

**Quarterly Compliance Report on Corporate Governance**

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

**Quarter ended on 30 June, 2012**


<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 relating to financial year 2010 – 2011 have been disclosed in Annual Report 2011
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	Annual Declaration by CFO of the company relating to financial year 2010 – 2011 has been made in Annual Report 2011
<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	
(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 relating to financial year 2010 – 2011 have been disclosed in Annual Report 2011
(F) Management	49 (IV F)	YES	Annual Disclosures relating to financial year 2010 – 2011 have been disclosed in Annual Report 2011
(G) Shareholders	49 (IV G)	YES	Annual Disclosures relating to financial year 2010 – 2011 have been disclosed in Annual Report 2011
<b>V. CEO/CFO Certification</b>	49 (V)	YES	Annual Disclosures relating to financial year



			2010 – 2011 have been made in Annual Report 2011
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	Annual Disclosures relating to financial year 2010 – 2011 have been made in Annual Report 2011
<b>VII. Compliance</b>	49 (VII)	YES	Annual Disclosures relating to financial year 2010 – 2011 have been made in Annual Report 2011

Place: Hyderabad  
Date: 10.07.2012

**FOR POKARNA LIMITED**



Chinnoy Patnaik  
Company Secretary