



Lotus Chocolate Company Ltd
(An ISO 22000:2005 Certified Company)

Sumedha Estates(Puzzolana Towers),
Avenue - 4, Street No.1, Road No.10,
Banjara Hills, Hyderabad - 500034, T.S., India.
Tel : 91-40-2335 2607/ 08 / 09
Fax : 91-402335 2610
E-mail : info@lotuschocolate.com
Web : www.lotuschocolate.com
CIN No : L15200TG1988PLC009111

02.01.2024/LCCL/SEC/23-24

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 523475

Dear Sirs,

**Sub.: Disclosure under Regulation 30 and other applicable provisions of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of the Company, at its meeting held today, i.e. January 02, 2024, inter-alia has considered and approved the Scheme of amalgamation of Soubhagya Confectionery Private Limited, a wholly-owned subsidiary of the Company ("SCPL") with the Company ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

SCPL is engaged in the business of bulk and contract manufacturing of confectionery products and derivatives for various consumer brands and manufacturing of chocolates and cocoa products for sale to bakeries and corporates.

Since both SCPL and the Company are in similar lines of business, it has been decided to amalgamate SCPL with the Company.

Being a merger of wholly owned subsidiary with its parent, (i) the amalgamation is in the nature of a related party transaction and is at arm's length; and (ii) there is no consideration being paid by the Company either in cash or by way of issuance of shares of the Company. Accordingly, there will be no change in the shareholding pattern of the Company pursuant to the amalgamation.

The turnover for FY 2022-23 and assets as at March 31, 2023 of the Company was Rs. 62.72 crore and 15.38 crore, respectively and that of SCPL was Rs. 69.50 crore and Rs. 18.56 crore, respectively.

The Scheme is subject to statutory and regulatory approvals, as applicable.

The meeting commenced at 05:30 PM and concluded at 06:30 PM.

We request you to take the above on record.

Yours truly,

For **LOTUS CHOCOLATE COMPANY LIMITED**

Ketan Pravinchandra Mody
Director