



RAKHI AGARWAL
Company Secretary

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SCRUTINIZER'S REPORT

To,

The Chairman
of 30th Annual General Meeting,
LOTUS CHOCOLATE COMPANY LIMITED
Address:- 8-2-596, 1st Floor, 1B, Sumedha Estates,
Avenue-4, Puzzolana Tower, Street No.1,
Road no. 10, Banjara Hills, Hyderabad- 500 034 (TG)

Sub: Electronic-Voting Process under Section 108 of The Companies Act, 2013 ("The Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014("The Rules") and amendments thereof and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

I, **Rakhi Agarwal**, Company Secretary in Practice, have been appointed by the Board of Directors of Lotus Chocolate Company Limited ("The Company") as Scrutinizer for the purpose of Scrutinizing the e-voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice (hereinafter referred to as "the resolutions") of the 30th Annual General Meeting of the members of the Company, held on Monday, 30th September, 2019 at 10:00 A:M at Lions Bhavan, Near Paradise Circle, Secunderabad-500 003(TG).

The 30th Annual Report containing the Notice for convening the Annual General Meeting of the Company along with the e-voting details in accordance with the section 108 of the Act read with rule 20 of the Companies (Management and Administration) Rules, 2014.

The Management of the Company is responsible to ensure the Compliance with requirements of the Act and the Companies (Management and Administration) rules, 2014 as amended from time to time. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of votes cast "in Favour" or "Against" the resolutions and "Invalid" votes based on report generated from the electronic platform provided by the Central Depository Services (India) limited, the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

1. The e-voting period was remained open from 26.09.2019(From 10:00 A.M.) to 29.09.2019 (till 05:00 P:M).



2. The Members of the Company as on cut-off date i.e. 23.09.2019 were entitled to vote on the resolutions in the Notice of the 30th Annual General Meeting.
3. The votes cast were unblocked on Monday, the 30th Day of September, 2019 in the presence of two witnesses, Ms.Swapna and Ms.Shruthi, who are not in the employment of the Company.
4. The e-voting results with details of equity shareholders who have voted in favour of the resolutions or against the resolutions and those who have abstained from voting were downloaded from the website of the Central Depository Services (India) Limited i.e. <http://www.evotingindia.com>.
5. Based on such e-voting records received, I hereby report the E-Voting Result on Ordinary and Special Business as under:

Resolution No. 1:

Nature of Resolution :		Ordinary Resolution.		
Subject matter:		To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss for the year ended 31st March, 2019 along with the Auditors' Report, Boards' Report & Corporate Governance Report thereon.		
<u>Result on the aforesaid resolution</u>				
Details of voting	No. of Shareholders Voted	Assent/(For) No. of Voted Ratio	Dissent(Against) No. of voted ratio	Invalid Votes
E-Voting	27	1466	416	0
Poll at AGM	63	92,60,863	6	63

Resolution No. 2:

Nature of Resolution :		Ordinary Resolution.		
Subject matter:		To appoint a Director in place of Shri. Peraje Ananth Pai, who retires by rotation and being eligible offers himself for re-appointment.		
<u>Result on the aforesaid resolution</u>				
Details of voting	No. of Shareholders Voted	Assent/(For) No. of Voted Ratio	Dissent(Against) No. of voted ratio	Invalid Votes
E-Voting	27	1293	589	0
Poll at AGM	63	92,60,863	6	63

Swapna



Resolution No. 3: Special Business

Nature of Resolution :	Ordinary Resolution.			
Subject matter:	To approve the Re-appointment of Shri Subramanya Ram Ganapath as a Whole Time Director.			
<u>Result on the aforesaid resolution</u>				
Details of voting	No. of Shareholders Voted	Assent/(For) No. of Voted Ratio	Dissent(Against) No. of voted ratio	Invalid Votes
E-Voting	27	1293	589	0
Poll at AGM	63	92,60,863	6	63

Thanking you,

Yours Faithfully,

Rakhi Agarwal



Rakhi Agarwal

Practising Company Secretary

FCS:- 7047

CP. No.:- 6270

Date:- 01.10.2019

Place:- Hyderabad

**30TH ANNUAL GENERAL MEETING
CONSOLIDATED VOTING RESULTS**

Date of AGM	30.09.2019
Total Number of Shareholders on record date: (Cut-off date for determining the No. of Shareholders entitled to cast their Vote- 23.09.2019)	10,170
No. of Shareholders present in the meeting either in person or through Proxy:	
Promoter and Promoter Group-	08
Public-	55
No. of Shareholders attended the Meeting through Video Conferencing:	
Promoter and Promoter Group-	00
Public-	00

ORDINARY BUSINESS:

Item No.1:- To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss for the year ended 31st March, 2019 along with the Auditors' Report, Boards' Report & Corporate Governance Report thereon.

Resolution Required:						Ordinary Resolution		
Whether Promoter/ Promoter Group are Interested in the Agenda/ Resolution:						NO		
Category	Mode of Voting No. of Shares Held as on Cut- off Date	No. of Shares held on cut-off date	No. of 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
Promoter and Promoter Group	e-Voting	92,53,020	-	-	-	-	-	-
	AGM Poll		92,53,020	100.00	92,53,020	-	100.00	-
Public:- Institutions	e-Voting	70,724	-	-	-	-	-	-
	AGM Poll		-	-	-	-	-	-
Public:- Non- Institutions	e-Voting	35,17,305	1,882	0.535	1,466	416	77.89	22.11
	AGM Poll		7,849	0.223	7,843	6	99.92	0.08
TOTAL		1,28,41,049	92,62,751		92,62,329	422		

Item No.2:- To appoint a Director in place of Shri. Peraje Ananth Pai, 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 as on Cut- off Date	No. of Shares held on cut-off date	No. of 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
Promoter and Promoter Group	e-Voting	92,53,020	-	-	-	-	-	-
	AGM Poll		92,53,020	100.00	92,53,020	-	100.00	-
Public:- Institutions	e-Voting	70,724	-	-	-	-	-	-
	AGM Poll		-	-	-	-	-	-
Public:- Non- Institutions	e-Voting	35,17,305	1,882	0.535	1,293	589	68.70	31.30
	AGM Poll		7,849	0.223	7,843	6	99.92	0.08
TOTAL		1,28,41,049	92,62,751		92,62,159	595		

Ravishankar



SPECIAL BUSINESS**Item No.3:- To Re-appoint Shri Subramanya Ram Ganpath as Whole Time Director of the company.**

Resolution Required:						Ordinary Resolution		
Whether Promoter/ Promoter Group are Interested in the Agenda/ Resolution:						NO		
Category	Mode of Voting No. of Shares Held as on Cut- off Date	No. of Shares held on cut-off date	No. of 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
Promoter and Promoter Group	e-Voting	92,53,020	-	-	-	-	-	-
	AGM Poll		92,53,020	100.00	92,53,020	-	100.00	-
Public:- Institutions	e-Voting	70,724	-	-	-	-	-	-
	AGM Poll		-	-	-	-	-	-
Public:- Non- Institutions	e-Voting	35,17,305	1,882	0.535	1,293	589	68.70	31.30
	AGM Poll		7,849	0.223	7,843	6	99.92	0.08
TOTAL		1,28,41,049	92,62,751		92,62,159	595		

Radhigana

