

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 23rd Annual General Meeting of the Members of
Antarctica Limited (the Company)
held on 29th September, 2015 at
Ram Mohan Library Hall,
267 A.P.C.Road, Kolkata-700 009

Dear Sir/Madam,

1. I, Swati Bajaj, Partner, M/s. PS & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 23rd Annual General Meeting (AGM) of the members of the Company held on 29th September 2015 at Ram Mohan Library Hall, 267 A.P.C.Road, Kolkata-700 009.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
 - a. Conducting the voting at the AGM, as provided in clauses (a) to (h) of sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
 - i. the reports generated from the E-voting system (and any physical ballots received by me from the shareholders of the Company) as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
 - ii. Voting conducted at the AGM by use of ballot / polling paper.
4. Further to the above, I submit my report as under:-
 - i) The e-voting period remained open from Saturday, 26th September, 2015 (9:00 am) to Monday, 28th September, 2015 (5:00 pm)
 - ii) The members of the Company as on the "cut-off" date i.e. 22nd September, 2015 were entitled to vote on the resolutions (items nos 01 to 03) as set out in the Notice dated 30th May, 2015, of the AGM of the members of the Company.
 - iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using ballot / polling paper.



PS & ASSOCIATES

practising company secretaries

225D, A.J.C Bose Road, Kolkata - 700020, India

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- iv) Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were verified and counted.
- v) Thereafter, the votes cast through remote e-voting were unblocked on 29th September 2015 in the presence of 2 witnesses, Mr. Manas Ranjan Das and Mr. Shankar Mandal, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No 1.

Witness No 2.

Signature: *Manas Ranjan Das*

Signature: *Shankar Mandal*

Name: Mr Manas Ranjan Das

Mr. Shankar Mandal

- vi) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the voting at the AGM and remote e-voting and are as under:

Total Nos of <u>valid</u> Folios that have cast their vote	:	30
Breakup:		
Through remote e-voting		30
Voting at the AGM		0
Total No of Shares representing the 30 <u>valid folios</u> that have voted	:	35177060
Breakup:		
Through remote e-voting		35177060
Voting at the AGM		0
Total No of Folios who have voted through physical ballot forms or ballot/ polling paper but are declared <u>invalid</u>	:	Nil
Breakup:		
Through physical ballot forms		Nil
Through ballot/ polling paper		Nil



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Item No. 1:-

Ordinary Resolution for Adoption of Audited financial statements for the year ended March 31, 2015.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	35177050	0	35177060	99.99997
Number of votes cast against	10	0	10	0.00003
Number of votes that abstained	0	0	0	0
Total	35177060	0	35177060	100.00

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mr. Rohit Kuthari (holding DIN: 00679976)

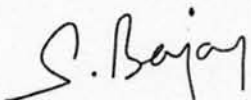
Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	35177050	0	35177060	99.99997
Number of votes cast against	10	0	10	0.00003
Number of votes that abstained	0	0	0	0
Total	35177060	0	35177060	100.00

Item No. 3:-

Ordinary Resolution to re- appoint Auditors and to fix their remuneration.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	35177050	0	35177060	99.99997
Number of votes cast against	10	0	10	0.00003
Number of votes that abstained	0	0	0	0
Total	35177060	0	35177060	100.00

Thanking You,
For P.S. & Associates



(Swati Bajaj), Partner
C.P.No.3502, ACS: 13216
Date: 29th September 2015

