

Date: 30th September, 2020.

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 29th Annual general meeting of the Company held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") and the business mentioned in the Notice convening the AGM dated 27 June, 2020 was duly transacted.

In this regard, we hereby submit the following:

- 1.Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as Annexure -I;
2. The Report of Scrutinizer on remote e-voting and voting at AGM (by electronic means) as Annexure-II;

Please note that all the resolutions set out in the Notice of 29th AGM were passed with requisite majority.

This is for your record and dissemination.

Thanking You

Yours Faithfully,

For **Pokarna Limited**,



Mahesh Inani

Company Secretary & Compliance Officer

M.No:A37577

NAME: POKARNA LIMITED

ANNEXURE-I

SLNO	DESCRIPTION					
A	DATE OF AGM		29-09-2020			
B	BOOK CLOSURE DATE		24-09-2020 TO 29-09-2020 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		13638			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		45			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	3	0	3	15124755	48.78324
	PUBLIC	43	0	43	338962	1.09328
	TOTAL	46	0	46	15463717	49.87652
E	No. of shareholders attended the meeting through Video conferencing 45.					



Date of the AGM/EGM	POKARNA LIMITED
Total number of shareholders on record date	29-09-2020
No. of shareholders present in the meeting either in person or through proxy:	13638
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	3
Promoters and Promoter Group:	43
Public:	

Resolution No.	1										
		ORDINARY - To receive, consider and adopt									
		a the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2020, 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, 2020, 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.									
Resolution required: (Ordinary/ Special)	No										
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	Votes Invalid	Votes Abstained	
	E-Voting	1,75,67,385	1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0	
	Poll	1,75,67,385		0	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0	
Promoter and Promoter Group	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0	
	E-Voting		23,90,157	74.3286	23,90,157	0	100.0000	0.0000	0	0	
	Poll		65,000	2.0214	65,000	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	Total		24,55,157	76.35	24,55,157	0	100.0000	0.0000	0	0	
	E-Voting		16,944	0.1658	16,674	270	98.4065	1.5934	0	0	
	Poll		6,485	0.0634	6,485	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	Total		23,429	0.2292	23,159	270	98.8476	1.1524	0	0	
	Total	3,10,04,000	2,00,45,971	64.6561	2,00,45,701	270	99.9987	0.0013	0	0	



Resolution No.		2										
Resolution required: (Ordinary/ Special)		ORDINARY - To declare Dividend on Equity Shares for the financial year 2019-20.										
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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	E-Voting		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0		
	Poll	1,75,67,385		0.0000		0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)											
Public- Institutions	E-Voting		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0		
	Poll	32,15,662	23,90,157	74.3286	23,90,157	0	100.0000	0.0000	0	0		
	Postal Ballot (if applicable)		65,000	2.0214	65,000	0	100.0000	0.0000	0	0		
Public- Non Institutions	E-Voting		24,55,157	76.35	24,55,157	0	100.0000	0.0000	0	0		
	Poll	1,02,20,953	16,944	0.1658	16,939	5	99.9704	0.0295	0	0		
	Postal Ballot (if applicable)		6,435	0.0634	2,485	4,000	38.3191	61.6808	0	0		
Total	E-Voting		23,429	0.2292	19,424	4,005	82.9058	17.0942	0	0		
	Poll	3,10,04,000	2,00,45,971	64.6561	2,00,41,966	4,005	99.9800	0.0200	0	0		
	Postal Ballot (if applicable)											



Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Prakash Chand Jain DIN 00084490, who retires by rotation and being eligible, offers himself for re-appointment.										
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 or 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0	
	Poll	1,75,67,385		0.0000		0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)										
Public- Institutions	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0	
	E-Voting		23,90,157	74.3286	23,90,157	0	100.0000	0.0000	0	0	
	Poll	32,15,662	65,000	2.0214	65,000	0	100.0000	0.0000	0	0	
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000							
	Total		24,55,157	76.35	24,55,157	0	100.0000	0.0000	0	0	
	E-Voting		16,944	0.1658	16,939	5	99.9704	0.0295	0	0	
Public- Non Institutions	Poll	1,02,20,953	6,485	0.0634	6,485	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000							
	Total		23,429	0.2292	23,424	5	99.9787	0.0213	0	0	
	Total	3,10,04,000	2,00,45,971	64.6561	2,00,45,966	5	100.0000	0.0000	0	0	



Resolution No.	4									
SPECIAL - To approve continuation of payment of remuneration to Executive Directors who are Promoters or members of the Promoter Group in excess of the limits prescribed under SEBI Listing Obligations and Disclosure Requirements Amendment Regulations, 2018.										
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0
	Poll			0	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		1,75,67,385							
	Total		1,75,67,385	100.0000	1,75,67,385	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		23,90,157	74.3286	0	23,90,157	0.0000	100.0000	0	0
	Poll		65,000	2.0214	65,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0
	Total		24,55,157	76.35	65,000	23,90,157	2.6475	97.3525	0	0
Public- Non Institutions	E-Voting		16,906	0.1654	16,629	277	98.3615	1.6384	0	38
	Poll		6,485	0.0634	2,485	4,000	38.3191	61.6808	0	0
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0
	Total		23,391	0.2288	19,114	4,277	81.7152	18.2848	0	38
	Total		3,10,04,000		1,76,51,499	23,94,434	88.0553	11.9447	0	38





K. V. CHALAMA REDDY
B.Sc., LL.B., F.C.S.,
COMPANY SECRETARY
M.No.: F 9268, C.P.No.5451

Plot No. 8-2-603/23/3 & 8-2-603/23, 15,
02nd Floor, HSR Summit, Banjara Hills,
Road No. 10, Hyderabad -500034
Ph: 9848014503
[e-mail: kvcr133@gmail.com](mailto:kvcr133@gmail.com)

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the
Companies (Management and Administration) Rule, 2014)

To,
Mr. Gautam Chand Jain,
The Chairman of 29th Annual General Meeting of M/s. Pokarna Limited

SUB: The 29th Annual General Meeting of ("AGM") of the members of the Company held on Tuesday, the 29th Day of September, 2020 at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, K.V. Chalama Reddy, Practicing Company Secretary having office at Plot No. 8-2 603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10, beside No. 1 News Channel office, Hyderabad - 500034, appointed as the Scrutinizer by the Board of Directors of **Pokarna Limited** ("The Company") for the purpose of scrutinizing e-voting process (remote- e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) and in compliance with General Circular No.14/2020,17/2020,22/2020 issued by Ministry of Corporate Affairs (MCA Circulars) in respect of the below resolutions proposed at the AGM of the Shareholders of the Company held on Tuesday, the 29th day of September, 2020 11:00 a.m through VC, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the AGM of the company responsibility of the management. My responsibility as a scrutiniser is to ensure that the voting process means (by remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by M/s. KFin Technologies Private Limited ("KFinTech").
3. In accordance with the Notice of the Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on September 07, 2020 the remote e-voting opened at 9.00 a.m. on Thursday, the 24th

September 2020 and remained open up to 05.00 p.m. on Monday , the 28th September , 2020.

4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by "KFinTech" at the AGM
5. The equity shareholders holding shares as on Tuesday, the 22nd September, 2020, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by "KFinTech" had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of "KFinTech" (<https://www.evoting.Karvy.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of KFinTech were scrutinized and reviewed, the votes were counted, and the results are as under .

Resolution-1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Profit and Loss Account for the year ended 31st March 2020, the Balance Sheet as on that date and the Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon.

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

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	56	19974216	99.6420
Electronic voting (e-voting) during the AGM	4	71485	00.3566
Total	60	20045701	99.9986

KAMBHAM
VENKATA
CHALAMA
REDDY

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	2	270	00.0014
Electronic voting (e-voting) during the AGM	0	0	0
Total	2	270	00.0014

iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
0	0

Resolution 2: Ordinary resolution

To Declare dividend on equity shares for the financial year 2019-20

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

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	57	19974481	99.6434
Electronic voting (e-voting) during the AGM	3	67485	00.3367
Total	60	20041966	99.9801

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	1	5	0
Electronic voting (e-voting) during the AGM	1	4000	00.0199
Total	2	4005	00.0199

iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
0	0

Resolution . 3 : Ordinary resolution

To appoint a Director in place of Mr. Prakash Chand Jain (DIN: 00084490) who retires by rotation and being eligible, offer himself for re-appointment

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

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	57	19974481	99.6434
Electronic voting (e-voting) during the AGM	4	71485	00.3566
Total	61	20045966	100.00

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	1	5	0
Electronic voting (e-voting) during the AGM	0	0	0
Total	1	5	0

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VENKATA
CHALAMA
REDDY

iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them in terms of equity shares
0	0

Resolution 4 : Special resolution

To approve continuation of payment of remuneration to Executive Directors who are promoters or members of the promoter group in excess of the limits prescribed under the SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018.

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

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	51	17584014	87.7186
Electronic voting (e-voting) during the AGM	3	67485	00.3367
Total	54	17651499	88.0553

ii) Voted **against** the resolution

Mode of Voting	Number of members voted	Number of votes cast by them in terms of equity shares	% of total number of valid votes cast
Remote e-voting	6	2390434	11.9248
Electronic voting (e-voting) during the AGM	1	4000	00.0199
Total	7	2394434	11.9447

iii) **Invalid** Votes

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them in terms of equity shares
1	38

8. All electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the AGM and same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

All the resolutions voted through under remote e-voting and instapoll at the AGM were passed with requisite majority.

KAMBHAM
VENKATA
CHALAMA
REDDY

Place: Hyderabad
Date: 30.09.2020

K . V. Chalama Reddy
Practicing Company Secretary
Scrutinizer for E- Voting
M. No: F9268; C.P. No: 5451
UDIN number: F009268B000815370