



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

Sumedha Estates (IVRCL Towers),  
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Banjara Hills, Hyderabad - 500 034, A.P, INDIA.  
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CIN No. : L15200AP1988PLC009111

Date: 04.04.2015 | LCCL | SEC | 5 | 11

Department of Corporate Services,

Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400001.

STOCK CODE: LOTUS CHOCOLATE COMPANY LIMITED / 523473

Dear Sir(s)

**Sub.: Results of Postal Ballot pursuant to Clause 35A**

This is with reference with the to our letter enclosing the notice of Postal Ballot seeking the consent of the shareholders by Special Resolution vide Postal Ballot for the following items:

Item no.	Business in Brief
1.	Special resolution pursuant to Section 14 of the Companies Act, 2013 to adopt new set of Articles of Association
2.A	Ordinary resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 to appoint Shri.Bharathan Thatai Rajagopalan as Independent Director
2.B	Ordinary resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 to appoint Shri.Rabindranath Jarugumilli as Independent Director
3.A	Special Resolution pursuant to Section 180(1)(c) of the Companies Act, 2013 setting the limits of borrowings of the Company
3.B	Special Resolution pursuant to Section 180(1)(a) of the Companies Act 2013, authorizing mortgaging of property in connection with the borrowings of the Company.

**ITEM NO.1**

Substitution of Articles of Association of the company as given below:

Sl. No.	Particulars	No. of postal ballot forms.	No. of shares.
1.	(a) Total Postal Ballots Received	2	200
	(b) Total E-Voting options received	16	9405319
2.	Total Votes Received (a+b)	18	9405519
3.	(a) Postal ballot forms with assent	2	200
	(b) E-Voting options with assent	16	9405319
	Total Assent (a+b)	18 <sup>4</sup>	9405519
4.	(a) Postal ballot forms with dissent	0	
	(b) E-Voting options with dissent	0	
	Total Dissent (a+b)		

**THERE WERE NO INVALID VOTES.**

**RESOLUTION PASSED WITH REQUISITE MAJORITY.**

**ITEM NO. 2(a)**

Appointment of Shri. Bharathan Rajagopalan Thatai as Independent Director of the company as given below:

Sl. No.	Particulars	No. of postal ballot forms.	No. of shares.
1.	(a) Total Postal Ballots Received	2	200
	(b) Total E-Voting options received	16	9405319
2.	Total Votes Received (a+b)	18	9405519
3.	(a) Postal ballot forms with assent	2	200
	(b) E-Voting options with assent	15	9405318
	Total Assent (a+b)	17	9405518
4.	(a) Postal ballot forms with dissent	0	
	(b) E-Voting options with dissent	0	
	Total Dissent (a+b)		

**ONE EVOTING FORM ABSTAINED WITH ONE SHARE.  
THERE WERE NO INVALID VOTES.  
RESOLUTION PASSED WITH REQUISITE MAJORITY.**

**ITEM NO. 2(b)**

Appointment of Shri. Rabindranath Jarugumilli as Independent Director of the company as given below:

Sl. No.	Particulars	No. of postal ballot forms.	No. of shares.
1.	(a) Total Postal Ballots Received	2	200
	(b) Total E-Voting options received	16	9405319
2.	Total Votes Received (a+b)	18	9405519
3.	(a) Postal ballot forms with assent	2	200
	(b) E-Voting options with assent	15	9405318
	Total Assent (a+b)	17	9405518
4.	(a) Postal ballot forms with dissent	0	0
	(b) E-Voting options with dissent	1	1
	Total Dissent (a+b)	1	1

**THERE WERE NO INVALID VOTES.**

**RESOLUTION PASSED WITH REQUISITE MAJORITY.**

**ITEM NO. 3(a)**

Limits of Borrowings under section 180(1)(c) of the Companies Act, 2013 (Special Resolution)

Sl. No.	Particulars	No. of postal ballot forms.	No. of shares.	% of total shares representing valid votes
1.	(a) Total Postal Ballots Received	2	200	0.0021%
	(b) Total E-Voting options received	16	9405319	99.997%
2.	Total Votes Received (a+b)	18	9405519	100%
3.	(a) Postal ballot forms with assent	2	200	0.0021%
	(b) E-Voting options with assent	15	9405318	99.996%
	Total Assent (a+b)	17	9405518	99.998%
4.	(a) Postal ballot forms with dissent	0	0	
	(b) E-Voting options with dissent	1	4800	
	Total Dissent (a+b)	1	4800	

**THERE WERE NO INVALID VOTES.**

**RESOLUTION PASSED WITH REQUISITE MAJORITY.**

**ITEM NO. 3(b)**

Providing Security under section 180(1)(a) of the Companies Act, 2013  
(Special Resolution)

Sl. No.	Particulars	No. of postal ballot forms.	No. of shares.	% of total shares representing valid votes
1.	(a) Total Postal Ballots Received	2	200	0.0021%
	(b) Total E-Voting options received	16	9405319	99.997%
2.	Total Votes Received (a+b)	18	9405519	100%
3.	(a) Postal ballot forms with assent	2	200	0.0021%
	(b) E-Voting options with assent	15	9405318	99.996%
	Total Assent (a+b)	17	9405518	99.998%
4.	(a) Postal ballot forms with dissent	0	0	
	(b) E-Voting options with dissent	1	4800	
	Total Dissent (a+b)	1	4800	

**THERE WERE NO INVALID VOTES.  
RESOLUTION PASSED WITH REQUISITE MAJORITY.**

In connection, with the above all the above resolutions were passed by the members with requisite majority.

Attached is the voting results of the said Postal Ballot.

Thanking you,

**For Lotus Chocolate Company Limited**



**G S RAM**

**WHOLE TIME DIRECTOR**

