



R. SUCHARITHRA
COMPANY SECRETARY

No.145, Sivaprakasa Nagar
1st Main Road,
Puzhuthivakkam,
Chennai - 600 091
Phone : 9789328681
Email : spvac@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman of 67th Annual General Meeting of the Shareholders of **LOTTE INDIA CORPORATION LIMITED (CIN: U15419TN1954PLC001987), 4/111, Mount Poonamallee Road, Manapakkam, Chennai - 600 089** held on Thursday, the 29th September, 2022 at 10.30 A.M. through Video Conferencing / Other Audio-Visual Means.

Dear Sir,

1. I, R. Sucharithra, Company Secretary in Practice have been appointed as scrutinizer by the Company for the purpose of:
 - i) Scrutinizing the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
 - ii) Scrutinizing the e-voting process in respect of the resolutions mentioned below passed by the shareholders of the Company at the Annual General Meeting held on Thursday, the 29th September, 2022 through Video Conferencing / Other Audio-Visual Means.

2. The Management is responsible to ensure the compliance with the requirements of the Act and Rules relating to Voting through Electronic means (i.e., remote e-voting and e-voting at the AGM) for the resolutions contained in the notice of the 67th Annual General Meeting of the shareholders of the Company. My responsibility as a scrutinizer for the voting process through electronic means is restricted to make a consolidated report of the votes cast 'IN FAVOUR" and "AGAINST" resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the agency authorised and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e., by remote e-voting and the e-voting at the Annual General Meeting).

3. I have given a report on e-voting at AGM and on remote e-voting on the resolutions contained in the 67th AGM notice. I submit my consolidated report on the results of voting as under:



ORDINARY BUSINESS:

ORDINARY RESOLUTION:

Item No.1

To consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.

i. Voted in favour of the Resolution:

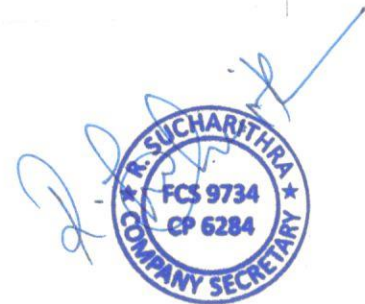
Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	3	700	0.0065%
By E-Voting at AGM	0	0	
Total	3	700	0.0065%

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	1





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ORDINARY BUSINESS:

ORDINARY RESOLUTION:

Item No: 2

To appoint a Director in the place of Mr. Myeongrim Choi (DIN:08820793) who retires by rotation and is eligible for re-appointment.

i. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	3	700	0.0065%
By E-Voting at AGM	0	0	
Total	3	700	0.0065%

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	1





SPECIAL BUSINESS

SPECIAL RESOLUTION:

Item No: 3

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution

RESOLVED THAT Ms.Jeehye You (DIN.07817025) who was appointed as an Additional Director of the Company on 29.03.2022, whose term of office as an Additional Director expires at this Annual General Meeting and in respect of whom the company has received a notice under section 160 of the Companies Act, 2013 in writing, proposing her candidature for the office of Director be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 years from 29.03.2022 to 28.03.2027.

i. Voted in favour of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii. Voted Against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	4	701	0.0065%
By E-Voting at AGM	0	0	
Total	4	701	0.0065%

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



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SPECIAL BUSINESS

SPECIAL RESOLUTION:

Item No: 4

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution.

RESOLVED THAT Mr.Jeongkwan Heo (DIN. 09715459) who was appointed as an Additional Director of the Company on 30.08.2022, whose term of office as an Additional Director expires at this Annual General Meeting and in respect of whom the company has received a notice under section 160 of the Companies Act, 2013 in writing, proposing his candidature for the office of Director be and is hereby appointed as Director of the Company whose period of office is liable to retire by rotation.

i) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii) Voted **Against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	4	701	0.0065%
By E-Voting at AGM	0	0	
Total	4	701	0.0065%

iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



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SPECIAL BUSINESS

SPECIAL RESOLUTION:

Item No: 5

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution.

RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the rules made there under including any statutory modification(s) or re-enactment thereof and subject to the approval of shareholders and Central Government, Mr.Jeongkwan Heo, Director (DIN: 09715459), be and is hereby appointed as Whole Time Director for 3 years from 30.08.2022 to 29.08.2025 on the following terms:

(a) Salary

- i) Rs.55,000 per month as basic salary.
- ii) Rs. 2,16,774 per month towards allowances

(b) Benefits

- iii) Rent free furnished accommodation expenses subject to a maximum of Rs.2,08,300 per month and if required with an increase upto 15% p.a.
- iv) Rs.39,600 per month towards Maintenance of car, fuel, driver's salary.
- v) Medical reimbursement subject to a maximum of Rs.85,000 in aggregate per annum and Medical insurance premium as per company's policy.
- vi) Rs.2,00,000 per annum in aggregate towards Club Membership / subscription fee.
- vii) Reimbursement of cost of repairs, maintenance and utilities (eg. gas, electricity and water charges), and repairs for the said housing accommodation on actuals.
- viii) Leave travel concession expenses on actual for one trip from India to Korea and return for him and his family subject to a maximum of Rs. 3,50,000 in aggregate per annum.

(c) Gratuity and Contribution to Provident fund shall be payable as per applicable Acts.

RESOLVED FURTHER THAT Mr.Jeongkwan Heo shall be governed by all service conditions of the Company as applicable to Senior Management personnel and directors.



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RESOLVED FURTHER THAT in the event of no profits or inadequacy of profits, Mr.Jeongkwan Heo shall be entitled to the above remuneration as the minimum remuneration subject to the approvals, if any, required.

RESOLVED FURTHER THAT Mr.Jeongkwan Heo is entitled to annual increment as may be fixed by the Board from time to time on the recommendation of the Remuneration and Nomination Committee subject to applicable provisions of Companies Act, 2013 and that the terms and conditions of the aforesaid remuneration payable to Mr.Jeongkwan Heo be varied / altered/revised within the said overall limit allowed under Companies Act, 2013, in such manner as may be deemed fit by the Board of Directors during aforesaid period.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things and execute all such documents as may be required to give effect to the aforesaid resolution.

i) **Voted in favour** of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii) **Voted Against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	4	701	0.0065%
By E-Voting at AGM	0	0	
Total	4	701	0.0065%

iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



SPECIAL BUSINESS

SPECIAL RESOLUTION:

Item No: 6

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution

RESOLVED THAT the Club subscription fee of Rs.1,17,803 paid to Mr.Milan Wahi, Managing Director for the period from 01.04.2021 to 31.03.2022, over and above the limit of Rs.25,000 approved by the Shareholders vide postal ballot resolutions dated 10.02.2022 and 28.08.2022 be and is hereby approved.

i) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii) Voted **Against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	4	701	0.0065%
By E-Voting at AGM	0	0	
Total	4	0	0.0065%

iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





SPECIAL BUSINESS

SPECIAL RESOLUTION:

Item No: 7

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution

RESOLVED THAT pursuant to the provisions of Section 196 and 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the rules made there under including any statutory modification(s) or re-enactment thereof and subject to the approval of Shareholders, Mr.Milan Wahi (DIN.05242884), be and is hereby reappointed as Managing Director of the Company for a period of 3 years with effect from 10.10.2022 to 09.10.2025 based on the following terms same terms and conditions:

i) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	23	10708969	99.9935%
By E-Voting at AGM	1	1	
Total	24	10708970	99.9935%

ii) Voted **Against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
By E-Voting	4	701	0.0065%
By E-Voting at AGM	0	0	
Total	4	701	0.0065%

iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



All the proposed resolutions have been passed with requisite majority by the shareholders of the Company.

I further report that, as per Notice of AGM dated 30th August, 2022, the Chairman or any other Director or official of the Company duly authorised, may declare and confirm the above result of voting done by E-Voting and also display the same on the Company's website www.lotteindia.com.

I further report that as per Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has complied with the required provisions. I further report that, Electronic data maintained by me such as the e-voting register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as name, address, folio number, number of shares held, number of shares voted, number of shares assented, number of shares dissented, number of shares abstained and number of shares rejected) and all related electronic records, shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes of the AGM.

Place: Chennai

Date: 30.09.2022

Thanking you,

Yours Sincerely



R. Sucharithra

Company Secretary in Practice

CP: 6284

UDIN: F009734D001106412