



REF: POEL/BNS/BSE/2023 - 24/32
SEPTEMBER 20, 2023

BSE LIMITED
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET
MUMBAI- 400001

Scrip Code - 539195

Dear Sir,

Sub : Proceedings of the 35th Annual General Meeting of the Company

The 35th Annual General Meeting of POCL Enterprises Limited was convened today i.e., on September 20, 2023 at 05:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the businesses as mentioned in the Notice dated 11-08-2023 were transacted.

In compliance with the provisions of Regulation 30 read with Part A, Para A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Proceedings of the 35th Annual General Meeting of the Company.

This is for your information and record.

Thanking You,

Yours faithfully,
For **POCL ENTERPRISES LIMITED**

AASHISH KUMAR K JAIN
COMPANY SECRETARY & FINANCE HEAD



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CIN : L52599TN1988PLC015731

SUMMARY OF THE PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING OF THE COMPANY

The 35th Annual General Meeting of POCL Enterprises Limited (“the Company”) was held on Wednesday, September 20, 2023 at 05:00 P.M. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Meeting commenced at 05:00 P.M. with Harish Kumar Lohia, the Chairman of the Board occupying the Chair. The Chairman declared that the quorum was present and called the meeting to order.

All the other Directors starting with Dr. Padam C Bansal, Non-Executive Director, Mr. Sunil Kumar Bansal, Managing Director, Mr. Devakar Bansal, Managing Director, Mr. Venkatraman Year Milli, Whole Time Director, Mr. Shyam Sunder Tikmani, Independent Director, Mrs. Indra Somani, Independent Director, Mr. Jyoti Kumar Chowdhry, Independent Director, Mr. Harsh Bansal, Whole Time Director and Mr. Amber Bansal, Whole Time Director & (CFO), introduced themselves to the members.

The Chairman also introduced, Mr. Darpan Kumar, partner of M/s. Darpan & Associates, Statutory Auditor and Mrs. Deepa V Ramani, Secretarial Auditor and Scrutinizer, to the members of the Company.

Mr. Aashish Kumar K Jain, Company Secretary & Compliance Officer of the Company has also introduced himself to the members. On the request of the Chairman, the Company Secretary briefed the members about the general instructions for participation in the meeting. The Company Secretary also informed the Shareholders that the relevant registers as per the provisions of Companies Act, 2013 are open for inspection in electronic mode.

The Chairman informed the members that the Company has taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM.

The Company Secretary requested the Chairman to address the shareholders. The Chairman delivered his speech and took the Notice convening this meeting as read.

The Company Secretary informed the members that neither the Statutory Audit Report contains any qualifications, observations or adverse comments on financial statements and matters, which have any material bearing on the functioning of the Company, nor the Secretarial Audit Report contains any qualifications, observations or adverse remarks on the compliance and the corporate governance of the Company, which have any material adverse effect on the functioning of the Company. He further informed the members that the statutory auditors’ reports on the financial statements, was available at page no. 46 of the Annual Report and the Secretarial Audit Report was available at page no. 11 of the Annual Report.

The Chairman announced that the Company has arranged for e-voting through CDSL on all the resolutions to be passed at the Meeting and those shareholders, who have not exercised their vote through remote e-voting may choose to vote by e-voting system provided by the CDSL.

The Following items of business, as per the Notice of AGM dated August 11, 2023 were transacted at the meeting:

SN	Resolutions
ORDINARY BUSINESS	
1.	<u>Ordinary Resolution:</u> To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, the Board's Report & Auditor's Report thereon.
2.	<u>Ordinary Resolution:</u> To declare dividend on Equity Shares for the financial year ended March 31, 2023
3.	<u>Ordinary Resolution:</u> To appoint a Director in the place of Mr. Sunil Kumar Bansal (DIN: 00232617), who retires by rotation and being eligible, offers himself for re-appointment.
4.	<u>Ordinary Resolution:</u> To appoint a director in the place of Mr. Venkatraman Yerra Milli (DIN: 00232762), who retires by rotation and being eligible, offers himself for re-appointment.
SPECIAL BUSINESS	
5.	<u>Special Resolution:</u> Re-appointment and fixing of remuneration of Mr. Devakar Bansal (DIN: 00232565), Managing Director of the Company.
6.	<u>Special Resolution:</u> Re-appointment and fixing of remuneration of Mr. Sunil Kumar Bansal (DIN: 00232617), Managing Director of the Company.
7.	<u>Special Resolution:</u> Re-appointment and fixing of remuneration of Mr. Venkatraman Yerra Milli (DIN: 00232762), Whole-time Director of the Company.
8.	<u>Special Resolution:</u> Re-appointment and fixing of remuneration of Mr. Harsh Bansal (DIN: 08139235), Whole-time Director of the Company.
9.	<u>Special Resolution:</u> Re-appointment and fixing of remuneration of Mr. Amber Bansal (DIN: 08139234), Whole-time Director of the Company.
10.	<u>Ordinary Resolution:</u> Ratification of remuneration of the Cost Auditor for the financial year ended March 31, 2023.

The Chairman then invited the members, who wish to ask any queries on the Annual Report of the Company. Few shareholders, who have registered themselves as speaker shareholders, raised certain queries to which the Company Secretary/Directors gave detailed reply.

The Chairman informed that the voting on the CDSL platform will continue to be available for the next 15 minutes. Therefore, members who have not casted their vote were requested to do so. The Board of

Directors has appointed Mrs. Deepa V Ramani, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process. He also authorised Mr. Aashish Kumar K Jain, Company Secretary to declare the result of the voting and place the results on the website of the Company at the earliest. The Chairman also added that the resolutions, as set forth in the Notice, shall be deemed to be passed today subject to receipt of requisite number of votes.

The Chairman declared that the requisite quorum was present throughout the meeting and a time period of 15 minutes was made available for e-voting by the Members. He authorised Mr. Aashish Kumar K Jain, Company Secretary to conclude the meeting after the end of the voting.

The Chairman then thanked the members and the Directors for attending the meeting. After the completion of the 15 minutes for e-voting at the meeting, the Company Secretary declared the meeting as concluded at 06:15 P.M.

For **POCL ENTERPRISES LIMITED**

AASHISH KUMAR K JAIN
COMPANY SECRETARY & FINANCE HEAD