

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 22nd Annual General Meeting of the Members of
Antarctica Limited (the Company)
to be held on 25th September, 2014 at
Ram Mohan Library Hall,
267 A.P.C.Road, Kolkata-700 009

Dear Sir/Madam,

1. I, Swati Bajaj, Partner, M/s. PS & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the Electronic voting (E-voting) process and ascertaining the results on E-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules), on the resolutions contained in the Notice for the 22nd Annual General Meeting (AGM) of the members of the Company to be held on 25th September 2014 at Ram Mohan Library Hall, 267 A.P.C.Road, Kolkata-700 009.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice for the 22nd AGM of the members of the Company. My responsibility as a Scrutinizer for the E-voting process is restricted to make a Scrutinizer's report of the votes cast (electronically and through physical ballot forms) in "favour" or "against" the resolutions based on the reports generated from the E-voting system as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
3. Further to the above, I submit my report as under:-
 - i) The e-voting period remained open from Friday, 19th September, 2014 (9:00 am) Sunday to 21st September, 2014 (6:00 pm).
 - ii) The members of the Company as on the "cut-off" date i.e. 16th August, 2014 were entitled to vote on the resolutions (items no 01 to 08) as set out in the Notice dated 30th May 2014, of the 22nd AGM of the members of the Company.
 - iii) The votes cast were unblocked on 22nd September 2014 in the presence of 2 witnesses, Mr. Manas Ranjan Das and Ms. Sikha Musaddi who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No 1.

Witness No 2.

Signature: Manas Ranjan Das

Signature: Sikha Musaddi

Name: Mr Manas Ranjan Das

Ms Sikha Musaddi



- iv) Thereafter, the details containing, *inter-alia*, list of Equity Share holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com/> and based on such reports generated, the result of the e-voting is as under:

Total Nos of valid Folios that have cast their vote	:	60
Total No of Shares representing the 60 valid folios that have voted	:	5,26,21,558
Total No of Folios who have voted through physical ballot forms but are declared invalid	:	NIL

Item No. 1:-

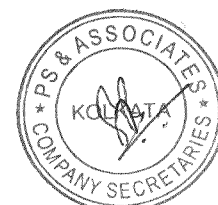
Ordinary Resolution to consider and adopt the audited financial statements - Profit and Loss for the financial year ended 31st March, 2014, the Balance Sheet as at that date and Reports of the Board of Directors and Auditors thereon.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mrs Renu Kuthari (DIN: 00679971) who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100



Item No. 3:-

Ordinary Resolution to appoint Auditors of the Company and fix their remuneration.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Item No. 4:-**Special Business**

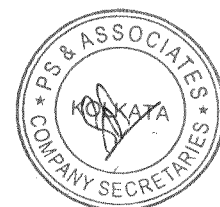
Ordinary Resolution to appoint Mr. Tushar Ash (DIN: 00679979) as Independent Director of the Company

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Item No. 5:-**Special Business**

Ordinary Resolution to appoint Mr. Tapan Majumdar (DIN: 00676108) as Independent Director of the Company.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100



Item No. 6:-**Special Business**

Ordinary Resolution to appoint Mr. Amit Kumar Jain (DIN: 00742622) as Independent Director of the Company.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Item No. 7:-**Special Business**

Ordinary Resolution to appoint Mr. S. Banerjee (DIN: 05282648) as Independent Director of the Company.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Item No. 8:-**Special Business**

Ordinary Resolution to appoint Mr. Ranjan Kuthari (DIN: 00679967) as Managing Director of the Company for a period of 5 years.

Particulars	No of Shares	% based on total votes cast
Number of votes cast in favour	5,26,10,498	99.98
Number of votes cast against	11,060	00.02
Number of votes that abstained	0	0
Total	5,26,21,558	100

Thanking You,
For P.S. & Associates

Swati Bajaj

(Swati Bajaj), Partner

C.P.No.3502, ACS: 13216

Date: 24th September 2014

