



LOTUS CHOCOLATE COMPANY LIMITED

Reg. Office: Pranava One, 6<sup>th</sup> Floor, 6-5-654,  
Punjagutta Road, Raj Bhavan Quarters Colony,  
Somajiguda, Hyderabad, Telangana - 500082  
Tel: 91-40-4020 2124  
E-mail: investors@lotuschocolate.com  
Website: www.lotuschocolate.com  
CIN: L15200TG1988PLC009111

LCCL/SEC/26-27

May 23, 2026

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**Scrip Code: 523475**

Dear Sir,

**Sub: Disclosure of Voting Results - Postal Ballot Notice dated April 21, 2026**

The Company had sought approval of the members of the Company for appointment of Mr. Mohammed Rafathullah (DIN: 06744446) as a Non-Executive Director of the Company.

The above resolution has been passed with more than requisite majority on May 22, 2026 (the last date of e-voting).

The voting result in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report on remote e-voting, in respect of the above resolution is attached.

The voting result is also available on the website of the Company and KFin Technologies Limited, authorised agency which provided e-voting facility.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **Lotus Chocolate Company Limited**

Utsav Saini  
Company Secretary and Compliance Officer

Encl.: As above

**LOTUS CHOCOLATE COMPANY LIMITED**

**Voting Result (Postal Ballot by way of remote e-voting)**

Date of AGM/EGM:	Not Applicable (Resolution passed through Postal Ballot on May 22, 2026)
Total number of shareholders on record date (i.e., April 17, 2026 - cut-off date for voting purpose):	22,983
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:  Public:	Not Applicable  (Resolution passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing:  Promoters and Promoter Group:  Public:	Not Applicable  (Resolution passed through Postal Ballot)

**Agenda-wise disclosure**

The Mode of voting for the resolution was remote e-voting.

**Resolution 1: Appointment of Mr. Mohammed Rafathullah (DIN: 06744446) as a Non-executive Director of the Company (Ordinary Resolution)**

Whether promoter/ promoter group are interested in the agenda/resolution:						No		
Category	Mode of Voting	No. of Shares held	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	92,54,150	92,54,150	100.0000	92,54,150	0	100.0000	0.0000
	Poll	N.A.	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>92,54,150</b>	<b>92,54,150</b>	<b>100.0000</b>	<b>92,54,150</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Institutions	E-Voting	7,300	0	0.0000	0	0	0.0000	0.0000
	Poll	N.A.	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>7,300</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public - Non-Institutions	E-Voting	35,79,599	6,28,595	17.5605	5,97,435	31,160	95.0429	4.9571
	Poll	N.A.	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>35,79,599</b>	<b>6,28,595</b>	<b>17.5605</b>	<b>5,97,435</b>	<b>31,160</b>	<b>95.0429</b>	<b>4.9571</b>
<b>Total</b>		<b>1,28,41,049</b>	<b>98,82,745</b>	<b>76.9621</b>	<b>98,51,585</b>	<b>31,160</b>	<b>99.6847</b>	<b>0.3153</b>

Details of Invalid Votes	
Category	Number of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non-Institutions	0
<b>Total</b>	<b>0</b>

Whether resolution is passed or not? (Yes/No): Yes

The aforesaid resolution has been passed with requisite majority.

Notes:

(1) # Represents valid votes polled.

**dayal and lohia**  
chartered accountants

**Scrutinizer's Report**

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman  
**Lotus Chocolate Company Limited**  
Pranava One, 6th Floor, 6-5-654, Punjagutta Road,  
Raj Bhavan Quarters Colony, Somajiguda,  
Hyderabad, Telangana – 500082

**Scrutinizer's Report on the voting by means of remote e-voting process on the resolution set out in the Postal Ballot Notice dated 21 April, 2026**

Dear Sir,

I, Anil Lohia, Chartered Accountant in practice and Partner, Dayal and Lohia, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Lotus Chocolate Company Limited ("**the Company**") for the purpose of scrutinizing the voting by means of Postal Ballot, only by remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the postal ballot notice dated April 21, 2026 ("**Notice**") sent in accordance with General Circular Nos. 14/2020 dated 8 April 2020 and 17/2020 dated 13 April 2020 read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**").

1. In compliance with the MCA Circulars, the Notice was sent only through electronic mode to those members whose email address was registered with the Company / Registrar & Transfer Agent of the Company viz. KFin Technologies Limited ("**KFinTech**") / Depository Participants / Depositories, viz., National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on Friday, April 17, 2026 ("**Cut-Off Date**").

The Notice was also placed on the website of the Company at [www.lotuschocolate.com](http://www.lotuschocolate.com), website of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com); and on the website of KFinTech at <https://evoting.kfintech.com>, being the Registrar & Share Transfer Agent of the Company.

In compliance with the MCA Circulars, a newspaper advertisement was published on April 22, 2026 in 'Financial Express' (English language newspaper) and in 'Nava Telangana' (Telugu language newspaper) specifying the details of dispatch of Notice and instructions for e-voting.

2. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

#### **Management's Responsibility**

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### **Scrutinizer's Responsibility**

4. My responsibility as a Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by KFinTech, being an agency authorized under the Act and the Rules made thereunder, engaged by the Company to provide e-voting facility, and attendant papers / documents furnished to me electronically by the Company and / or KFinTech for my verification.

#### **Cut-off date**

5. Subject to the provisions of the Articles of Association of the Company, the members of the Company as on the Cut-Off Date, as set out in the Notice, i.e., Friday, April 17, 2026, were entitled to vote on the resolution (item no. 1 as set out in the Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.

#### **6. E-voting process**

- i. The e-voting period remained open from Thursday, April 23, 2026 (9:00 a.m. IST) to Friday, May 22, 2026 (5:00 p.m. IST).

- ii. The votes cast during the e-voting period were unblocked on Friday, May 22, 2026 after the conclusion of e-voting period for Postal ballot and was witnessed by two witnesses, Mr. Sunil Khandelwal and Mr. Neel Khandelwal, who are not in the employment of the Company and / or KFinTech. They have signed below in confirmation of the same.

\_\_\_\_\_  
Sunil Khandelwal

\_\_\_\_\_  
Neel Khandelwal

- iii. Thereafter, the details containing, inter alia, the list of members who voted "in favour" or "against" on the resolution that was put to vote, were generated from the remote e-voting website of KFinTech i.e. <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. I submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the reports generated by KFinTech, scrutinized on test check basis and relied upon by me as under:-

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Number of Invalid votes (due to lack of proper authorization)
	Number of Valid Votes	As a % of total number of valid votes (in Favour and Against) (iii)=[ii/ (ii+iv)]* 100	Number of Valid Votes	As a % of total number of valid votes (in Favour and Against) (v)=[iv/ (ii+iv)]* 100	
(i)	(ii)		(iv)	(v)	(vi)
Item No. 1 - Appointment of Mr. Mohammed Rafathullah (DIN: 06744446) as a Non-executive Director of the Company. (As an Ordinary Resolution)	98,51,585	99.6847	31,160	0.3153	0

Based on the aforesaid results, I report that the resolution as set out in item no. 1 of the Notice has been **passed with requisite majority.**

8. The electronic data and all other relevant records relating to e-voting will be handed over to Mr. Utsav Saini, Company Secretary and Compliance Officer of the Company, for safe keeping as provided in the Act read with the relevant Rules.

9. a) This report is issued in accordance with the terms of the Engagement Letter.
- b) I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI") and Standards on Auditing specified under Section 143(10) of the Act. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.
- c) I have complied with the relevant applicable requirements of the Standard on Quality Control 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Restriction on Use**

10. This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) placing on website of the Company, (iii) placing on the website of KFinTech and (iv) any other statutory purpose. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

**Anil Lohia**

Practicing Chartered Accountant  
Membership No. 031626  
Partner

**Dayal and Lohia**

Chartered Accountants  
(Firm's Registration No. 102200W)

Place: Mumbai

Date: 23.05.2026.

UDIN: 26031626ZCPNFO4913

Countersigned by:

**For Lotus Chocolate Company Limited**

**Utsav Saini**

Company Secretary and  
Compliance Officer