

Antarctica Limited

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CIN No.: L22219WB1991PLC051949

Email: info@antarctica-packaging.com; Website: www.antarctica-packaging.com



Dated: 15/09/2017

The Director

Listing and Market Operations

The National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor, Bandra Kurla Complex

Bandra (E) Mumbai- 400 051

Sub: Voting Results - Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 along with Scrutinizers Report

Dear Sir,

We are pleased to submit herewith the following with respect to 25th Annual General Meeting ('AGM') of the Company held on Friday, the 15th September, 2017 at 11 A.M. at Rammohan Library Hall, 267, Acharya Prafulla Chandra Road, Kolkata -700 009.

1. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015. (Annexure - I)
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014. (Annexure - II)

Thanking you

Yours faithfully

For **Antarctica Limited**

Ranjan Kuthari
Managing Director
DIN:00679967

Encl: A/a

ANTARCTICA LIMITED

Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Twenty Fifth Annual General Meeting Voting Results

Date of AGM	15.09.2017
Total number of shareholders on record date	19523
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group	4
Public	29
No. of shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group	-
Public	-

Item No. 1: Adoption of Financial Statement of the Company for the Financial year ended 31st March, 2017, the reports of the Board of Directors and Auditors thereon

Resolution required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	48858607	48682607	99.64	48682607	0	100	0
	Poll		0	0	0	0	0	0
	Total		48682607	99.64	48682607	0	100	0
Public- Institutions	E-Voting	1038900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	105112093	153981	0.15	141431	12550	91.85	8.15
	Poll		0	0	0	0	0	0
	Total		153981	0.15	141431	12550	91.85	8.15
Total		155009600	48836588	31.51	48824038	12550	99.97	0.03



For ANTARCTICA LIMITED

[Signature]
Managing Director

ANTARCTICA LIMITED

Item No. 2: Appointment of a Director in place of Mr. Ranjan Kuthari (DIN: 006799673), who retires by rotation and being eligible offers himself for re-appointment

Resolution required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	48858607	48682607	99.64	48682607	0	100	0
	Poll		0	0	0	0	0	0
	Total		48682607	99.64	48682607	0	100	0
Public-Institutions	E-Voting	1038900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	105112093	153981	0.15	136931	17050	88.93	11.07
	Poll		0	0	0	0	0	0
	Total		153981	0.15	136931	17050	88.93	11.07
Total		155009600	48836588	31.51	48819538	17050	99.97	0.03



For ANTARCTICA LIMITED

[Signature]
Managing Director

ANTARCTICA LIMITED

Item No. 3: Appointment of M/s. Shankar Goswami & Associates (FRN: 328460E), Chartered Accountants as Statutory Auditors in place of M/s. A.K.S & Associates (FRN: 318100E) Chartered Accountants and authorizing the Board for fixing their remuneration

Resolution required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	48858607	48682607	99.64	48682607	0	100	0
	Poll		0	0	0	0	0	0
	Total		48682607	99.64	48682607	0	100	0
Public- Institutions	E-Voting	1038900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	105112093	153981	0.15	140431	13550	91.20	8.80
	Poll		0	0	0	0	0	0
	Total		153981	0.15	140431	13550	91.20	8.80
Total		155009600	48836588	31.51	48823038	13550	99.97	0.03



For ANTARCTICA LIMITED

Managing Director

ANTARCTICA LIMITED

Item No. 4: To approve continuation of employment of Mr. Ranjan Kuthari, Managing Director

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	48858607	48682607	99.64	48682607	0	100	0
	Poll		0	0	0	0	0	0
	Total		48682607	99.64	48682607	0	100	0
Public-Institutions	E-Voting	1038900	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	105112093	153981	0.15	137831	16150	89.51	10.49
	Poll		0	0	0	0	0	0
	Total		153981	0.15	137831	16150	89.51	10.49
Total		155009600	48836588	31.51	48820438	16150	99.97	0.03



For ANTARCTICA LIMITED

Ranjan Kuthari
Managing Director

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:**

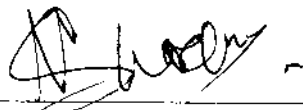
5.1 The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-Voting were allowed to exercise their right to vote at the meeting.

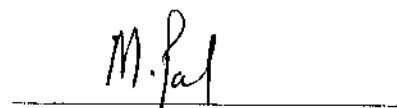
5.2 The polling papers in Form MGT-12 as per Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present.



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

Ranjan Kuthari
Ranjan Kuthari
Chairman