



**CARNATION INDUSTRIES LTD.**



**bsi.**  
ISO 9001 2015

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CIN: L27209WB1983PLCO35920

Dated: 28.09.2020

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

**Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Outcome of 37<sup>th</sup> Annual General Meeting**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the summary of the proceedings of the 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 28<sup>th</sup> September, 2020 at 3 P.M., through Video Conferencing/Other Audio Visual Means.

The details of the voting results will be submitted within the stipulated time period as prescribed in SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Kindly take the same into record.

Thanking you

Yours faithfully,  
For Carnation Industries Ltd.

  
Sanjay Agarwal  
Company Secretary

Encl: as above

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*Registered Office*

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



## Summary of the Proceedings of the 37<sup>th</sup> Annual General Meeting (AGM)

The 37<sup>th</sup> Annual General Meeting (AGM) of the Members of Carnation Industries Limited was convened on Monday, 28<sup>th</sup> September, 2020 at 3 P.M., through Video Conferencing/Other Audio Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India and concluded at 3.30 P.M. Further 15 minutes was given for E-voting at the AGM.

Dr. Sephali Roy, Chairman took the Chair.

The Meeting was attended by 25 Members in person/thru video conferencing.

The Chairman informed the Members that the requisite quorum was present and called the Meeting to order. The Quorum was present throughout the Meeting.

The Chairman welcomed the members and introduced the Directors. She further informed that apart from them, the key executives and senior management of the Company have joined the meeting. The Statutory Auditor and Secretarial Auditor have also logged in for attending this meeting.

The Chairman informed that Mrs. Sweety Kapoor, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting process.

The Chairman asked the Managing Director to conduct the proceedings of the AGM.

Thereafter, the Managing Director delivered his speech. He gave an overview of the financial performance of the Company for the Financial Year ended on 31<sup>st</sup> March, 2020 and its future outlook.

The Company Secretary informed that there are qualifications in the Statutory Auditors' and the Secretarial Auditors report. Company Secretary read the qualifications and the replies given against the qualifications.

It was also informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the 37<sup>th</sup> AGM to cast their vote electronically from a place other than the venue of the Meeting i.e. remote e-voting. The remote e-voting period commenced on Friday, 25<sup>th</sup> September 2020 (9 A.M.) and ended on Sunday, 27<sup>th</sup> September 2020 (5 P.M.). Voting through insta poll was also done at the time of AGM by the members who have not cast their vote electronically.



The Managing Director covered the items of Ordinary Business and Special Business at the Meeting, as listed under Serial No. 1 to 6.


Managing Director informed that the Company had not received any request from the Members to register them as speakers at the Meeting.

The following items of business as per the Notice of the 37<sup>th</sup> AGM dated 27<sup>th</sup> July, 2020 were transacted:

1. Adoption of the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 and the reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Arun Kumar Bose (DIN: 00131295) who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Mr. Subir Chatterjee (DIN: 0008707324) as a Director of the Company for a period of 5 years i.e. w.e.f. 22<sup>nd</sup> February, 2020.
4. Re-appointment of Dr. Sephali Roy (DIN: 07151823) as an Independent Director of the Company for a period of 5 years w.e.f. 9<sup>th</sup> April, 2020.
5. Re-appointment of Mr. Ravindra Prakash Sehgal (DIN: 00119477) as Managing Director of the Company for a further period of 5 years and approval of his remuneration for a further period of 3 years, w.e.f. 1<sup>st</sup> September, 2020.
6. Re- appointment Mr. Suvabrata Saha (DIN: 00131180), Jt. Managing Director of the Company for a further period of 5 years and approval of his remuneration for a further period of 3 years, w.e.f. 1<sup>st</sup> September, 2020.

The voting results shall be intimated as and when the Scrutinizer's Report is available.

For Carnation Industries Limited

  
Sanjay Agarwal  
Company Secretary