



**REF: POEL/BNS/BSE/2025-26/12**  
**APRIL 29, 2025**

BSE LIMITED  
PHIROZE JEEJEEBHAY TOWERS  
DALAL STREET  
MUMBAI- 400001

**Scrip Code – 539195**

Dear Sir,

**Sub : Disclosure of Voting Results & Consolidated Scrutinisers Report**

The Extra-Ordinary General Meeting (EGM) of POCL Enterprises Limited was held on April 28, 2025 at 11:30 A.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the businesses as mentioned in the EGM Notice dated 03-04-2025 read in conjunction to the Corrigendum to the Notice of the EGM, were transacted.

Enclosed herewith is the voting results as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinisers Report.

This is for your information and record.

Thanking You,

Yours faithfully,  
For **POCL ENTERPRISES LIMITED**

**AASHISH KUMAR K JAIN**  
**COMPANY SECRETARY & FINANCE HEAD**

General information about company	
Scrip code	539195
NSE Symbol	
MSEI Symbol	
ISIN	INE035S01028
Name of the company	POCL ENTERPRISES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-04-2025
Start time of the meeting	11:30 AM
End time of the meeting	12:30 PM

Scrutinizer Details	
Name of the Scrutinizer	DEEPA V RAMANI
Firms Name	DEEPA V RAMANI
Qualification	CS
Membership Number	5574
Date of Board Meeting in which appointed	03-04-2025
Date of Issuance of Report to the company	29-04-2025

Voting results	
Record date	21-04-2025
Total number of shareholders on record date	12136
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	37
No. of resolution passed in the meeting	3

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF RESTATED ARTICLES OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	16288420	1553677	9.5385	1553677	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	16288420	1553677	9.5385	1553677	0	100.0000	0.0000
Total		27879960	13145217	47.1493	13145217	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUANCE OF 30,86,647 EQUITY SHARES ON PREFERENTIAL BASIS TO CERTAIN IDENTIFIED PROMOTER AND NON-PROMOTER PERSONS / ENTITIES				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	16288420	1553677	9.5385	1552177	1500	99.9035	0.0965
	Poll							
	Postal Ballot (if applicable)							
	Total	16288420	1553677	9.5385	1552177	1500	99.9035	0.0965
Total		27879960	13145217	47.1493	13143717	1500	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUANCE OF 6,12,288 CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO CERTAIN IDENTIFIED PROMOTER AND NONPROMOTER PERSONS / ENTITIES				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11591540	11591540	100.0000	11591540	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	16288420	1553677	9.5385	1552177	1500	99.9035	0.0965
	Poll							
	Postal Ballot (if applicable)							
	Total	16288420	1553677	9.5385	1552177	1500	99.9035	0.0965
Total		27879960	13145217	47.1493	13143717	1500	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

# DEEPA V. RAMANI

Company Secretary | Insolvency Professional

## CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015]*

To

**Mr. Shyam Sunder Tikmani,  
Chairman - Extra Ordinary General Meeting of  
POCL Enterprises Limited**

Willingdon Crescent, 1<sup>st</sup> Floor, No.6/2,  
Pycrofts Garden Road, Nungambakkam,  
Chennai - 600006

**Sub: Consolidated Scrutinizer's Report on Electronic Voting for the Extra Ordinary General Meeting of POCL Enterprises Limited ("the Company") held on Monday, April 28, 2025, at 11:30 A.M through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').**

I, Deepa V Ramani, Practicing Company Secretary, having Membership No. 5574 and CP No. 8760, have been appointed as Scrutinizer by POCL Enterprises Limited ("the Company") vide resolution passed at the meeting of the Board of Directors held on 3<sup>rd</sup> April, 2025 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of Extra Ordinary General Meeting) process in respect of the resolutions proposed at the Extra Ordinary General Meeting ("EGM") of POCL Enterprises Limited held on Monday, April 28, 2025, at 11:30 A.M. through VC / OAVM.

The EGM Notice dated 3<sup>rd</sup> April 2025, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions placed at the EGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories and also by way of public notices on 3<sup>rd</sup> April 2025 and on 7<sup>th</sup> April 2025, in both English newspaper "Trinity Mirror" and regional language newspaper "Makkal Kural" for both pre and post EGM advertisements respectively, in compliance with the relevant Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company had further issued a corrigendum to the EGM notice, dated 22<sup>nd</sup> April 2025, to the Members for which advertisement was given in both English newspaper "Trinity Mirror" and regional language newspaper "Makkal Kural" on 24<sup>th</sup> April, 2025.

The EGM Notice and the Corrigendum to the EGM Notice were also uploaded on the website of the Company, the Stock Exchange and of the Depository.

The Company had appointed Central Depository Services (India) Ltd. (hereinafter referred as **CDSL** or **the Service Provider**) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the shareholders of the Company from 9:00 A.M. (IST) on 25<sup>th</sup> April, 2025 till 5:00 P.M. (IST) on 27<sup>th</sup> April, 2025.



The Company had also provided, through the same Service Provider, remote e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier.

The Service Provider had provided a system for recording the votes of the shareholders electronically on the items of the business (Special businesses) sought to be transacted at the EGM of the Company.

The Service Provider accordingly had set up e-Voting facility on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through remote e-Voting and e-voting during the course of EGM.

The Cut-off date (record date) for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was Monday, 21<sup>st</sup> April, 2025. As on that date, the Company had 12,136 (Twelve Thousand One Hundred and Thirty-Six Only) Shareholders.

Apart from sending the Notice of EGM and the Corrigendum to the Notice of the EGM to the shareholders through electronic mode, the Company also gave access to the said notice and the corrigendum electronically on the following URL link as available on the date of signing this Report:

[https://poel.in/pdf/investors-desk/EGM%20Notice POEL 28.04.2025.pdf](https://poel.in/pdf/investors-desk/EGM%20Notice%20POEL%2028.04.2025.pdf)  
<https://poel.in/pdf/investors-desk/Corrigendum-to-EGM-Notice-dated-April-03-2025.pdf>

The EGM Notice sent contained the instructions to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

As prescribed in the aforesaid Rules, the remote e-Voting facility was kept open for three (3) days from 9:00 A.M. (IST) on 25<sup>th</sup> April, 2025 till 5:00 P.M. (IST) on 27<sup>th</sup> April, 2025.

At the end of the remote e-voting period on 27<sup>th</sup> April, 2025 at 5.00 P.M. the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of the members who have exercised the votes through remote e-voting. The Company had also provided remote e-voting facility to the shareholders present at the EGM through Video Conference / Other Audio-Visual Means and who had not cast their votes earlier. On 28<sup>th</sup> April, 2025, the e-voting facility was again blocked by the Service Provider after the conclusion of the EGM. The votes cast through e-Voting facility before the EGM and during the course of the EGM were duly unblocked and the results were downloaded from CDSL portal by me as a Scrutinizer in the presence of Ms. Falguni Davey and Ms. Chandra D who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 4(xii) of the said rule 20.



The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules and the applicable provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 relating to remote e-voting prior to and during the EGM on the resolutions forming part of the Notice of the EGM read in conjunction with the Corrigendum to the Notice of the EGM. My responsibility as a scrutinizer for the e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Based on the data downloaded from the official website of CDSL for e-voting, the result of the e-Voting is as under:

**Special Businesses:**

**Agenda No. 1:**

*Adoption of Restated Articles of Association of the Company*

**Type of Resolution:** Special Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to EGM	131,42,397	0	-
Remote E-voting during the EGM	2,820	0	-
<b>Total</b>	<b>131,45,217</b>	<b>0</b>	-
<b>Total - % (approx)</b>	<b>100%</b>	<b>0</b>	

**Agenda No. 2:**

*Issuance of 30,86,647 Equity Shares on Preferential Basis to Certain Identified Promoter and Non-Promoter Persons/Entities*

**Type of Resolution:** Special Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to EGM	131,40,897	1,500	-
Remote E-voting during the EGM	2,820	0	-
<b>Total</b>	<b>131,43,717</b>	<b>1,500</b>	
<b>Total - % (approx)</b>	<b>99.99%</b>	<b>0.01%</b>	



**Agenda No. 3:**

*Issuance of 6,12,288 Convertible Warrants on Preferential Basis to Certain Identified Promoter and Non-Promoter Persons / Entities*

**Type of Resolution:** Special Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to EGM	131,40,897	1,500	-
Remote E-voting during the EGM	2,820	0	-
<b>Total</b>	<b>131,43,717</b>	<b>1,500</b>	-
<b>Total - % (approx)</b>	<b>99.99%</b>	<b>0.01%</b>	

All the Resolutions/Matters indicated in the notice to the said EGM read in conjunction to the Corrigendum to the Notice of the EGM, stands passed under remote e-voting prior to EGM and e-voting during the EGM with the Consolidated requisite majority.



We hereby confirm that we are maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote E-Voting prior to EGM and remote E-voting during the EGM through which votes were cast by the shareholders of the Company during the said EGM. We shall be arranging to handover these records to the Company, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014.

Sincerely yours,



*Deepa V. Ramani*

**DEEPA V. RAMANI**

Practicing Company Secretary

FCS - 5574; CP - 8760

Peer Review No. 5869/2024

**Place: Chennai**

**Date:** 29<sup>th</sup> April 2025

**UDIN:** F005574G000226157

**Witness 1:**

*Falguni*

**Name:** Falguni Davey  
**Address:** Flat No: L-1803,  
KLP Abhinandhan  
No 1/30,  
Perambur,  
Chennai 600012

**Occupation:** Service

**Witness 2:**

*Chandra D*

**Name:** Chandra D  
**Address:** 20, Easwardass  
Street, Triplicane,  
Chennai - 600005

**Occupation:** Service

**COUNTER SIGNED BY**

By the order of Chairman of the EGM  
For **POCL Enterprises Limited**

*Aashish Kumar K Jain*

**Aashish Kumar K Jain**  
**Company Secretary & Finance Head**  
**Membership No. F9954**