

CARNATION INDUSTRIES LIMITED

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

CIN: L25119WB1983PLC035920

November 17, 2025

To
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: Outcome of Postal Ballot and Disclosure of Voting Results as per the requirements of Regulation 44 (3) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended along with Scrutinizer Report.

Dear Sir/Ma'am,

This is with reference to our Postal Ballot Notice dated October 17, 2025 seeking approval of the shareholders of the Company by way of Postal Ballot (remote e-voting) on the following resolutions:

Sl. No.	Description of the Resolution	Type of Resolution
1.	Change in Name of the Company and consequential amendment to the Memorandum and Articles of Association of the Company.	Special
2.	To approve fund raising through issue of Securities.	Special
3.	Increase of Authorized Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company.	Special
4.	Shifting of Registered Office of the Company from one state to another state and to alter the situation clause of the Memorandum of Association.	Special
5.	Approval for maintaining Minimum Public shareholding of 25% in the Company	Special

The voting on Postal Ballot concluded at 5:00 PM (IST) on Sunday, November 16, 2025 and the Scrutinizer has submitted their report on Postal Ballot (remote e-voting) on Monday, November 17, 2025.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we would like to inform you that all these resolutions have been passed with requisite majority.

In this regard, please find attached herewith the voting results of the Postal Ballot in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the report of Scrutinizer on remote e-voting.

The above information is also available on the company's website: <https://www.carnation.org.in/>.

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

For **Carnation Industries Limited**

Bhawna Gupta
Director
DIN: 10101543

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CHANGE IN NAME OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	346296	20046	5.7887	19961	85	99.5760	0.4240
	Poll							
	Postal Ballot (if applicable)							
	Total	346296	20046	5.7887	19961	85	99.5760	0.4240
Total		3457160	3130910	90.5631	3130825	85	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					TO APPROVE FUND RAISING THROUGH ISSUE OF SECURITIES			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	346296	20046	5.7887	19961	85	99.5760	0.4240
	Poll							
	Postal Ballot (if applicable)							
	Total	346296	20046	5.7887	19961	85	99.5760	0.4240
Total		3457160	3130910	90.5631	3130825	85	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE OF AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	346296	20046	5.7887	19961	85	99.5760	0.4240
	Poll							
	Postal Ballot (if applicable)							
	Total	346296	20046	5.7887	19961	85	99.5760	0.4240
Total		3457160	3130910	90.5631	3130825	85	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM ONE STATE TO ANOTHER STATE AND TO ALTER THE SITUATION CLAUSE OF THE MEMORANDUM OF ASSOCIATION				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	346296	20046	5.7887	19960	86	99.5710	0.4290
	Poll							
	Postal Ballot (if applicable)							
	Total	346296	20046	5.7887	19960	86	99.5710	0.4290
Total		3457160	3130910	90.5631	3130824	86	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					APPROVAL FOR MAINTAINING MINIMUM PUBLIC SHAREHOLDING OF 25% IN THE COMPANY			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3110864	3110864	100.0000	3110864	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	346296	20046	5.7887	19961	85	99.5760	0.4240
	Poll							
	Postal Ballot (if applicable)							
	Total	346296	20046	5.7887	19961	85	99.5760	0.4240
Total		3457160	3130910	90.5631	3130825	85	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Avinash K & Co.

(Company Secretaries)

e-mail: avinash29aug@gmail.com
Contact: 9716691424 | Landline: 011-71571418

Ref. No.:

Date: 17/11/2025

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Board of Directors
Carnation Industries Limited
G-2 34/1 Vikas House, East Punjabi Bagh,
West Delhi, New Delhi – 110026

Dear Ma'am,

We, M/s. Avinash K & Co., Company Secretaries, were appointed as Scrutinizer by the Board of Directors of Carnation Industries Limited ("the Company") at their meeting held on October 17, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of Scrutinizing the e-voting process conducted for the purpose of Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting as per the provisions of Companies Act, 2013.

The Shareholders of the Company holding shares as on the "cut off" date i.e. on Friday, October 10, 2025, were entitled to vote electronically through remote e-voting on the resolution set out at item No. 1 to Item No. 5 in the Notice of Postal Ballot dated October 17, 2025.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote e-Voting to the shareholders which commenced from Saturday, October 18, 2025 (9:00 A.M) and ended on Sunday, November 16, 2025 (5:00 P.M.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015, the votes have been unblocked on Monday, November 17, 2025 after the conclusion of the voting period in the presence of two witnesses Ms. Pushpa Kumari, Daughter of Shri Sunil Kumar Thakur Resident of Laxmi Nagar, Shakarpur, New Delhi-110092, and Ms Vandana Tiwari, Resident of Laxmi Nagar, School Block, Shakarpur, New Delhi- 110092., India who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Office No. 403, B-31, Krishna Complex, Main Vikas Marg, Laxmi Nagar, New Delhi-110092



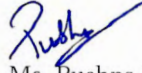
Avinash K & Co.

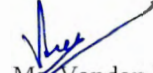
(Company Secretaries)

e-mail: avinash29aug@gmail.com
Contact: 9716691424 | Landline: 011-71571418

Ref. No.:

Date: 17/11/2025


Ms. Pushpa Kumari
Witness -I


Mr. Vandan Tiwari
Witness -II

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from National Securities Depository Limited (NSDL) e-voting system website <https://www.evoting.nsdl.com/>.

We hereby submit our consolidated Report on the result(s) of the remote e-voting in respect of the said items, details of the voting and result(s) for individual item(s) are attached herewith in Annexure 1 and forming part of the Report, mentioned as under:

S.No.	Item No.	Type of Business	% of votes casted in favour
1	Item No. 1	Special	99.997
2	Item No. 2	Special	99.997
3	Item No. 3	Special	99.997
4	Item No. 4	Special	99.997
5	Item No. 5	Special	99.997

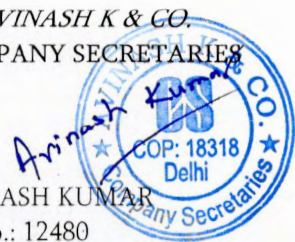
We hereby report that the Business(es) listed above as set out in Notice of Postal Ballot dated October 17, 2025, has been passed by the shareholders with requisite majority.

The Registers, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Executive Director of the Company or by any other person as may be authorized in this regard considers and approves the results and thereafter the same will be handed over to the Board of Director of the Company or such other person as may be authorized by them for safe keeping.

We thank you for the opportunity given to act as a Scrutinizer for the above electronic voting.

Thanking you,

for AVINASH K & CO.
COMPANY SECRETARIES


AVINASH KUMAR
M. No.: 12480
UDIN: F01248061001905767
CP No - 18318

Date: 17-11-2025
Place: New Delhi

Office No. 403, B-31, Krishna Complex, Main Vikas Marg, Laxmi Nagar, New Delhi-110092



Avinash K & Co.

(Company Secretaries)

e-mail: avinash29aug@gmail.com
Contact: 9716691424 | Landline: 011-71571418

Ref. No.:

Date: 17/11/2025

Annexure-1

(forming part of the E-voting Scrutinizer Report dated 17.11.25)

Item No. 1 (Special Resolution):

Change in Name of the Company and consequential amendment to the Memorandum and Articles of Association of the Company.

Total No. of Shareholders as on cut-off date: 2063

Total No. of Shares: 3457160

S.No.	Particulars	Promoter/Promoter Group	Public	Total
1.	Total votes received	3110864	20046	3130910
2.	Total no. of votes with assent	3110864	19961	3130825
3.	Total no. of votes with dissent	0	85	85

Voting Results:

% of total votes casted in favour of the Resolution: 99.997 %

% of total votes casted against the Resolution: 0.003 %

Hence, SPECIAL RESOLUTION listed at Item No. 1 is declared as approved.

Item No. 2 (Special Resolution):

To Approve Fund Raising Through Issue of Securities.

Total No. of Shareholders as on cut-off date: 2063

Total No. of Shares: 3457160

S.No.	Particulars	Promoter/Promoter Group	Public	Total
1.	Total votes received	3110864	20046	3130910
2.	Total no. of votes with assent	3110864	19961	3130825
3.	Total no. of votes with dissent	0	85	85

Voting Results:

% of total votes casted in favour of the Resolution: 99.997 %

% of total votes casted against the Resolution: 0.003 %

SPECIAL RESOLUTION listed at Item No. 2 is declared as approved.



Office No. 403, B-31, Krishna Complex, Main Vikas Marg, Laxmi Nagar, New Delhi-110092



Avinash K & Co.

(Company Secretaries)

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Contact: 9716691424 | Landline: 011-71571418

Ref. No.:

Date: 17/11/2025

Item No. 3 (Special Resolution):

Increase of Authorized Share Capital of the Company and Consequential amendment in the Memorandum of Association of the Company.

Total No. of Shareholders as on cut-off date: 2063

Total No. of Shares: 3457160

S.No.	Particulars	Promoter/Promoter Group	Public	Total
1.	Total votes received	3110864	20046	3130910
2.	Total no. of votes with assent	3110864	19961	3130825
3.	Total no. of votes with dissent	0	85	85

Voting Results:

% of total votes casted in favour of the Resolution: 99.997 %

% of total votes casted against the Resolution: 0.003 %

SPECIAL RESOLUTION listed at Item No. 3 is declared as approved.

Item No. 4 (Special Resolution):

Shifting of Registered Office of the Company from one State to another State and to alter the situation clause of the Memorandum of Association.

Total No. of Shareholders as on cut-off date: 2063

Total No. of Shares: 3457160

S.No.	Particulars	Promoter/Promoter Group	Public	Total
1.	Total votes received	3110864	20046	3130910
2.	Total no. of votes with assent	3110864	19960	3130824
3.	Total no. of votes with dissent	0	86	86

Voting Results:

% of total votes casted in favour of the Resolution: 99.997 %

% of total votes casted against the Resolution: 0.003 %

SPECIAL RESOLUTION listed at Item No. 4 is declared as approved.



Office No. 403, B-31, Krishna Complex, Main Vikas Marg, Laxmi Nagar, New Delhi-110092



Avinash K & Co.

(Company Secretaries)

e-mail: avinash29aug@gmail.com
Contact: 9716691424 | Landline: 011-71571418

Ref. No.:

Date: 12/11/2025

Item No. 5 (Special Resolution):
Approval for maintaining minimum public shareholding of 25% in the Company.

Total No. of Shareholders as on cut-off date: 2063
Total No. of Shares: 3457160

S.No.	Particulars	Promoter/Promoter Group	Public	Total
1.	Total votes received	3110864	20046	3130910
2.	Total no. of votes with assent	3110864	19961	3130825
3.	Total no. of votes with dissent	0	85	85

Voting Results:
% of total votes casted in favour of the Resolution: 99.997 %
% of total votes casted against the Resolution: 0.003 %

SPECIAL RESOLUTION listed at Item No. 5 is declared as approved.

