

Date: 13.11.2020

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

Sub: Outcome of the Board Meeting

Ref: Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

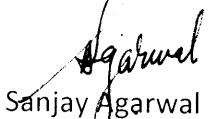
Please be informed that the Board of Directors at its meeting held on Friday, 13th November, 2020 has inter alia approved the Unaudited Financial Results of the Company together with Statement of Asset and Liabilities and Cash Flow for the quarter and half year ended 30th September, 2020, duly reviewed by the Statutory Auditors. The Limited Review Report is enclosed herewith.

The meeting commenced at 1 P.M. and concluded at 2.30 P.M.

The above is for your information and records.

Thanking you

Yours faithfully
For Carnation Industries Limited


Sanjay Agarwal
Company Secretary

Encl: as above



CHARTERED ACCOUNTANTS

1, Crooked Lane, Kolkata (WB) 700 069, India

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Independent Auditor's Review Report | Email: info@jainsaraogi.com | W: www.jainsaraogi.com

To
The Board of Directors
Carnation Industries Limited

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **Carnation Industries Limited** ("the Company") for the quarterended September 30, 2020 and year to date from 1st April, 2020 to 30th September, 2020 ("the statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Listing Regulations").
2. The preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under section 133 of Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with the Listing Regulations, is the responsibility of the Company's management and has been approved by the Board of Directors of the Company in its meeting held on November 13, 2020. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. a) We draw attention to Note No. 5 of the Statement regarding Trade Receivables in respect of export sales made in earlier years amounting to Rs. 1,823.13 lakhs (including Rs. 1754.36 lakhs due from a related party exceeding 5 years). The company has neither carried out impairment exercises of Trade Receivables nor provided for the same and continues to classify it as current financial assets.
b) The company in financial year 2018-19 had realised foreign trade receivables pertaining to related party against Bills purchased by banks amounting to Rs. 263.35 lakhs which were credited in bank account other than the bank account maintained with the Bill Purchasing bank (lending banks) without obtaining permission of the concerned bank. However, the amount taken against those bills from the lending banks has since been settled by way of one time settlement with them but the process of marking off the respective bills from the EDPMS is yet to be complied with.
5. **Material Uncertainty Related to Going Concern**
We draw attention to Note 6 of the Statement, regarding preparation of Statement on Going Concern basis for the reasons stated therein. The Company continues to incur



operating losses and there is considerable decline in the level of operations. As stated in Note 6 the appropriateness of Going Concern is dependent upon various initiatives undertaken by the company including realisation of Trade receivables, arrangement for financial resources in order to meet working/ long term capital requirement of the business and settlement and suitable renegotiation of credit terms with unsecured creditors, availability of labour on contract basis.

These events or conditions as set forth herein above and possible effect of COVID-19 pandemic as described in note 7 of the statement, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

6. Based on our review conducted as mentioned in paragraph 3 above and subject to the possible effects of the matters described in paragraph 4 and 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date:- 13.11.2020
Place:- Kolkata

For JAIN SARAOGI & CO.
Chartered Accountants
Firm Regn No. 305004E

Ravi Kumar

Ravi Kumar
Partner

M.No.: 304392

UDIN: 20304392AAAAAY8595



CARNATION INDUSTRIES LIMITED

Regd. Office : 28/1, JHEEL ROAD, LILUAH, P.O.-SALKIA, HOWRAH-711106.

CIN:L27209WB1983PLCO35920

Email: sanjay@carnationindustries.com, Website :www.carnationindustries.com

Statement of Unaudited Financial Results for the Quarter and Six months ended 30th September, 2020

SL. No.	Particulars	Quarter -Ended			Half Year Ended		(Rs. in lakhs)
		30.09.2020	30.06.2020	30.09.2019	30.09.2020	30.09.2019	Year - Ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1.	Revenue From Operations	328.05	41.36	336.71	369.41	551.85	782.34
2.	Other Income	(7.59)	31.33	55.47	23.74	98.65	1,802.08
3.	Total Income (1+2)	320.46	72.69	392.18	393.15	650.50	2,584.43
4.	Expenses						
	a) Cost of Materials Consumed and other manufacturing expenses	291.10	28.99	252.68	320.09	406.04	660.94
	b) Cost of Goods Traded	-	-	0.36	-	7.93	9.46
	c) Changes in inventories of Finished Goods	(11.24)	1.74	21.20	(9.50)	33.42	(1.38)
	d) Employee benefits expense	36.63	36.18	56.76	72.81	113.54	194.05
	e) Finance costs	19.89	4.70	(0.26)	24.59	13.15	194.10
	f) Depreciation and amortisation expense	3.44	3.41	20.54	6.85	43.23	58.39
	g) Impairment Cost	-	-	-	-	-	8.06
	h) Other expenses	67.34	13.85	1,312.04	81.19	1,364.79	1,470.84
	Total Expenses	407.16	88.87	1,663.32	496.03	1,982.10	2,594.45
5.	Profit/(Loss) before exceptional items and tax (3-4)	(86.70)	(16.18)	(1,271.14)	(102.88)	(1,331.60)	(10.03)
6.	Exceptional Items	-	-	-	-	-	-
7.	Profit/(Loss) before tax (5-6)	(86.70)	(16.18)	(1,271.14)	(102.88)	(1,331.60)	(10.03)
8.	Tax Expense:						
	(1) Current Tax	-	-	-	-	-	-
	(2) Deferred Tax	0.11	0.63	(37.07)	0.74	(36.17)	(44.67)
	(3) Tax for Earlier Year	-	-	-	-	-	0.47
9.	Profit/(Loss) for the period (7±8)	(86.81)	(16.81)	(1,234.07)	(103.62)	(1,295.43)	34.18
10.	Other Comprehensive Income						(28.67)
11.	Total Comprehensive Income for the period (9 ± 10)	(86.81)	(16.81)	(1,234.07)	(103.62)	(1,295.43)	5.50
12.	Earnings per Share (of Rs. 10/-each) (for continuing operations)						
	a) Basic	(2.51)	(0.49)	(35.70)	(3.00)	(37.47)	0.99
	b) Diluted	(2.51)	(0.49)	(35.70)	(3.00)	(37.47)	0.99



CARNATION INDUSTRIES LIMITED

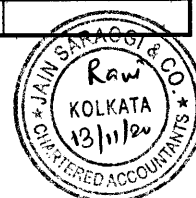
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Statement of Assets and Liabilities

			(Rs. in lakhs)	
SL. No.	Particulars	As at 30.09.2020 (Unaudited)	As at 31.03.2020 (Audited)	
A	ASSETS			
1	Non-current assets			
	Property, plant and equipment	297.25	303.86	
	Capital work in progress	-	-	
	Intangible Assets	0.04	0.04	
	Financial Assets			
	Investments	1.00	1.13	
	Other Non-current assets	27.72	27.72	
2	Current assets			
	Inventories	104.22	76.87	
	Financial Assets			
	a) Trade Receivables	1,827.37	1,860.89	
	b) Cash and cash equivalents	8.68	7.39	
	c) Bank balance other than included in cash and cash equivalents	3.66	3.66	
	Current Tax Assets (net)	34.25	34.11	
	Other current assets	495.35	509.29	
3	Assets classified as held for sale	9.60	11.59	
	TOTAL - ASSETS	2,809.15	2,836.57	
B	EQUITY AND LIABILITIES			
1	Equity and Liabilities			
	Equity			
	Equity Share Capital	345.72	345.72	
	Other Equity	289.71	393.33	
2	Liabilities			
	Non-current liabilities			
	Financial liabilities			
	a) Borrowings	134.75	131.90	
	Provisions	60.64	63.65	
	Deferred Tax Liabilities (net)	24.15	23.41	
3	Current Liabilities			
	Financial Liabilities			
	a) Borrowings			
	b) Trade payables			
	(i) total outstanding dues of micro enterprises and small enterprises	215.84	190.19	
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	1,435.59	1,420.45	
	c) Other financial liabilities	33.70	33.75	
	Other current liabilities	269.05	234.18	
	TOTAL - EQUITY AND LIABILITIES	2,809.15	2,836.57	



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CARNATION INDUSTRIES LIMITED
 Regd. Office : 28/1, JHEEL ROAD, LILUAH, P.O.-SALKIA, HOWRAH-711106.
 CIN:- L27209WB1983PLC035920
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 Statement of Cash Flows for the six months ended 30th September, 2020

PARTICULARS		(Rs. In Lacs)	
		Six months ended 30.09.2020	Six months ended 30.09.2019
(A)	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit/(loss) before exceptional items and tax		(1,331.60)
	Adjustments for:	(102.88)	
	-Depreciation, Imparement and Amortisation Expenses	6.85	43.23
	-Fair Valuation of Investment	0.13	1.17
	-(Profit)/Loss on sale/discard of Property Plant and Equipment(net)	(19.04)	(59.51)
	-Interest on Term Deposit		(0.07)
	-Finance Cost	24.59	13.15
	Operating Profit Before Working Capital Changes		
	Adjustments for:	(90.35)	(1,333.63)
	-(Decease)/ Increase in Trade Payables	28.12	(2.37)
	-(Decease)/ Increase in Non Current Provisions	(3.01)	(16.64)
	-(Decease)/ Increase in Other current Liabilities	50.80	(17.16)
	-Decrease/ (Increase) in other Non Current Assets	-	(0.98)
	-Decrease/ (Increase) Trade Receivables	33.52	1,900.76
	-Decrease/ (Increase) Other Current Asset	13.94	(571.43)
	-Decrease/ (Increase) Inventories	(27.35)	29.71
	Cash Generated from Operations :	5.67	(11.74)
	Income Tax Paid (including Tax deducted at source)	0.14	(0.17)
	Net Cash generated from Operating Activities	5.53	(11.91)
(B)	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Property, Plant and Equipments, Intangible and Capital Work in Progress	(0.25)	-
	Sale of Property, Plant and Equipments, Intangible, Assets held for and Capital Work in Progress	21.04	63.09
	Term Deposit other than cash & Cash equivalents (including accrued interest)	-	19.57
	Advance received/ (Adjusted) for sale of Property, Plant & Equipment	(19.13)	-
	Interest on Term Deposit	-	0.07
	Net Cash generated/ (used) in Investing Activities	1.66	82.73
(C)	CASH FLOW FROM FINANCING ACTIVITIES		
	Changes in other Financial Liabilities	-	(1.46)
	Changes in Current Borrowings (Net)	-	(45.78)
	Non Current Borrowings (Net)	4.58	(6.08)
	Finance cost paid	(10.48)	(13.15)
	Tax Paid on dividend		
	Net Cash generated/(used) in Financing Activities	(5.90)	(66.47)
	Net Increase/(Decrease) in Cash and Cash Equivalents(A+B+C)	1.29	4.35
	Opening Cash and Cash Equivalents	7.39	4.11
	Closing Cash and Cash Equivalents	8.68	8.46

Ravi Sarangi



CARNATION INDUSTRIES LIMITED
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Notes:-

1. The Results were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 13th November, 2020 and the Statutory Auditor have carried out the limited review of the same .
2. Figures for the previous periods are re-classified / re-arranged / re-grouped, wherever necessary, to correspond with the current period's classification / disclosure.
3. The Company is engaged in the manufacture of Castings & M.S. Products (Fabricated Steel) which are subject to the same risk & returns and hence constitute one primary segment. The analysis of geographical segments is based on the areas in which the Company operates.
4. No provision has been made for taxation owing to losses, both carried forward and currently incurred.
5. Trade Receivable includes Overdue Export proceeds in foreign exchange Rs. 1823.13 Lacs [including Rs. 1754.36 Lacs exceeding 5 years].
6. The "Turnaround Plan" of the Company as approved by the Board of Directors is in the process of implementation. In accordance with the turnaround plan, the company was able to successfully sell off part of its undertaking and also realise money against the claim lodged with ECGC and was able to pay and settle the dues under One Time Settlement entered into with secured lenders Viz. State Bank of India and Punjab National Bank. However, the Company has posted a loss of Rs. 103.62 Lacs during the half year ended on 30th september, 2020. Moreover, the accumulated losses as at 30th September, 2020 is Rs. 585.56 Lacs and there are substantial payments overdue to creditors and others. These conditions together with losses coupled with tight liquidity conditions pose serious challenge to the Company indicating the existence of material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. To address this and improve upon its operating and financial performance, the Company is in the process of implementing a comprehensive 'Turnaround Plan' by focusing on a number of measures viz.



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- i. Collection agency have been engaged from the panel available with ECGC to recover foreign debtors
- ii. Initiation of Legal Cases against foreign debtors
- iii. Increasing the production level at Unit 1 by scaling of operation
- iv. Identifying more domestic buyers in order to reduce the dependency on foreign buyers and thereby de risk the business and revenue stream.
- v. Continuing its efforts to Identify Strategic Investors having International presence to join the company which will help to scale up the operations.
- vi. Increase efforts to ensure early realisation of amount i.e. refundable taxes or duties lying with different Revenue Authorities.
- vii. Efforts to negotiate with creditors in order to arrive at mutually agreed settlement and payment to them in accordance with the terms finalised in order to avoid litigation and thereby renewing business relationship so that the supply chain can be streamlined.
- viii. Arrangement for financial resources to meet the working capital requirement.

The above plan has been approved by the Board of Directors. Accordingly, the financial results continue to be prepared on a going concern basis, which contemplates realization of assets and settlement of liabilities in the normal course of business.

7. Impact of the COVID-19 pandemic on the business; In view of the pandemic the entire business cycle and environment has apparently slowed down and the company is also affected. The order position of the company is good but it can be significantly affected by lower availability of skilled and unskilled labour. Accordingly, the company operation may be significantly impacted due to the same and the revenue will take a beating.

Ability to maintain operations including the factories/units/office spaces functioning and closed down; The company management has taken all measures to keep its operations unaffected however despite having given assurance to the skilled and unskilled labour some of them have chosen to return to their native places. Accordingly, it would be apparently difficult to get them all back soon and accordingly production of goods at factory will suffer which will impact the revenue of the company.

Schedule, if any, for restarting the operations; The company management has taken appropriate safety measures at its factory, warehouse and office which have all been



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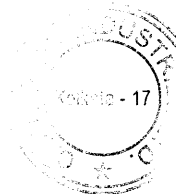
regularly sanitized and the company has started the production at works with limited labor strength and only the essential staff .

Steps taken to ensure smooth functioning of operations; The management of the company is also in touch with the labours who were previously employed to come back and resume their duty.

Estimation of the future impact of CoVID-19 on its operations; The management of the company as stated herein above foresee some downfall in production due to lack of human resource as well as disruption in public transportation.

Details of impact of CoVID-19 on Company -

- **capital and financial resources;** The problem of adequate capital and financial resources were already posing challenge in front of the company even before the pandemic but due to pandemic the same stands more aggravated.
- **profitability;** If arrangement of adequate working capital and negotiation of credit terms with creditors is not successfully worked out then the company will not be able to show significant profit in the coming financial year.
- **liquidity position;** The liquidity position of the company continues to be grim and which has further deteriorated with the outbreak of the pandemic.
- **ability to service debt and other financing arrangements;** The company does not have substantial debt to service though with the curtailed business operation the same can also pose challenge.
- **assets;** The major fund of the company is entangled as Receivables and only on successful realisation of the same the company will be able to streamline its operations. However the Company does have land and property which are not mortgaged and free of any charge.
- **internal financial reporting and control;** The company's business operation and business activity are at low level and with the existing staff strength the management of the company perceives no hurdle in internal financial reporting and control.
- **supply chain;** The supply chain consists of unsecured creditors who have been supporting the company during the hard time it is passing through. The company is in negotiation with them in order to liquidate their dues in phases and has resumed supply of goods and services on revised credit terms.
- **demand for its products/services;** The products manufactured by the company are accepted and certified by all the European and American standards and continues to be in demand. However, due to non availability of adequate working capital and financial

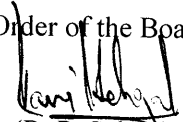


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resources the company is not able to manufacture larger volumes and cater to the demand of its products in foreign markets. Accordingly, the company is now focussing on domestic demand and in order to scale up is also identifying new domestic customers.

Existing contracts/agreements where non-fulfillment of the obligations by any party will have significant impact on the listed entity's business; there are no material existing contacts and agreement with any of the party where non-fulfillment of the obligations by any party will have significant impact on the companies business operation.

By Order of the Board



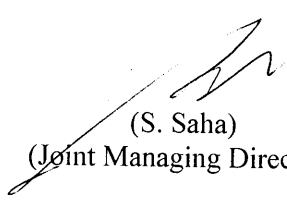
(R. P. Sehgal)

(Managing Director)



Place: Kolkata

Date: 13.11.2020



(S. Saha)

(Joint Managing Director)