

SCRUTINIZER'S REPORT

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

NAME OF THE COMPANY	Antarctica Limited
MEETING	25 th Annual General Meeting
DATE & TIME	Friday, 15 th September, 2017 at 11:00 a.m.
VENUE	Rammohan Library Hall, 267, Acharya Prafulla Chandra Road, Kolkata – 700 009

1. Appointment of Scrutinizer

I was appointed as the Scrutinizer for the remote e-Voting as well as Poll conducted at the 25th Annual General Meeting (25th AGM) of Antarctica Limited (hereinafter referred to as the Company) held on Friday, 15th September, 2017 at 11:00 a.m. at Rammohan Library Hall, 267, Acharya Prafulla Chandra Road, Kolkata – 700 009.

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 there under; (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 Saturday, 15th July, 2017.

2. Dispatch of Notice convening the Meeting

The Company has informed that, 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), the Company completed dispatch of the Notice of the AGM on Friday, 18th August, 2017 by Courier to 12,500 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 "The Echo of India" and in a Bengali newspaper "Arthik Lipi" having wide circulation, in their respective editions dated Saturday, 19th August, 2017.

3. Cut-off date

The Voting rights were reckoned as on Friday, 8th September, 2017, 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 had 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, 12th September, 2017 to 05:00 p.m. on Thursday, 14th September, 2017 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, 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.

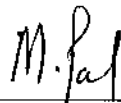


6. Counting Process:

- 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, 15th September, 2017 around 2:25 p.m in the presence of two witnesses namely Miss. Nikita Sharma and Mr. Manab Pal who are not in the employment of the Company.



Nikita Sharma
Witness : 1



Manab Pal
Witness : 2

7. Results:

- 7.1 I observed that
 - (a) No members had cast their vote at the meeting.
 - (b) 22 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 25th AGM dated 15th July, 2017 is as under:-



Ordinary Business

Item No. 1 – Adoption of the Audited Financial Statement of the Company for the financial year ended 31st March, 2017, 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	20	48,824,038	99.9743
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	20	48,824,038	99.9743

(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	2	12550	0.0257
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	2	12,550	0.0257

(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 – Appointment of Director in place of Mr. Ranjan Kuthari (DIN: 00679967), 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	18	48,819,538	99.9651
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	18	48,819,538	99.9651

(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	4	17,050	0.0349
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	4	17,050	0.0349

(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. 3 – Appointment of M/s. Shankar Goswami & Associates, Chartered Accountants, Howrah (FRN: 328460E) as Statutory Auditors of the Company in place of M/s. A.K.S. Associates, Chartered Accountants, Howrah (FRN: 318100E) to hold office from the conclusion of the 25th AGM of the Company till the conclusion of the 30th AGM of the Company (subject to ratification by the members at every intervening AGM) on such remuneration as may be mutually agreed upon by the Board of Directors and the Statutory Auditors - 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	19	48,823,038	99.9722
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	19	48,823,038	99.9722

(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	3	13,550	0.0278
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	3	13,550	0.0278

(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



Special Business**Item No. 4 – Approval of continuation of employment of Mr. Ranjan Kuthari, Managing Director – Special 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	18	48,820,438	99.9669
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	18	48,820,438	99.9669

(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	4	16,150	0.0331
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	4	16,150	0.0331

(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 three Ordinary Resolutions as contained in Item No. 1 to Item No. 3 and one Special Resolution as contained in Item No. 4 of the Notice dated 15th July, 2017 have been passed with requisite majority.

- 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 25th Annual General Meeting and the same shall thereafter be handed over to the Chairman/ Director authorized by the Board for safe keeping.

Place: Kolkata
Date: 15/09/2017



S. Kapoor
SWEETY KAPOOR
Practising Company Secretary
FCS - 6410; COP - 5738

Counter Signed by

A handwritten signature in black ink, appearing to read "Ranjan Kuthari".

Ranjan Kuthari
Chairman