



Date: 17/09/2016

Department of Corporate Services, Bombay Stock Exchange 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 25<sup>th</sup> Annual general meeting of the Company held on Friday, September, 16, 2016 at 10.30 a.m. at Hotel Vivanta by Taj, 1-10-147 & 148, Opp: Hyderabad Public School, Begumpet, Hyderabad, Telangana, India – 500016.

Also enclosing the consolidated scrutinizer report of Remote e-voting and Instapoll (voting conducted through electronic means) at the 25th Annual General Meeting (AGM) issued by Mr. K. V. Chalamareddy, Practicing Company Secretary, (C.P. No. 5451).

This is for your record and dissemination.

**For Pokarna Limited**

  
**Vinay Paruchuru**  
Company Secretary



## **Pokarna Limited**

Registered & Corporate Office: Surya Towers, 105, Sardar Patel Road, Secunderabad 500 003, Telangana, India.  
Phone: +91 40 2789 6361/7722, 6626 6777, F: +91 40 2784 2121, E-mail: contact@pokarna.com, Web: www.pokarna.com

Factory Address: Unit 1: Survey No. 123, Toopranpet Village, Chautuppal Mandal, Nalgonda District – 508 252  
Telangana, India, T: +91 8694 – 200666

Unit 2: Survey No. 563, 568, 574, Aliabad Village, Shameerpet Mandal, Ranga Reddy District – 500 078  
Telangana, India, T: +91 98480 20242

CIN: L14102TG1991PLC013299

	POKARNA LIMITED							
Date of the AGM/EGM	16-09-2016							
Total number of shareholders on record date	5914							
No. of shareholders present in the meeting either in person or								
Promoters and Promoter Group:	3							
Public:	91							
No. of Shareholders attended the meeting through Video								
Promoters and Promoter Group:	0							
Public:	0							
Resolution required: (Ordinary/ Special)	ORDINARY - Item No.1: Adoption of Financial Statements							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution required: (Ordinary/ Special)	ORDINARY - Item No.2: Declaration of Dividend							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution required: (Ordinary/ Special)	ORDINARY - Item.No.3: Appointment of a Director							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>	<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	



Resolution required: (Ordinary/ Special)	ORDINARY - Item.No.4: Reappointment of Auditors							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>	<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	



Resolution required: (Ordinary/ Special)	ORDINARY - Item.No.5: Appointment of Mr. Rahul Jain as the Managing Director							
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
Promoter and Promoter Group	E-Voting	3513777	2913777	82.9244	2913777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>2913777</b>	<b>82.9244</b>	<b>2913777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6200800</b>	<b>2916213</b>	<b>47.0296</b>	<b>2916213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution required: (Ordinary/ Special)	ORDINARY - Item.No.6: Ratification of Cost Auditors' Remuneration							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>	<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	



Resolution required: (Ordinary/ Special)	ORDINARY - Item.No.7: Alteration of Articles of Association							
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
Promoter and Promoter Group	E-Voting	3513777	3013777	85.7703	3013777	0	100.0000	0.0000
	Poll	3513777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3513777	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>3513777</b>	<b>3013777</b>	<b>85.7703</b>	<b>3013777</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	69456	0	0.0000	00	0	0.0000	0.0000
	Poll	69456	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69456	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>69456</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2617567	478	0.0183	478	0	100.0000	0.0000
	Poll	2617567	1958	0.0748	1958	0	100.0000	0.0000
	Postal Ballot (if applicable)	2617567	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>2617567</b>	<b>2436</b>	<b>0.0931</b>	<b>2436</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6200800</b>	<b>3016213</b>	<b>48.6423</b>	<b>3016213</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



For POKARNA LIMITED  
*P. Vinay*  
 Vinay Paruchuru  
 Company Secretary





**K.V. Chalama Reddy**

B.Sc., LL.B., A.C.S.  
COMPANY SECRETARY  
C.P. No. 5451

Flat No. 301, Madhava Apts.,  
Hill Colony, Khairatabad  
Hyderabad - 500 004.  
Phone : 040-2332 7467  
Mobile : 98480 14503  
E-mail : kvcr133@gmail.com

Date: 17/09/2016

To  
The Chairman  
25<sup>th</sup> Annual General Meeting  
Pokarna Limited  
Secunderabad

Dear Sir

SUB: Consolidated Scrutinizer's Report of remote e-voting and Instapoll conducted at Annual General Meeting (AGM).

REF: Notice of 25<sup>th</sup> Annual General Meeting (AGM) held on Friday, the 16<sup>th</sup> September 2016 at 10.30 A. M. at Hotel Vivanta by Taj, 1-10-147 & 148, Opp: Hyderabad Public School, Begumpet, Hyderabad, Telangana, India – 500016.

I, K. V. Chalama Reddy, Company Secretary in Practice was appointed as Scrutinizer to scrutinize the remote e-voting and to scrutinize the Instapoll voting process at the 25<sup>th</sup> Annual General Meeting, for the shareholders who have not opted to vote through the remote e-voting process.

The Registrar and Share Transfer Agent, (RTA & Service Provider), M/s. Karvy Computershare Private Limited, has provided a system for recording the electronic votes of the shareholders on all the items of the business (both ordinary and special business) sought to be transacted at the 25<sup>th</sup> Annual General Meeting (AGM) of the Company. The Service Provider had set up remote e-voting facility on their website on <https://evoting.karvy.com>.

The Company has also allowed voting through instapoll system for those shareholders, who were present at the meeting and have not opted to vote through remote e-voting process at the company's Annual General Meeting held on Friday, 16<sup>th</sup> September 2016 at 10.30 A.M.

I hereby submit my report as under:

1. The remote e-voting period started from Tuesday, the 13<sup>th</sup> September 2016 (9.00 a.m IST) and ended on Thursday, the 15<sup>th</sup> September, 2016 (5.00 p.m IST). Upon conclusion of the remote e-voting period and instapoll at the AGM votes were unblocked on Friday, the 16<sup>th</sup> September, 2016 in the presence of two witnesses' Mr. Praveen Babu and Mr. S. Chandrakant, who are not in employment of the Company.
2. The shareholders who were holding shares as on 09<sup>th</sup> September, 2016 being the cut-off date were entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.

1



*K.V. Chalama Reddy*

3. We have collated the votes downloaded from e-voting system and the votes cast through Instapoll to declare the final results for each of the resolution forming part of the AGM notice and ascertained number of shares voted "in favour" or "against" or "invalidated/abstained votes".

I hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108, 109 and 110 of the Companies Act, 2013 containing the following results for every resolution under remote e -Voting and Instapoll.

**ITEM NO. 1: Ordinary Resolution:** Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.

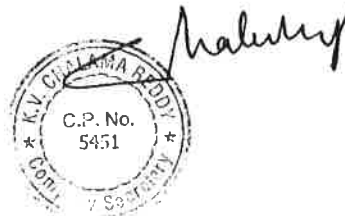
	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/Abstain votes	0	0	-
Total	92	3016213	100%

**ITEM NO. 2: Ordinary Resolution:** Declaration of final dividend of Rs. 10 per equity share (which includes one-time special dividend of Rs. 7 per equity share) for the Financial Year ended March 31, 2016.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/Abstain votes	0	0	-
Total	92	3016213	100%

**ITEM NO. 3: Ordinary Resolution:** Re-appointment Mrs. Apurva Jain (DIN: 06933924) as a director of the Company, who retired by rotation.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/abstain votes	0	0	-
Total	92	3016213	100%



**ITEM NO. 4: Ordinary Resolution** : Re-appointment of M/s. S. Daga & Co, Chartered Accountants, Hyderabad as Statutory Auditors of the company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and authorize Audit Committee of the Board to fix their remuneration.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/Abstain votes	0	0	-
Total	92	3016213	100%

**ITEM NO. 5: Ordinary Resolution** : Appointment of Mr. Rahul Jain as Managing Director, for the period from May 02, 2016 to May 01, 2021, who is liable to retire by rotation, upon the terms and conditions set out in the Explanatory Statement.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	91	2916213	96.68
Voted against the resolution	0	0	-
Invalid/Abstain votes	1	100000	3.32
Total	92	3016213	100%

**ITEM NO.6: Ordinary Resolution** : Approval for the remuneration of the Cost Auditors for the financial year ending March 31, 2017.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/Abstain votes	0	0	-
Total	92	3016213	100%

**ITEM NO. 7: Special Resolution** : Alteration of Articles of Association of the Company.

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	92	3016213	100%
Voted against the resolution	0	0	-
Invalid/Abstain votes	0	0	-
Total	92	3016213	100%



Based on the above voting pattern all resolutions of the meeting were carried on with requisite majority, accordingly, I request the Chairman of the Meeting to announce the results of the 25<sup>th</sup> Annual General Meeting.

Thanking you,  
Yours faithfully,



K.V.Chalama Reddy  
Practising Company Secretary  
M. No. 13951; C.P. No. 5451



Place: Hyderabad