

Antarctica Limited

Regd. Office: 1A, Vidyasagar street, Kolkata-700009

Ph: Ph: 9830217177

CIN No.: L22219WB1991PLC051949

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



To,

Date: 10th September, 2024

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	Company Symbol: ANTGRAPHIC ISIN: INE414B01021
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Subject: Notice of the 32nd Annual General Meeting ('AGM') and Annual Report for the Financial Year 2023- 24

Dear Sir/ Madam,

It is to inform you about the 32nd Annual General Meeting ('AGM') of M/s Antarctica Limited (the 'Company') scheduled to be held on Monday, September 30th, 2024, at 04:30 P.M. (IST) through Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the business as set forth in the Notice of the AGM.

Pursuant to Regulation 34 and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Annual Report for the financial year 2023-24, comprising Notice for the 32nd AGM and Audited Financial Results of the Company for the financial year 2023-24 along with Auditor's Reports thereon, Director's Report, and other reports required to be annexed thereto, is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the 32nd AGM along with Annual Report for the financial year 2023-24 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s).

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by CDSL. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	Wednesday, 27 th September at 09:00 A.M.
The remote e-voting period ends on	Friday, 29 th September at 05:00 P.M.

You are requested to take the above information and enclosed documents on your record.

**Thanking you,
Yours faithfully,**

**For & on behalf of
Antarctica Limited**

**Rajesh Mangilal Sharma
Whole Time director
DIN: 10479481**

ANTARCTICA LIMITED

Registered Office: 41/A, Tara Chand Dutta

Street, Kolkata-700073,

CIN: L22219WB1991PLC051949

Website: www.antarctica-packaging.com,

email: antarcticalimited99@gmail.com, Mobile No.

7359481496

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of the Company will be held through Video Conferencing/ Other Audit Visual Means on Monday, 30th September, 2024 at 4.30 p.m. to transact the following Business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Ms. Renu Kuthari (DIN: 00679971), who retires by rotation and being eligible offers herself for re-appointment.

Special Business:

- 3. To regularize the appointment of Mr. Rajesh Mangilal Sharma as Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution**

“Resolved That pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) {including any statutory modification(s) or re-enactment(s) thereof for the time being in force} and based on the recommendation of the Nomination Remuneration and Compensation Committee, Mr. Rajesh Mangilal Sharma (DIN:10479481), who was appointed as an Additional Director on July 8, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and who holds office upto the date of ensuing Annual General Meeting or three months from the date of appointment, whichever is earlier, who qualifies for being appointed as a Director and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Resolved Further That the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- 4. To approve the appointment of Mr. Rajesh Mangilal Sharma as Whole Time Director of the Company and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

“Resolved That pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder {including any statutory modification(s) or re-enactment(s) thereof for the time being in force} (“the Act”) and based on the recommendation of the Nomination Remuneration and Compensation Committee (NRC) and the approval of Board of Directors of the Company and

subject to such approvals as may be necessary, the appointment of Mr. Rajesh Mangilal Sharma as ‘Whole-time Director’ of the Company, for a period of 3 (five) years, commencing from July 8, 2024, be and is hereby approved, at nil remuneration.

5. Regularize of Additional Director, Mr. Nikhil Vasantbhai Gajjar by appointing him as Non-Executive Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution

“Resolved That pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Nikhil Vasantbhai Gajjar (DIN: 07557645), who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing, under Section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years w.e.f. July 8, 2024 to till July 7, 2029 or up to the conclusion of the AGM to be held in the calendar year 2029, whichever is earlier.

Resolved Further That the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. Regularize of Additional Director, Mr. Jay Rajeshbhai Patel by appointing him as Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

“Resolved That pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Jay Rajeshbhai Patel (DIN: 10623714), who was appointed as an Additional Director to hold the office upto the date of ensuing Annual General Meeting, and in respect of whom the Company has received a notice in writing, under Section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as Director, liable to retire by rotation.

Resolved Further That the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. Regularize of Additional Director, Ms. Sarikaben Anketkumar Ladani by appointing him as Non-Executive Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution

“Resolved That pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Sarikaben Anketkumar Ladani (DIN: 10628104), who has submitted a declaration that he meets the criteria for independence as provided under the Act and

the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing, under Section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years w.e.f. June 22, 2024 to till June 21, 2029 or up to the conclusion of the AGM to be held in the calendar year 2029, whichever is earlier.

Resolved Further That the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Regd. Office: 41/A,
Tara Chand Dutta
Street, Kolkata-
700073.

Date: 09.09.2024

By Order of the
Board FOR
ANTARCTICA
LIMITED

**Ummay
Amen Mashraqi**
**(Company
Secretary)**
Membership No.
A58520

IMPORTANT NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. However, a Member holding more than 10% of the total issued share capital of the Company carrying voting rights may appoint a single person as Proxy for another person or shareholder.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting. A proxy shall not have right to speak at AGM and shall not be entitled to vote except on poll.

2. Corporate Members/Trusts/Societies etc. intending to send their authorised representatives to attend the meeting are requested to send a duly certified copy of the Board/Managing Committee Resolution together with the specimen signature of the representative authorised under the said Resolution to attend and vote on their behalf at the Meeting.

3. Explanatory Statement pursuant to Item of Special Business is annexed hereto.

4. The deemed venue for this purpose will be the Registered Office Address: 41/A, Tara Chand Dutta Street, Kolkata -700073

5. Members holding shares in physical mode are requested to intimate changes in their address along with proof of address/bank mandate to the Registrar and Share Transfer Agents (RTA), M/s. Maheshwari Datamatics (Private)Ltd.

Members holding shares in electronic mode are requested to send the intimation for change of address / bank mandate to their respective Depository Participant.

6. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's RTA, enclosing their share certificates to enable the Company to consolidate their holdings into a single folio.

7. Shareholders are also requested to take immediate action to demat their shares to avail easy liquidity since trading of shares of the Company are under compulsory demat mode as per the regulation of SEBI.

8. Pursuant to the provisions of Section 91 of the Companies Act, 2013 & Regulation 42(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24/09/2024 to Monday, 30/09/2024 (both days inclusive). A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut off date i.e., Saturday, 24/09/2024 only shall be entitled to avail the facility of either e-voting or voting at the AGM through ballot paper.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the R&T Agent or to the Registered Office of the Company.

10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned Depository Participant and holdings should be verified.

11. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended effective 19th March, 2016 and Listing Regulations with stock exchange, the Resolutions proposed at this AGM will be transacted through electronic voting system from a place other than the venue of the Meeting (<remote e-voting=> for which purpose the Company has engaged the services of NSDL. The Board of Directors has appointed Sarita Singh of M/s. Sarita Singh & Associates (ACS: 55937, COP: 24682), Practising Company Secretaries, Kolkata as the Scrutinizer for this purpose.

12. Details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 of the Stock Exchange in respect of the Directors seeking re-appointment/ appointment at the Annual General Meeting, forms integral part of the notice. The Director have furnished the requisite declaration for his re-appointment.

13. The facility for ballot will be available at the AGM venue for those Members who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e- voting prior to the AGM, may attend the meeting but will not be entitled to cast their votes once again.

14. Electronic copy of the Notice and Annual Report of the 32nd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication.

15. Members holding shares in physical form can now avail the facility of nomination in respect of shares held by them pursuant to the Companies Act, 2013. The prescribed Form (Form SH-13) can be obtained from the Share Department of the Company. Members desiring to avail this facility, may send their Nomination Form (in duplicate) duly filled in, to the Company or its Share Transfer Agents M/s. Maheshwari Datamatics Pvt.Ltd.23,R.N.MukherjeeRoad, 5thFloor,Kolkata-700001,by quoting their respective Folio Numbers.

16. Members can now get their e-mail address registered with the Company if they want to receive the notices of the Company, for holding general meetings, postal ballot and any other purpose, through electronic mode in pursuance to “Green Initiative” taken by the Company.

17. Members may also note that the Notice of the 32nd Annual General Meeting, the Annual Report for 2024 will also be available on the Company’s website: www.antarctica-packaging.com. For any communication, the shareholders may also send requests to the Company’s investor email id: antarcticalimited99@gmail.com.

18. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the above, Members are advised to dematerialize the shares held by them in physical form.

19. Voting at the AGM

I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, & Secretarial Standards issued on General Meetings(SS- 2) issued by the Institute of Company Secretaries of India ,the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by Poll.

The facility for voting at the venue of AGM will be available only to the Members who have not cast their votes through remote e- voting. Members who have cast their votes by remote e-voting prior to AGM may attend the meeting but shall not be entitled to cast their votes again.

The instructions for shareholders voting electronically are as under:

(i) The remote e-voting period begins on Friday, 27/09/2024 (9:00 am) and ends on Sunday, 29/09/2024 (5:00 pm).

During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 24/09/2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast, the Member shall not be allowed to change it subsequently

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individualshareholders holding securities in Demat mode CDSL / NSDL** is given below:

Type of shareholders	Login Method
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<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the <Beneficial Owner= icon under <Login= which is available under 8IDeAS9 section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on <Access to e-Voting= under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select <Register Online for IDeAS <Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <Login= which is available under 8Shareholder/Member9 section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and ForgetPassword option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.</p>

Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login cancontact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020 990 and 1800 22 44 30
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Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form**

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>. Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon <Login= which is available under 8Shareholders9 section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. directly to cast your vote electronically.
4. Your User ID details are given below :
 - a) **For Members who hold shares in demat account with NSDL:**
8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) **For Members who hold shares in demat account with CDSL:**
16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) **For Members holding shares in Physical Form:**
EVEN Number followed by Folio Number registered with the Company (For example if Folio Number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 8Initial Password9 which was communicated to you. Once you retrieve your 8Initial Password9, you need to enter the 8Initial Password9 and the system will force you to change your Password.
 - c. How to retrieve your 8Initial Password9?
 - i. If your e-mail ID is registered in your demat account or with the Company, your 8initial password9 is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a.pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL Account or folio number for shares held in physical form. The .pdf file contains your 8User ID9 and your 8Initial Password9.
 - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the <Initial Password= or have forgotten your Password:
 - a. Click on <**Forgot User Details/Password?**= (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. <**Physical User Reset Password?**= (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, click on Agree to <Terms and Conditions= by selecting on the check box.
8. Now, you will have to click on <Login= button.
9. After you click on the <Login= button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies <EVEN= in which you are holding shares and whose voting cycle is in active status.
3. Select <EVEN= of Antarctica Limited.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and, click on <Submit= and also <Confirm= when prompted.
6. Upon confirmation, the message <Vote cast successfully= will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders:

1. Pursuant to Section 113 of the Act, Institutional/Corporate shareholders/ (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to.cs.saritasingh2614@gmail.com with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the <Forgot User Details/Password?= or <Physical User Reset Password?= option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990 or send a request to evoting@nsdl.co.in.
1. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:
 - a) In case shares are held in physical mode please provide Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@antarctica-packaging.com or to mdpldc@yahoo.com
 - b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to antarcticalimited99@gmail.com
 - c) Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the details mentioned in Point (1) or (2) as the case may be.
- I. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- II. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date Tuesday, 24/09/2024.
- III. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. Tuesday, 24/09/2024, may

obtain the login ID and

password by sending a request [at evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using <Forgot User Details/Password= or <Physical user Reset Password= option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.:1800-222-990.

- IV. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <http://www.antarctica-packaging.com>. The Notice can also be accessed from the websites of the Stock Exchange i.e. www.nseindia.com. The AGM Notice is also disseminated on the website of NSDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM)
- V. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., Tuesday, 24th September, 2024 only shall be entitled to avail the facility of remote e-voting.
- VI. Sarita Singh of M/s. Sarita Singh & Associates, (ACS: A55937, COP: 24682), Practising Company Secretary, Faridabad has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- VII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutiner, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- VIII. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutiner's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- IX. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited.
- X. Route Map of the venue is not required to be given.
- XI. Nomination facility is available for those shareholders who hold shares in single name.

XII.

EXPLANATORY STATEMENT PURSUANT TO SECTION 103 of the Companies Act, 2013

ITEM NO. 2 to 7

The directors were appointed as an additional Director(s) of the company as specified in the resolution from Item No. 2 to Item No. 7 in accordance with the provision of the companies act, 2013 read with the Article of association of Company.

The directors are not disqualified from being appointed as Director(s) in terms of the Companies Act, 2013 and has given their consent to act as Director(s).

NRC has considered his diverse skills, leadership capabilities, expertise and vast business experience, among others, as being key requirements for this role. In view of the above, the NRC and the Board are of view that they possesses the requisite skills and capabilities, which would be of immense benefits to the Company and hence, it is desirable to appoint them as director as specified in the respective Resolution from item no. 2 to item No. 7.

Based on the recommendation of the NRC, the Board of Directors of the Company, pursuant to the provisions of the Act, and the Articles of Association of the Company, had recommended the appointment(s) as specified in the Item No. 2 to item No. 7 for the period specified in the respective resolution(s).

The directors are not disqualified from being appointed as director in terms of Section 164 of the Act and have given their consent to act as director.

The Company has also received declarations from the respective persons that they meets the criteria of independence as prescribed under Section 149(6) of the Act and under the SEBI Listing Regulations. In the opinion of the Board, they fulfill the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations.

The proposed independent directors are independent of the management.

The Company has received requisite notice in writing from a member proposing the appointment as a candidate for the office of Directors of the Company.

The respective proposed director(s) is interested in the resolution set out at Item No. 2 to item no. 7 of the Notice with regard to his/ her appointment. Relatives of the respective proposed appointee may be deemed to be interested in the resolution.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. This statement may also be regarded as an appropriate disclosure under the Act and the SEBI Listing Regulations.

The Board recommends the said Resolutions from Item No. 2 to item No. 7 for approval by the members of the company.

Details of directors seeking re-appointment/appointment at the forthcoming Annual General Meeting of the company as required under regulation 36(3) of the listing regulation and Secretarial Standard - 2 (SS-2) on General Meetings:

1.	Name	Mrs. Renu Kuthari		
2.	DIN	00679971		
3.	Date of Birth	06/08/1949		
4.	Date of Appointment	05/06/1991		
5.	Qualifications	Graduate		
6.	Expertise in Specific Functional Area	More than 30 years of experience in management and interpersonal skill development and practical experience to relate with their fellow co-workers and know how to deal well with their subordinates, which allows for the easy flow of activities in the organization.		
7.	Chairman/Director of other Companies	NIL		
8.	No of meetings attended for Board	5 out of 5		
9.	Shareholding in the Company as on March 31, 2024	1569474		
10.	Relationship with other directors inter se	N.A		
11.	Chairman/Member of Committees of any other Company other than this company	<u>Name of Company</u> NIL	<u>Committee Type</u> NIL	<u>Members hip</u> NIL
			NIL	
12.	Remuneration sought		NIL	
13.	Resigned from any listed entities in last three years		NIL	

1.	Name	Mr. Rajesh Mangilal Sharma		
2.	DIN	10479481		
3.	Date of Birth			
4.	Date of Appointment	08/07/2024		
5.	Qualifications			
6.	Expertise in Specific Functional Area			
7.	Chairman/Director of other Companies	NIL		
8.	No of meetings attended for Board	5 out of 5		
9.	Shareholding in the Company	-		
10.	Disclosure of Relationship between Directors	NIL		
11.	Chairman/Member of Committees of any other Company other than this company	<u>Name of Comp</u> any NIL	<u>Committee Type</u> NIL	<u>Members hip</u> NIL
12.	Remuneration sought	Sitting fees		
13.	Resigned from any listed entities in last 3 years	NIL		

1.	Name	Mr. Nikhil Vasantbhai Gajjar		
2.	DIN	07557645		
3.	Date of Birth			
4.	Date of Appointment	08/07/2024		
5.	Qualifications			
6.	Expertise in Specific Functional Area			
7.	Chairman/Director of other Companies	NIL		
8.	No of meetings attended for Board	5 out of 5		
9.	Shareholding in the Company	-		
10.	Disclosure of Relationship between Directors	NIL		
11.	Chairman/Member of Committees of any other Company other than this company	<u>Name of Comp any</u> NIL	<u>Committee Type</u> NIL	<u>Members hip</u> NIL
		NIL		
12.	Remuneration sought	Sitting fees		
13.	Resigned from any listed entities in last 3 years	NIL		

1.	Name	Mr. Jay Rajeshbhai Patel		
2.	DIN	10623714		
3.	Date of Birth			
4.	Date of Appointment	22/06/2024		
5.	Qualifications			
6.	Expertise in Specific Functional Area			
7.	Chairman/Director of other Companies	NIL		
8.	No of meetings attended for Board	5 out of 5		
9.	Shareholding in the Company	-		
10.	Disclosure of Relationship between Directors	NIL		
11.	Chairman/Member of Committees of any other Company other than this company	<u>Name of Comp any</u> NIL	<u>Committee Type</u> NIL	<u>Members hip</u> NIL
		NIL		
12.	Remuneration sought	Sitting fees		
13.	Resigned from any listed entities in last 3 years	NIL		

1.	Name	Mr. Sarikaben Anketkumar Ladani		
2.	DIN	10628104		
3.	Date of Birth			
4.	Date of Appointment	22/06/2024		
5.	Qualifications			
6.	Expertise in Specific Functional Area			
7.	Chairman/Director of other Companies	NIL		
8.	No of meetings attended for Board	5 out of 5		
9.	Shareholding in the Company	-		
10.	Disclosure of Relationship between Directors	NIL		
11.	Chairman/Member of Committees of any other Company other than this company	<u>Name of Comp</u> any NIL	<u>Committee Type</u> NIL	<u>Members hip</u> NIL
		NIL		
12	Remuneration sought	Sitting fees		
13	Resigned from any listed entities in last 3 years	NIL		