



CARNATION INDUSTRIES LTD.



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ISO 9001 2015

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

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CIN: L27209WB1983PLCO35920

Dated: 27.09.2019

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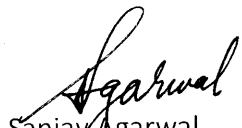
Dear Sir/Madam,

Re: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015 – disclosure of Voting Results of the 36th Annual General Meeting of the Company held on September 27, 2019

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, given below are the details of the voting results of the business transacted at the AGM as per the prescribed format vide SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper. The above are also being uploaded on the Company's website.

Yours faithfully
For Carnation Industries Limited


Sanjay Agarwal
Company Secretary

Encl: as above

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Registered Office

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

CARNATION INDUSTRIES LIMITED

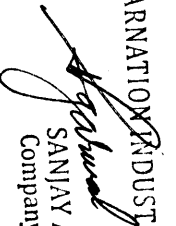
Date of the Annual General Meeting (AGM)	9/27/2019
Total number of shareholders on record date	2001
No. of shareholders present in the meeting either in person or through proxy:	4
Promoters and Promoter Group:	Public: 16
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	Public: NIL
Agenda-wise disclosure (to be disclosed separately for each agenda item)	NIL
Resolution required: (Ordinary/ Special)	
Whether promoter / promoter group are interested in the agenda/resolution?	
Resolution required: (Ordinary/ Special)	
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations")	
Promoters / Public	
Mode of voting	[1]
Total No of Shares Held	[2]
Total No of Vote polled	[3]=([2]/[1]) * 100
% of Votes on outstanding Shares	[4]
No of Votes - Favour	[5]
No of Votes - Against	[6]=([4]/[2]) * 100
% of Votes in favour on Votes Polled	[7]=([5]/[2]) * 100

Resolution No. 1
To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2019 together with the reports of the Auditors and the Board of Directors thereon.

Type of Resolution	Ordinary Resolution						
	E-voting	Postal Ballot	Poll*	Total	E-voting	Postal Ballot	Poll*
Promoters and Promoters Group	1509917	0	0	1509917	0	0	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - Others	1947243	0	0	1947243	0	0	0
Grand Totals	3457160	0	0	3457160	0	0	0

Resolution No. 2
To appoint Mr. Suvobrata Saha (DIN 00131180) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

Type of Resolution	Ordinary Resolution						
	E-voting	Postal Ballot	Poll*	Total	E-voting	Postal Ballot	Poll*
Promoters and Promoters Group	1509917	0	0	1509917	0	0	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - Others	1947243	0	0	1947243	0	0	0
Grand Totals	3457160	0	0	3457160	0	0	0

For CARNATION INDUSTRIES LTD.

SANJAY AGARWAL
Company Secretary



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration Rules), 2014]

NAME OF THE COMPANY	Carnation Industries Limited
MEETING	36 th Annual General Meeting
DATE & TIME	Friday, 27 th September, 2019 at 12 Noon
VENUE	Registered office :- 28/1, Jheel Road, Liluah, P.O. Salkia, Howrah - 711 106

1. Appointment of Scrutinizer

I was appointed as the Scrutinizer for the remote e-Voting as well as Poll conducted at the 36th Annual General Meeting (36th AGM) of Carnation Industries Limited (hereinafter referred to as the Company) held on Friday, 27th September, 2019 at 12 Noon at the registered office of the Company at 28/1, Jheel Road, Liluah, P.O. Salkia, Howrah - 711 106.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-Voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions contained in the Notice dated Wednesday, 29th May, 2019.

2. Dispatch of Notice convening the Meeting

The Company on the basis of the Register of Members and the List of Beneficiary Owners made available by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), completed dispatch of the Notice of the AGM as under:-



- On Monday, 2nd September, 2019 by email to 1156 members who had registered their e-mail ids with the Company/Depositories/ Registrar.
- On Monday, 2nd September, 2019 by Courier Service to 839 members in physical form.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" and in a Bengali newspaper "Arthik Lipi" having wide circulation, in their respective editions dated Saturday, 7th September, 2019.

3. Cut-off date

The Voting rights were reckoned as on Friday, 20th September, 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and poll at the meeting.

4. Remote e-Voting

4.1 Agency:

The Company appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from 09:00 a.m. on Tuesday, 24th September, 2019 to 05:00 p.m. on Thursday, 26th September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolution(s), on the e-Voting platform provided by NSDL.

5. Voting through Poll at the AGM:

- 5.1 The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-Voting were allowed to exercise their right to vote at the meeting.



5.2 The polling papers in Form MGT-12 as per Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present.

6. Counting Process:

6.1 No members had cast their vote through poll at the AGM.

6.2 The votes cast through remote e-Voting were unblocked on Friday, 27th September, 2019 around 01:30 p.m in the presence of two witnesses namely Mr. T.C. Jain and Md. Tausif who are not in the employment of the Company.

T.C. Jain

Mr. T.C. Jain
Witness : 1

Md. Tausif

Md. Tausif
Witness : 2

7. Results:

7.1 I observed that

- (a) No members had cast their vote through poll at the AGM.
- (b) 13 members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of 36th AGM dated 29th May, 2019 are as under:-



Ordinary Business

Item No. 1 – Adoption of the Audited Financial Statements of the Company for the financial-year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	13	1,517,518	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	13	1,517,518	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



Item No. 2 – Appoint a Director in place of Mr. Suvabrata Saha (DIN: 00131180) who retires by rotation and being eligible offers himself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	13	1,517,518	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	13	1,517,518	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



8. Based on the aforesaid results, I report that two Ordinary Resolutions as contained in Item No. 1 to Item No. 2 of the Notice dated 29th May, 2019 have been passed unanimously.

9. The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 36th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.



Place: Kolkata
Date: 27/09/2019

Sweety Kapoor
SWEETY KAPOOR
Practising Company Secretary
FCS – 6410; COP – 5738