

REF: POEL/BNS/BSE/2024 - 25/19  
AUGUST 01, 2024

BSE LIMITED  
PHIROZE JEEJEEBHOY TOWERS  
DALAL STREET  
MUMBAI- 400001

**Scrip Code - 539195**

DEAR SIR,

**Sub: Outcome of the Board Meeting**

**Ref: Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to the above captioned subject, the Board of Directors at its Meeting held on Thursday, August 01, 2024, among other subjects, inter-alia has approved the following:

**A. Financial Results**

The Un-audited Financial Results for the quarter ended June 30, 2024 as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The aforesaid Financial results along with the Auditors Limited Review Report are enclosed.

**B. Sub-division of Equity Shares of the company and fixation of record date**

Subject to the approval of shareholders of the Company at the ensuing Annual General Meeting, the Board of Directors has approved sub-division of the existing one (1) Equity Share of face value of Rs. 10/- each, fully paid up, into five (5) Equity Shares of face value of Rs. 2/- each, fully paid up, ranking *pari-passu* in all respects.

Further, pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the record date for determining entitlement of Equity shareholder for the sub-division of equity shares has been fixed as October 25, 2024, if sub-division of equity shares is approved by the shareholders.

Details of sub-division of existing equity shares as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure - I**.

**C. Alteration of the Capital Clause of the Memorandum of Association**

Subject to the approval of shareholders of the Company at the ensuing Annual General Meeting, the Board of Directors has approved increase in the Authorised Share Capital of the Company from Rs. 6,00,00,000/- to Rs. 15,00,00,000/-. Further, consequent to the sub-division of equity shares of the Company, the face value of the existing equity shares is also being altered from Rs. 10/- each to Rs. 2/- each. Accordingly, the Capital Clause (Clause V) of the Memorandum of Association (MOA) of the Company is being altered.

Brief details of alteration in the Capital Clause of MOA as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure-II**.

**D. Appointment of Additional Directors in the capacity of Independent Director**

The Board of Directors upon recommendation of Nomination and Remuneration Committee has considered and approved the appointment of Mrs. Indu Bala (DIN: 10709651) and Dr. Ramachandran Balachandran (DIN: 01648200) as the Additional Directors in the capacity of Independent Directors of the Company with effect from August 1, 2024. Their first term of appointment as Independent Directors will be for a period of 5 years i.e., August 1, 2024 till July 31, 2029, subject to approval of the shareholders at the ensuing Annual General Meeting.

Further, the Board of Directors of the Company and the Nomination and Remuneration Committee while considering the above appointment, has ensured that they satisfy the criteria of independence prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that they are not debarred from holding the office of Director by virtue of any order passed by SEBI or any such authority.

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed under **Annexure - III**.

**E. Reconstitution of Committees of the Board**

The Board of Directors have reconstituted the Audit Committee, Nomination and Remuneration Committee and the Stakeholders' Relationship Committee of the Board, as detailed below, w.e.f. August 1, 2024.

**Audit Committee:**

<b>Name of the Director</b>	<b>Category</b>	<b>Designation</b>
Dr. Ramachandran Balachandran	Chairman	Additional Director in Independent Director capacity
Mr. Jyoti Kumar Chowdhry	Member	Independent Director
Mr. Amber Bansal	Member	Executive Director – Whole-time Director & CFO
Mr. Shyam Sunder Tikmani	Member	Independent Director

**Nomination & Remuneration Committee:**

Name of the Director	Category	Designation
Mr. Shyam Sunder Tikmani	Chairman	Independent Director
Mrs. Indu Bala	Member	Additional Director in Independent Director capacity
Mr. Jyoti Kumar Chowdhry	Member	Independent Director
Dr. Ramachandran Balachandran	Member	Additional Director in Independent Director capacity

**Stakeholders Relationship Committee:**

Name of the Director	Category	Designation
Mr. Shyam Sunder Tikmani	Chairman	Independent Director
Mr. Devakar Bansal	Member	Executive Director – Managing Director
Mr. Jyoti Kumar Chowdhry	Member	Independent Director

**F. Appointment of Cost Auditor of the Company for the Financial Year 2024-25**

The Board of Directors upon recommendation of Audit Committee, has considered and approved the appointment of Mr. K. R. Vivekanandan, Practicing Cost Accountant, Chennai, having firm Registration No. 102179 as the Cost Auditors of the Company for the financial year 2024-25.

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed under **Annexure - III**.

**G. Appointment of Internal Auditor of the Company for the Financial Year 2024-25.**

The Board of Directors upon recommendation of Audit Committee, has considered and approved the appointment of M/s. CNGSN & Associates LLP, Practicing Chartered Accountants (FRN: 004915S/S200036), as the Internal Auditors of the Company for the financial year 2024-25.

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed under **Annexure - III**.

**H. Appointment of Secretarial Auditor of the Company for the Financial Year 2024-25.**

The Board of Directors upon recommendation of Audit Committee, has considered and approved the appointment of Mrs. Deepa V Ramani, Practicing Company Secretary (Membership No. F5574; CP No. 8760), Chennai, as the Secretarial Auditor of the Company for the financial year 2024-25.

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed under **Annexure - III**.

**I. Intimation of Annual General Meeting**

The 36<sup>th</sup> Annual General Meeting of the Company is scheduled to be held on Monday, September 23, 2024 at 05:00 P.M. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) for the businesses to be transacted as set forth in the Notice convening the Annual General Meeting in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

**J. Intimation of Record date for dividend and Dividend Payment Date**

Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Board of Directors has fixed the Record Date as **August 30, 2024** for the purpose of determining entitlement of members for payment of dividend subject to tax deducted at source, if declared by the Members at the 36<sup>th</sup> Annual General Meeting of the Company, for the financial year ended March 31, 2024.

The dividend if declared by the Members at the ensuing Annual General Meeting, shall be paid/dispatched within 30 days from the date of declaration i.e., on or before October 22, 2024.

**K. Intimation of cut-off date for e-voting**

In Compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has made arrangements with Central Depository Services (India) Limited (CDSL) to facilitate Remote e-voting/ e-voting during the meeting, for the resolutions proposed to be passed at the 36<sup>th</sup> Annual General Meeting.



The Cut-off date for determining the eligibility of the Members to vote by remote e-voting or e-voting during the Annual General Meeting is the closing hours of Monday, September 16, 2024. The remote e-voting facility shall commence on September 20, 2024 at 9.00 A.M. (IST) and shall end on September 22, 2024 at 5.00 P.M. (IST).

The Board Meeting commenced at 4:00 p.m. and concluded at 7:40 p.m.

This is for your information and record.

Thanking You,

Yours faithfully,  
For **POCL ENTERPRISES LIMITED**

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

Willingdon Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.

Phone : +91 -44-4914 5454 E-mail : [info@poel.in](mailto:info@poel.in) Website : [www.poel.in](http://www.poel.in)

CIN : L52599TN1988PLC015731

**AN ISO CERTIFIED COMPANY**



## POCL Enterprises Limited

Regd. Office: Willingdon Crescent, 1st Floor, 6/2, Pycrofts Garden Road,  
Nungambakkam, Chennai - 600006 Ph.044 - 49145454 Fax: 044 - 49145455

Email Id: corprelations@poel.in Website : www.poel.in

CIN : L52599TN1988PLC015731

Unaudited Financial Results for the Quarter ended June 30, 2024

[Rs in Lakhs]

S.No	Particulars	Quarter ended			Year ended
		June 30, 2024 (Unaudited)	March 31, 2024 (Audited)	June 30, 2023 (Unaudited)	March 31, 2024 (Audited)
<b>1</b>	<b>Income from Operations</b>				
	(a) Net Sales / Income from operations	36,368.98	30,766.41	21,751.78	1,12,044.19
	(b) Other Income (Net)	34.40	15.99	14.55	39.39
	<b>Total Income</b>	<b>36,403.38</b>	<b>30,782.40</b>	<b>21,766.33</b>	<b>1,12,083.58</b>
<b>2</b>	<b>Expenses</b>				
	a) Consumption of raw materials	22,826.68	19,676.78	18,722.53	81,438.29
	b) Purchase of stock-in-trade	11,019.74	7,991.29	2,247.52	22,158.69
	c) Changes in inventories of finished goods, work in progress and stock in trade	(485.81)	136.92	(1,325.48)	(1,602.83)
	d) Employee benefits expense	518.25	431.22	432.32	1,720.85
	e) Finance costs	430.39	385.71	266.40	1,360.56
	f) Depreciation and amortisation expense	42.78	67.79	35.25	173.54
	g) Other expenses	1,214.51	1,220.53	969.69	4,447.03
	<b>Total Expenses</b>	<b>35,566.54</b>	<b>29,910.24</b>	<b>21,348.23</b>	<b>1,09,696.13</b>
<b>3</b>	<b>Profit before exceptional items and tax (1-2)</b>	<b>836.84</b>	<b>872.16</b>	<b>418.10</b>	<b>2,387.45</b>
<b>4</b>	Exceptional items	-	-	-	-
<b>5</b>	<b>Profit before tax (3-4)</b>	<b>836.84</b>	<b>872.16</b>	<b>418.10</b>	<b>2,387.45</b>
<b>6</b>	Tax expense				
	Current Tax	219.11	198.45	113.53	622.00
	Earlier Period Tax	-	-	-	6.88
	Deferred Tax Liability / (Asset)	(10.45)	(39.19)	(10.01)	(15.31)
<b>7</b>	<b>Net profit for the period (5-6)</b>	<b>628.18</b>	<b>712.90</b>	<b>314.58</b>	<b>1,773.88</b>
<b>8</b>	Other comprehensive income, net of income tax	-	(2.18)	-	(2.18)
<b>9</b>	<b>Total comprehensive income for the period (7+8)</b>	<b>628.18</b>	<b>710.72</b>	<b>314.58</b>	<b>1,771.70</b>
<b>10</b>	Paid-up equity share capital	557.60	557.60	557.60	557.60
	Face value per share (Rs)	10.00	10.00	10.00	10.00
<b>11</b>	Earning per share (Rs) (not annualised)				
	- Basic	11.27	12.79	5.64	31.81
	- Diluted	11.27	12.79	5.64	31.81



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### Segment wise Revenue, Results and Capital Employed for the quarter ended June 30, 2024

[Rs in Lakhs]

S.No	Particulars	Quarter ended			Year ended
		June 30, 2024 (Unaudited)	March 31, 2024 (Audited)	June 30, 2023 (Unaudited)	March 31, 2024 (Audited)
<b>1</b>	<b>Segment Revenue</b>				
	a) Metal	26,578.31	22,159.72	13,478.18	76,386.62
	b) Metallic Oxides	11,830.97	9,403.51	8,884.77	37,422.60
	c) Plastic Additives	1,905.48	2,210.50	2,155.36	7,981.75
	d) Others	135.59	248.62	167.84	560.62
	<b>Total</b>	<b>40,450.35</b>	<b>34,022.35</b>	<b>24,686.15</b>	<b>1,22,351.59</b>
	Less: Inter Segment Turnover	4,081.37	3,255.94	2,934.37	10,307.40
	<b>Revenue from operations (Net)</b>	<b>36,368.98</b>	<b>30,766.41</b>	<b>21,751.78</b>	<b>1,12,044.19</b>
<b>2</b>	<b>Segment Results</b>				
	Profit (+) / Loss (-) before tax and finance cost				
	a) Metal	1,061.70	850.70	512.44	2,664.34
	b) Metallic Oxides	295.42	497.39	225.93	1,363.11
	c) Plastic Additives	142.69	144.93	153.22	566.99
	d) Others	(20.33)	(4.62)	2.62	(30.50)
	<b>Total</b>	<b>1,479.48</b>	<b>1,488.40</b>	<b>894.21</b>	<b>4,563.94</b>
	Less : Finance Cost	430.39	385.71	266.40	1,360.56
	Less: Other unallocable expenditure net off unallocable income	212.25	230.53	209.71	815.93
	Profit / (Loss) from continuing operations	836.84	872.16	418.10	2,387.45
	Profit / (Loss) from discontinuing operations	-	-	-	-
	<b>Profit Before Tax</b>	<b>836.84</b>	<b>872.16</b>	<b>418.10</b>	<b>2,387.45</b>
<b>3</b>	<b>Segment Assets</b>				
	a) Metal	10,495.64	9,377.17	9,077.75	9,377.17
	b) Metallic Oxides	8,624.39	6,796.73	5,440.83	6,796.73
	c) Plastic Additives	2,282.53	1,983.53	1,864.46	1,983.53
	d) Others	1,039.45	730.52	601.85	730.52
	e) Other unallocable corporate assets	1,063.10	988.63	651.53	988.63
	<b>Total assets</b>	<b>23,505.11</b>	<b>19,876.58</b>	<b>17,636.42</b>	<b>19,876.58</b>
<b>4</b>	<b>Segment Liabilities</b>				
	a) Metal	1,272.26	1,491.67	466.02	1,491.67
	b) Metallic Oxides	2,371.39	1,376.63	1,358.15	1,376.63
	c) Plastic Additives	828.96	358.01	681.86	358.01
	d) Others	388.26	178.22	25.10	178.22
	e) Other unallocable corporate liabilities	11,201.94	9,657.94	9,636.78	9,657.94
	<b>Total liabilities</b>	<b>16,062.81</b>	<b>13,062.47</b>	<b>12,167.91</b>	<b>13,062.47</b>
<b>5</b>	<b>Capital Employed (Segment assets-Segment liabilities)</b>				
	a) Metal	9,223.38	7,885.50	8,611.73	7,885.50
	b) Metallic Oxides	6,253.00	5,420.10	4,082.68	5,420.10
	c) Plastic Additives	1,453.57	1,625.52	1,182.60	1,625.52
	d) Others	651.19	552.30	576.75	552.30
	<b>Total capital employed in segments</b>	<b>17,581.14</b>	<b>15,483.42</b>	<b>14,453.76</b>	<b>15,483.42</b>
	Unallocable corporate assets less corporate liabilities	(10,138.84)	(8,669.31)	(8,985.25)	(8,669.31)
	<b>Total Capital Employed</b>	<b>7,442.30</b>	<b>6,814.11</b>	<b>5,468.51</b>	<b>6,814.11</b>

#### Notes:

- The above quarterly results for the period ended June 30, 2024 as reviewed and recommended by the Audit committee of the Board, has been approved by the Board of Directors at its meeting held on August 1, 2024. The Statutory Auditors have carried out limited review of the financial statements for the quarter ended June 30, 2024.
- The statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- The business of the Company falls under three segments i.e., (a) Metal; (b) Metallic Oxides; and (c) Plastic additives in accordance with Ind AS 108 'Operating Segments'.
- The financial results for the quarter ended March 31, 2024 is balancing figure between audited figures in respect of the full financial year ended March 2024 and the unaudited published year-to-date figures upto the third quarter ended December 31, 2023 which was subjected to limited review.
- Figures of the previous periods have been regrouped, wherever necessary.

For POCL ENTERPRISES LIMITED



**Sunil Kumar Bansal**  
Managing Director  
DIN : 00232617

Place : Chennai  
Date : August 1, 2024



# DARPAN & ASSOCIATES

CHARTERED ACCOUNTANT

#11/2, Shyam Avenue, College Road, Nungambakkam, Chennai - 600006

[darpanassociates@gmail.com](mailto:darpanassociates@gmail.com)

## LIMITED REVIEW REPORT TO THE BOARD OF DIRECTORS OF POCL ENTERPRISES LIMITED

1. We have reviewed the unaudited financial results of **POCL Enterprises Limited** (the "Company") for the quarter ended June 30, 2024, which are included in the accompanying Statement of Unaudited Financial Results for Quarter ended June 30, 2024, together with the relevant notes thereon (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations, 2015") read with SEBI circular no. CIR/CFD/CMD1/80/2019 dated July 19, 2019.
2. The Statement is the responsibility of the Company's management and has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on these financial results based on our review of the financial results for the quarter ended June 30, 2024 which is prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 "Interim Financial Reporting" specified under Section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules issued thereunder and other accounting principles generally accepted in India; and the relevant requirements of the Regulation and the Circular.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. The review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Darpan & Associates**

**ICAI Firm Registration No.016156S**

**Chartered Accountants**

  
Darpan Kumar

**Partner**

**Membership No. 235817**

**UDIN: 24235817BKFAZQ5739**

**Place : Chennai**

**Date : August 1, 2024**





**DETAILS OF SUB-DIVISION OF EXISTING EQUITY SHARES AS REQUIRED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.**

Sl. No.	Particulars	Details		
1	Sub-division Ratio	5:1 i.e., Existing One (1) Equity Share of face value of Rs. 10/- (Rupees ten only) each will be sub-division into Five (5) Equity Shares of face value of Rs. 2/- (Rupees two only) each.		
2.	Rationale behind the Sub-division	To enhance the liquidity of the Company's Equity Shares and to encourage the participation of small investors by making the Company's share more affordable.		
3.	Pre and post share capital	<b>Equity Share Capital</b>	<b>Pre Sub-division</b>	<b>Post sub-division &amp; Increase in authorised share capital</b>
		Authorised	Rs. 6,00,00,000	Rs. 15,00,00,000
		Subscribed	Rs. 5,57,59,920	Rs. 5,57,59,920
		Paid-up	Rs. 5,57,59,920	Rs. 5,57,59,920
4.	Expected time of completion	Approximately 4 months (including the time required for seeking shareholders' approval)		
5.	Class of shares which are sub-divided	Equity shares (There is only one class of Equity Shares)		
6.	Number of equity shares pre and post-Sub-division	<b>Equity Shares</b>	<b>Pre Sub-division</b>	<b>Post Sub-division &amp; increase in authorised share capital</b>
		Authorised	60,00,000 Equity Shares of Rs. 10/- each	7,50,00,000 Equity Shares of Rs. 2/- each
		Subscribed	55,75,992 Equity Shares of Rs. 10/- each	2,78,79,960 Equity Shares of Rs. 2/- each
		Paid-up	55,75,992 Equity Shares of Rs. 10/- each	2,78,79,960 Equity Shares of Rs. 2/- each
7.	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding.	Not Applicable		

**ANNEXURE -II****BRIEF DETAILS OF ALTERATION IN THE CAPITAL CLAUSE OF MOA AS REQUIRED UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.****Alteration of the Capital Clause of the Memorandum of Association**

The Board of Directors of the Company at its Meeting held on August 1, 2024, subject to approval of the Members, has approved increase in the Authorised Share Capital of the Company. Further, consequent to the sub-division of equity shares of the Company, the face value of the existing equity shares is also being altered. Accordingly, the Capital Clause (Clause V) of the Memorandum of Association (MOA) of the Company is being altered.

<b>Clause No.</b>	<b>Existing Clause</b>	<b>Proposed Clause</b>
V	The Share Capital of the Company is Rs. 6,00,00,000/- (Rupees Six Crores only) divided into 60,00,000 (Sixty Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten only) each.	The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores only) divided into 7,50,00,000 (Seven Crores Fifty Lakhs only) Equity Shares of Rs. 2/- (Rupees Two only) each.

**ANNEXURE -III****DETAILS AS REQUIRED UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.****Appointment of Mrs. Indu Bala (DIN: 10709651), as Additional Director in Independent Capacity**

Reason for Change: Appointment as an Additional Director in Independent Capacity subject to approval of shareholders.

Date of Appointment: 01/08/2024

Term of Appointment: First term of 5 years commencing from August 1, 2024 till July 31, 2029.

Brief profile: Mrs. Indu Bala is a B. Com Graduate. She is a highly motivated entrepreneur and carries more than six years of experience in managing various aspects of business operations. Her expertise encompasses marketing, finance, human resources, business administration etc., Mrs. Indu Bala possesses a comprehensive understanding of management principles, business administration processes and strategic marketing techniques. She is also well-versed in public relation areas, which enables her to effectively build and maintain positive relationships with stakeholders.

Willington Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.

Phone : +91 -44 4914 5454 E-mail : info@poel.in Website : www.poel.in

CIN : L52599TN1988PLC015731

**AN ISO CERTIFIED COMPANY**

Relationship between Directors: Mrs. Indu Bala is not related to any of the Directors of the Company.

**Appointment of Dr. Ramachandran Balachandran (DIN: 01648200), as Additional Director in Independent Capacity**

Reason for Change: Appointment as an Additional Director in Independent Capacity subject to approval of shareholders.

Date of Appointment: 01/08/2024

Term of Appointment: First term of 5 years commencing from August 1, 2024 till July 31, 2029.

Brief profile: Dr. Ramachandran Balachandran is a seasoned professional with a distinguished academic and professional background. He is a Fellow Member of the Institute of Chartered Accountants of India (ICAI), an Associate Member of the Institute of Company Secretaries of India (ICSI), holds a Ph.D. in Management Science, and is also a Law Graduate. He also holds various other Post Graduate certifications like DIRM (ICAI), DISA (ICAI), and FAP-KFCRI. Additionally, he is also a qualified Insolvency Professional with significant experience in handling various insolvency and bankruptcy cases. Further, he is an accredited Arbitrator and Mediator and empanelled in Madras High court, IIAC and ICA.

With 37 years of experience, he has extensive knowledge in the areas of Companies Act, Audit and taxation, fund raising, capital markets regulations, business management, business strategy development etc., He also holds the experience of representing as a counsel before various adjudicatory bodies. Currently he serves on the board of various companies. Besides this, Dr. Ramachandran Balachandran is also actively involved in social causes and also serves as the Vice President of The Madras Society for the Protection of Children.

Relationship between Directors: Dr. Ramachandran Balachandran is not related to any of the Directors of the Company.

**Appointment of Cost Auditor – Mr. K. R. Vivekanandan, Practicing Cost Accountant, Chennai**

Reason for Change: Appointment

Date of Appointment: 01/08/2024

Term of Appointment: Financial Year 2024-25

Brief profile: Mr. K. R. Vivekanandan, Practicing Cost Accountant, Chennai, has expertise in the field of Cost Accountancy & Auditing, Company Formation and Registration etc.

Disclosure of relationships between Directors (in case of appointment of a Director): Not Applicable

**Appointment of Internal Auditor – M/s. CNGSN & Associates LLP, Practicing Chartered Accountants**

Reason for Change: Appointment

Date of Appointment: 01/08/2024

Term of Appointment: Financial Year 2024-25

Brief profile: CNGSN & Associates LLP (CNGSN) is a Limited Liability Partnership with LLP Identity No.AAC-9402. The firm was established during the year 1990 as a Partnership Firm and was subsequently converted to a Limited Liability Partnership with effect from 19/11/2014. The firm consists of 16 partners with multi locations in South India. CNGSN offers audit and consulting services for businesses of medium and large size. With an array of clients both Indian and Multinational, the partners of the firm are catering to differing client requirements. The partners have in-depth experience in the fields of statutory audit, internal audit, management consulting, capital markets, taxation (both direct and indirect), private equity and different forms of assurance. Apart from the partners, the firm has over 85 skilled staff to handle its operations, (including CA's, CWA's and MBA's), whom the partners regard as their core strength.

Disclosure of relationships between Directors (in case of appointment of a Director): Not Applicable

**Appointment of Secretarial Auditor – Mrs. Deepa V Ramani, Practicing Company Secretary**

Reason for Change: Appointment

Date of Appointment: 01/08/2024

Term of Appointment: Financial Year 2024-25

Brief profile: CS Deepa V Ramani is a Peer Reviewed Practicing Company Secretary and a Fellow Member of the Institute of Company Secretaries of India (ICSI). She has around 23 years of experience in Contracts Management, Advisory and Compliance Management in the areas of Trade Marks, Trusts, NGOs, ESOPs, Sweat Equity, Corporate Restructuring, Joint Ventures, Due Diligence, Acquisition and Takeovers, FCRA, SEBI Laws, FEMA laws and drafting of Agreements/Contracts and various compliances under Companies Act, FEMA, Depository Participants, RBI Laws, Insolvency and Bankruptcy laws.

Disclosure of relationships between Directors (in case of appointment of a Director): Not Applicable