



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

10.08.2023/LCCL/SEC/23-24

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001(MH)

Scrip Code: 523475

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the Thirty-fourth Annual General Meeting of the Company

Dear Sir/ Madam,

We enclose gist of proceedings of the Thirty-fourth Annual General Meeting of the Company held on Thursday, August 10, 2023.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Lotus Chocolate Company Limited**

Subodhakanta Sahoo
Company Secretary and Compliance Officer

Encl.: As above



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Gist of proceedings of the Thirty-fourth Annual General Meeting of the Company

A. Date, time and venue of the Annual General Meeting (“Meeting”):

The Thirty-fourth Annual General Meeting of the Company was held on Thursday, August 10, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The Meeting commenced at 11:30 a.m. (IST) and concluded at 12:20 p.m. (IST).

B. Proceedings in brief:

- Mr. Bharathan Rajagopalan Thatai, Chairman, chaired the Meeting.
- The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman gave an overview of the financial and operational performance of the Company for the financial year ended March 31, 2023 to the members of the Company.
- The Chairman informed that remote e-voting commenced at 9:00 a.m. (IST) on Saturday, August 05, 2023 and concluded at 5:00 p.m. (IST) on Wednesday, August 09, 2023.
- The Chairman also informed the members that Ms. Rakhi Agarwal, a Practicing Company Secretary (Membership No. 7047), was appointed as the scrutiniser to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the Meeting through e-voting system).

C. Resolutions contained in the Notice dated July 18, 2023

Ordinary Business:

1. Consideration and adoption of the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.
2. Appointment of Statutory Auditors of the Company and to fix their remuneration.



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Special Business:

3. Appointment of Mr. Krishnakumar Thirumalai (DIN: 00079047) as a Director.
 4. Appointment of Mr. Ketan Mody (DIN: 07723933) as a Director.
 5. Appointment of Mr. Dinesh Taluja (DIN: 08144541) as a Director.
 6. Appointment of Ms. Renuka Shastry (DIN: 02578917) as a Director.
 7. Appointment of Prof. Dipak C. Jain (DIN: 00228513) as an Independent Director for a term upto May 23, 2028.
 8. Appointment of Mr. Krishnan Sudarshan (DIN: 01029826) as an Independent Director for a term upto May 23, 2028.
 9. Adoption of the restated Articles of Association of the Company.
- Item Nos. 1 to 6 were Ordinary Resolutions and Item Nos. 7 to 9 were Special Resolutions

D. Voting by members:

- The Company had provided remote e-voting facility to its members to cast votes electronically on the resolutions set out in the Notice.
- The facility to vote at the meeting through e-voting system, was also made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

E. Result of voting (remote e-voting and voting at the meeting through e-voting system)

All the resolutions set out in the Notice have been passed with requisite majority.

Notes:

- I. The Company will separately intimate the voting results (remote e-voting and voting at the meeting through e-voting system) to the stock exchange and will also be made available on the website of the Company and CDSL, the authorized agency which provided e-voting facility.
- II. This does not constitute minutes of the proceedings of the Annual General Meeting of the Company.