

REF: POEL/BNS/BSE/2025-26/49
SEPTEMBER 27, 2025

BSE LIMITED
PHIROZE JEEJEEBHAY TOWERS
DALAL STREET
MUMBAI- 400001

Scrip Code – 539195

Dear Sir,

Sub : Disclosure of Voting Results & Consolidated Scrutinisers Report

The 37th Annual General Meeting of POCL Enterprises Limited was held on September 26, 2025 at 05:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the businesses as mentioned in the Notice dated 11-08-2025 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	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2025
Start time of the meeting	5:00 PM
End time of the meeting	6:59 PM

Scrutinizer Details	
Name of the Scrutinizer	DEEPA V RAMANI
Firms Name	KSM ASSOCIATES
Qualification	CS
Membership Number	5574
Date of Board Meeting in which appointed	11-08-2025
Date of Issuance of Report to the company	27-09-2025

Voting results	
Record date	19-09-2025
Total number of shareholders on record date	13120
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	9
b) Public	55
No. of resolution passed in the meeting	13
Disclosure of notes on voting results	<div>Add Notes</div>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2025, the board's report and auditor's report thereon				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
Total		30766083	14020866	45.5725	14020094	772	99.9945	0.0055
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on equity shares for the financial year ended March 31, 2025				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599900	85	99.9947	0.0053
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599900	85	99.9947	0.0053
Total		30766083	14020866	45.5725	14020781	85	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in the place of Mr. Devakar Bansal (DIN: 00232565), who retires by rotation and being eligible, offers himself for re-appointment				
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	12470386	3361554	26.9563	3361554	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	3361554	26.9563	3361554	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
Total		30766083	4961539	16.1267	4960767	772	99.9844	0.0156
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in the place of Mr. Amber Bansal (DIN: 08139234), who retires by rotation and being eligible, offers himself for re-appointment				
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	12470386	7219955	57.8968	7219955	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	7219955	57.8968	7219955	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
Total		30766083	8819940	28.6677	8819168	772	99.9912	0.0088
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. CNGSN & Associates LLP as the statutory auditors of the company and fixation of their remuneration				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
Total		30766083	14020866	45.5725	14020094	772	99.9945	0.0055
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. KSM Associates as the Secretarial Auditors of the company and fixation of their remuneration				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
Total		30766083	14020866	45.5725	14019819	1047	99.9925	0.0075
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of the Cost Auditor for the financial year ended March 31, 2025				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
Total		30766083	14020866	45.5725	14019819	1047	99.9925	0.0075
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Harish Kumar Lohia (DIN: 00233227) as a non-executive director 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	12470386	12383628	99.3043	12383628	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12383628	99.3043	12383628	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1581485	8.6793	1580713	772	99.9512	0.0488
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1581485	8.6793	1580713	772	99.9512	0.0488
Total		30766083	13965113	45.3913	13964341	772	99.9945	0.0055
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment and fixing of remuneration of Mr. Sagar Bansal (DIN: 11232257), as Whole-time director 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	12470386	7219955	57.8968	7219955	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	7219955	57.8968	7219955	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1599213	772	99.9517	0.0483
Total		30766083	8819940	28.6677	8819168	772	99.9912	0.0088
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment and fixing of remuneration of Mrs. Nupur Bansal (DIN:11230579), as Whole-time director 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	12470386	6475519	51.9272	6475519	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	6475519	51.9272	6475519	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1598938	1047	99.9346	0.0654
Total		30766083	8075504	26.2481	8074457	1047	99.9870	0.0130
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for increase in borrowing powers of the company pursuant to Section 180(1)(c) of the Companies Act, 2013				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1599985	8.7808	1598018	1967	99.8771	0.1229
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1599985	8.7808	1598018	1967	99.8771	0.1229
Total		30766083	14020866	45.5725	14018899	1967	99.9860	0.0140
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorisation under Section 180(1)(a) of the Companies Act, 2013, to create/ modify charge on the movable/ immovable assets including undertakings of the Company, both present and future, to secure borrowings				
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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public- Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1587985	8.7149	1586938	1047	99.9341	0.0659
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1587985	8.7149	1586938	1047	99.9341	0.0659
Total		30766083	14008866	45.5335	14007819	1047	99.9925	0.0075
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

Resolution (13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for material related party transactions of the Company with M/s. Planetfirst Green Private Limited, Associate 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	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	12470386	12420881	99.6030	12420881	0	100.0000	0.0000
Public-Institutions	E-Voting	74258	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	74258	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	18221439	1587985	8.7149	1586963	1022	99.9356	0.0644
	Poll							
	Postal Ballot (if applicable)							
	Total	18221439	1587985	8.7149	1586963	1022	99.9356	0.0644
Total		30766083	14008866	45.5335	14007844	1022	99.9927	0.0073
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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. Balachandran Ramachandran
Chairman – 37th Annual General Meeting of
POCL Enterprises Limited
Willingdon Crescent, 1st Floor, No.6/2,
Pycrofts Garden Road, Nungambakkam,
Chennai - 600006

Sub: Consolidated Scrutinizer's Report on Electronic Voting for the 37th Annual General Meeting of POCL Enterprises Limited ("the Company") held on Friday, 26th September, 2025 at 05:00 P.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

We, M/s. KSM Associates, Practicing Company Secretaries, Chennai represented by Mrs. Deepa Venkat Ramani having Membership No. 5574 and CP No. 8760, have been appointed as the Scrutinizers by M/s. POCL Enterprises Limited ("the Company") by resolution passed at the meeting of the Board of Directors held on 11th August 2025 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of AGM) process in respect of the resolutions proposed at the 37th Annual General Meeting ("AGM") of POCL Enterprises Limited on Friday, 26th September, 2025 at 05:00 P.M. through VC / OAVM.

The AGM Notice dated 11th August 2025, as confirmed by the Company, was sent in respect of the below mentioned resolutions placed at the AGM 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 2nd September 2025 and 5th September, 2025 in English newspaper "Trinity Mirror" and regional language newspaper "Makkal Kural" in compliance with

(i) the circular of the Ministry of Corporate Affairs

- general circular 14/2020 dated 8th April 2020
- general circular 17/2020 dated 13th April 2020
- general circular 20/2020 dated 5th May 2020
- general circular 02/2021 dated 13th January 2021
- general circular 19/2021 dated 8th December 2021
- general circular 21/2021 dated 14th December 2021
- general circular 2/2022 dated 5th May 2022 and
- general circular 10/2022 dated 28th December 2022
- general circular 09/2023 dated 25th September 2023
- general circular 09/2024 dated 19th September 2024
(collectively referred to as "MCA Circulars")

(ii) circulars of the Securities and Exchange Board of India ("SEBI")

- SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020,
- SEBI/HO/CFD/CMD2/CIR/ P/2021/11 dated January 15, 2021,
- SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022 and
- SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023
- SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07 2023
- SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024
(collectively referred to as 'SEBI Circulars')

The AGM Notice was also uploaded on the website of the Company, the Stock Exchanges and of the Depository.

The Company had appointed Central Depository Services (India) Ltd. (hereinafter **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 09:00 A.M. on 23rd September, 2025 till 05:00 P.M. on 25th September, 2025.

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

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 37th Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website 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 AGM.

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 Friday, 19th September 2025. As on that date, the Company had 13,120 (Thirteen Thousand One Hundred and Twenty only) shareholders.

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

<https://poel.in/pdf/2024-25/Annual-Report-2024-2025.pdf>

The AGM 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 e-Voting facility was kept open for three (3) days from 09:00 A.M. on 23rd September 2025 till 05:00 P.M. on 25th September 2025.

The public notice released by the Company by way of advertisement on 5th September 2025 in English newspaper "Trinity Mirror" and in regional language newspaper "Makkal Kural" also confirmed regarding electronic despatch of Annual Report to the shareholders.

At the end of the remote e-voting period on 25th September, 2025 at 05:00 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 AGM through Video Conference / Other Audio-Visual Means and who had not cast their votes earlier. On 26th September 2025, the voting facility was blocked by the Service Provider fifteen minutes after the conclusion of the AGM. The votes cast through remote e-Voting facility before the AGM and during the course of the AGM were duly unblocked and the results were downloaded from CDSL portal by us as a Scrutinizer in the presence of Ms. Kriti Reddy G and S K Aishwarya Devi 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 AGM on the resolutions forming part of the Notice of the AGM. Our responsibility as a scrutinizer for the remote 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 remote e-Voting is as under:

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Ordinary Business:

Agenda No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, the Board's Report and Auditor's Report thereon:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,95,341	772	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,20,094	772	-
Total - % (approx)	99.99	0.01	-

Agenda No.2:

To declare dividend on equity shares for the financial year ended March 31, 2025:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,96,028	85	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,20,781	85	-
Total - % (approx)	99.99	0.01	-



Agenda No. 3

To appoint a director in the place of Mr. Devakar Bansal (DIN: 00232565), who retires by rotation and being eligible, offers himself for re-appointment:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	49,36,014	772	
Remote E-voting during the AGM	24,753	-	
Total	49,60,767	772	
Total - % (approx)	99.98	0.02	

Agenda No. 4

To appoint a director in the place of Mr. Amber Bansal (DIN: 08139234), who retires by rotation and being eligible, offers himself for re-appointment:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	87,94,415	772	-
Remote E-voting during the AGM	24,753	-	-
Total	88,19,168	772	-
Total - % (approx)	99.99	0.01	-



Agenda No. 5:

Appointment of M/ S. CNGSN & Associates LLP as the Statutory Auditors of the Company and fixation of their remuneration:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,95,341	772	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,20,094	772	-
Total - % (approx)	99.99	0.01	-

Special Business

Agenda No. 6:

Appointment of M/ S. KSM Associates as the Secretarial Auditors of the Company and fixation of their remuneration:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,95,066	1,047	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,19,819	1,047	-
Total - % (approx)	99.99	0.01	-



Agenda No. 7:

Ratification of remuneration of the Cost Auditor for the financial year ended March 31, 2025:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,95,066	1,047	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,19,819	1,047	-
Total - % (approx)	99.99	0.01	-

Agenda No. 8:

Appointment of Mr. Harish Kumar Lohia (DIN: 00233227) as a Non-Executive Director of the Company:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,39,588	772	-
Remote E-voting during the AGM	24,753	-	-
Total	1,39,64,341	772	-
Total - % (approx)	99.99	0.01	-

Agenda No. 9:

Appointment and fixing of remuneration of Mr. Sagar Bansal (DIN: 11232257), as Whole-time Director of the Company:

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	87,94,415	772	-
Remote E-voting during the AGM	24,753	-	-
Total	88,19,168	772	-
Total - % (approx)	99.99	0.01	-

Agenda No. 10:

Appointment and fixing of remuneration of Mrs. Nupur Bansal (DIN: 11230579), as Whole-Time Director of the Company:

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	80,49,704	1,047	-
Remote E-voting during the AGM	24,753	-	-
Total	80,74,457	1,047	-
Total - % (approx)	99.99	0.01	-



Agenda No. 11:

Approval for increase in borrowing powers of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013:

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,94,146	1,967	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,18,899	1,967	-
Total - % (approx)	99.99	0.01	-

Agenda No. 12:

Authorisation under Section 180(1)(a) of the Companies Act, 2013, to create/ modify charge on the movable/ immovable assets including undertakings of the Company, both present and future, to secure borrowings:

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,83,066	1,047	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,07,819	1,047	-
Total - % (approx)	99.99	0.01	-



Agenda No. 13:

Approval for material related party transactions of the Company with M/s. Planetfirst Green Private Limited, Associate of the Company:

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid/ Excluded votes
Remote E-voting prior to AGM	1,39,83,091	1,022	-
Remote E-voting during the AGM	24,753	-	-
Total	1,40,07,844	1,022	-
Total - % (approx)	99.99	0.01	-

All the Resolutions/Matters indicated in the notice to the said AGM stand passed under remote e-voting prior to AGM and e-voting during the AGM 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 AGM and remote E-voting during the AGM through which votes were cast by the shareholders of the Company during the said AGM. 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,
For KSM ASSOCIATES | COMPANY SECRETARIES
(Peer Review No. 5868/2024)



Deepa V. Ramani

DEEPA VENKAT RAMANI
PARTNER
FCS 5574 | CP 8760

Place: Chennai

Dated: 27th September, 2025

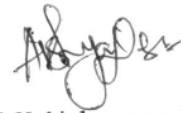
UDIN: F005574G001365878

Witness 1



Name : Kriti Reddy G
Address :B-411, TVS Emerald Green
Enclave, Mangadu Main
Road, Chennai 600122
Occupation: Professional

Witness 2



Name : S K Aishwarya Devi
Address :No.10 1/4, Sheshachala
Giramani Street, Sathankadu,
Thiruvottiyur, Chennai 600019
Occupation: Service

