

222, ACHARYA JAGADISH CHANDRA BOSE ROAD, KOLKATA-700 017, INDIA

☎ : (+91-33) 2280 3127, 2290 2256, 2287 8229, Fax : (+91-33) 2287 9938

E-mail : info@carnationindustries.com. Web: www.carnationindustries.com.

CIN: L27209WB1983PLCO35920

Dated: 26.9.2014

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|--|--|
| The Asst. General Manager Listing Department The Bombay Stock Exchange Ltd. P. J. Towers, Dalal Street Mumbai – 400 001. | The Listing Manager The Calcutta Stock Exchange Ltd. 6, Lyons Range Kolkata – 700 001. |
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Dear Sir,

Sub: Disclosure of Voting Results of the 31st Annual General Meeting of the Company held on September 26, 2014 as per the requirement of the Equity Listing Agreement

This is to inform you that the 31st Annual General Meeting of the Company was held on 26th September, 2014 at Sarat Sadan, 5 Mahatma Gandhi Road, Howrah – 711 101

The details as per the requirement under Clause 35A of the Listing Agreement are given below:

| | |
|--|---------------------------|
| Date of the AGM | September 26, 2014 |
| Total no of shareholders on record date | 1944 |
| No of shareholders present in the meeting either in person or through proxy | |
| - Promoter and promoter Group | 6 |
| - Public | 25 |

Details of the Voting Results Agenda Wise

| Item No. | Details of the Agenda | Resolution Required (Ordinary/Special) | Mode of Voting (E-Voting/Postal Ballot) | Remarks |
|----------|---|--|---|---|
| 1. | Consider and adopt audited Financial Statements, Reports of the Board of Directors and Auditors thereon | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |

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| Item No. | Details of the Agenda | Resolution Required (Ordinary/Special) | Mode of Voting (E-Voting/Postal Ballot) | Remarks |
|----------|---|--|---|---|
| 2. | To declare Dividend @ Rs. 8/- per ordinary share | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 3. | Re-appoint Mr. Suvabrata Saha, who retires by rotation. | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 4. | Re-appointment of Auditors till the conclusion of thirty Fourth (34 th) Annual General Meeting and fixing their remuneration. | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 5. | Appointment of Mr. R.C. Jha as an Independent Director of the Company. | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 6. | Appointment of Mr. Manoj Bose as an Independent Director of the Company. | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 7. | Appointment of Mr. Debajyoti Chakrabarti as an Independent Director of the Company | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 8. | Ratification of Cost Auditor's Remuneration | Ordinary | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 9. | Creation of Charges on the moveable and immovable properties of the company, both present and future in respect of borrowings | Special | E-Voting & Postal Ballot | The resolution was passed with requisite majority |
| 10. | Amendment of the Articles of Association | Special | E-Voting & Postal Ballot | The resolution was passed with requisite majority |



CARNATION INDUSTRIES LTD.



ISO 9001 : 2008

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| Item No. | Details of the Agenda | Resolution Required (Ordinary/Special) | Mode of Voting (E-Voting/Postal Ballot) | Remarks |
|----------|----------------------------|--|---|---|
| 11. | Related Party Transactions | Special | E-Voting & Postal Ballot | The resolution was passed with requisite majority |

The voting details are annexed herewith.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Thanking you

Yours faithfully
For Carnation Industries Ltd.

Sanjay Agarwal
Company Secretary
Encl: as above