

**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 61<sup>st</sup> Annual General meeting of Shareholders of LOTTE INDIA CORPORATION LIMITED held on 15<sup>th</sup> December, 2016 at M.A.Chidambaram Hall, Southern India Chamber of commerce & Industry, Esplanade, Chennai – 600108.

Dear Sir,

1. I, K.Mohan, Partner, JKM Associates, Practicing Company Secretaries has been appointed as scrutinizer by the company for 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 poll process

In respect of Resolutions mentioned below passed by the shareholders of the company at the 61<sup>st</sup> Annual General Meeting held on 15<sup>th</sup> December, 2016 at M.A.Chidambaram Hall, Southern India Chamber of commerce & Industry, Esplanade, Chennai – 600108

2. The Management of the company 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 voting by ballot papers) for the resolutions contained in the notice of the 61st AGM of the shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means and poll papers is restricted to make a consolidated report of the votes cast " In FAVOUR" and " AGAINST" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the agency authorized and engaged by the company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and the physical ballot papers at the AGM)
3. I have separately given a report of poll and on remote e- voting on the resolutions contained in the notice. I submit my consolidated report on the results of voting as under

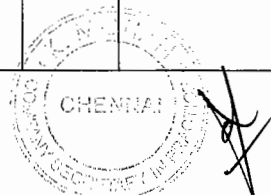
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Item no.of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No	%	No	%	
<b>Item No.1</b> Approval of Annual financial Statements for the 15 months period ended 31.03.2016 and report of Auditors and Directors thereon	10708473	99.99	2	--	0
<b>Item No.2</b> Appointment of a Director in the place of Mr.Mang Ko Noh, who retires by rotation and is eligible for re-appointment.	10708473	99.99	2	--	0
<b>Item No.3</b> Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chennai, as Statutory Auditors to hold office from the conclusion of this (61st) AGM till conclusion of 66th AGM.	10708473	99.99	2	--	0
<b>Item no 4</b> Appointment of Mr.Milan Wahi as Director	10708473	99.99	2	--	0
<b>Item no 5</b> Appointment of Mr.Milan Wahi as Managing Director	10708473	99.99	2	--	0
<b>Item No.6</b> Revision of remuneration payable to Mr.Young Tae Moon w.e.f 1 <sup>st</sup> April, 2016	10708473	99.99	2	--	0

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Item no.of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No	%	No	%	
<b>Item No.7</b> Revision of remuneration payable to Mr.Moo Sun Song w.e.f 1 <sup>st</sup> April, 2016	10708473	99.99	2	--	0
<b>Item No.8</b> Alteration of Memorandum of Association	10708474	100	1	--	0
<b>Item No.9</b> Alteration of Articles of Association	10708473	99.99	2	--	0

4. The Poll papers and all other relevant records are sealed and are in my custody until the Chairman considers, approves and sign the minutes of the AGM and thereafter these documents shall be handed over to the Company Secretary of the company for safe keeping.

Thanking You,

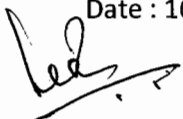
Yours sincerely

For JKM Associates  
Company Secretaries

  
K.Mohan  
Partner

K. MOHAN  
CP No.: 3656  
JKM ASSOCIATES  
Company Secretaries  
First Floor, New No. 5, (Old No. 12),  
Sivasailam Street, T. Nagar, Chennai - 17.

Place: Chennai  
Date : 16.12.2016



**SCRUTINIZER'S REPORT ON E-VOTING**

[PURSUANT TO SECTION 108 OF THE COMPANIES ACT 2013 AND RULE 20 OF THE COMPANIES  
(MANAGEMENT AND ADMINISTRATION) RULES, 2014]

To,

**THE CHAIRMAN OF THE 61st AGM**  
LOTTE INDIA CORPORATION LIMITED,  
4/111, MOUNT POONAMALLEE ROAD,  
MANAPAKKAM, CHENNAI – 600089

Dear Sir,

I, K.Mohan, Partner – JKM Associates, Practising Company Secretaries (CP 3656) having office at 5/12, First Floor, Sivasailam Street, T.Nagar, Chennai-600 017 has been appointed as scrutinizer of LOTTE INDIA CORPORATION LIMITED, ( the Company) for the purpose of E-Voting conducted on the below mentioned resolutions from 10<sup>th</sup> December, 2016 to 14<sup>th</sup> December, 2016 by the Equity shareholders of the company, submit my report as under:

1. The E-Voting facility was provided by CDSL on behalf of the Company.
2. After the time fixed for closing of E-voting, the votes cast electronically were unblocked by login into Scrutinizer window on CDSL e-voting website in presence of two witness namely Mr.Murali and Mrs.Sucharithra
3. The result of e-voting sheet (attached herewith) was downloaded from the CDSL website after the voting time was closed. The attached result was printed as it appeared on the screen without any modification(s).



4. The result of the e-voting is as under:

Item no.of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No	%	No	%	
<b>Item No.1</b> Approval of Annual financial Statements for the 15 months period ended 31.03.2016 and report of Auditors and Directors thereon	0	0	0	0	0
<b>Item No.2</b> Appointment of a Director in the place of Mr.Mang Ko Noh, who retires by rotation and is eligible for re-appointment.	0	0	0	0	0
<b>Item No.3</b> Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chennai, as Statutory Auditors to hold office from the conclusion of this (61st) AGM till conclusion of 66th AGM.	0	0	0	0	0
<b>Item no 4</b> Appointment of Mr.Milan Wahi as Director	0	0	0	0	0
<b>Item no 5</b> Appointment of Mr.Milan Wahi as Managing Director	0	0	0	0	0
<b>Item No.6</b> Revision of remuneration payable to Mr.Young Tae Moon w.e.f 1 <sup>st</sup> April, 2016	0	0	0	0	0

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<b>Item No.7</b> Revision of remuneration payable to Mr.Moo Sun Song w.e.f 1 <sup>st</sup> April, 2016	0	0	0	0	0
<b>Item No.8</b> Alteration of Memorandum of Association	0	0	0	0	0
<b>Item No.9</b> Alteration of Articles of Association	0	0	0	0	0

Thanking You,

Yours sincerely

For JKM Associates  
Company Secretaries

K.Mohan  
Partner

K. MOHAN  
CP No.: 3656  
JKM ASSOCIATES  
Company Secretaries  
First Floor, New No. 5, (Old No. 12),  
Sivasailam Street, T. Nagar, Chennai - 17.

Place: Chennai  
Date : 16.12.2016



FORM NO MGT -13

**SCRUTINIZER'S REPORT ON POLL**

[PURSUANT TO SECTION 109 OF THE COMPANIES ACT 2013 AND RULE 21(2) OF THE COMPANIES  
(MANAGEMENT AND ADMINISTRATION) RULES, 2014]

To

**THE CHAIRMAN OF THE 61st AGM**  
LOTTE INDIA CORPORATION LIMITED,  
4/111, MOUNT POONAMMALLEE ROAD,  
MANAPAKKAM, CHENNAI – 600089

Dear Sir,

I, K.Mohan, Partner – JKM Associates, Practising Company Secretaries (CP 3656) having office at 5/12, First Floor, Sivasailam Street, T.Nagar, Chennai-600 017 has been appointed as scrutinizer of LOTTE INDIA CORPORATION LIMITED, ( the Company) for the purpose of conducting poll process on the below mentioned resolutions at the 61st Annual General meeting of the company held on 15<sup>th</sup> December, 2016 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box, kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer agents of the company and the authorizations / proxies lodged with the Company.
3. There were no invalid votes.

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Item no.of notice	Votes in favour of the resolution		Votes against the resolution		No.of members present / proxy attended	No.of members / proxy attended & voted
	No	%	No	%		
<b>Item No.1</b> Approval of Annual financial Statements for the 15 months period ended 31.03.2016 and report of Auditors and Directors thereon	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
<b>Item No.2</b> Appointment of a Director in the place of Mr.Mang Ko Noh, who retires by rotation and is eligible for re-appointment.	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
<b>Item No.3</b> Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chennai, as Statutory Auditors to hold office from the conclusion of this (61st) AGM till conclusion of 66th AGM.	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
<b>Item no 4</b> Appointment of Mr.Milan Wahi as Director	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
<b>Item no 5</b> Appointment of Mr.Milan Wahi as Managing Director	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
<b>Item No.6</b> Revision of remuneration payable to Mr.Young Tae Moon w.e.f 1 <sup>st</sup> April, 2016	10708473	99.99	2	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4

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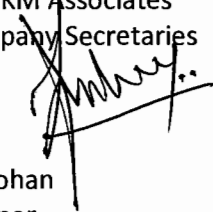
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<b>Item No.8</b> Alteration of Memorandum of Association	10708474	100	1	--	In person – 414 By proxy - 4	In person – 16 By proxy - 4
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4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours sincerely

For JKM Associates  
Company Secretaries

  
K.Mohan  
Partner

K. MOHAN  
CP No.: 3656  
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First Floor, New No. 5, (Old No. 12),  
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