

Compliance Report on Corporate Governance

Name of the Company: Pokarna Ltd.

Quarter ended on June 30, 2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	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
II. Audit Committee	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	
III. Subsidiary Companies	49 (III)	YES	
IV. Disclosures	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
V.CEO/CFO Certification	49 (V)	YES	Certification pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
VI. Report on Corporate Governance	49 (VI)	YES	Annual Disclosures pertaining to Financial Year 2009 -10 has been included in the Annual Report 2010
VII. Compliance	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