



Antarctica Limited

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

Ph: 9830217177

CIN No.: L22219WB1991PLC051949

Email: info@antarctica-packaging.com; Website: <https://antarcticainternational.com>

Date: 24th November, 2025

To,
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 : Notice of Postal Ballot

Most Respectfully,

Please find attached herewith the notice of the Postal ballot send to the members of the Company.

You are requested to kindly take the same on record.

For Antarctica Limited

Rahul Solanki
Director
DIN : 10730722

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
TUESDAY, 25 TH NOVEMBER, 2025	WEDNESDAY, 24 TH DECEMBER, 2025

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules, along with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD- PoD2/P/CIR/2023/167 dated October 07, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations that the resolution appended below is proposed to the Members of Antarctica Limited ("the Company") to be passed by way of postal ballot, only through remote voting by electronic means ("remote e-voting").

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Board of Directors has appointed Mrs. Varsha Agarwal Practicing Company Secretaries as scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and 110 of the Act(s), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), 2015 ("Listing Regulations") the Company is providing e-voting facility to its members for voting on the resolution contained in this Postal Ballot Notice through

National Securities Depository Limited ("NSDL"). The members can vote on the resolutions through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars. During the e-voting period, members of the company, holding shares either in physical form or in dematerialized form, as on Friday, November 21, 2025 can cast their vote electronically. The remote e- voting facility will be available from 9:00 Hours (IST) on Tuesday, November 25, 2025 up to 17:00 Hours (IST) on Wednesday, December 24, 2025 failing which it will be considered that no vote has been received from the shareholder. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

After collation of the votes downloaded from the e-voting system, the Scrutinizer will submit his report to the Chairman of the Company of the Company. The result of the Postal Ballot would be announced by Chairman or Executive Director or any person as may be authorized by her not later than two working days from the conclusion of the e-Voting period and the same shall be communicated to the Stock Exchanges, where shares of the Company are listed i.e. www.nseindia.com and displayed along with the Scrutinizer's Report on the Company's Website i.e. <https://antarcticainternational.com> and on the website of the National Securities Depository Limited at <https://www.evoting.nsdl.com>.

The last date of e-voting, i.e. December 24, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESSES:

Item of Business requiring consent of shareholders through Postal Ballot (remote e-voting):

ITEM No - 1: Regularisation of Mr. Sandip Dineshbhai Goti (DIN: 11121868) as Managing Director of the Company :

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as an Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as per the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments or re-enactments thereof), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Sandip Dineshbhai Goti (DIN: 11121868) as the Managing Director of the Company for a period of five (5) years commencing

from 25th September, 2025, upon the terms and conditions as set out hereunder and such other terms and conditions as may be mutually agreed upon between the Board and Mr. Sandip Dineshbhai Goti.

Terms & Conditions

1. Period of Appointment: 5 (Five) Years with effect from 25th September, 2025.

2. Remuneration: In terms of Schedule V of the Companies Act, 2013 read together with Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, the Managing Director shall be paid the following remuneration:

(i) Salary: upto Rs. 3 lacs per month with the power of the Board of Directors to increase within the limits of Schedule prescribed under the Companies Act, 2013

(ii) Perquisites: In addition to above, the Managing Directors shall be entitled to the following perquisites with an option to the Managing Director to receive the perquisites in any lawful combination as mutually agreed between him and the Board.

a. Reimbursement of Medical Expenses incurred for self and his family in accordance with the rules specified by the Company.

b. Leave Travel Assistance for self and his family once in a year incurred in accordance with the rules specified by the Company.

c. Fees of Clubs subject to a maximum of two clubs. This will not include admission and life membership fee.

d. Personal accident insurance, group coverage for self/family as may be fixed by the Board from time to time.

Provision of Company's car for the use of Company's business and telephone at residence will not be considered as perquisites.

RESOLVED FURTHER THAT Mr. Sandip Dineshbhai Goti in the capacity of Managing Director will be entrusted with among others the powers, authorities, functions, duties, responsibilities by Board of Directors of the Company, from time to time.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorize to do all such acts, deeds, and things and to execute all documents and writings and to file requisite e-forms with the appropriate authority within such time and period as may be prescribed and that the Board of Directors of the Company be and is hereby authorised to vary the terms of the appointment, provided the same is within the limits prescribed under the Companies Act 2013"

ITEM No - 2: Regularisation of of Mr. Vaghela Digvijay Arjunsinh (DIN: 11119756) as an Independent Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as an Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force) (hereinafter collectively referred to as the "Applicable Laws"), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Vaghela Digvijay Arjunsinh (DIN: 11119756), who has submitted a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, and who has submitted consent to act as Director in Form DIR-2, as an Independent Director of the Company, to hold office for a term of five (5) consecutive years commencing from 25th September, 2025 and up to 24th September, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT in terms of the applicable provisions of the Companies Act, 2013, and the Articles of Association of the Company, Mr. Vaghela Digvijay Arjunsinh shall be entitled to sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses incurred in connection with the discharge of his duties as a Director, as may be determined by the Board of Directors from time to time in accordance with the applicable laws.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other statutory authorities as may be required.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to issue certified true copies of this resolution to any person(s) or authority(ies) as may be required."

By Order of the Board
For, **Antarctica Limited**

Date: 22nd November, 2025

Place: Kolkata

RAHUL SOLANKI
Director
DIN: 10730722

Regd. Office:

1A Vidyasagar Street, Kolkata, West Bengal, India, 700009
CIN: L22219WB1991PLC051949

NOTES:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposal is annexed herewith. It also contains all the disclosures as specified in the Act, Listing Regulations and MCA Circulars.

2. The Postal Ballot Notice is being sent to all the Members of the Company whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), (NSDL together with CDSL, (the "Depositories") and is available with the Company as on November 21, 2025. A copy of this Postal Ballot Notice will also be available on the website of the Company [www. https://antarcticainternational.com](https://antarcticainternational.com) the relevant section of the websites of the Stock Exchange on which the Equity Shares of the Company are listed and the website of the National Securities Depository Limited.

3. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the members as on November 21, 2025. A person who is not a shareholder on this date should treat this notice for information purpose only.

4. The Company is sending Postal Ballot Notice in electronic form only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement with its Registrar & Share Transfer Agent for registration of email addresses in terms of the MCA Circulars.

5. In compliance with Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of "Listing Regulations". The Company has provided the facility to the members to vote on the resolution through the e-voting facility arranged by National Securities Depository Limited. The instructions for e-voting are annexed to this Postal Ballot Notice. All the members are requested to cast their votes only through remote e-voting. A member cannot exercise vote by sending physical Postal Ballot.

6. After collation of the votes downloaded from the e-voting system, the Scrutinizer will submit his report to the Chairman of the Company of the Company. The result of the Postal Ballot would be announced by Chairman or Executive Director or any person as may be authorized by her not later than two working days from the conclusion of the e-Voting period and the same shall be communicated to the Stock Exchanges, where shares of the Company are listed i.e. www.nseindia.com and displayed along with the Scrutinizer's Report on the Company's Website i.e. www.antarctica-packaging.com and on the website of the National Securities Depository Limited at <https://www.evoting.nsdl.com>.

7. The last date of e-voting, i.e. December 24, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

8. All the material documents referred to in the explanatory statement will be available for inspection electronically and at the registered office of the Company, during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by remote e-voting. Members seeking electronic inspection of such documents can send an email to antarcticalimited99@gmail.com

INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING

The manner of voting by (a) individual shareholders holding shares of the Company in demat mode, (b) Shareholders other than individuals, holding shares of the Company in demat mode and shareholders holding securities in physical mode and c) Shareholders who have not registered their e-mail address/mobile, is explained in the instructions given herein below:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ 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-

	<p>Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password 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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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 ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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. Password details for shareholders other than Individual shareholders 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 ‘initial password’ which was communicated to you. Once you retrieve your

‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

c) How to retrieve your ‘initial password’?

(i) If your email ID is registered in your demat account or with the company, your ‘initial password’ 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 ‘User ID’ and your ‘initial password’.

(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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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, tick 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.

Step 2: Cast your vote electronically on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional 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 ag_varsha90@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
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 the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. 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 antarcticalimited99@gmail.com
2. 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. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By Order of the Board
For, **Antarctica Limited**

Date: 22nd November, 2025

Place: Kolkata

RAHUL SOLANKI
Director
DIN: 10730722

Regd. Office:

1A Vidyasagar Street, Kolkata, West Bengal, India, 700009
CIN: L22219WB1991PLC051949

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the following Explanatory

Statement sets out all Material facts relating to the businesses mentioned under Items No. 1 of the accompanying Notice dated 9th June, 2025

ITEM No.1:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on [date of board meeting], approved the appointment of Mr. Sandip Dineshbhai Goti (DIN: 11121868) as the Managing Director of the Company for a period of five (5) years commencing from 25th September, 2025, subject to the approval of shareholders at the ensuing Extra-Ordinary General Meeting (EGM).

Mr. Goti is a professional with extensive managerial and operational experience in the industry. His leadership and expertise are expected to contribute significantly to the growth and development of the Company.

The main terms and conditions of his appointment are as follows:

Tenure: 5 (five) years commencing from 25th September, 2025 to 24th September, 2030.

Remuneration: As may be determined by the Board of Directors from time to time in accordance with the provisions of Sections 196, 197, 198, 203 and Schedule V of the Companies Act, 2013, and other applicable laws.

Perquisites: Entitlement to perquisites including medical reimbursement, leave travel assistance, club fees, and accident insurance, as per Company policy.

Other Terms: Provision of company car and telephone for official use will not be treated as perquisites.

Mr. Goti has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013, and has submitted the required Form DIR-8.

The Board is of the opinion that the appointment of Mr. Sandip Dineshbhai Goti as Managing Director would be in the best interests of the Company and therefore recommends the passing of the resolution as a Special Resolution.

Name of the Director	Sandip Dineshbhai Goti
Father's Name	Dineshbhai Goti

Date of Birth	03/11/1995
Qualification	Bachelor of Commerce
Date of Joining the Board of Director of the Company	25 th September, 2025
Number of Shares held in the Company	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL
Other Chairmanship / Membership of Committees of Board of other Companies	NIL
Specific Functional Area	Mr. Goti has successfully led multiple initiatives focused on expanding market presence, forging partnerships, and enhancing client acquisition. His approach combines data-driven decision-making with hands-on market engagement to identify growth opportunities and execute impactful strategies
Relationship with Directors / inter-se KMP	NIL
Experience	2 Years

Terms and Conditions of appointment	Not liable to retire by rotation.
Remuneration sought to be paid and last drawn	NIL
Number of meeting of Board of Directors attended during the year	Not Applicable

The above may be treated as an abstract of terms of appointment under provisions of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Sandip Dineshbhai Goti himself, is concerned or interested, financially or otherwise, in this resolution.

ITEM No.2:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on [date of board meeting], approved the appointment of Mr. Vaghela Digvijay Arjunsinh (DIN: 11119756) as an Independent Director of the Company for a term of five (5) consecutive years commencing from 25th September, 2025 to 24th September, 2030, subject to the approval of the shareholders at the ensuing EGM.

Mr. Vaghela Digvijay Arjunsinh possesses requisite qualifications, experience, and expertise in the field of administration which will be beneficial to the Company's Board and overall governance.

He has provided:

A declaration under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 confirming his independence.

A consent letter in Form DIR-2 to act as a Director.

A declaration in Form DIR-8 confirming that he is not disqualified under Section 164 of the Companies Act, 2013.

As an Independent Director, he shall not be liable to retire by rotation and will be entitled to receive sitting fees and reimbursement of expenses for attending the meetings of the Board and its Committees as approved by the Board from time to time.

In the opinion of the Board, Mr. Vaghela Digvijay Arjunsinh fulfils the conditions specified under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, and is independent of the management.

Accordingly, the Board recommends the resolution set out in this Notice for approval of the members by way of a Special Resolution.

Name of the Director	Vaghela Digvijay Arjunsinh
Father's Name	Arjunsinh Nathusinh Vaghela
Date of Birth	02/08/1987
Qualification	Bachelor of Commerce
Date of Joining the Board of Director of the Company	25 th September, 2025
Number of Shares held in the Company	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL
Other Chairmanship / Membership of Committees of Board of other Companies	NIL
Specific Functional Area	Vaghela Digvijay Arjunsinh's expertise lies in identifying expansion opportunities, evaluating new ventures, and executing well-planned growth strategies that align with long-term business objectives. Vaghela Digvijay

	Arjunsinh is known for his proactive vision, strong execution capability, and ability to drive results even in competitive environments
Relationship with Directors / inter-se KMP	NIL
Experience	2 Years
Terms and Conditions of appointment	Not liable to retire by rotation
Remuneration sought to be paid and last drawn	NIL
Number of meeting of Board of Directors attended during the year	Not Applicable

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Vaghela Digvijay Arjunsinh himself, is concerned or interested, financially or otherwise, in this resolution.

By Order of the Board
For, **Antarctica Limited**

Date: 22nd November, 2025

Place: Kolkata

RAHUL SOLANKI
Director
DIN: 10730722

Regd. Office:

1A Vidyasagar Street, Kolkata, West Bengal, India, 700009
CIN: L22219WB1991PLC051949