INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance

1. Name of the Listed Entity: **Lotus Chocolate Company Limited**
2. Quarter ended: **June 30, 2026**

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [Refer Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [Refer proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1)]	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1)]
Mr.	Jain Dipak Chand	00228513	Chairperson - Non-Executive – Independent Director	24-05-2023	-	-	37.07	09-06-1957	2	2	7	2
Mr.	Krishnan Sudarshan	01029826	Non-Executive - Independent	24-05-2023	-	-	37.07	07-05-1970	3	2	8	0
Ms.	Riddhi Bhimani	10072936	Non-Executive - Independent	26-11-2024	-	-	19.05	28-07-1982	3	3	9	1
Mr.	Ketan Pravin Mody	07723933	Non-Executive – Non-Independent	24-05-2023	-	-	-	07-12-1976	1	0	2	1
Mr.	Asim Bhupatrai Parekh	00056125	Non-Executive – Non-Independent	03-01-2024	-	-	-	27-08-1964	1	0	0	0
Mr.	Abhijeet Pai	02100465	Non-Executive – Non-Independent	13-01-2025	-	-	-	23-06-1984	1	0	0	0
Mr.	Aditya Pai	07538946	Non-Executive – Non-Independent	13-01-2025	-	-	-	24-07-1994	1	0	0	0
Mr.	Natarajan Mayuram Venkataraman	05324934	Executive	16-07-2025	-	-	-	25-04-1969	1	0	1	0
Mr.	Mohammed Rafathullah	06744446	Non-Executive – Non-Independent	27-02-2026	-	-	-	24-05-1968	1	0	0	0

	Whether Regular chairperson appointed	Yes
	Whether Chairperson is related to managing director or CEO	No

Notes:

1. As on the date of this report, the tenure of Directors is as follows, which has been rounded off as per BSE circular issued in this regard. a. Prof. Jain Dipak Chand - 37 months and 7 days. b. Mr. Krishnan Sudarshan- 37 months and 7 days. c. Ms. Riddhi Bhimani- 19 months and 5 days.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive /independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Jain Dipak Chand	Non-executive Independent Director - Chairman	24-05-2023	
		Mr. Krishnan Sudarshan	Non-executive Independent Director - Member	24-05-2023	
		Mr. Ketan Pravin Mody	Non-executive Non-Independent Director - Member	26-11-2024	
2. Nomination & Remuneration Committee	Yes	Mr. Krishnan Sudarshan	Non-executive Independent Director - Chairman	24-05-2023	
		Mr. Jain Dipak Chand	Non-executive Independent Director - Member	24-05-2023	
		Mr. Ketan Pravin Mody	Non-executive Non-Independent Director - Member	24-05-2023	
3. Risk Management Committee (if applicable)	Not Applicable	-	-	-	-
4. Stakeholders' Relationship Committee	Yes	Mr. Ketan Pravin Mody	Non-executive Non-Independent Director - Chairman	24-05-2023	
		Mr. Jain Dipak Chand	Non-executive Independent Director - Member	22-12-2023	
		Mr. Natarajan Mayuram Venkataraman	Executive Director	16-07-2025	
5. Corporate Social Responsibility Committee	Yes	Mr. Jain Dipak Chand	Non-executive Independent Director - Chairman	26-11-2024	
		Mr. Krishnan Sudarshan	Non-executive Independent Director - Member	24-05-2023	
		Mr. Ketan Pravin Mody	Non-executive Non-Independent Director - Member	24-05-2023	

Notes:
The Company has a Risk Management Committee, constituted on voluntary basis, comprising of Prof. Jain Dipak Chand (Independent Director) as Chairman, Mr. Krishnan Sudarshan (Independent Director) as member and Mr. Ketan Pravin Mody (Non-executive Non-Independent Director) as member.

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	**Whether requirement of Quorum met (Yes / No)**	**Number of Directors present**	**Number of independent directors' present**	**Date(s) of Meeting in the previous quarter**	**Maximum gap between any two consecutive meetings (in number of days)**
April 15, 2026	Yes	9	3	January 12, 2026	92
May 14, 2026	Yes	9	3	-	28

IV. Meeting of Committees						
Name of the Committee	**Date(s) of meeting of the committee in the relevant quarter**	**Whether requirement of Quorum met (Yes / No)**	**Number of Directors present**	**Number of independent directors' present**	**Date(s) of meeting of the committee in the previous quarter**	**Maximum gap between any two consecutive meetings (in number of days)**
Audit Committee	April 15, 2026	Yes	3	2	March 26, 2026	19
	May 14, 2026	Yes	3	2	-	28
Corporate Social Responsibility Committee	April 15, 2026	Yes	3	2	January 12, 2026	92
Nomination and Remuneration Committee	April 15, 2026	Yes	3	2	-	-
	May 14, 2026	Yes	3	2	-	28

V. Affirmations	Yes / No
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee	Yes
3. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)	NA
4. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
6. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

VI. Details of Cyber Security Incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	NA
Brief details of the event	NA

Name: Utsav Saini
Designation: Company Secretary and Compliance Officer
Place: Hyderabad
Date: June 30, 2026

B. Investor Grievance Redressal Report

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	3
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	4
No. of investor complaints those remaining unresolved at the end of the Quarter	0

C. Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
Not Applicable					

D. Disclosure of Imposition of Fine or Penalty

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
Not Applicable					

E. Disclosure of updates to ongoing Tax Litigations or Disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
Not Applicable				