



POKARNA LIMITED

Bombay Stock Exchange Limited,
Phiroze Jeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Date: 03.10.2011

Dear Sir,

Ref: Scrip Code: 532486 – Pokarna Limited

Sub: Corporate Governance Compliance Report: Q2 ended 30.09.2011

Please find enclosed Corporate Governance Compliance Report of the Company for the quarter ended 30th September, 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 September 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 2010 -11 have been included in the Annual Report 2011
(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 2010 -11 has been disclosed in the Annual Report 2011
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	49 (III)	YES	



Companies			
IV. Disclosures	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 pertaining to Financial Year 2010 -11 have been included in the Annual Report 2011
(F) Management	49 (IV F)	YES	Annual Disclosures pertaining to Financial Year 2010 -11 have been included in the Annual Report 2011.
(G) Shareholders	49 (IV G)	YES	Annual Disclosures pertaining to Financial Year 2010 -11 have been included in the Annual Report 2011
V.CEO/CFO Certification	49 (V)	YES	Certification pertaining to Financial Year 2010 -11 has been included in the Annual Report 2011
VI. Report on Corporate Governance	49 (VI)	YES	Annual Disclosures pertaining to Financial Year 2010 -11 have been included in the Annual Report 2011
VII. Compliance	49 (VII)	YES	Annual Disclosures pertaining to Financial Year 2010 -11 have been included in the Annual Report 2011

Place: Hyderabad

Date: 03.10. 2011



FOR POKARNA LIMITED

Chinmoy Patnaik
Chinmoy Patnaik

Company Secretary