



RAKHI AGARWAL
Company Secretary

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CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman of the 27th Annual General Meeting of Equity Shareholders of M/s. Lotus Chocolate Company Limited ('the Company'), held on Friday, 30th September, 2016 at 10.00 a.m. at Lions Bhavan, Near Paradise Circle, Secunderabad.

Dear Sir,

Sub: Consolidated Scrutinizers Report of E-Voting process (remote e-voting), and Physical voting through Ballot Form (Poll) at the Annual General Meeting.

1. I, Rakhi Agarwal, Company Secretary in Practice, Hyderabad, was appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing e-voting process (remote e-voting) and physical voting through ballot form process (Poll) at the Annual General Meeting held on 30th September, 2016 as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), on the resolutions contained in the notice to the 27th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on 30th September, 2016 at 10.00 A.M. at the Lions Bhavan, Near Paradise Circle, Secunderabad.
2. The Registrar and Share Transfer Agent (RTA & Service Provider), M/s. CIL Securities Limited, has provided a system for recording the electronic votes of the shareholders on the items of Ordinary Business sought to be transacted at the Annual General Meeting (AGM) of the Company. The Service Provider had set up e-voting facility on their website <https://evotingindia.com>.
3. The Company has also allowed physical voting through ballot form at the Annual General Meeting of the shareholders of the Company held on the 30th September, 2016 at 10.00 A.M. for those shareholders, who are present at the meeting and have not opted to vote through the e-voting process.
4. The Equity Shareholders holding shares as on 23rd September, 2016 being cut-off date, were entitled to vote on the resolutions mentioned in the Notice of the AGM of the Company.
5. The remote e-voting period remained open from 9.00 AM on Tuesday, 27th September, 2016 to 5.00 PM on Thursday, 29th September, 2016.



6. Upon conclusion of the e-voting period, the e-voting votes were unblocked by me on 30th September, 2016 at around 12.20 p.m. in the presence of two witnesses who are not in employment of the Company.
7. At the Annual General Meeting, Physical Ballots (Poll Paper) duly filled were deposited in ballot box kept open for voting. Upon completion, the same were un-locked in my presence.
8. On completion of voting at the Meeting, the RTA & Service Provider, M/s. Cil Securities Limited provided us with the List of Members who had cast their votes, with their holding details and details of vote on the Resolution.
9. We have collated the votes downloaded from e-voting system and ballot form physically at the Annual General Meeting to declare the final results for the resolutions forming part of the Annual General Meeting Notice and ascertained number of shares voted "in favour" or "against" or "invalid/abstained votes".

I hereby submit Consolidated Scrutinizer's Report as per Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, containing the following results for the resolution under remote e-voting & physical voting through ballot at the AGM as below:

ORDINARY BUSINESS:

Item No.1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit & Loss for the year ended 31st March, 2016 along with the Auditors' Report, Directors' Report & Corporate Governance Report thereon:

	No. of members voted	No. of Votes Cast	% of total no. of votes Cast
Voted in favour of the resolution	112	9273110	100
Voted against the resolution	0	0	0
Invalid/ Abstain votes	0	0	0
Total	112	9273110	100

Item No.2: Re-Appointment of Director in place of Shri P Prakash Pai (DIN: 00202327) who retires by rotation and, being eligible, offers himself for re-appointment:

	No. of members voted	No. of Votes Cast	% of total no. of votes Cast
Voted in favour of the resolution	112	9273110	100
Voted against the resolution	0	0	0
Invalid/ Abstain votes	0	0	0
Total	112	9273110	100



 P. Prakash Pai
 Scrutinizer

Item No.3: Re-Appointment of Director in place of Shri P. Ananth Pai (DIN: 00048339) who retires by rotation and, being eligible, offers himself for re-appointment:

	No. of members voted	No. of Votes Cast	% of total no. of votes Cast
Voted in favour of the resolution	112	9273110	100
Voted against the resolution	0	0	0
Invalid/ Abstain votes	0	0	0
Total	112	9273110	100

Item No.4: Ratification of the appointment of M/s S.R. Mohan & Co (Firm Regn No. 002111S) as Statutory Auditors of the Company and to fix their remuneration:

	No. of members voted	No. of Votes Cast	% of total no. of votes Cast
Voted in favour of the resolution	112	9273110	100
Voted against the resolution	0	0	0
Invalid/ Abstain votes	0	0	0
Total	112	9273110	100

Item No.5: Appointment of Shri. A. Surya Prakash Reddy as Independent Director of the Company:

	No. of members voted	No. of Votes Cast	% of total no. of votes Cast
Voted in favour of the resolution	112	9273110	100
Voted against the resolution	0	0	0
Invalid/ Abstain votes	0	0	0
Total	112	9273110	100

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

Rakhi Agarwal
Company Secretary
FCS-7047, CP NO.6270

Dated: 30.09.2016

Place: Hyderabad