V.Chalama Reddy

Practicing Company Secretary
M No.: F9268, C P No. 5451

Annexure - II

Company Name	POKARNA LIMITED
Date of Decleration of Postal Ballot Results	June 29,2019
Total number of shareholders on record date	15737
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution required: (Ordinary/ Special)	SPECIAL - 1 Appointment of Mr. Meka Yugandhar (additional independent director) as Non-Executive Independent Director.							
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	17567385	100.0000	17567385	0	100.0000	0.0000
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	17567385	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	3461264	2924273	84.4857	2924273	0	100.0000	0.0000
	Poll	3461264	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3461264	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9975351	18828	0.1887	18433	395	97.9020	2.0979
	Poll	9975351	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9975351	2778	0.0278	2778	0	100.0000	0.0000
	Total	31004000	20513264	66.1633	20512869	395	99.9981	0.0019

Result: On the basis of the above Results, the chairperson declared that the special resolutin as set out in item No.1 of the notice dated May 27,2019 has been duly passed by the members with the requisuite Majority.

POKARNA LIMITED Sec'bad.

Resolution required: (Ordinary/ Special)	SPECIAL - 2 Appointment of Mr. Vinayak Rao Juvvadi (additional independent director) as Non-Executive Independent Director.							
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
	E-Voting	17567385	17567385	100.0000	17567385	0	100.0000	0.0000
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	17567385	0	0.0000	00	0	0.0000	0.0000
	E-Voting	3461264	2924273	84.4857	2924273	0	100.0000	0.0000
	Poll	3461264	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	3461264	0	0.0000	00	0	0.0000	0.0000
	E-Voting	9975351	18828	0.1887	18433	395	97.9020	2.0979
	Poll	9975351	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	9975351	2778	0.0278	2778	0	100.0000	0.0000
	Total	31004000	20513264	66.1633	20512869	395	99.9981	0.0019

Result: On the basis of the above Results, the chairperson declared that the special resolutin as set out in item No.2 of the notice dated May 27,2019 has been duly passed by the members with the requisuite Majority.

Resolution required: (Ordinary/ Special)	SPECIAL - 3 Appointment of Mr. ThatiVenkataswamyChowdary (additional independent director) as Non-Executive Independent Director.							
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
	E-Voting	17567385	17567385	100.0000	17567385	0	100.0000	0.0000
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	17567385	0	0.0000	00	0	0.0000	0.0000
	E-Voting	3461264	2924273	84.4857	2924273	0	100.0000	0.0000
	Poll	3461264	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	3461264	0	0.0000	00	0	0.0000	0.0000
	E-Voting	9975351	18828	0.1887	18433	395	97.9020	2.0979
	Poll	9975351	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	9975351	2778	0.0278	2778	0	100.0000	0.0000
	Total	31004000	20513264	66.1633	20512869	395	99.9981	0.0019

Result: On the basis of the above Results, the chairperson declared that the special resolutin as set out in item No.3 of the notice dated May 27,2019 has been duly passed by the members with the requisuite Majority.

POKARNA LIMITED Sec'bad.

Resolution required: (Ordinary/ Special)	SPECIAL - 4 Appointment of Mr. Mahender Chand (additional independent director) as Non-Executive Independent Director.							
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	17567385	100.0000	17567385	0	100.0000	0.0000
	Poll	17567385	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	17567385	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	3461264	2924273	84.4857	2924273	0	100.0000	0.0000
	Poll	3461264	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3461264	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9975351	18828	0.1887	18433	395	97.9020	2.0979
	Poll	9975351	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	9975351	2778	0.0278	2778	0	100.0000	0.0000
	Total	31004000	20513264	66.1633	20512869	395	99.9981	0.0019

Result: On the basis of the above Results, the chairperson declared that the special resolutin as set out in item No.4 of the notice dated May 27,2019 has been duly passed by the members with the requisuite Majority.