



**POKARNA LIMITED**

Date: 13.07.2011

**Department of Corporate Services,**  
Bombay Stock Exchange Limited,  
Phiroze Jeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sir,

**Ref: Scrip Code: 532486 – Pokarna Limited**

**Sub: Corporate Governance Compliance Report: Q1 ended 30.06.2011**

Please find enclosed Corporate Governance Compliance Report of the Company for the ~~third~~ quarter ended 30<sup>th</sup> June, 2011 for your information & record.

Please find the same in order and oblige.

Thanking you.

For **Pokarna Limited**

Chinmoy Patnaik

**DGM- Legal & Company Secretary**

## Compliance Report on Corporate Governance

**Name of the Company: Pokarna Ltd.**

**Quarter ended on June 30, 2011**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	Annual Declaration by the CEO of the Company pertaining to Financial Year 2009 -10 has been disclosed in the Annual Report 2010
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee		YES	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
<b>III. Subsidiary Companies</b>	49 (III)	YES	
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	YES	

For POKARNA LIMITED

  
\_\_\_\_\_  
Member, General Manager - Legal  
& Company Secretary

(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	Not Applicable	
(E) Remuneration of Directors	49 (IV E)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
(F) Management	49 (IV F)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010.
(G) Shareholders	49 (IV G)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
<b>V.CEO/CFO Certification</b>	49 (V)	YES	Certification pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
<b>VII. Compliance</b>	49 (VII)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010

FOR **POKARNA LIMITED**

Chinmoy Patnaik

**Company Secretary**

Place: Hyderabad

Date: 13.07.2011