

CARNATION INDUSTRIES LIMITED

9/C KUMAR PARA ROAD 2ND FLOOR, LILUAH HOWRAH-711204
CIN: L27209EB1983PLC035920

Date: 12.04.2025

To
The Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001
Scrip Code:530609

To
The Calcutta Stock Exchange Ltd,
7, Lyons Range
Kolkata - 700 001
Scrip Code: 13067

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Execution of Share Purchase Agreement with the existing shareholders of Oniv Beverages Private Limited

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Company has, on April 12, 2025, entered into a Share Purchase Agreement ("SPA") to acquire 100% equity shares in Oniv Beverages Private Limited with its existing shareholders for a total consideration not exceeding INR 5.00 Crores to be paid by issuance/allotment of equity shares of the Company in exchange for the equity shares of Oniv Beverages Private Limited within the first half of the current fiscal year, after obtaining all necessary approvals for the transaction.

Details as required under SEBI Listing Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given in Annexure 1.

We request you to kindly take the above information on record and oblige.

For Carnation Industries Limited

Parul Rai
Company Secretary

CARNATION INDUSTRIES LIMITED

9/C KUMAR PARA ROAD 2ND FLOOR, LILUAH HOWRAH-711204

CIN: L27209EB1983PLC035920

Annexure -1

The details as required under 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 as under:

a)	Name of the target entity, details in brief such as size, turnover etc.;	M/s Oniv Beverages Private Limited, (CIN: U15100MH2012PTC233910), a company incorporated under the Companies Act, 2013, and having its registered office at 6, Floor 3, Plot - 422, Nav Bhavna, Swatantrya Veer Savarkar Marg, Kismat Cinema, Prabhadevi, Mumbai – 400025, Maharashtra. Turnover for March 31, 2024 was INR 16.91 crores approx.
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”;	Not Applicable.
c)	Industry to which the entity being acquired belongs;	The Company is a private company engaged in the business of manufacturing and selling wine & beverages under various registered brand names, either owned or under license from third party in India.
d)	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Through this acquisition, the Company is strategically expanding its business portfolio in a manner that can be seamlessly and economically integrated with its existing operations.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	NA
f)	Indicative time period for completion of the acquisition;	The acquisition process shall be completed within the first half of the current Fiscal Year after obtaining all necessary approvals for the transaction.
g)	Nature of consideration - whether cash consideration or share swap and details of the same;	share swap deal
h)	Cost of acquisition or the price at which the shares are acquired;	5 crores
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>The Company is a private company engaged in the business of manufacturing and selling wine & beverages under various registered brand names, either owned or under license from third party in India.</p> <p>Turnover for March 31, 2024 INR 16.91 crores approx. March 31, 2023 was INR 10.00 crores approx. and March 31, 2022 was INR 0.50 crores approx.</p>