



Dated: 25.04.2019

<b>The Company Secretary Listing Department The Bombay Stock Exchange Ltd. P. J. Towers, Dalal Street Mumbai – 400 001</b>	<b>The Company Secretary The Calcutta Stock Exchange Ltd. 7, Lyons Range Kolkata – 700 001</b>
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Dear Sir/Madam,

This is to inform you that the Extraordinary General Meeting of the Company was held on April 25, 2019 at the Registered Office of the Company at 28/1, Jheel Road, Howrah- 711 106, at 10 A.M.

In view of Mr. Manoj Bose, Chairman of the Company, inability to attend the Extra Ordinary General Meeting (EGM), Mr. Ravindra Prakash Sehgal, Managing Director was elected by the Board of Directors to take the Chair. The requisite quorum was present throughout the meeting. The business as per Notice of EGM was taken up at the meeting.


Chairman announced that Proxy Register, Register of Members, Register of Directors and KMPs and their shareholdings, Register of Contracts, Minutes Book of General Meeting and Inspection Documents were available for inspection by the Members during the meeting.

Members were informed that the Company has engaged the services of NSDL for providing electronic facility of remote e-voting which commenced on 22<sup>nd</sup> April, 2019 at 9 A.M. and ended on 24<sup>th</sup> April, 2019 at 5 P.M. for the resolution proposed to be transacted at the EGM of the Company.

The Chairman informed the members that members who have not casted their vote by remote e-voting have been provided with the facility of voting through ballot paper at the venue of the EGM.

Chairman further informed that the Company has appointed Mr. Raj Kumar Banthia, Company Secretary in Practice, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through ballot paper in a fair and transparent manner.

The following items of business as per notice of the Extraordinary General Meeting were taken up at the meeting.

  
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**CARNATION INDUSTRIES LTD.**



**bsi.**  
ISO 9001 2015

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

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

E-mail : [info@carnationindustries.com](mailto:info@carnationindustries.com). Web: [www.carnationindustries.com](http://www.carnationindustries.com).

CIN: L27209WB1983PLCO35926

**SPECIAL BUSINESS**

**ITEM No 1.**

**"RESOLVED THAT** pursuant to the provisions of Section 180(1) (a) of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, consent be and is hereby accorded to dispose of the whole, or substantially the whole of the assets of the Company including and not limited to Uluberia Unit of the Company situated at Mauza Rauta, Kaijuri, J.L. 66, Uluberia, Howrah - 711316 for such consideration and on such terms and conditions as the Board of Directors of the Company consider beneficial to the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize the terms and conditions and take such steps as may be necessary for obtaining approvals, statutory or contractual or otherwise, if any, required in relation to the above and to settle all the matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds and things that may be necessary, proper and expedient or incidental for the purpose of giving effect to the above resolution."

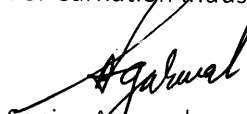
Item No. 1 of the Notice was placed for voting by way of Special Resolution. The Results of the voting (both for remote e-voting and Poll) shall be intimated in due course on receipt of report from the scrutinizer.

The above is for your kind information and records.

Thanking you

Yours faithfully

For Carnation Industries Ltd.

  
Sanjay Agarwal  
Company Secretary  
M. No. A 15785

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*Registered Office*

28/1, JHEEL ROAD, P.O. SALKIA, LILUAH, HOWRAH - 711 106