

## LOTTE INDIA CORPORATION LIMITED

Regd. Office : 22b, 2nd Floor, Commerce House- IV, Beside Shell Petrol Pump, 100 ft Road,  
Prahalad Nagar, Ahmedabad- 380 015, Gujarat. Phone No. 079 - 4020 9000; e-mail: compsecy@lotteindia.com  
Corporate Identity Number: U15419GJ1954PLC153704; Website: [www.lotteindia.com](http://www.lotteindia.com)

### NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 70th Annual General Meeting of the Company (AGM) will be held on Friday, the 21<sup>st</sup> November, 2025 at 10.15 A.M. [Indian Standard Time (IST)] through Video Conferencing / Other Audio Visual Means to transact the following businesses:

#### ORDINARY BUSINESS

1. To consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in the place of Mr. Kyungwoon Cho (DIN: 09048060), who retires by rotation and is eligible for reappointment.
3. To consider the appointment of BSR & Co, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of 70<sup>th</sup> Annual General Meeting till the conclusion of 75<sup>th</sup> Annual General Meeting and fix their remuneration.

#### SPECIAL BUSINESS

**4. 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, Mr. Milan Wahi (DIN 05242884) be and is hereby reappointed as **Managing Director of the Confectionery Division** of the Company for a period of 3 years with effect from 10<sup>th</sup> October, 2025 to 9<sup>th</sup> October, 2028, whose period of office is liable to retire by rotation.

**RESOLVED FURTHER THAT** subject to the approval of Shareholders, Mr. Milan Wahi, Managing Director be paid the following remuneration for the period from 1<sup>st</sup> January, 2025 to 31<sup>st</sup> December, 2025 based on the following terms and conditions:

(a) Salary

- i. Rs. 6,07,395 per month as basic salary.
- ii. Rs. 6,53,911 per month towards allowances such as House rent allowance, special allowance and leave travel allowance.

(b) Benefits

- I. Rs. 69,390 per month towards Maintenance of car, fuel, driver's salary, telephone and mobile charges.
- II. Performance incentive subject to a maximum of Rs. 17,47,092 per annum as per Company's policy.
- III. medical insurance and other benefits as applicable to the senior management personnel of the company, will be provided in accordance with the rules and regulations of the company
- IV. Rs.2,00,000 per annum in aggregate towards Club membership subscription fee.

(c) Gratuity and Contribution to Provident fund shall be payable as per applicable Acts. Superannuation fund payment shall be in accordance with Company's policy in force.

**RESOLVED FURTHER THAT** arrears of remuneration and benefits as revised above be paid to Mr. Milan Wahi, Managing Director for the period from 1<sup>st</sup> January, 2025 to 9<sup>th</sup> October, 2025.

**RESOLVED FURTHER THAT** subject to the provisions of Section 197 of Companies Act read with Schedule V and other applicable provisions of Companies Act, 2013, the above remuneration of Mr. Milan Wahi, Managing Director shall be revised for the period from 1<sup>st</sup> January 2026 till his rest of his tenure as the Board of Directors may deem fit based on his performance.

**RESOLVED FURTHER THAT** Mr. Milan Wahi, Managing Director shall be governed by all service conditions of the Company as applicable to Senior Management personnel and directors.

**RESOLVED FURTHER THAT** Mr. Milan Wahi, Managing Director 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 or Board subject to applicable provisions of Companies Act, 2013.

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

**RESOLVED THAT** in supersession of the Special Resolution passed by the shareholders through the process of Postal Ballot on 24.11.2024 , the consent of the Company be and is hereby accorded to the Board of Directors of the Company under Section 180(1)(c) and all other applicable provisions if any, of the Companies Act, 2013 to borrow money for and on behalf of the Company from time to time as deemed by it to be requisite and proper for the business of the Company, but so that the moneys to be borrowed together with the moneys already borrowed by the Company shall not exceed Rs.500 Crores (Rupees Five hundred Crores Only) over and above the aggregate of its paid share capital, free reserves and securities premium account of the Company as per the latest annual audited financial statements, apart from temporary loans obtained from the Company's bankers in the ordinary course of business.

**RESOLVED FURTHER THAT** the consent of the Company be and is hereby accorded, in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 to the Board of Directors of the Company to create charge / provide security for the sum borrowed on such terms and conditions and in such form and manner and with such ranking as to priority, as the Board in its absolute discretion thinks fit, on the assets of the Company, as may be agreed to between the Company and the Lenders so as to secure the borrowings by the Company, together with interest costs, charges, expenses and all other monies payable by the Company to the concerned Lenders / Institutions, under the respective arrangements entered into / to be entered by the Company and/or Board.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board or any committee or person(s) authorised by the Board, be and is / are hereby authorised to finalise, settle and execute such documents / deeds / writings / papers / agreements as may be required and to do all acts, deeds, matters and things as may in its / his / their absolute discretion deem necessary, proper or desirable and to settle any question(s), difficulty(ies) or doubt(s) that may arise in regard to creating security(ies) as aforesaid or other considered to be in the best interest of the Company.

Chennai, 30<sup>th</sup> October, 2025

By Order of the Board  
For Lotte India Corporation Limited  
T G Karthikeyan, Company Secretary

**Notes:**

1. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode to Members. The aforesaid notice along with Annual Report has been uploaded on the website of the Company at [www.lotteindia.com](http://www.lotteindia.com).
2. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item Nos.3 is annexed.
3. Since this AGM is through video conferencing, appointment of Proxy is not applicable and hence proxy form and attendance slip are not attached to this Annual Report.
4. Members are requested to intimate change in their addresses, if any, immediately to their Depository Participants with whom they are maintaining their Demat Account.

**ANNEXURE TO THE NOTICE****Profile of the Directors seeking appointment / reappointment.**

**Mr.Milan Wahi** (DIN.05242884) is a post graduate in Science with PG Diploma and has about 31 years of rich experience in the fields of Marketing and sales and worked as senior management personnel in various reputed Companies such as Cavin Kare, VST Industries, Whirlpool India, Lotte India Corporation Ltd, JK Dairy and Kenstar etc. Mr.Milan Wahi is a member of CSR Committee and Stakeholders relationship Committee.

**Explanatory statement pursuant to Section 102 of the Companies Act, 2013.**

The documents mentioned in Explanatory statement are available for inspection at the Registered office of the Company from Monday to Friday (except on holidays) from 10.30 A.M to 4 .30 P.M till the previous day before the AGM.

**Item No.4**

Mr.Milan Wahi (DIN. 05242884) was appointed as Managing Director of the Company from 10<sup>th</sup> Oct, 2016. His term of appointment was ended on 9<sup>th</sup> October, 2025.

Considering his performance and valuable contribution of Mr. Milan Wahi, Managing Director to the Company, the Remuneration and Nomination Committee, at its meeting held on 9<sup>th</sup> October, 2025 recommended the reappointment of Mr.Milan Wahi to the Board of Directors for a further term of 3 years from 10<sup>th</sup> October, 2025. The Board of Directors at their

meeting held on same date, reappointed Mr.Milan Wahi as Managing Director of Confectionery Division of the Company subject to the approval of shareholders.

Mr.Milan Wahi (DIN.05242884) is a post graduate in Science with PG Diploma and has about 31 years of rich experience in the fields of Marketing and sales and worked as senior management personnel in various reputed Companies such as Cavin Kare, VST Industries, Whirlpool India, Lotte India Corporation Ltd, JK Dairy and Kenstar etc. Mr.Milan Wahi is a member of CSR Committee and Stakeholders relationship Committee.

He does not hold any shares in the Company. His association with the company will help us to improve the performance of the company.

None of the Directors (other than Mr.Milan Wahi), Key managerial personnel and relatives of them is interested or concerned in the above resolution. The Board of Directors recommend the passing of the above resolutions.

#### **Item No.5**

The Shareholders by special resolution passed by postal ballot on 24.11.2014 authorised the Board of Directors to borrow Rs.100 crores over and above the aggregate of Paid share capital and free reserves.

Consequent to merger of Havmor Ice Cream Private Limited with our Company and considering the future business plans, it is deemed necessary to increase the said borrowing powers of the Board of the Directors of the Company to Rs.500 crores over and above the aggregate of Paid share capital, free reserves and Securities premium account.

Further, the Company has to create mortgage / charge on the movable and immovable properties of the Company in favour of banks, financial institutions, and lenders to secure the above borrowings.

None of the Directors, Key managerial personnel and relatives of them is interested or concerned in the above resolution. The Board of Directors recommend the passing of the above resolutions.

## DIRECTORS' REPORT 2024-25

Your Directors have pleasure in presenting the 70th Annual Report of your company together with the audited financial statements for the year ended 31st March, 2025.

Particulars	For the year ended 31st March, 2025 (Merged entity)	For the year ended 31st March, 2024 (Merged entity)
	Rs.in lakhs	Rs.in lakhs
Net sales	1,85,796.96	1,71,522.00
Add: Other Income	3,700.85	2,122.05
Total Income	1,89,497.81	1,73,644.05
Total Expenditure w/o Depn and Finance charges	1,61,224.95	1,46,282.41
Profit before depreciation and finance charges	28272.85	27361.64
Less: Int Dep and finance charges	13,075.48	10,929.98
Profit /(loss) before tax	15,197.38	16,431.66
Less: Provision for tax		
- Current	2,655.30	3,985.78
- Deferred	934.51	1,377.14
Profit /(Loss) after tax	11,607.57	11,068.74
Add: Balance Brought forward from previous year	36,266.38	25,253.63
Profit /(loss) for the year	11,607.57	11,068.74
Other Comprehensive income	-109.28	-55.97
Balance Profit transferred to balance sheet	47,764.69	36,266.38

The Board of Directors has decided not to recommend any dividend for the year period ended 31st March, 2025.

## **Performance Highlights**

In view of Merger, the financial statements for the year ended 31<sup>st</sup> March, 2025 have been prepared the financials by consolidating the financials of erstwhile Havmor Ice Cream Private Limited (hereinafter referred as Ice Cream Division of Lotte India) and Lotte India Corporation Limited. Accordingly, the financial statements for the year ended 31<sup>st</sup> March, 2024 have been consolidated and presented to facilitate comparison.

For the year ended 31<sup>st</sup> March 2025, the Company has achieved total income of Rs. 189,497.80 lakhs against Rs. 173,644.05 lakhs for the year ended 31<sup>st</sup> March 2024 (Merged Entity).

During the year under review, the Company has incurred a Profit after tax of Rs. 11,607.57 lakhs against the profit of Rs.11,068.74 lakhs for the year ended 31<sup>st</sup> March 2024 (Merged Entity).

These results are attributed to revenue growth driven by the strengthening of the brand portfolio, expansion of new products, and distribution network enhancement, as well as improved profitability through the optimization of marketing investments and cost-saving efforts in plant operations. Moving forward, we plan to continue focusing on improving operating margins through the realization of integration synergies and further cost structure improvements, aiming to achieve sustainable growth and a stable profit structure.

## **Merger of Havmor Ice Cream Private Limited with our Company**

During the year under review, the Scheme of Arrangement between Havmor Ice Cream Private Limited (Transferor Company) and Lotte India Corporation Limited (Transferee Company) and their shareholders and creditors ("Scheme") was approved by the Board of Directors on 29<sup>th</sup> July, 2024 and by the Shareholders and Creditors of both the Companies at their respective meetings held on 12<sup>th</sup> October, 2024 as directed by NCLT.

The Hon'ble NCLT, Ahmedabad Bench vide its order 26.03.2025 read with order dated 24.04.2025 has approved the above Scheme. The above order of NCLT was filed with Registrar of Companies on 01.07.2025, which is the effective date. The appointed date is 1<sup>st</sup> April, 2024.

In terms of Clause 18 of above Scheme, 16790001 equity shares of Rs.10 each were issued to shareholders of Transferor Company in the ratio of 1,679 equity shares of the Transferee Company of face value INR 10 each, fully paid-up, at par for every 1,000 equity shares of the Transferor

Company, whose name is recorded in the register of members of the Transferor Company as equity shareholder, as on the Record Date 30.05.2025.

Further, in terms of Clause 23 of above Scheme – the Company had paid Rs.882.29 per equity share of Rs.10 each to the non-promoter shareholders who were holding 155328 shares in aggregate against the extinguishment and cancellation of their shares during the 1<sup>st</sup> week of August, 2025. After this payment, now the Company has only three shareholders who collectively hold 3,07,37,036 shares of Rs.10 each.

Pursuant to Clause 28 of above Scheme, the Company is in the process of conversion of our Company from Public Limited to Private Limited. Towards this end, the Board of Directors at their meeting held on 9<sup>th</sup> October, 2025 resolved to apply to Ministry of Corporate Affairs for the conversion of Company from Lotte India Corporation Limited to Lotte India Corporation Private Limited. Accordingly, necessary applications have been made with Ministry of Corporate Affairs.

## **Industry Trends & Outlook**

### Confectionery Division

Premium cream category was stagnant in the financial year, but Lotte Choco Pie registered a growth of 28% in terms of offtakes. As a result, we recorded the highest market share of 24%.

We delivered competitive growth in the category by focussing on SNS to build affinity with the consumers. We ran 8 campaigns and collaborated with 13 influencers on enhancing consumption moments and gifting. The campaign video generated significant social media traction across Instagram with 7.4 +MN views.

We also received around 4400+ UGC for Lotte Choco Pie & 2500 + UGC for our confectionary brands.

Lotte Choco Pie is now available in 6.7 Lacs outlets as of exit FY 2025. This is an additional of 1 Lac outlets over the previous year. This has helped the brand to be accessible to many new consumers. Pull for the brand is visible with higher PDO in outlets even after a rapid increase in the coverage.

Candies category has been under stress and so have been our brands.

Markets are expected to have subdued growth, but the IT relief and GST 2.0 expected to give boost to consumption by qtr 4 of current FY.

Pepero line is getting commissioned by Qtr 2 of 2026 and we plan to launch Pepero (Korea's No.1 brand ) in second half of this year. With this we expect a bigger share in the Indian snacking market.



## Ice Cream Division

Our unwavering commitment to quality ensures every scoop of Havmor ice cream brings joy to our customers. With innovative flavors and sustainable practices, we continue to stand out in the market, earning lasting consumer trust.

With our collective efforts, we will continue to grow as a leading brand in the ice cream industry.

Over the past year, Havmor has strengthened its position as one of India's fastest-growing ice cream brands, driven by quality, innovation, and customer focus. As part of Lotte Wellfood Co. Ltd., we continue to leverage global expertise to drive growth.

Today, Havmor reaches consumers through 87000 dealers and pushcarts, 29 CFAs, and 250+ parlors across India, offering 100+ SKUs that cater to diverse tastes.

### **Marketing / Branding Campaigns (Ice Cream Division)**

- *Launch of Lotte Krunch – India's First 4-Layer Ice Cream*

Introduced Lotte Krunch with the K-Wave-inspired multimedia campaign "Taste the 4D", making it one of the fastest new product developments (NPD) to surpass targets. The launch achieved exceptional consumer acceptance across both product and communication.

- *Expansion of the Lotte Portfolio with Innovative Ice-Candies*

Rolled out Lotte Subak and Shark fun-shaped dual-flavour ice-candies with a slushy texture. Building on the K-Connect platform, the "Refreshing K Cool" campaign leveraged Anime-inspired storytelling to drive strong consumer engagement and new user acquisition.

- *Strengthening Brand Havmor with a Star-Driven Campaign*

Launched a high-impact national campaign featuring Hardik Pandya and Tamannaah Bhatia with the tagline "So Tasty, You Wanna Havmor". The campaign reinforced Havmor's taste and creaminess credentials, delivering ~10% YTD volume growth, TOMA improvement from 18% to 21% Pan India, and 10% to 19% in South India.

- *Sustained National Visibility through IPL CTV Campaign*

Continued focus on Connected TV (CTV) media during IPL achieved 9.1 million+ viewership, ensuring consistent national visibility and brand salience.

- *Accelerated Growth through Q-Commerce Platforms*

Leveraged the rapid growth of quick-commerce channels to enhance market share and visibility across leading digital partners, driving strong YTD growth ~ 132% channel performance.

- *New Product Launches under Havmor*

Expanded the portfolio with Havmor Biscotti Ice Cream (750ml Tub), inspired by India's rising Biscoff trend, launched Fruit Range in 500 ml Tubs format now contributing to 15% of Tubs business and introduced the Cricket Ice Cream Ball, capitalizing on national cricket excitement to boost consumer engagement and strengthen GT partnerships

### **Internal Control System**

Your Company has in place adequate systems of internal control commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use or losses, executing transactions with proper authorization and ensuring compliance of internal policies. The Company has a well-defined delegation of power with authority limits for approving revenue as well as capital expenditure. Processes for formulating and reviewing annual and long term business plans have been laid down to ensure adequacy of the control system, adherence to the management instructions and legal compliances.

### **Extract of Annual Return**

As per the requirements of the Companies Act, 2013, copy of Annual Return is posted on Company's website and the same can be accessed at <https://www.lotteindia.com/investor-centre.html#annual-return>.

### **Board and Committee Meetings**

The details of meetings held during the financial year are given below:

Meeting	No.of meetings held	Date of meetings
Board Meeting	4	28.06.2024, 29.07.2024, 16.08.2024 and 12.12.2024.
Audit Committee	4	28.06.2024, 29.07.2024 16.08.2024 and 12.12.2024.

Remuneration & Nomination Committee	2	28.06.2024 and 16.08.2024
CSR Committee	1	29.07.2024
Independent Directors	1	24.03.2025

### **Directors' Responsibility Statement**

Pursuant to sub-section (5) of Section 134 of the Companies Act, 2013, your Directors, based on representations from the Operating Management, confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. the directors had prepared the annual accounts on a going concern basis;
5. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **Declaration from Independent Directors**

Mr.D.G.Rajan ( DIN: 00303060), Ms.Jeehye You (DIN:07817025) and Mr. N. Ramesh Rajan (DIN: 01628318) Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

### **Nomination & Remuneration Policy:**

The Policy provides for appointment, remuneration and removal of Directors, KMP & Senior Management Personnel and criteria for the same.

1. Appointment of Director, KMP and Senior Management Personnel: The Nomination and Remuneration Committee (NRC) shall identify and ascertain the qualification, expertise

and experience of the persons being considered for appointment as a Director, KMP and Senior Management level and recommend the appointment to the Board. At the time of appointment of an Independent Director, the NRC shall ensure that the appointee shall meet with the requirements of the Companies Act, 2013 and conditions stipulated in the Policy from time to time, for determining independence of a director. Further, the continuity of such Independent Director shall be on the basis of a yearly review process. While appointing, the company will have regard to diversity, qualification, skill, integrity, industry experience, expertise and other distinctions. In case of appointment of members of the Board, the term of appointment shall be in accordance with Companies Act, 2013 and rules made thereunder. The Managing Director and Whole Time Director are authorised to identify and appoint suitable persons for the post of KMP and Senior Management personnel (other than members of board) for administrative convenience and if need be after consulting the NRC / Board for guidance.

2. Evaluation: The Independent Directors shall carry out evaluation of performance of every Director including independent director. The evaluation process / criteria for the Board, its Committees, Individual Directors and the Independent Directors shall be broadly based on Knowledge to perform the role, time and level of participation, Performance of duties and Professional conduct and independence. The Board, its Committees, Individual Directors and the Independent Directors shall be asked to complete the evaluation forms and submit the same to the Chairman.

The evaluation of KMP and Senior Management personnel shall be in accordance with HR policies of the Company in force.

3. Remuneration of Directors, KMP and Senior Management Personnel

- a) Non-Executive Directors (Including Independent Directors): The sitting fee / remuneration payable to directors shall be in accordance with Companies Act, 2013, and the Rules made thereunder for the time being in force. Review of remuneration of non-executive directors shall be made by NRC and shall be recommended to the Board for approval, if required. An Independent Director shall not be entitled to any stock option of the Company.
- b. Managing Director, Executive Director and Wholetime director (including revisions & alterations) shall be in accordance with Companies Act, 2013 and Rules framed thereunder as well as the HR Policy of the Company. The remuneration is on the basis of the Company's overall performance, individual's contribution towards Company's performance and trends in the industry in general and comprises of a fixed salary, allowances, reimbursements, perquisites and performance incentive.

- c. Key Managerial Personnel and Senior Management Personnel: Remuneration comprises of fixed salary, allowances, reimbursements, perquisites, performance incentive as per HR policy of the Company and is also subject to NRC / Board approval wherever required statutorily. The remuneration is related to the desired skill set, experience, expertise and long term relationships.

Removal: Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, Rules and Regulations or amendments thereunder and / or for any disciplinary reasons and subject to such applicable Acts, Rules and Regulations and the Company's prevailing HR policies, the Committee may recommend, to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management personnel. The Remuneration and Nomination policy approved by the Board of Directors is posted on the website of the Company viz., <https://www.lotteindia.com/pdf/REMUNERATION-ANDNOMINATION-POLICY.pdf>

#### **Loans/Guarantee/Investments**

During the year under review, the Company availed Inter-Corporate (External commercial borrowings) Loan from Lotte Wellfood Co., Ltd (Holding Company) to the extent of USD.22 million for expansion of Rohtak (Haryana) factory of Confectionery Division.

Investments of the Company in the shares of other companies are provided under notes to Balance Sheet appearing elsewhere in this Annual Report.

#### **Related Party Transactions:**

All the transactions of the Company with related parties are at arm's length and have taken place in the ordinary course of business. Contracts of material nature and at arm's length are reported in AOC-2 annexed.

There were no Related Party Transactions entered into during the financial year by the company with the Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the company at large other than the remuneration and sitting fees paid to the Director.

On 1<sup>st</sup> August, 2025, the Company entered into a lease agreement with Buddtree Advisory Services Private Ltd in which Ms.Jeehye You (Independent Director of our Company) is the Director. By this lease agreement, the company has let out 5300 square feet at 5<sup>th</sup> Floor of Lotte

Building at 4/169, Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600096. This transaction was ratified and approved by the Board at its meeting held on 30.10.2025.

### **Deposits**

The company has not accepted any deposits and as such, no amount towards principal or interest on same has been outstanding as on date.

### **Significant & material orders passed by the Regulators or Courts or Tribunals:**

During the year under review, the Scheme of Arrangement between Havmor Ice Cream Private Limited (Transferor Company) and Lotte India Corporation Limited (Transferee Company) and their shareholders and creditors (“Scheme”) was approved by the National Company Law Tribunal, Ahmedabad Bench vide its order dated 26.03.2025 read with order dated 24.04.2025. Except the merger as reported, no other material changes or commitments after closure of the accounting year till the date of this report.

### **Changes in Share capital**

Changes in share capital ( after 31.03.2025) on account of implementation of Scheme of Merger.	
Authorised Share capital (37,00,00,000 equity shares of Rs.10 each) as at 31.03.2025	3700000000
Authorised Share capital (37,00,00,000 equity shares of Rs.10 each) as on 30.10.2025	3800000000
Issued and paid up share capital ( 14102363 equity shares of Rs.10 each) as at 31.03.2025	14102363
Issue of 16790001 equity shares of Rs.10 each to Lotte Wellfood & others (shareholders of Transferor Company) pursuant to scheme of merger	16790001
Reduction of share capital ( 155328 equity shares of Rs.10 each held by non promoter shareholders)	155328
Share capital as on 30.10.2025	30737036

**Conservation of energy, technology absorption, and foreign exchange earning and outgo:**

Being concerned about the environment in and around our industrial facilities, your Company has maintained the Cleanliness inside the factory premises.

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Companies Act, 2013 is given in Annexure.

**Business Risk Management**

The Company has developed and implemented the Risk Management Policy. The policy envisages identification of risk and procedures for assessment and minimisation of risk thereof. The Risk Management Policy of the Company is available at the Company's website <http://www.lotteindia.com/pdf/RISKMANAGEMENT-POLICY-OF-LOTTE-INDIA.pdf>

**Corporate Social Responsibility**

Your Company has constituted a CSR committee of Board of Directors and has adopted a CSR Policy. The same is posted in the Company's website [https://www.lotteindia.com/pdf/ CSR-POLICY.pdf](https://www.lotteindia.com/pdf/CSR-POLICY.pdf). The policy aims mainly for promotion of education, development of vocational skills among children women, health, rural development etc.

The details for both the division (Confectionery & Ice Cream) CSR policy of the Company, its composition, calculation of CSR amount spent and to be spent and the reasons for non-spending, projects identified, on-going projects is explained in the CSR annual report as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 and has been disclosed in Annexure to this Report.

**Directors:****Appointments & Re-appointments:**

Mr.Milan Wahi, was reappointed as Managing Director for a period of 3 years from 10<sup>th</sup> October, 2025.

**Cessation:**

Mr.N. Ramesh Rajan, Independent Director ceased to be the Director with effect from 19<sup>th</sup> August, 2025 as his term of appointment got over.

**Key Managerial Personnel**

The Company designated Mr.Kyungwoon Cho, Chairman cum Executive Director, Mr. Milan Wahi, Managing Director, Mr.Jeongkwan Heo, Chief Financial Officer and Mr.T.G.Karthikeyan, Company Secretary as Key Managerial Personnel.

**Auditors:****Statutory Auditors**

M/s. Price Waterhouse Chartered Accountants LLP, was appointed as Statutory auditors of the Company at the Annual General Meeting held on 30th September, 2021.

The report given by the auditors on the financial statement of the Company is part of this report. There has been no qualification, reservation, adverse remark, or disclaimer given by the auditors in their report.

**Secretarial Audit**

The provisions of Section 204 (1) of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Secretarial audit is applicable to the Company. The Secretarial Audit Report for the FY ended 31st March, 2025 given by Mrs. R.Sucharithra, Company Secretary in Practice, is annexed to this report.

Your Company has appointed Mrs. R.Sucharithra, Company Secretary in Practice, to do Secretarial Audit for the FY 2025-26 and provide the report thereon.

**Industrial Relations:**

During the year under review, the Industrial relations had remained cordial at all factories.



**Other disclosures:**

- a) There are no significant and material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.
- b) Maintenance of cost records as specified by Central Government under Sub-section (1) of Section 148 of the Companies Act, 2013 is not applicable to your Company.
- c) No frauds were reported by auditors under Section 143 (12) of Companies Act, 2013.
- d) Provisions relating to the Maternity Benefit Act, 1961 have been complied with.
- e) Your Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No. of complaints of Sexual harassment received in the year : Nil

No. of complaints disposed off during the year : N.A

No. of complaints pending for more than 90 days : N.A

Sexual Harassment complaint received after balance sheet date:

In respect of Ice Cream Division, One instance of sexual harassment of women was reported to the Internal Complaints Committee constituted under the Sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 on 16.09.2025 at Plot No.185/A, Phase 1, Near SBI, Naroda, GIDC Naroda, Ahmedabad, Gujarat 382330. However, on enquiry, the person (respondent) against whom the complaint was lodged was found not guilty. All remedial / disciplinary measures were taken after discussion with respondent and complainant, and the matter has been resolved.

**Acknowledgement**

The Board wishes to place on record, its sincere appreciation for the co-operation and support received from the Customers, Bankers, Suppliers, Converters and the Shareholders. The Board also wishes to place on record the whole hearted cooperation given by employees, at all levels, during the year.

**Cautionary Statement**

Statement in the Directors' report and Management Discussion & Analysis describing the objectives, expectations may be forward looking. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

**On behalf of the Board  
For Lotte India Corporation Limited**

**Chennai  
30-Oct-2025**

**Kyungwoon Cho  
Chairman cum ED**

**Milan Wahi  
Managing Director**

## Annexure to Directors' Report 2024-25

### Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo:

Conservation of energy-			
		Confectionery division	Ice cream division
(i)	the steps taken or impact on conservation of energy;	<ol style="list-style-type: none"> <li>Utilized wind power partially at Nemam &amp; Nellikuppam factories and Head office.</li> <li>In view of the above, your Company was able to conserve energy cost and saved around Rs.0.99 crores during the year 2024-25.</li> </ol>	<p>Pune - MIDC</p> <p>Proposal for open access solar power has been presented to management (7MW).</p> <p>Gujarat - GIDC</p> <ol style="list-style-type: none"> <li>Rooftop solar panel of 280 Kw in usages since 2017.</li> <li>1.3 Mw Wind energy with saving of Rs. 40 Lacs per annum since 2019</li> <li>1.0 Mw Solar energy with saving of Rs. 16 Lacs per annum since 2019</li> <li>1.5 Mw Hybrid energy with saving of Rs. 60 Lacs per annum since Jan. '25</li> </ol>
(ii)	the steps taken by the company for utilizing alternate sources of energy;	<ol style="list-style-type: none"> <li>Your Company had already installed solar power plant</li> </ol>	<p>Pune - MIDC</p> <p>Approval in process for reducing the usage of</p>

		<p>(125 KW) at Rohtak factory.</p> <p>2. Generated 1.16 Lakhs units of Solar power at Rohtak factory, which resulted in cost saving of around Rs. 9.68 lakhs.</p>	<p>MSEDCL Power with solar Power.</p> <p>Gujarat - GIDC</p> <p>1. Rooftop solar panel of 280 Kw in usages since 2017.</p> <p>2. 1.3 Mw Wind energy with saving of Rs. 40 Lacs per annum since 2019</p> <p>3. 1.0 Mw Solar energy with saving of Rs. 16 Lacs per annum since 2019</p> <p>4. 1.5 Mw Hybrid energy with saving of Rs. 60 Lacs per annum since January 2025.</p> <p>New proposal for</p> <p>Gujarat - GIDC: we have signed the PPA for 4 Mw Solar power and expected to start from Feb '26 for approx. Rs. 2.5 Cr per annum saving.</p> <p>Gujarat - MEMCO: PO been released for 90 Kw rooftop solar panel expected to start from Jan '26 and approx. Rs. 13 Lacs per annum saving</p>
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(iii)	the capital investment on energy conservation equipment's	Nil	<p>Pune – MIDC: 2.36 Cr Proposed.</p> <p>Gujarat GIDC :</p> <ol style="list-style-type: none"> <li>1. Rooftop solar panel of 280 Kw – Rs. 1.5 Cr (part of acquisition)</li> <li>2. 1.3 Mw Wind energy with zero investment from third party non- captive.</li> <li>3. 1.0 Mw Solar energy with zero investment from third party non- captive.</li> <li>4. 1.5 Mw Hybrid energy with zero investment from third party non- captive.</li> </ol> <p>New proposal for</p> <p>Gujarat – GIDC: 4 Mw Solar power with investment of Rs. 110 Lacs</p> <p>Gujarat MEMCO: 90 Kw rooftop solar panel with investment of Rs. 27 Lacs</p>
<b>Technology absorption-</b>			
		Confectionery division	Ice cream division
(i)	the efforts made towards technology absorption;	Continued efforts of quality control/ quality assurance procedures	Pune – MIDC: END of the Line Automation in 3 lines.

		to enhance and maintain quality.	Gujarat – GIDC & Memco: NA
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The above efforts resulted in enhancement of quality and reduction in cost of manufacture.	Pune – MIDC: Cost reduction- Yes  Gujarat – GIDC & Memco: NA
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year: -	Your Company has the advantage of availing advanced technology and constant upgradation of the same from its holding company viz., Lotte wellfood Co. Ltd., Seoul, Korea (formely Lotte Confectionery Co.Ltd.)	Pune – MIDC: Not Imported  Gujarat – GIDC & Memco: NA
	(a) the details of technology imported;	Technology required for manufacturing basic raw materials	
	(b) the year of import	2015	
	(c) whether the technology been fully absorbed	Yes, fully absorbed	

	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;	Not applicable	
(iv)	the expenditure incurred on Research and Development	Rs.64.70 lakhs	<p>Pune – MIDC: Not in Automated Machines.</p> <p>Gujarat – GIDC &amp; Memco: NA</p>

**On behalf of the Board**  
**For Lotte India Corporation Limited**

**Chennai**  
**30-Oct-2025**

**Kyungwoon Cho**  
**Chairman cum ED**

**Milan Wahi**  
**Managing Director**

## Annexure to Directors' Report 2024-25

### FORM NO. AOC - 2

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

Details of contracts or arrangements or transactions not at Arm's length basis.

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	N.A.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
e)	Justification for entering into such contracts or arrangements or transactions'	N.A.
f)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	N.A.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

Details of **material** contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Lotte Wellfood Co. Ltd. – Holding Company



b)	Nature of contracts/arrangements/transaction	ECB Loan agreement dated 05.07.2024 was entered with Lotte Wellfood (Holding Company) to the extent of USD.22 million for expansion of Rohtak (Haryana) factory of Confectionery Division.
c)	Duration of the contracts/arrangements/transaction	Repayment : Principal and interest on loan shall be repaid within 5 years ( 22.07.2029)
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Interest : 5.30% per annum
e)	Date of approval by the Board	28.06.2024
f)	Amount paid as advances, if any	Full loan amount received.

**On behalf of the Board**  
**For Lotte India Corporation Limited**

**Chennai**  
**30-Oct-2025**

**Kyungwoon Cho**  
**Chairman cum ED**

**Milan Wahi**  
**Managing Director**

## **Annual Report on CSR Activities - Financial Year 2024-25**

Lotte India Corporation Limited

Address: 2<sup>nd</sup>Floor, Commerce House 4,  
100 ft Anand Nagar Road, Prahladnagar,  
Ahmedabad – 380015  
India

## **Message from Chairman**

Throughout the year, the Company has remained steadfast in its commitment to driving meaningful social impact and fostering positive transformation across both urban and rural communities. Our initiatives have been guided by a vision of community empowerment and the creation of a sustainable, inclusive future.

We firmly believe that businesses play a pivotal role in addressing societal challenges, and our CSR philosophy reflects this conviction. By focusing on key areas such as education, environmental sustainability, and community development, we strive to leverage our resources, expertise, and partnerships to create long-term value for society.

Our approach to CSR extends well beyond compliance—it is deeply woven into the fabric of how we do business. We take pride in the progress achieved and remain committed to expanding and innovating our initiatives to create lasting, meaningful changes for the communities we serve.

### **1. Brief Out line of Company's CSR Policy**

The Company is committed to improving the lives of the communities in which it operates in a sustainable way. It aspires to continue to be a responsible Corporate Citizen through CSR Projects / Programs, in true spirit.

The purpose of Lotte India Corporation Limited is to devise an appropriate strategy and focus for its CSR initiatives and lay down the broad principles basis with which it will fulfill its CSR objectives.

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and the amendments there to. Pursuant to provisions of Section 135 of the Companies Act, 2013, the Company has also formulated a Corporate Social Responsibility Policy which is available on the website of the Company at <https://www.lotteindia.com/>

## 2. Composition of the CSR Committee:

Pursuant to the provisions of Section 135 of the Companies Act 2013, the Corporate Social Responsibility (CSR) Committee consist of below members:

S. No	Name of Director	Designation/Nature of Directorship	Chairman/Member	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the Year
1.	D.G.Rajan (*)	Non-Executive Director	Chairman	1	Attended
2.	Kyungwoon Cho	Executive Director	Member		Attended
3.	Milan Wahi	Executive Director	Member		Attended

(\*) Mr.D.G.Rajan's term as Independent Director was over on 18.08.2024 and in his place Mr.N.Ramesh Rajan was appointed from 19.08.2024.

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company:  
<https://www.lotteindia.com/>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: **Not Applicable**- as the Company does not have an average CSR obligation of Rs. 10 Crores or more in the three immediately preceding financial.

5. (a) Average net profit of the company as per sub-section (5) of section 135 (for both the division after merger of Havmor Ice Cream Private Limited with Lotte India Corporation Limited):

The profit of the Company for the last three financial years, as per Companies Act, 2013, was as under (Merged entity):

<b>Profit Before Tax</b>	<b>INR (in Lakhs)</b>
Financial Year 2021-2022	8,156.40
Financial Year 2022-2023	11,060.86
Financial Year 2023-2024	16,531.83
<b>Average Profit of three years</b>	<b>11,916.36</b>

(b) Two percent of average net profit of the company as per sub-section (5) of section 135  
(Two Percent of the Amount as in Item no. 3 Above)

The Prescribed CSR Expenditure for the Financial Year 2024-25 (two percent of the average net profit of three financial years) amounts to INR 238.32 Lakh.

(c) Surplus arising out of the CSR Projects or programs or activities of the previous financial years. Nil

(d) Amount required to be set-off for the financial year, if any. Nil

(e) Total CSR obligation for the financial year [(b)+(c) -(d)]: INR 238.32 lakh.

**6. (a) Details of CSR Amount Spent During the Financial Year 2024-25 for both Confectionery & Ice Cream division (in Rs.)**

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.
S. No.	Name of the Project	Section/ Thematic area of the Project	Project Location (Specific location where project was undertaken)	Project Duration	Amount Budgeted for the Project	Amount Spent on the Project in current financial year	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation Direct (Yes/No)	Details of the Implementation Agency
<b>Ice Cream Division</b>									
1.	Plastic Waste Management and Environment Protection	Environment	Urban school awareness initiative at Ahmedabad,	ongoing	2.26 Lakh	2.26 Lakh	Nil	No	Nepra Foundation

			Baroda, Surat, Rajkot						
2.	Plastic Waste Management and Environment Protection	Environment	PWM activity at the villages of Gujarat – Mehsana, Junagadh	01.10.2024 – 31.12.2024	10.30 Lakh	10.30 Lakh	Nil	No	Nepra Foundation
3.	Plastic waste management activity	Environment	Gujarat – Pardhol	01.06.2024 – 30.06.2024	0.92 Lakh	0.92 Lakh	Nil	No	Cohesion Foundation Trust
4.	Plastic waste management activity	Environment	Gujarat	01.05.2024 – 30.06.2024	0.95 Lakh	0.95 Lakh	Nil	Yes	-
5.	Environment sustainability project	Environment	Gujarat	01.11.2024 – 28.02.2025	3.22 Lakh	3.22 Lakh	Nil	Yes	-
6.	Women empowerment	Gender equality	Gujarat	01.11.2024 –	4.21 Lakh	4.21 Lakh	Nil	No	SEWA Gram

				28.02.2025					Mahila Haat
7.	Plastic waste management activity	Environment	Gujarat	01.03.2025 ongoing	67.50 Lakh	Nil	67.50 Lakh	No	Nepa Foundation
8.	Plastic waste management activity	Environment	Pune	28.03.2025	109.40 Lakh	Nil	109.40 Lakh	No	Nepa Foundation
9.	Bicycle donation	Education	Pune	07.08.2024	21.43 Lakh	Nil	Nil	Yes	-
<b>Confectionery Division</b>									
1	Education of School Children	Education	VSK Duraiswamy Nadar Mat. Higer Sec. School	2024-25	4 Lakh	4 Lakh	Nil	No	ASKR Trust
2	Laying of Solar Street Lights	Infrastructure Development	Thiruvallur	2024-25	88 Thousand	88 Thousand	Nil	Yes	NA
3	Erection of Bore well	Infrastructure Development in School	Poonamalle Higher Sec. School, Chennai	2024-25	4.125 Lakh	4.125 Lakh	Nil	No	Lotus Foundation



4	Construction of Pathway	Infrastructure Development in School	Govt. Girls School, Nellikuppam	2024-25	8.16 Lakh	8.16 Lakh	Nil	No	Lotus Foundation
5	Donation of Desks and Benches	Infrastructure Development in School	Adidraavidar Welfare School, Melpathi	2024-25	2.87 Lakh	2.87 Lakh	Nil	No	Lotus Foundation
6	Promoting School Enrolment, retention and transition, Empowering children and communities through Life Skills	Education	Ezhil Nagar & Vyasarpadi	2024-25	10 Lakh	10 Lakh	Nil	No	CRY
7	Treating Children with heart problems	Health	West Mambalam, Chennai	2024-25	2 Lakh	2 Lakh	Nil	No	Hearts for Hearts
8	Hunger Eradication amongst Children	Mid-Day meal program		01/002/2025-31/03/2025	3 Lakh	3 Lakh	Nil	No	Akshayapatra foundation

9	Construction of Dining Hall	Infrastructure Development in School	Govt. Boys School, Nellikuppam	2024-25	4.785 Lakh	4.785 Lakh	Nil	No	Lotus Foundation
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(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not Applicable

(d) Total amount spent for the Financial Year 2024-25 [(a)+(b) +(c)] – 83.55 Lakh

**(e) Details of CSR Amount Spent or Unspent during the Financial Year 2024-25**

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
INR 83.55 Lakh	INR 176.68 Lakh	25.04.2025	NA	NIL	NA

**(f) Excess amount for set-off, if any:**

<b>Sl No.</b>	<b>Particular</b>	<b>Amount (in Rs.)</b>
<b>(1)</b>	<b>(2)</b>	<b>(3)</b>
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	INR 238.32 lakh
(ii)	Total amount spent for the Financial Year	INR 83.55 Lakh
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	INR 21.43 Lakh
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	INR 21.43 Lakh

**7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:**

1	2	3	4	5	6		7	8
Sr. No.	Preceeding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
<b>Ice Cream Division</b>								
1.	FY – 2021-22	INR 70.27 Lakh	Nil	INR 9.23 Lakh	NA	NA	Nil	NA
2.	FY – 2022-23	Nil	INR 70.27 Lakh	INR 158.73 Lakh	NA	NA	Nil	NA
3.	FY – 2023-24	INR 40.08 Lakh	INR 8.89 Lakh	INR 31.19 Lakh	NA	NA	INR 8.89 Lakh	NA
<b>Not applicable for Confectionery division</b>								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If yes, enter the number of Capital assets created/ acquired

Nil

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

SI No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of The property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if Applicable	Name	Registered address
1.	NA	NA	NA	NIL	NA	NA	NA

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

**9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.**

As per merged entity (both division) - During the fiscal year, the Company utilized Rs. 83.55 Lakh from its CSR fund of Rs. 238.32 Lakh. In accordance with section 135(6) of the Companies Act 2013, the remaining unspent CSR balance of Rs. 155.25 Lakh was supposed to be transferred to a separate Bank account though the Company has transferred Rs. 176.68 Lakh to Mizuho Bank account on 25<sup>th</sup> April 2025. Excess amount transferred can be set off from the CSR expenditure of 2025-26. Remaining unspent amount will be utilized in an ongoing project for which the Company has set aside the funds, once the project gets completed or as per the agreed payment terms, whichever occurs first.

**List of CSR Programs with proposed budget (FY 2024-25)**

S No.	Thematic Area	Project	Implementing Organization	On-going or non-ongoing	Implementation Schedule
Ice Cream Division					

1	Environment Protection and Plastic Waste Management /Ensuring environmental sustainability, ecological balance, protection of flora and fauna	Zero waste to landfill. Project is being implemented across villages in Gujarat	NEPRA Foundation	On-going	FY 2024-25
2.	Gender Equality	Gujarat	Sewa Gram Mahila Haat	Non-ongoing	FY 2024-25
3.	Education	Pune, Maharashtra	Through Company itself	Non-ongoing	FY 2024-25
4	Education	Tamil Nadu	ASKR Trust, CRY	Non-ongoing	FY 2024-25

5	Infrastructure Development	Tamil Nadu	Through Company Itself	Non-Ongoing	FY 2024-25
6	Infrastructure Development in Schools	Tamil Nadu	Lotus Foundation	Non-Ongoing	FY 2024-25
7	Health	Tamil Nadu	Heart for Heart	Non-Ongoing	FY 2024-25
8	Hunger Eradication	Tamil Nadu	Akshayapatra Foundation	Non-ongoing	FY 2024-25



## **Annual Action Plan**

Sr. No	Name of the project	Section / area of the project	Location	Duration	Budget allocated	Mode of implementation Direct (Yes / No)	Details of agency
1.	Project zero waste – Rural waste management initiative	Environment sustainability	Pune	3 Year	INR 109.18 Lakh	No	Nepra Foundation
2.	Project zero waste – Rural waste management initiative	Environment sustainability	Gujarat	3 Year	INR 67.50 Lakh	No	Nepra Foundation
After the merger, the Company's CSR funds have been consolidated, and we are actively exploring impactful avenues for deployment that benefit the public at large.							

## **Conclusion**

In conclusion, our partnerships with various NGOs and our dedicated social initiatives underscore our unwavering commitment to sustainability and community development. These efforts stand as a testament to the transformative impact that collaboration can achieve. As we move forward, we remain devoted to working with stakeholders across sectors to drive positive changes and build a better, more inclusive future for all.

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31.03.2025**

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,

The Members

LOTTE INDIA CORPORATION LIMITED

CIN: U15419GJ1954PLC153704

22B, 2nd Floor, Commerce House-4, Beside Shell Petrol Pump,  
Pralhadnagar, JodhpurChar Rasta,  
Ahmedabad, Ahmadabad City, Gujarat, India, 380015

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by LOTTE INDIA CORPORATION LIMITED (hereinafter called the company).

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Lotte India Corporation Limited ("the Company") for the financial year ended on 31.03.2025 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
  - a. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- IV. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable since the company is not a Listed Company
- V. Since the Company is not a listed Company, the Listing Agreement is not applicable
- VI. The management has identified and confirmed the following law as being specifically applicable to the Company. On the basis of the representations made by the respective plant heads, the Company has identified and complied with the various laws applicable to the Company inter-alia:
  - a) Food Safety and Standards Act 2006
  - b) Factories Act, 1948

I have also examined compliance with the applicable clauses of Secretarial standards issued by the Institute of Company Secretaries of India for Board Meetings and General Meetings.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards as mentioned above

During the year, the Scheme of Arrangement between Havmor Ice Cream Private Limited (CIN. U15200GJ2006PTC048016) and Lotte India Corporate Limited and their respective shareholders and creditors was sanctioned by Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench vide its Order dated 26.03.2025 read with Order dated 24.04.2025. The appointed date of the scheme is 01.04.2024, and the effective date of the scheme is 01.07.2025, respectively.

Further, during the year, the company has obtained the Order from the Regional Director (Southern Region Bench) for shifting the registered office of the company from the state of Tamil Nadu to the state of Gujarat.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including Woman independent director.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions are carried out and properly recorded in the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules regulations

All decisions were taken unanimously at the Board and Committee meetings and with the requisite majority at the Annual General meeting.

**OBSERVATION:**

The records, documents and licenses for compliances under various Acts pertaining to Factories at Nellikuppam, Nemam and Rohtak were verified.

The records pertaining to Safety, Health and Welfare measures followed by the Company and the laws applicable and the compliances were also verified.

I also observe that the Books of accounts, as required under section 128(1) of the Companies Act, 2013, have been kept by the company. *However, the backup of such books of accounts and other papers maintained in electronic mode has not been maintained on servers physically located in India*

I further report that during the audit period–

The Company in its 69th Annual General meeting held on September 30th September 2024 obtained members approval for

Appointment of Mr. Jun Yeon Kim as Director of the Company, who was appointed as additional director on 5th March 2024

Appointment of Mr. Ramesh Rajan as Director of the Company, who was appointed as additional director on 16th August 2024

Re-appointment of Mr. Kyungwoon Cho as Chairman cum Executive Director for a period of 3 years from 8th March 2024 to 7th March 2027

Payment of revised remuneration to Mr. Milan Wahi, Managing Director with effect from 1st January 2024

Payment of revised remuneration to Mr. Jeongkwan Heo, Whole Time director for a period from 1st January 2024 to 28th June 2024

Approval of allowance amount paid to Mr. Kyungwoon Cho, Chairman cum Executive Director for a period from 01.04.2023 to 31.03.2024 in excess of amount approved by shareholders on 29.09.2023

Approval of allowance amount paid to Mr. Jeongkwan Heo, Whole Time Director during the period from 01.04.2023 to 31.03.2024 in excess of amount approved by shareholders on 29.09.2023

Approval to keep all the registers and returns required to be maintained under the Companies Act, 2013 at the Corporate office of the Company at 4/169, Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600096

2. I Further report that, the company has not carried out

(i) Redemption/buy-back of securities

(ii) Foreign Technical Collaborations

**Name of Company Secretary in practice: R Sucharithra**

**FCS No: 9734**

**C P No: 6284**

Place: Chennai

**Peer Review Certificate No:1026/2020**

Date: 30.10.2025

UDIN: F009734G001706341

## **ANNEXURE TO SECRETARIAL AUDIT REPORT**

To

To,

The Members

LOTTE INDIA CORPORATION LIMITED

CIN: U15419GJ1954PLC153704

22B, 2nd Floor, Commerce House-4, Beside Shell Petrol Pump,

Prahaladnagar, JodhpurChar Rasta,

Ahmedabad, Ahmadabad City, Gujarat, India, 380015.

My Secretarial Audit Report of even date, for the financial year 2024-2025 is to be read along with this letter.

- 1) Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- 4) Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Name of Company Secretary in practice: R Sucharithra**

**FCS No: 9734**

**C P No: 6284**

Place: Chennai

**Peer Review Certificate No:1026/2020**

Date: 30.10.2025

UDIN: F009734G001706341

## CHIEF FINANCIAL OFFICER CERTIFICATION

To The Members of Lotte India Corporation Limited

In relation to the Audited Financial Statements of the Company for the Year ended 31st March, 2025, we hereby certify that

1. We have reviewed the financial statements and the cash flow statement for the Year ended 31st March 2024 and that to the best of our knowledge and belief,
  - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading, and
  - these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify the identified deficiencies and

We have informed the auditors and the audit committee that there are

- Significant changes in internal control during the year, if any.
- Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any and
- Instances of significant fraud of which we have become aware of and which involve management or an employee having a significant role in the Company's Internal Control System over financial reporting. However, there was no such instance. For Lotte India Corporation Limited Chennai Jeongkwan Heo Date: August 16, 2024 Chief Financial Office

Place: Chennai

Date: 30<sup>th</sup> October, 2025

For Lotte India Corporation Limited

Jeongkwan Heo

Chief Financial Officer

## **CONFIRMATION**

### **To The Members of Lotte India Corporation Limited**

We hereby confirm that, for the Year ended 31st March, 2025

- (i) All the Board Members and the Senior Management Personnel have affirmed compliance with the code of conduct framed by the Company.
- (ii) Except the one instance of sexual harassment as mentioned in the Directors Report, no other instance of sexual harassment of women was reported to the Internal Complaints Committee constituted under the Sexual harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013.

Place: Chennai

Date: 30<sup>th</sup> October, 2025

For Lotte India Corporation Limited

Kyungwoon Cho

Chairman cum Executive Director

**FOR INDEPENDENT AUDITORS' REPORT, FINANCIALS AND NOTES ON ACCOUNTS, KINDLY REFER THE SEPARATE FILES ATTACHED.**



## **Independent Auditor's Report**

### **To the Members of Lotte India Corporation Limited**

#### **Report on the Audit of the Financial Statements**

##### **Opinion**

1. We have audited the accompanying financial statements of Lotte India Corporation Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information or and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

##### **Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Other Information**

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

## INDEPENDENT AUDITOR'S REPORT

To the Members of Lotte India Corporation Limited  
Report on Audit of the Financial Statements  
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In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of management and those charged with governance for the financial statements**

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's responsibilities for the audit of the financial statements**

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
9. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

## INDEPENDENT AUDITOR'S REPORT

To the Members of Lotte India Corporation Limited  
Report on Audit of the Financial Statements  
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- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on other legal and regulatory requirements**

12. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
13. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

## INDEPENDENT AUDITOR'S REPORT

To the Members of Lotte India Corporation Limited  
Report on Audit of the Financial Statements  
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### (b) For Ice Cream Division

In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended)].

### For Confectionery Division

In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except that the backup of books of account and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India during the year and the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").

- (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2025, April 01, 2025 and January 07, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 13(b) above on reporting under Section 143(3)(b) and paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 39 to the financial statements;
  - ii. The Company was not required to recognise a provision as at March 31, 2025 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any derivative contracts as at March 31, 2025.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025.

## INDEPENDENT AUDITOR'S REPORT

To the Members of Lotte India Corporation Limited  
Report on Audit of the Financial Statements  
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- iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 42 (vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 42 (vi) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The Company has not declared any dividend during the year.

### vi. **For Ice Cream Division**

Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has been operating throughout the year for all relevant transactions recorded in the software, except that the audit log does not capture changes, if any made in certain relevant tables and using certain privileged access. Further, during the course of our audit, except for the aforesaid instances, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

### **For Confectionery Division**

Based on our examination, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. However, audit trail feature of the aforesaid software was not enabled and operated throughout the year for all relevant transactions recorded in the software at application as well as database level. Hence the question of our commenting on whether the audit trail was tampered with, does not arise. Further, the audit trail was not maintained in the prior year and hence the question of our commenting on whether the audit trail was preserved by the Company as per the statutory requirements for record retention does not arise.

INDEPENDENT AUDITOR'S REPORT

To the Members of Lotte India Corporation Limited  
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14. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016

Viren Shah  
Partner  
Membership Number: 046521

UDIN: 25046521BMJOMQ7456  
Place: Chennai  
Date: October 30, 2025

## **Annexure A to Independent Auditor's Report**

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of Lotte India Corporation Limited on the financial statements as of and for the year ended March 31, 2025  
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### **Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act**

1. We have audited the internal financial controls with reference to financial statements of Lotte India Corporation Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

## **Annexure A to Independent Auditor's Report**

Referred to in paragraph 13(g) of the Independent Auditor's Report of even date to the members of Lotte India Corporation Limited on the financial statements as of and for the year ended March 31, 2025  
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### **Meaning of Internal Financial Controls with reference to financial statements**

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls with reference to financial statements**

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016

Viren Shah  
Partner  
Membership Number: 046521

UDIN: 25046521BMJOMQ7456  
Place: Chennai  
Date: October 30, 2025



## Annexure B to Independent Auditor's Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements as of and for the year ended March 31, 2025

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In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

- (b) The Property, Plant and Equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 3 to the financial statements, are held in the name of the Company, except for the following:

Description of property	Gross carrying value	Held in Name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of the Company
Building	10.50	Parry Confectionery Limited	No	28 Years	In name of old name of company for which management is under process to change the name
Building	130.89	Havmor Ice Cream Limited	No	18 Years	
Building	27.23	Havmor Ice Cream Limited	No	19 Years	
Building	19,686.24	Havmor Ice Cream Private Limited	No	1-13 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

## Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

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Description of property	Gross carrying value	Held in Name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of the Company
Right of Use Asset	719.32	Havmor Ice Cream Limited	No	6-13 year	In name of old name of company for which management is under process to change the name
Right of Use Asset	8,947.84	Havmor Ice Cream Private Limited	No	6-13 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

- (d) The Company has chosen cost model for its Property, Plant and Equipment including Right of Use assets, Investment Properties and Intangible Assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment including Right of Use assets, Investment Properties or Intangible Assets does not arise.
- (e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise.
- ii. (a) The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

## Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

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- (b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. (Also, refer Note 42 (vi) to the financial statements)
- iii. (a) The Company has granted unsecured loans/advances in nature of loans, to forty nine employees. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances are as per the table given below (Also, refer Note 13 to the financial statements):

Particulars	Loans (Rs. In Lakhs)
Aggregate amount granted/ provided during the year - Others (Employees)	45.44
Balance outstanding as at balance sheet date in respect of the above case - Others (Employees)	23.54

- (b) In respect of the aforesaid loans/advances in nature of the loan, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
- (c) In respect of the loans/advances in nature of loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.
- (d) In respect of the loans/advances in nature of loans, there is no amount which is overdue for more than ninety days.
- (e) There were no loans /advances in nature of loans which have fallen due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans/advances in nature of loan.
- (f) There were no loans/ advances in nature of loans which were granted during the year, including to promoters/ related parties.
- iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

## Annexure B to Independent Auditors' Report

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

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- v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products and service of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.
- vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, cess, and other statutory dues, as applicable, with the appropriate authorities.
- (b) There are no statutory dues of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, duty of customs, value added tax, cess which have not been deposited on account of any dispute. The particulars of other statutory dues referred to in sub-clause (a) as at March 31, 2025 which have not been deposited on account of a dispute, are as follows:

<b>Name of the statute</b>	<b>Nature of dues</b>	<b>Amount Involved (Rs. in Lakhs)</b>	<b>Amount paid under protest (Rs. in Lakhs)</b>	<b>Period to which the amount relates</b>	<b>Forum where the dispute is pending</b>
Goods and Service Tax Act, 2017	Goods and Service Tax	48.17	4.82	2017-21	Office of the Appellate Authority, Gujarat
The Customs Act, 1962	Custom Duty	42.76	Nil	2024-25	Commissioner (Appeals)
Goods and Service Tax Act, 2017	Goods and Service Tax	5.37	0.54	2017-18	Office of the Appellate Authority, Delhi
Goods and Service Tax Act, 2017	Goods and Service Tax	26.77	2.68	2019-20	Office of the Appellate Authority, Tamil Nadu
Goods and Service Tax Act, 2017	Goods and Service Tax	14.51	Nil	2020-21	Office of the Appellate Authority, Tamil Nadu

**Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

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<b>Name of the statute</b>	<b>Nature of dues</b>	<b>Amount Involved (Rs. in Lakhs)</b>	<b>Amount paid under protest (Rs. in Lakhs)</b>	<b>Period to which the amount relates</b>	<b>Forum where the dispute is pending</b>
Cenvat credit Rules, 2004	Excise Duty	21.89	13.50	2010-2013	CESTAT
Cenvat credit Rules, 2004	Service Tax	4.37	0.42	2012-13	CESTAT
Cenvat credit Rules, 2004	Service Tax	6.81	0.59	2013-14	CESTAT
Cenvat credit Rules, 2004	Service Tax	38.81	Nil	2017	Commissioner of Central Tax and Central Excise (Appeals), Cochin
Income Tax Act, 1961	Income Tax	1,668.04	Nil	2021-22	Commissioner of Income Tax
Income Tax Act, 1961	Income Tax	765.68	Nil	2021-22	Assessment Officer
Income Tax Act, 1961	Income Tax	88.81	Nil	2023-24	Commissioner of Income Tax

- viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion, the term loans have been applied for the purposes for which they were obtained. (Also, refer Note 15 to the financial statements)

## **Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

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- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised long-term purposes by the Company.
- (e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

## **Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

Page 7 of 8

- xiv. (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditor for the period under audit have been considered by us.
- xv. In our opinion, the Company has entered into non-cash transactions with its director(s) or persons connected with him, in compliance with the provisions of Section 192 of the Act.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) In our opinion, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CICs, which are part of the Group. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

## **Annexure B to Independent Auditors' Report**

Referred to in paragraph 12 of the Independent Auditors' Report of even date to the members of Lotte India Corporation Limited on the financial statements for the year ended March 31, 2025

Page 8 of 8

- (xx) (a) In respect of other than ongoing projects, as at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable.
- (b) The Company has transferred the amount of Corporate Social Responsibility remaining unspent under sub-section (5) of Section 135 of the Act pursuant to ongoing projects to a special account (in respect of transferor company, i.e. Havmor Ice Cream Private Limited) in compliance with the provision of sub-section (6) of Section 135 of the Act. (Also, refer Note 40 to the financial statements)
- (xxi) As stated in Note 42(v) to the Financial Statements, the Company does not have subsidiaries or joint ventures or associate companies and does not prepare Consolidated Financial Statements. Accordingly, the reporting under clause 3(xxi) of the Order is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016

Viren Shah  
Partner  
Membership Number: 046521

UDIN: 25046521BMJOMQ7456  
Place: Chennai  
Date: October 30, 2025



**Lotte India Corporation Limited**  
**Balance Sheet as at March 31, 2025**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	Note	As at March 31, 2025	As at March 31, 2024*
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3(a)	1,00,309.97	67,609.10
Right-of-use Assets	3(b)	10,836.33	11,478.99
Capital work-in-progress	3(c)	14,193.78	22,298.66
Investment properties	3(d)	8,712.60	8,778.11
Goodwill	4 (a)	421.40	421.40
Other Intangible assets	4 (b)	150.55	106.40
Financial assets			
(i) Investments	5(a)	5.00	5.00
(ii) Other financial assets	5(b)	1,770.04	1,906.39
Income tax assets (Net)	7	907.44	214.50
Other non-current assets	8 (a)	6,134.50	4,616.46
<b>Total non-current assets</b>		<b>1,43,441.61</b>	<b>1,17,435.01</b>
<b>Current assets</b>			
Inventories	9	21,539.43	16,640.36
Financial assets			
(i) Trade receivables	10	1,856.80	2,512.87
(ii) Cash and cash equivalents	11	12,501.08	8,554.86
(iii) Bank balances other than (ii) above	12	17.21	4,807.99
(iv) Loans	13	23.54	16.31
(v) Other financial assets	5(b)	514.75	314.01
Other current assets	8 (b)	6,454.56	4,897.62
<b>Total current assets</b>		<b>42,907.37</b>	<b>37,744.02</b>
<b>TOTAL ASSETS</b>		<b>1,86,348.98</b>	<b>1,55,179.03</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	14(a)	1,394.71	1,410.24
<b>OTHER EQUITY</b>			
Reserves and surplus	14(b)	1,14,947.82	1,04,804.44
<b>Total equity</b>		<b>1,16,342.53</b>	<b>1,06,214.68</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Lease Liabilities	16	4,268.58	5,216.14
Employee Benefit obligation	18	158.90	96.57
Deferred tax liabilities (Net)	6	1,208.45	284.14
<b>Total non-current liabilities</b>		<b>5,635.93</b>	<b>5,596.85</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	15	21,681.38	7,223.19
(ii) Lease Liabilities	16	3,131.22	2,893.22
(iii) Trade payables			
a) total outstanding dues of micro and small enterprises	19	2,619.67	1,949.44
b) total outstanding dues of creditors other than micro and small enterprises	19	16,221.55	13,052.59
Other financial liabilities	20	17,508.24	15,496.89
Provisions	17	107.45	107.45
Employee Benefit obligation	18	668.87	641.20
Current tax liabilities (net)	21	146.14	82.24
Other current liabilities	22	2,286.00	1,921.28
<b>Total current liabilities</b>		<b>64,370.52</b>	<b>43,367.50</b>
<b>Total liabilities</b>		<b>70,006.45</b>	<b>48,964.35</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,86,348.98</b>	<b>1,55,179.03</b>

\*Refer Note 43

The above Balance Sheet should be read in conjunction with the accompanying notes.  
This is the Balance Sheet referred in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**  
Firm Registration Number: 012754N/N500016

For and on behalf of Board of Directors  
**Lotte India Corporation Limited**

**Viren Shah**  
Partner  
Membership Number: 046521

**Kyung Woon Cho**  
Chairman cum Executive Director  
DIN : 09048060

**Milan Wahi**  
Managing Director  
DIN : 05242884

**Jeong Kwan Heo**  
Chief Financial Officer

**T.G. Karthikeyan**  
Company Secretary  
ICSI Memb. No. 24135

Place: Chennai  
Date: October 30, 2025

Place: Chennai  
Date: October 30, 2025

**Lotte India Corporation Limited**  
**Statement of Profit and Loss for the year ended March 31, 2025**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	Note	Year ended March 31, 2025	Year ended March 31, 2024*
<b>REVENUE</b>			
Revenue from operations	23	1,85,796.96	1,71,522.00
Other income	24	3,700.85	2,122.05
<b>Total income</b>		<b>1,89,497.81</b>	<b>1,73,644.05</b>
<b>EXPENSES</b>			
Cost of materials consumed	25	1,00,930.35	90,055.79
Purchases of stock-in-trade		2,217.62	2,909.34
Changes in inventories of work-in-progress, stock-in-trade and finished goods	26	(1,934.19)	791.16
Employee benefits expense	27	13,529.63	11,541.45
Finance costs	28	1,659.07	1,293.00
Depreciation and amortisation expense	29	11,416.41	9,636.98
Other expenses	30	46,481.54	40,984.67
<b>Total expenses</b>		<b>1,74,300.43</b>	<b>1,57,212.39</b>
<b>Profit before tax</b>		<b>15,197.38</b>	<b>16,431.66</b>
Income tax expense	31		
Current tax		2,655.30	3,985.78
Deferred tax		934.51	1,377.14
<b>Total tax expense</b>		<b>3,589.81</b>	<b>5,362.92</b>
<b>Profit for the year</b>		<b>11,607.57</b>	<b>11,068.74</b>
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified to profit / loss</i>			
Remeasurements of post-employment benefit obligations		(167.98)	(74.72)
Income tax related to above		58.70	18.74
<b>Other comprehensive income for the year</b>		<b>(109.28)</b>	<b>(55.98)</b>
<b>Total comprehensive income for the year</b>		<b>11,498.29</b>	<b>11,012.76</b>
Basic and Diluted earnings per share (in INR)	45	37.57	35.83

\*Refer Note 43

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.  
This is the Statement of Profit and Loss referred to our report of even date.

For **Price Waterhouse Chartered Accountants LLP**  
Firm Registration Number: 012754N/N500016

For and on behalf of Board of Directors  
**Lotte India Corporation Limited**

**Viren Shah**  
Partner  
Membership Number: 046521

**Kyung Woon Cho**  
Chairman cum Executive Director  
DIN : 09048060

**Milan Wahi**  
Managing Director  
DIN : 05242884

**Jeong Kwan Heo**  
Chief Financial Officer

**T.G. Karthikeyan**  
Company Secretary  
ICSI Memb. No. 24135

Place: Chennai  
Date: October 30, 2025

Place: Chennai  
Date: October 30, 2025

**Lotte India Corporation Limited**  
**Statement of Cash Flows for the year ended March 31, 2025**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	Year ended March 31, 2025	Year ended March 31, 2024*
<b>A. Cash flow from operating activities</b>		
Profit before tax	15,197.38	16,431.66
<b>Adjustments for:</b>		
Finance costs	1,659.07	1,293.00
Unwinding of interest on security deposit	(5.77)	(9.32)
Depreciation and amortisation expense	11,416.41	9,636.98
Gain on sale of property, plant and equipment (net)	(145.40)	(113.98)
Interest on bank deposits	(1,315.68)	(1,348.55)
Liability no longer required written back	(1,596.64)	(104.36)
Gain on cancellation of lease	(13.50)	(5.61)
Net loss on foreign currency transaction and translation exchange differences	108.59	107.46
Lease rentals	(318.63)	(306.01)
Changes in loss allowance	54.12	41.89
Unrealised foreign exchange (gain)/loss (net)	(3.74)	0.57
<b>Operating profit before working capital changes</b>	<b>25,036.21</b>	<b>25,623.73</b>
<b>Changes in working capital:</b>		
Decrease/(Increase) in other financial assets	37.44	(819.52)
(Increase)/Decrease in other current and non-current assets	(1,606.22)	(1,052.42)
Decrease/(Increase) in trade receivables	601.95	(46.44)
(Increase)/Decrease in inventories	(4,899.09)	3,639.62
Increase/(Decrease) in trade payables	3,842.91	(1,342.65)
Increase/(Decrease) in other financial liabilities	896.16	796.51
Increase/(Decrease) other current and non-current liabilities	364.71	(182.55)
Decrease/(Increase) in provisions	(19.26)	56.69
	<b>(781.40)</b>	<b>1,049.24</b>
<b>Cash generated from operations</b>	<b>24,254.81</b>	<b>26,672.97</b>
Income taxes paid (net of refunds)	(3,294.54)	(3,880.88)
<b>Net cash inflow from operating activities (A)</b>	<b>20,960.27</b>	<b>22,792.09</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipment and intangible assets (including capital work-in-progress, capital creditors and capital advance)	(33,203.04)	(36,137.18)
Proceeds for sale of property, plant and equipment	261.56	223.81
Redemption of deposits with banks with maturity of more than 3 months	4,772.54	8,336.61
Interest received	1,230.63	1,439.95
Income from investment property	318.63	306.01
<b>Net cash outflow from investing activities (B)</b>	<b>(26,619.68)</b>	<b>(25,830.80)</b>
<b>C. Cash flow from financing activities</b>		
Proceeds / (Repayment) of current borrowings (net)	14,349.61	(1,866.47)
Principal payments related to lease liabilities	(3,281.00)	(2,708.29)
Interest payments related to lease liabilities	(663.77)	(763.43)
Interest paid	(799.21)	(545.41)
<b>Net cash inflow/(outflow) from financing activities (C)</b>	<b>9,605.63</b>	<b>(5,883.60)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A) + (B) + (C)</b>	<b>3,946.22</b>	<b>(8,922.31)</b>
Cash and cash equivalents as at the beginning of the period	8,554.86	15,514.38
Cash and cash equivalents transferred pursuant to scheme of arrangement (Refer Note: 43)	-	1,962.79
<b>Cash and cash equivalents as at the end of the period</b>	<b>12,501.08</b>	<b>8,554.86</b>

\*Refer Note 43

**Lotte India Corporation Limited**  
**Statement of Cash Flows for the year ended March 31, 2025**  
*(All amounts are in INR lakhs, unless otherwise stated)*

**Reconciliation of cash and cash equivalents as per the Statement of Cash Flows**

Cash and cash equivalents as per above comprises of the following:

	Year ended March 31, 2025	Year ended March 31, 2024*
Balances with banks		
- In current accounts	1,634.62	724.54
- In cash credit account	803.19	873.48
- In EEFC accounts	46.97	181.81
Cash on hand	16.30	11.95
Deposits with original maturity less than 3 months	10,000.00	6,763.08
<b>Balances as per Statement of Cash Flows</b>	<b>12,501.08</b>	<b>8,554.86</b>

\*Refer Note 43  
The statement of cash flow has been prepared under the 'Indirect Method' set out in Indian Accounting Standards (Ind AS) - 7 "Statement of Cash Flows".  
The above Statement of Cash Flows should be read in conjunction with the accompanying notes.  
This is the Statement of Cash Flows referred in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**  
Firm Registration Number: 012754N/N500016

For and on behalf of Board of Directors  
**Lotte India Corporation Limited**

**Viren Shah**  
Partner  
Membership Number: 046521

**Kyung Woon Cho**  
Chairman cum Executive Director  
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Chief Financial Officer

**T.G. Karthikeyan**  
Company Secretary  
ICSI Memb. No. 24135

Place: Chennai  
Date: October 30, 2025

Place: Chennai  
Date: October 30, 2025

## **1 Corporate Information**

### **1.1 Brief description of the Company**

Lotte India Corporation Limited is engaged in the business of manufacturing and marketing of confectionery products. The parent company is Lotte Confectionery Company Limited, South Korea, which is one of the leading manufacturers of confectionery products. The Company has three manufacturing plants in India and manufactures/ distributes a wide range of confectionery products including Chocopie, Coffy Bite, Lacto King, Frutopie, Caramilk, Coconut Punch, Chewit and Spout Gums. With effect from April 01, 2023, the name of the holding company changed from "Lotte Confectionary Company Limited" to "Lotte Wellfood Co. Ltd".

During the year has been a merger of Lotte India Corporation Limited with Havmor Ice cream Private Limited as on the Financial Statements have been prepared by giving effect to the scheme of amalgamation and arrangement in accordance with Appendix C of Ind AS 103 "Business Combination" from the earliest period presented consequent upon receipt of approval to the Scheme from National Company Law Tribunal (NCLT) Havmor Ice Creams Private Limited are in the business of manufacturing and selling Ice creams across India. The company manufactures various flavours of ice creams sold in different forms of consumer packs like bulk packs, party packs, family packs, sundaes, cups, cones, candies, bars, roll cut slices, etc.

## **2 Basis of preparation**

### **(i) Compliance with Ind AS**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III (Division II) to the Companies Act, 2013. Based on the nature of services rendered and the time between the commencement of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

### **(ii) Amendments to Ind AS**

#### **Ind AS 1: Classification of liabilities as current or non-current and non-current liabilities with covenants;**

that the classification of liabilities as current or non-current is based on rights that are in existence at the reporting date. Liabilities are classified as non-current if the entity has a substantive right to defer settlement for at least 12 months at the end of the reporting period. The amendment no longer refers to unconditional rights, since loans are rarely unconditional (for example, because the loan might contain covenants).

that classification of a liability as current or non-current is unaffected by expectations about whether an entity will exercise its right to defer the settlement of a liability. In other words, classification of a liability is unaffected by the management expectation or intention. Despite ignoring management intention with regards to classification, it is not ignored for disclosure purposes. It may still be necessary to disclose information relating to the timing of the settlement in order for users of the financial statements to understand the impact of the liability on the entity's financial position.

that covenants of loan arrangements which an entity must comply with only after the reporting date would not affect classification of a liability as current or non-current at the reporting date. However, those covenants that an entity is required to comply with on or before the reporting date would affect classification as current or non-current, even if the covenant is only assessed after the entity's reporting date.

These amendments introduce:

new requirements in respect of classification of convertible instruments. In some cases, a lender might have an option to choose settlement of the liability in the entity's own equity instruments instead of cash (that is, a conversion option). A conversion option does not affect the entity's classification of the liability, but only if the option meets the fixed-for-fixed criteria and is classified and recognised as a separate equity component in accordance with Ind AS 32, 'Financial instruments: presentation'. If a conversion option in a loan agreement does not satisfy the fixed-for-fixed criteria, the entity would classify the liability as current, unless the lender has the right to convert (or otherwise require settlement of the liability) only later than 12 months after the end of the reporting period.

additional disclosure requirements- When an entity classifies a liability arising from a loan arrangement as non-current and that liability is subject to the covenants which an entity is required to comply with within twelve months of the reporting date, the entity shall disclose information in the notes that enables users of financial statements to understand the risk that the liability could become repayable within twelve months of the reporting period, including (i) the carrying amount of liability; (ii) information about covenants; (iii) facts and circumstances, if any, that indicate the entity may have difficulty complying with the covenants.

In summary, we do not expect these amendments to significantly change an entity's classification of liabilities as current or non-current from the current guidance. These amendments will typically result in additional disclosure being required. These amendments should be applied retrospectively in accordance with the principles of Ind AS 8\*.

#### **Amendments to Ind AS 7 and Ind AS 107: Disclosures for supplier finance arrangements;**

The amendments introduce additional disclosure requirements for entities having supplier finance arrangements. Supplier finance arrangements are characterised by one or more finance providers offering to pay amounts an entity owes its suppliers and the entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, suppliers are paid. While the amendment clarifies the characteristics of supplier finance arrangements, it does not define which arrangements are within the scope of the disclosure requirements. Therefore, determining which arrangements are in the scope of the amendment may require judgement.

The general objective of the disclosure requirements is for an entity to disclose information about its supplier finance arrangements that enables users of financial statements to assess:

the effects of those arrangements on the entity's liabilities and cash flows; and

the entity's exposure to liquidity risk and how the entity would be affected if the arrangements were no longer available to it.

#### **Narrow-scope amendments to Ind AS 12, Income taxes: Global implementation of OCED Pillar Two model rules.**

These amendments provide temporary relief from accounting for deferred taxes arising from the implementation of the Pillar Two model rules. Targeted disclosure requirements were also introduced.

The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications. These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

### **(iii) Critical estimates and judgements**

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the balance sheet date and reported amount of revenue and expenses for the year and disclosure of contingent liabilities as of the date of balance sheet. The estimates and the assumptions used in the accompanying financial statements are based upon the management's evaluation.

The areas involving critical estimates and judgements:

- (i) Measurement of deferred taxes (refer note 6)
- (ii) Estimation of defined benefit obligation (refer note 32)
- (iii) Useful life and residual value of Property, Plant and Equipment (refer note 3)
- (iv) Provision for Doubtful debts (refer note 10)
- (v) Contingent liability (refer note 39)
- (vii) Lease liability (refer note 16)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

**(iv) Historical cost convention**

The financial statements have been prepared under historical cost convention except for certain assets and liabilities as stated in the respective policies, which have been measured at fair value.

**(v) Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts in the financial statements and notes have been presented in INR Lakhs (except for share data) rounded to two decimals as per the requirement of Schedule III of the Companies Act, 2013, unless otherwise stated.

**(vi) Measurement of fair values**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly unobservable.

**(vii) Operating cycle**

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of the products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

**Material Accounting Policies**

**2.01 Property, plant and equipment**

Freehold land is carried at historical cost. All other property, plant and equipment are stated at historical cost less depreciation.

**Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

Asset	Useful life as per Management	As per Schedule II
Building	28-50 years	30, 60 years
Plant and machinery	5-13 years	15 years
Office equipments	5-10 years	5 years
Furnitures and fittings	5-10 years	10 years
Computers and other peripherals	3-5 years	3-6 years
Vehicles	4-5 years	8-10 years
Leasehold improvements	5 years or balance useful life, whichever is less	

The useful lives have been determined based on technical evaluation done by the Management's expert, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period

Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/(expenses).

**2.02 Capital work in progress**

Capital work in progress in the course of construction for production, supply or administrative purposes is carried at cost, less any recognised impairment loss. Cost includes purchase price, taxes and duties, labour cost and other directly attributable costs incurred upto the date the asset is ready for its intended use. Such property, plant and equipment are classified to the appropriate categories when completed and ready for intended use. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as other non-current assets.

**2.03 Other intangible assets**

*Computer software including internally developed software*

Computer software are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- Management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use. They are stated at cost net of accumulated amortisation.

Asset	Management estimate of Useful life
Patent and trademark	10 years
Software	5 years

*ii) Research and development costs*

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognised as an intangible asset when all of the following criteria are met:

- It is technically feasible to complete the intangible asset so that it will be available for use or sale.
- There is an intention to complete the asset
- There is an ability to use or sell the asset
- The asset will generate future economic benefits
- Adequate resources are available to complete the development and to use or sell the asset
- The expenditure attributable to the intangible asset during development can be measured reliably.

Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/(expenses).

**2.04 Goodwill**

Goodwill represents the cost of the acquired businesses in excess of fair value of identifiable tangible and intangible net assets purchased. Goodwill is not amortised, however, it is tested annually for impairment and carried at cost less accumulated impairment losses, if any.

**2.05 Investment properties**

Investment properties, principally office buildings, are held for long-term rental yields and are not occupied by the group. They are carried at cost. Investment properties are depreciated using the straight-line method to allocate the cost of assets over their estimated useful lives.

Investment properties generally have useful lives of 25-40 years. The useful lives have been determined based on technical evaluation performed by the management's expert.

Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

**2.06 Impairment of assets**

Assets (Property, plant and equipment, Investment property & Intangible assets) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

**2.07 Inventories**

Inventories which comprise raw materials, packing material, semi-finished goods, finished goods, stock-in-trade and Store, spares and consumables. Inventories are stated at lower of cost and net realisable value. Cost of raw materials and stock-in-trade is ascertained using the moving weighted average method and includes purchase cost, taxes and duties and all expenses incurred in bringing the inventory to its present location and condition, but excludes duties and taxes that are subsequently recoverable from revenue authorities.

Cost of work-in-progress includes material cost and share of production overheads. The valuation of finished goods includes material cost and share of production overheads computed on normal capacity. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

**2.08 Revenue recognition**

**Sale of products**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer net of discounts and other similar allowances. The Company assesses promises in the contract to identify separate performance obligations to which a portion of transaction price is allocated.

Revenue is recognised when control of the product is transferred to the customer and there are no unfulfilled performance obligations. Depending on the incoterm, control is transferred at the point of shipment or at the point of delivery. Payment for the sale is received as per agreed credit terms, which is short term in nature. Discounts are given in various forms, including, but not limited to rebates, price reductions and incentives. Accumulated experience is used to estimate the provision for discounts, using the most likely method.

Revenue for sale of services is recognised when the services are rendered and there are no uncertainties involved to its ultimate realization.

Revenue is measured based on the transaction price, which is the consideration, adjusted for customer discounts and incentives, if any, as specified in the contract with the customer. In determining the transaction price, the Company estimates the variable consideration to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

When the level of discount varies with increases in levels of revenue transactions, the Company recognizes the liability based on its estimate of the customer's future purchases. If it is probable that the criteria for the discount will not be met, or if the amount thereof cannot be estimated reliably, then discount is not recognised until the payment is probable and the amount can be estimated reliably. The Company recognizes changes in the estimated amount of obligations for discounts in the period in which the change occurs.

**Interest income**

Interest income from financial assets at fair value through profit or loss is disclosed as interest income within other income. Interest income on financial assets at amortised cost and financial assets at FVOCI is calculated using the effective interest rate method is recognised in the statement of profit and loss as part of other income.

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying value of a financial asset.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

**Dividends**

Dividends are received from financial assets at fair value through profit or loss and at FVOCI. Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of the investment.

**Contract Balances**

**Contract Assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g unbilled revenue. If the company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e, unbilled revenue is recognised for the earned consideration that is conditional. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the company issues an invoice to the Customer.

**Contract liabilities**

A Contract Liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Contract Liabilities are recognised as revenue when the company performs under the contract.

**2.09 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term deposits with original maturities of 3 months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

**2.10 Trade receivables**

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflect the company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components.

The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

**2.11 Leases**

*As a lessee*

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non-lease components based on their relative standalone prices. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the fixed payments (including in substance fixed payments), less any lease incentives receivable.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. Payments associated with short-term leases of property, plant and office equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. It sets out principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases, except short-term leases and leases for low-value items, under a single on-balance sheet lease accounting model. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

Lease term is a non-cancellable period together with periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the site on which it is located, less any lease incentives received.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

Lease payments included in the measurement of the lease liability comprises of fixed payments, including in-substance fixed payments, amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option.

The lease payments are discounted using the lessee's incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of Interest on the remaining balance of the liability for each period.

Lease liability and the right of use asset have been separately presented in the balance sheet and lease payments have been classified as financing activities. The Company has elected not to recognize right-of-use assets and lease liabilities for short term

leases that have a lease tenure of less than or equal to 12 months with no purchase option and assets with low value leases. The Company recognizes the lease payments associated with these leases as an expense in statement of profit and loss over the lease term. The related cash flows are classified as operating activities.

*As a lessor*

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income from operating leases where the Company is a lessor is recognized as income on a straight-line basis over the lease term. The respective leased assets are included in the Balance Sheet based on their nature.

**2.12 Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within the period agreed with the vendors. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.



## **2.13 Employee benefits**

*Post-employment obligations:*

### *i) Defined contribution plans*

#### *Superannuation*

Contribution towards superannuation fund administrated by the trustees and managed by Life Insurance Corporation ("LIC") is made in accordance with the terms of employment contracts for eligible employees, where the Company has no further obligations. Such benefits are classified as Defined Contribution Plans as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

#### *Provident Fund*

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefits expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

### *ii) Defined benefit plans*

#### *Gratuity*

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuary using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of defined benefit obligation and the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Short-term obligations: Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

Other long-term employee benefit obligations: The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least 12 months after the reporting period, regardless of when the actual settlement is expected to occur.

#### *Bonus plans:*

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

## **2.14 Borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is extinguished, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

## **2.15 Government grants**

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income. Government grants relating to the purchase of property, plant and equipment are recorded at a nominal amount and are presented by deducting the grant from the carrying amount of the assets.

## **2.16 Income tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternative Tax ("MAT") under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as a deferred tax asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

## **2.17 Investments and other financial assets**

### *Classification*

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

### *Recognition*

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sale the financial asset.

### *Measurement*

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

### *Debt instruments*

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

a) Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in the profit or loss and presented in other income/(expenses). Impairment losses are presented as separate line item in the statement of profit and loss.

b) Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income/(expenses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other income/(expenses) and impairment expenses are presented as separate line item in statement of profit or loss.

c) Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net within other income/(expenses) in the period in which it arises. Interest income from these financial assets is included in other income.

### *Equity instruments*

The Company subsequently measures all equity investments at fair value. Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income/(expenses) in the statement of profit and loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### *Impairment of financial assets*

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. **Note 34** details how the Company determines whether there has been significant increase in credit risk.

The Company has elected to apply the practical expedient permitted under Ind AS 109, Financial Instruments, whereby the expected credit losses on trade receivables are measured using a historical credit loss experience to estimate the 12 months ECL or lifetime ECL as relevant.

### *Derecognition of financial assets*

A financial asset is derecognised only when

- the Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## **2.18 Segment reporting**

Segments have been identified in accordance with Indian Accounting Standards ("Ind AS") 108 on Operating Segments, considering the risk or return profiles of the business. As required under Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the performance and allocates resources based on analysis of various performance indicators. Accordingly, information has been presented for the company's operating segments. Refer note 37 for segment information presented.

## **2.19 Foreign currency translation**

### **Functional and presentation currency:**

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (functional currency), i.e., Indian Rupee (INR), which is the Company's functional and presentation currency.

### **Initial Recognition**

Foreign currency transactions are recorded in functional currency using the exchange rates prevailing on the date of transaction.

### **Subsequent recognition**

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate prevailing at the date of the transaction.

All monetary assets and liabilities denominated in foreign currency are restated at the closing exchange rates. Exchange differences arising out of actual payment/realization and from the year end restatement are recognised in the Statement of Profit and Loss.

## **2.20 Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## **2.21 Provisions and contingent liabilities**

*Provisions:* Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

*Contingent liabilities:* Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

## **2.22 Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

## **2.23 Earnings per share**

Basic earnings per share:

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, equity shares issued during the year

Diluted earnings per share:

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

## **2.24 Events occurring after the reporting date**

Adjusting events (that provides evidence of condition that existed at the Balance Sheet date) occurring after the Balance Sheet date are recognized in the Financial statements. Material non adjusting events (that are inductive of conditions that arose subsequent to the Balance Sheet date) occurring after the Balance Sheet date that represents material change and commitment affecting the financial position are disclosed in the Directors' Report.

## **2.25 Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated. The numbers presented throughout the financial statements may not add up precisely to the totals and absolute figures.

Lotte India Corporation Limited  
Statement of Changes in Equity for the year ended March 31, 2025  
(All amounts are in INR lakhs, unless otherwise stated)

A	Equity share capital	Note	As at	As at				
			March 31, 2025	March 31, 2024				
	Balance at the beginning	14(a)	1,410.24	1,410.24				
	Capital Reduction	44	(15.53)	-				
	Balance at the end		1,394.71	1,410.24				
B	Other equity	Note	Reserves and surplus				Total	
			Share capital pending Issuances (Refer Note 43)	Capital reserve	Securities premium	General reserve		Retained earnings
	Balance at the beginning of April 1, 2023		-	464.47	24,642.73	42,357.39	(4,846.18)	62,618.41
	Reserves recognised on account of scheme of arrangement	43	-	(679.01)	-	73.47	30,099.81	29,494.27
	Restated balance as on April 1, 2023		-	(214.54)	24,642.73	42,430.86	25,253.63	92,112.68
	Premium on shares issued during the year		-	-	-	-	-	-
	Shares pending issuance in common control business combination	43	1,679.00	-	-	-	-	1,679.00
	Profit for the year	14(b)	-	-	-	-	11,068.74	11,068.74
	Other comprehensive income	14(b)	-	-	-	-	(55.98)	(55.98)
	Total comprehensive income for the year		1,679.00	-	-	-	11,012.76	12,691.76
	Balance as at the end of March 31, 2024		1,679.00	(214.54)	24,642.73	42,430.86	36,266.39	1,04,804.44
	Premium on shares issued during the year		-	-	-	-	-	-
	Capital Reduction		-	-	-	(1,354.91)	-	(1,354.91)
	Profit for the year	14(b)	-	-	-	-	11,607.57	11,607.57
	Other comprehensive income	14(b)	-	-	-	-	(109.28)	(109.28)
	Total comprehensive income for the year		-	-	-	(1,354.91)	11,498.29	10,143.38
	Balance as at the end of March 31, 2025		1,679.00	(214.54)	24,642.73	41,075.95	47,764.68	1,14,947.82

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.  
This is the Statement of changes in Equity referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016

For and on behalf of Board of Directors  
Lotte India Corporation Limited

Viren Shah  
Partner  
Membership Number: 046521

Kyung Woon Cho  
Chairman cum Executive Director  
DIN : 09048060

Milan Wahi  
Managing Director  
DIN : 05242884

Jeong Kwan Heo  
Chief Financial Officer

T.G. Karthikeyan  
Company Secretary  
ICSI Memb. No. 24135

Place: Chennai  
Date: October 30, 2025

Place: Chennai  
Date: October 30, 2025

3(a) Property, plant and equipment

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at April 1, 2024	Additions	Deletions	As at March 31, 2025	As at April 1, 2024	For the year	Deletions	As at March 31, 2025	As at March 31, 2025
Land	9,031.67	-	-	9,031.67	-	-	-	-	9,031.67
Buildings (Note i)	35,761.37	18,429.64	2.06	54,188.95	8,666.05	1,490.91	0.09	10,156.87	44,032.08
Plant and Machinery									
- Owned	63,131.31	20,470.92	1,282.36	82,319.87	32,810.91	6,149.24	1,169.91	37,790.24	44,529.63
- Leased*	178.89	-	-	178.89	101.80	-	-	101.80	77.09
Office Equipment									
- Owned	462.75	517.67	176.96	803.46	342.18	49.54	176.94	214.78	588.68
- Leased*	25.96	-	-	25.96	7.13	-	-	7.13	18.83
Furniture and Fixtures									
- Owned	1,064.85	669.00	45.30	1,688.55	792.62	121.20	43.66	870.16	818.39
- Leased*	107.88	-	-	107.88	82.01	-	-	82.01	25.87
Leasehold improvements	7.33	-	-	7.33	0.40	-	-	0.40	6.93
Vehicles	1,812.94	662.77	32.03	2,443.68	1,267.89	235.56	31.95	1,471.50	972.18
Computers	437.18	176.74	44.74	569.18	342.04	63.26	44.74	360.56	208.62
Total	1,12,022.13	40,926.74	1,583.45	1,51,365.42	44,413.03	8,109.71	1,467.29	51,055.45	1,00,309.97

Particulars	Gross carrying amount					Accumulated Depreciation					Net carrying amount
	As at April 1, 2023	Transfer pursuant to scheme of arrangement#	Additions	Deletions	As at March 31, 2024	As at April 1, 2023	Transfer pursuant to scheme of arrangement#	For the year	Deletions	As at March 31, 2024	As at March 31, 2024
Land	9,031.67	-	-	-	9,031.67	-	-	-	-	-	9,031.67
Buildings (Note i)	29,528.52	1,502.11	4,730.74	-	35,761.37	7,011.86	354.49	1,299.70	-	8,666.05	27,095.32
Plant and Machinery											
- Owned	25,753.17	22,483.37	15,778.77	884.00	63,131.31	15,571.94	12,942.60	5,072.36	775.99	32,810.91	30,320.40
- Leased*	178.89	-	-	-	178.89	101.80	-	-	-	101.80	77.09
Office Equipment											
- Owned	87.26	352.27	23.32	0.10	462.75	26.59	283.13	32.56	0.10	342.18	120.57
- Leased*	25.96	-	-	-	25.96	7.13	-	-	-	7.13	18.83
Furniture and Fixtures											
- Owned	417.23	475.53	182.86	10.77	1,064.85	275.20	463.65	63.97	10.20	792.62	272.23
- Leased*	107.88	-	-	-	107.88	82.01	-	-	-	82.01	25.87
Leasehold improvements	7.33	-	-	-	7.33	0.40	-	-	-	0.40	6.93
Vehicles	61.95	1,657.04	239.81	145.86	1,812.94	37.36	1,172.75	202.87	145.09	1,267.89	545.05
Computers	-	402.07	37.27	2.16	437.18	-	281.77	61.95	1.68	342.04	95.14
Total	65,199.86	26,872.39	20,992.77	1,042.89	1,12,022.13	23,114.29	15,498.39	6,733.41	933.06	44,413.03	67,609.10

\*Represents assets given on lease where the Company is a lessor

# Refer note 43

Note (i) Title deeds

March 2025

Particulars	Property location	Gross carrying amount	Title deeds held in the name of	Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Period held - range	Reason for not being held in the name of the company
Building	Ahmedabad	10.50	Parry Confectionery Limited	No	28 Years	In name of old name of company for which management is under process to change the name
Building	Ahmedabad	130.89	Havmor Ice Cream Limited	No	18 Years	
Building	Ahmedabad	27.23	Havmor Ice Cream Limited	No	19 Years	
Building	Ahmedabad	19,686.24	Havmor Ice Cream Private Limited	No	1-13 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

March 2024

Particulars	Property location	Gross carrying amount	Title deeds held in the name of	Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Period held - range	Reason for not being held in the name of the company
Building	Ahmedabad	10.50	Parry Confectionery Limited	No	27 Years	In name of old name of company for which management is under process to change the name
Building	Ahmedabad	130.89	Havmor Ice Cream Limited	No	17 Years	
Building	Ahmedabad	27.23	Havmor Ice Cream Limited	No	18 Years	
Building	Ahmedabad	1,343.98	Havmor Ice Cream Private Limited	No	12 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

Note (ii) Contractual obligations

Refer to Note 38 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Refer to Note 42(vi) for details regarding the mortgage created to secure the Company's borrowings.

Note (iii) Valuation of Property, Plant and Equipment and Intangible asset

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	Leasehold Land	Building	Plant and Machinery	Total
<b>3(b) Right-of-Use Assets</b>				
<b>Gross Block (At cost)</b>				
<b>Balance as at April 01, 2024</b>	<b>3,749.84</b>	<b>6,475.66</b>	<b>8,692.74</b>	<b>18,918.24</b>
Additions	-	2,196.04	409.16	2,605.20
(Deductions)	-	(977.54)	-	(977.54)
<b>Balance as at March 31, 2025</b>	<b>3,749.84</b>	<b>7,694.16</b>	<b>9,101.90</b>	<b>20,545.90</b>
Balance as at April 01, 2023	-	955.82	-	955.82
Transfer pursuant to scheme of arrangement*	3,749.84	5,136.79	8,158.03	17,044.66
Additions	-	1,079.49	534.71	1,614.20
(Deductions)	-	(696.44)	-	(696.44)
<b>Balance as at March 31, 2024</b>	<b>3,749.84</b>	<b>6,475.66</b>	<b>8,692.74</b>	<b>18,918.24</b>
<b>Accumulated Depreciation</b>				
<b>Balance as at April 01, 2024</b>	<b>76.54</b>	<b>3,469.21</b>	<b>3,893.50</b>	<b>7,439.25</b>
Additions	40.43	1,550.28	1,636.89	3,227.60
(Deductions)	-	(957.28)	-	(957.28)
<b>Balance as at March 31, 2025</b>	<b>116.97</b>	<b>4,062.21</b>	<b>5,530.39</b>	<b>9,709.57</b>
Balance as at April 01, 2023	-	686.56	-	686.56
Transfer pursuant to scheme of arrangement*	36.11	2,202.93	2,426.04	4,665.08
Additions	40.43	1,270.57	1,467.46	2,778.46
(Deductions)	-	(690.85)	-	(690.85)
<b>Balance as at March 31, 2024</b>	<b>76.54</b>	<b>3,469.21</b>	<b>3,893.50</b>	<b>7,439.25</b>
<b>Carrying amounts (net)</b>				
<b>Balance as at March 31, 2025</b>	<b>3,632.87</b>	<b>3,631.95</b>	<b>3,571.51</b>	<b>10,836.33</b>
<b>Balance as at March 31, 2024</b>	<b>3,673.30</b>	<b>3,006.45</b>	<b>4,799.24</b>	<b>11,478.99</b>

\*Refer note 43

1. Extension and termination options:

Extension and termination options are included in the above leases across the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable only by the Company and not by the respective lessor.

2. The company has expensed low value assets to profit and loss during the current year. There are no expenses relating to variable lease payments.

3. The lease period ranges from 3 to 8 years over which the right to use asset is depreciated on a straight line basis.

4. The company has not revalued its Right of Use assets during the current or previous year as it follows cost model.

**Lotte India Corporation Limited****Notes forming part of the Financial Statements***(All amounts are in INR lakhs, unless otherwise stated)*

<b>Amount recognised in the statement of profit and loss</b>	<b>For the year ended March 31, 2025</b>	<b>For the year ended March 31, 2024</b>
Depreciation of Right of use Assets - Buildings	3,227.60	2,778.46
Interest expense (included in finance cost)	663.77	763.43
Expense relating to leases of low-value assets	9.96	12.49
Expenses relating to short term leases	488.23	587.46

*As a lessor*

The Company has given certain assets – building and plant and machinery on operating leases. These lease arrangements range for a period between 1.5 and 5 years and include both cancellable and non-cancellable leases. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses.

**Properties where the Company is the lessee and the lease agreement not duly executed in favour of the Company****March 2025**

<b>Particulars</b>	<b>Gross carrying amount</b>	<b>Title deeds held in the name of</b>	<b>Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director</b>	<b>Period held - range</b>	<b>Reason for not being held in the name of the company</b>
Building	719.32	Havmor Ice Cream Limited	No	6 - 13 years	In name of old name of company for which management is under process to change the name
Building	8,947.84	Havmor Ice Cream Private Limited	No	6 - 13 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

**March 2024**

<b>Particulars</b>	<b>Gross carrying amount</b>	<b>Title deeds held in the name of</b>	<b>Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director</b>	<b>Period held - range</b>	<b>Reason for not being held in the name of the company</b>
Building	861.44	Havmor Ice Cream Limited	No	5 - 12 years	In name of old name of company for which management is under process to change the name
Building	8,099.24	Havmor Ice Cream Private Limited	No	5 - 12 years	The title deeds of which are held in name of Havmor Ice Cream Private Limited which has been amalgamated with the Company

**3(c) Capital Work in Progress**

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Work in Progress (CWIP)	14,193.78	22,298.66

**a) Movement of Capital Work in Progress**

Particulars	Gross carrying amount			
	As at April 1, 2024	Additions	Capitalised during the year	As at March 31, 2025
Capital Work in Progress (CWIP)	22,298.66	48,488.95	56,593.83	14,193.78
<b>Total</b>	<b>22,298.66</b>	<b>48,488.95</b>	<b>56,593.83</b>	<b>14,193.78</b>

Particulars	Gross carrying amount				
	As at April 1, 2023	Transfer pursuant to scheme of arrangement*	Additions	Capitalised during the year	As at March 31, 2024
Capital Work in Progress (CWIP)	2,079.11	2,496.28	38,721.30	20,998.03	22,298.66
<b>Total</b>	<b>2,079.11</b>	<b>2,496.28</b>	<b>38,721.30</b>	<b>20,998.03</b>	<b>22,298.66</b>

\*Refer note 43

**b) Ageing Schedule of Capital Work in Progress**

As at March 31, 2025	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	14,181.64	12.14	-	-	14,193.78
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2024	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	20,364.08	1,934.58	-	-	22,298.66
Projects temporarily suspended	-	-	-	-	-

There is no capital work in progress whose cost has exceeded or completion is overdue as compared to its original plan as at March 31, 2025 and March 31, 2024.



	As at March 31, 2025	As at March 31, 2024
<b>3(d) Investment properties</b>		
<b>Cost</b>		
Land	7,770.53	7,770.53
Building	1,465.11	1,465.11
<b>Gross carrying amount (a)</b>	<b>9,235.64</b>	<b>9,235.64</b>
<b>Depreciation</b>		
Opening accumulated depreciation	457.53	392.02
Add: Depreciation	65.51	65.51
<b>Closing accumulated depreciation (b)</b>	<b>523.04</b>	<b>457.53</b>
<b>Net carrying amount (a)-(b)</b>	<b>8,712.60</b>	<b>8,778.11</b>
<i>Amounts recognised in profit and loss for investment properties</i>		
Rental income (Refer Note 24)	318.63	306.01
Direct operating expenses from property that generated rental income	(43.34)	(43.42)
Direct operating expenses from property that did not generate rental income	(6.38)	(6.13)
<b>Profit from investment properties before depreciation</b>	<b>268.91</b>	<b>256.46</b>
Depreciation	(65.51)	(65.51)
<b>Profit from investment properties</b>	<b>203.40</b>	<b>190.95</b>
<i>Fair value of investment properties</i>	16,343.05	16,343.05

**Estimation of fair value**  
For the year ended March 31, 2025, the Company obtained independent valuations for its investment properties. The best evidence of fair value is current prices in an active market for similar properties. The fair values of investment properties have been determined by Value Assessors & Surveyors (P) Limited, who is a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. All resulting fair value estimates for investment properties are included in level 3. The main inputs used are the rental growth rates, expected vacancy rates, terminal yields and discount rates based on comparable transactions and industry data. All resulting fair value estimates for investment properties are included in level 3.

**Leasing arrangements**  
The investment properties are leased to tenants under operating leases with rentals receivable monthly. Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term. Minimum lease payments receivable on leases of investment properties are as follows:

Particulars	March 31, 2025	March 31, 2024
Within 1 year	169.60	323.58
Between 1 and 2 years	110.08	274.53
Between 2 and 3 years	22.40	171.23
Between 3 and 4 years	-	25.80
Between 4 and 5 years	-	-
More than 5 years	-	-

**Presenting Cash flows**  
The group classifies cash outflows to acquire or construct investment property rental inflows as investing cash flows.

4 (a) Goodwill

Particulars	Gross carrying amount				Accumulated Amortisation				Net carrying amount	
	As at April 1, 2024	Additions	Deletions	As at March 31, 2025	As at April 1, 2024	For the year	Deletions	As at March 31, 2025	As at March 31, 2025	
Goodwill	421.40			421.40	-		-	-	421.40	
Total	421.40	-	-	421.40	-	-	-	-	421.40	

Particulars	Gross carrying amount				Amortisation						Net carrying amount	
	As at April 1, 2023	Transfer pursuant to scheme of arrangement*	Additions	Deletions	As at March 31, 2024	As at April 1, 2023	Transfer pursuant to scheme of arrangement*	For the year	Deletions	As at March 31, 2024	As at March 31, 2024	
Goodwill	-	421.40	-	-	421.40	-	-	-	-	-	421.40	
Total	-	421.40	-	-	421.40	-	-	-	-	-	421.40	

4 (b) Other Intangible assets

Particulars	Gross carrying amount				Accumulated Amortisation				Net carrying amount	
	As at April 1, 2024	Additions	Deletions	As at March 31, 2025	As at April 1, 2024	For the year	Deletions	As at March 31, 2025	As at March 31, 2025	
Computer software	742.47	90.19	-	832.66	636.60	45.53	-	682.13	150.53	
Patents and trade marks	5.72	-	-	5.72	5.19	0.51	-	5.70	0.02	
<b>Total</b>	<b>748.19</b>	<b>90.19</b>	<b>-</b>	<b>838.38</b>	<b>641.79</b>	<b>46.04</b>	<b>-</b>	<b>687.83</b>	<b>150.55</b>	

Particulars	Gross carrying amount					Accumulated Amortisation					Net carrying amount
	As at April 1, 2023	Transfer pursuant to scheme of arrangement*	Additions	Deletions	As at March 31, 2024	As at April 1, 2023	Transfer pursuant to scheme of arrangement*	For the year	Deletions	As at March 31, 2024	As at March 31, 2024
Computer software	46.90	622.15	73.42	-	742.47	32.84	506.62	97.14	-	636.60	105.87
Patents and trade marks	-	5.72	-	-	5.72	-	4.52	0.67	-	5.19	0.53
<b>Total</b>	<b>46.90</b>	<b>627.87</b>	<b>73.42</b>	<b>-</b>	<b>748.19</b>	<b>32.84</b>	<b>511.14</b>	<b>97.81</b>	<b>-</b>	<b>641.79</b>	<b>106.40</b>

\*Refer note 43  
**Note:**  
(i) The company has not revalued its intangible assets during the current or previous year as it follows cost model.

	As at March 31, 2025	As at March 31, 2024
<b>5(a) Non-current investments</b>		
<b>Investments in equity instruments - unquoted carried at FVTPL</b>		
50,000 (March 31, 2024 : 50,000) equity shares of Aadhav Green Power Private Ltd., of INR 10 each, fully paid up	5.00	5.00
<b>Total non-current investments</b>	<b>5.00</b>	<b>5.00</b>
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	5.00	5.00
Aggregate amount of impairment in the value of investments	-	-
<b>5(b) Other financial assets</b>		
<b>Non-current</b>		
Security deposits	1,373.66	1,319.94
Fixed deposits with banks having maturity more than 12 months from the reporting date*	18.24	-
Other receivables	378.14	586.45
<b>Total other financial assets - non-current</b>	<b>1,770.04</b>	<b>1,906.39</b>
<b>Current</b>		
Interest accrued on deposits with banks	110.38	25.33
Advances to employees	31.13	31.90
Security deposits	259.19	256.78
Other receivables	114.05	-
<b>Total other financial assets - current</b>	<b>514.75</b>	<b>314.01</b>
*Including accrued interest Rs. 11.05 Lakhs as at March 31, 2025 (31 March 2024 - Rs. NIL).		
*Rs. 7.19 Lakhs (As at March 31, 2024 Rs. NIL) pledged with bank as security against facilities obtained from Bankers.		
<b>6 Deferred tax assets/(liabilities) (Net)</b>		
<b>(i) Deferred tax assets</b>		
Loss allowance for credit impaired	130.55	97.81
Expenses allowed on payment basis	586.82	343.99
Lease liability	2,585.78	165.07
Others	9.34	66.40
Unabsorbed Depreciation	-	3,603.93
Merger expense	27.01	-
MAT credit entitlement	2,878.65	-
<b>(ii) Deferred tax liabilities</b>		
Right-of-use assets	(2,517.17)	(143.36)
Difference between book and tax written down value of depreciable fixed assets	(4,909.43)	(4,417.98)
<b>Deferred tax assets/(liabilities) (Net)</b>	<b>(1,208.45)</b>	<b>(284.14)</b>
Note: The company has recognised deferred tax assets on carried forward unabsorbed depreciation, which can be carried forward for an indefinite period. The company has concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets for the company. (Also refer Note 31).		
<b>7 Income tax assets (Net)</b>		
<b>Non Current</b>		
Advance income tax and tax deducted at source (net of provision for income tax) INR 10,955.38 (March 31, 2024: INR 9,159.82)	907.44	214.50
	<b>907.44</b>	<b>214.50</b>
<b>8 (a) Other non-current assets</b>		
Capital advances	6,048.50	4,579.75
Balance with Govt. authorities	43.58	14.65
Deposit with government authorities	8.03	-
Prepaid expenses	34.39	22.06
<b>Total other non-current assets</b>	<b>6,134.50</b>	<b>4,616.46</b>
<b>8 (b) Other current assets</b>		
Advances to suppliers	2,120.76	2,728.45
Balances with government authorities	3,618.92	1,651.32
Advances to employees	7.94	10.85
Prepaid expenses	706.94	507.00
<b>Total other current assets</b>	<b>6,454.56</b>	<b>4,897.62</b>
<b>9 Inventories</b> (Valued at lower of cost and net realisable value)		
Raw materials (includes packing material)	10,686.07	7,717.12
Work-in-progress	483.48	351.68
Finished goods	9,129.22	7,236.50
Stock-in-trade	225.35	315.68
Stores, spares and consumables	1,015.31	1,019.38
<b>Total inventories</b>	<b>21,539.43</b>	<b>16,640.36</b>
(i) Carrying amount of inventories (included above) have been mortgaged to secure borrowings of the company (Refer Note 42(vi))		
(ii) Amounts recognised for written down of inventories in profit or loss amounts to Rs. 263.17 lakhs as at March 31, 2025 (31 March 2024 - INR NIL). These were recognised as an expense during the previous year and included in 'Changes in inventories of finished goods, work-in-progress and stock-in-trade' in statement of profit and loss.		
<b>Goods-in-transit</b>		
Raw materials	-	0.04

	As at March 31, 2025	As at March 31, 2024
<b>10 Trade receivables</b>		
Trade receivables considered good - Unsecured		
-Related parties	75.22	148.77
-Others	1,781.58	2,364.10
	1,856.80	2,512.87
Trade receivables – credit impaired		
-Others	373.60	319.49
	373.60	319.49
Less: Loss allowance for credit impaired		
-Others	(373.60)	(319.49)
	(373.60)	(319.49)
<b>Total trade receivables</b>	<b>1,856.80</b>	<b>2,512.87</b>

(i) The Company has elected to apply the practical expedient permitted under Ind AS 109, Financial Instruments, whereby the expected credit losses on trade receivables are measured using a historical credit loss experience to estimate the 12 months ECL or lifetime ECL as relevant.

(ii) Trade Receivables have been mortgaged to secure borrowings of the company (Refer Note 42(vi)).

**Ageing of Trade Receivables**

Year ended March 31, 2025	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables							
- considered good	1,685.87	216.44	43.68	25.79	11.50	247.12	2,230.40
- significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
(i) Disputed Trade Receivables							
- considered good	-	-	-	-	-	-	-
- significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Less: Loss allowance for credit impaired							(373.60)
Total	1,685.87	216.44	43.68	25.79	11.50	247.12	1,856.80

Year ended March 31, 2024	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables							-
- considered good	1,860.46	530.88	73.26	118.22	13.51	236.04	2,832.36
- significant increase in credit risk							-
- credit impaired	-	-	-	-	-	-	-
(i) Disputed Trade Receivables	-	-	-	-	-	-	-
- considered good	-	-	-	-	-	-	-
- significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Less: Loss allowance for credit impaired							(319.49)
Total	1,860.46	530.88	73.26	118.22	13.51	236.04	2,512.87

**11 Cash and cash equivalents**

Balances with banks		
- In current accounts	1,634.62	724.54
- In cash credit account	803.19	873.48
- In EEFC accounts	46.97	181.81
Cash in hand	16.30	11.95
Deposits with original maturity less than 3 months*	10,000.00	6,763.08
<b>Total cash and cash equivalents</b>	<b>12,501.08</b>	<b>8,554.86</b>

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods

\*Including accrued interest of Rs. NIL (31 March 2024 Rs. 4.08 Lakhs)

**12 Other bank balances**

Deposits with maturity of more than 3 months and less than 12 months*	17.21	4,807.99
<b>Total other bank balances</b>	<b>17.21</b>	<b>4,807.99</b>

\*Including accrued interest of Rs. 0.15 Lakhs (31 March 2024 Rs. 23.03 lakhs)

\*Rs. 14.75 Lakhs (As at 31 March 2024 Rs. 3593.38 Lakhs) pledged with bank as security against facilities obtained from Bankers.

**13 Loans**

<b>Current</b>		
Loans to employees	23.54	16.31
	<b>23.54</b>	<b>16.31</b>

**14(a) Equity share capital**

	March 31, 2025		March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised (Refer note 43)</b>				
Equity shares of INR 10 each	37,00,00,000	37,000.00	37,00,00,000	37,000.00
<b>Issued, subscribed and fully paid up</b>				
Equity shares of INR 10 each	1,39,47,035	1,394.71	1,41,02,363	1,410.24
<b>(i) Reconciliation of equity share capital</b>				
Balance as at the beginning of the year	1,41,02,363	1,410.24	1,41,02,363	1,410.24
Add: Shares issued during the year	-	-	-	-
Less: Capital Reduction (Refer Note 44)	(1,55,328)	(15.53)	-	-
<b>Issued, subscribed and fully paid up equity shares</b>	<b>1,39,47,035</b>	<b>1,394.71</b>	<b>1,41,02,363</b>	<b>1,410.24</b>

**(ii) Movements in issued, subscribed and paid-up equity share capital**

	Number of shares	Equity share capital (par value)
<b>As at April 1, 2023</b>	1,41,02,363	1,410.24
Increase during the year	-	-
Capital Reduction (Refer Note 44)	-	-
<b>As at March 31, 2024</b>	<b>1,41,02,363</b>	<b>1,410.24</b>
Increase during the year	-	-
Capital Reduction (Refer Note 44)	(1,55,328)	(15.53)
<b>As at March 31, 2025</b>	<b>1,39,47,035</b>	<b>1,394.71</b>

**(ii) Shares held by promoters - Lotte Wellfood Co. Limited, South Korea**

	March 31, 2025	March 31, 2024
Number of Shares held by promoters	1,39,47,035	1,39,47,035
% of total shares held	100.00%	98.90%
% Change during the year (Refer Note 44)	1.10%	0.00%

**(iii) Terms and rights attached to equity shares**

The Company has only one class of equity shares having a par value of INR 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**(iv) Shares of the Company held by Holding Company**

Lotte Wellfood Co. Limited, South Korea	1,39,47,035	1,39,47,035
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**(vi) Details of shareholders holding more than 5% shares in the Company**

March 31, 2025		March 31, 2024	
Number of shares	% of holding	Number of shares	% of holding
1,39,47,035	100.00%	1,39,47,035	98.90%

Lotte Wellfood Co. Limited, South Korea

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
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	As at March 31, 2025	As at March 31, 2024
<b>14(b) Reserves and surplus</b>		
Securities premium	24,642.73	24,642.73
General reserve	41,075.95	42,430.86
Retained earnings	47,764.68	36,266.39
Capital reserve	464.47	464.47
Capital reserve (on account of scheme of arrangement)	(679.01)	(679.01)
Share capital pending issuances*	1,679.00	1,679.00
<b>Total reserves and surplus</b>	<b>1,14,947.82</b>	<b>1,04,804.44</b>
*Refer note 43		
<b>Reserves and surplus</b>		
<b>i) Securities premium</b>		
Balance as at the beginning of the year	24,642.73	24,642.73
Premium on shares issued during the year		
<b>Balance as at the end of the year</b>	<b>24,642.73</b>	<b>24,642.73</b>
<b>ii) General reserve</b>		
Balance as at the beginning of the year (refer note below)	42,430.86	42,430.86
Capital Reduction on account of scheme of arrangement (Refer Note 44)	(1,354.91)	-
<b>Balance as at the end of the year</b>	<b>41,075.95</b>	<b>42,430.86</b>
<b>(iii) Retained earnings (Surplus in Statement of Profit and Loss)</b>		
Balance as at the beginning of the year	36,266.39	25,253.63
Net profit for the year	11,607.57	11,068.74
<i>Items of other comprehensive income directly recognised in retained earnings</i>		
Remeasurements of post-employment benefit obligations (net of tax)	(109.28)	(55.98)
<b>Balance as at the end of the year</b>	<b>47,764.68</b>	<b>36,266.39</b>
<b>iv) Capital reserve</b>		
Balance as at the beginning of the year	464.47	464.47
<b>Balance as at the end of the year</b>	<b>464.47</b>	<b>464.47</b>
<b>v) Capital reserve (on account of scheme of arrangement)</b>		
Balance as at the beginning of the year	(679.01)	-
Impact on account of scheme of arrangement (Refer Note:43)	-	(679.01)
<b>Balance as at the end of the year</b>	<b>(679.01)</b>	<b>(679.01)</b>
<b>vi) Share capital pending issuances (Refer Note 43)</b>		
Balance as at the beginning of the year	1,679.00	-
Impact on account of scheme of arrangement	-	1,679.00
<b>Balance as at the end of the year</b>	<b>1,679.00</b>	<b>1,679.00</b>

**Nature and purpose of reserves:**

**Securities premium**

Securities premium is used to record the premium on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

**Retained earnings/General reserves**

Company's cumulative earnings since its formation minus dividends. These are available for distribution. Balance in general reserve includes INR 39,817.73 arising from merger of Lotte Foods India Private Limited with the Company in the year 2010.

**Capital reserve**

A gain/(loss) arising on account of merger has been adjusted to capital reserve.

**Capital reserve (on account of scheme of arrangement)**

A gain/(loss) arising on account of amalgamation has been adjusted to capital reserve. (Refer Note 43)

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	As at March 31, 2025	As at March 31, 2024
<b>15 Borrowings</b>		
<b>Non-current</b>		
Unsecured loan	19,057.38	5,754.72
Less: Current maturities	(18,794.97)	(5,688.40)
Less: Accrued interest on borrowings (refer note 20)	(262.41)	(66.32)
<b>Total non-current borrowings</b>	<b>-</b>	<b>-</b>
<b>Terms of repayment:</b>		
i) USD 20.50 millions availed from Woori Bank in February 2020 is repayable in 18 unequal quarterly instalments starting from May 2020. The said loan has been fully repaid in January '25 and the balance outstanding as at March 31, 2025 is Nil (March 31, 2024 is USD 68.25 and the equivalent INR is 5,688.40).		
ii) The aforesaid loans are guaranteed by the holding company, Lotte Wellfood Company Limited, South Korea.		
iii) Rate of interest is linked to SOFR + agreed spread p.a. Presently, the interest rate is 6.22 %.		
iv) During the financial year, the company obtained loan of USD 22 Million (previous year Nil), at fixed Rate of interest of 5.30%., from parent company Lotte Wellfoods. The same is repayable on demand.		
<b>Current</b>		
<u>Unsecured</u>		
Current maturities of long-term debt (Refer note (i) below)	18,794.97	5,688.40
Working Capital Demand Loan (Refer note (ii) below)	2,886.41	-
<u>Secured</u>		
Overdraft against fixed deposits (Refer note (iii) below)	-	1,534.79
<b>Total current borrowings</b>	<b>21,681.38</b>	<b>7,223.19</b>
<b>Terms of repayment:</b>		
(i) Rate of interest is fixed at 5.30% and the loan is repayable on demand from parent company Lotte Wellfoods.		
(ii) The working capital demand loan is from Shinhan bank which is repayable on demand. The interest rate is on basis of repo rate plus a fixed spread basis points.		
(iii) The overdraft facility from Shinhan Bank is secured by a first charge on the hypothecation on specific fixed deposits. It is repayable on demand with a rate of Fixed Deposit and a fixed spread basis points.		
<b>Net debt reconciliation</b>		
<b>Borrowings - Non-current</b>		
Opening balance	-	5,611.31
Cash flows relating to principal amounts	-	-
Current maturities of long-term debt reclassified from non-current to current	-	(5,688.40)
Adjustments for foreign currency translation	-	77.09
Interest paid	-	-
Interest expense	-	-
<b>Balance as at the end of the year</b>	<b>-</b>	<b>-</b>
<b>Borrowings - Current (including interest accrued)*</b>		
Opening balance	7,289.51	3,452.91
Cash flows relating to principal amounts	(4,445.36)	(1,861.11)
Current maturities of long-term debt reclassified from non-current to current	18,794.97	5,688.40
Adjustments for foreign currency translation	108.59	30.37
Interest paid	(690.73)	(497.39)
Interest expense	886.81	476.33
<b>Balance as at the end of the year</b>	<b>21,943.79</b>	<b>7,289.51</b>
*Including accrued interest Rs. 262.41 Lakhs as at March 31, 2025 (31 March 2024 - Rs. 66.32).		
<b>16 Lease Liabilities</b>		
Current	3,131.22	2,893.22
Non Current	4,268.58	5,216.14
<b>Lease Liabilities</b>		
Opening balance	8,109.36	9,214.65
Additions	2,571.44	1,601.93
Cash flows relating to lease payments	(3,944.77)	(3,470.65)
Interest expense	663.77	763.43
<b>Balance as at the end of the year</b>	<b>7,399.80</b>	<b>8,109.36</b>
<b>Maturity ananlysis of Lease Liabilitites</b>		
<b>Maturity analysis - Undiscounted</b>		
<b>Particulars</b>		
Less than 1 year	3,475.48	3,203.34
1-5 years	4,447.35	5,803.86
More than 5 years	315.05	130.41
	<b>8,237.88</b>	<b>9,137.61</b>
<b>Cashflow for Leases</b>		
Principal elements of lease payments (disclosed in Cash flow statement)	3,281.00	2,708.29
Expense relating to short-term leases (included in other expenses)	9.96	12.49
Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses)	488.23	587.46
<b>17 Provisions</b>		
<b>Current</b>		
Provision for contingencies (Refer note below)	107.45	107.45
<b>Total provisions - Current</b>	<b>107.45</b>	<b>107.45</b>
<b>Note:</b>		
<b>Movement in provision for contingencies :</b>		
<b>As at beginning of the year</b>	<b>107.45</b>	<b>107.45</b>
Additions during the year	-	-
Utilisation during the year	-	-
Payment during the year	-	-
Provision written back during the year	-	-
<b>As at end of the year</b>	<b>107.45</b>	<b>107.45</b>

	As at March 31, 2025	As at March 31, 2024
<b>18 Employee Benefit Obligation</b>		
<b>Non-current</b>		
Provision for gratuity (refer note 32)	158.90	96.57
<b>Current</b>		
Provision for compensated absences (refer note 32)	545.89	471.84
Provision for Gratuity (refer note 32)	122.98	169.36
<b>Total Employee Benefit Obligation - Current</b>	<b>668.87</b>	<b>641.20</b>
<b>Total Employee Benefit Obligation</b>	<b>827.77</b>	<b>737.77</b>

**19 Trade payables**

Total outstanding dues of creditors of micro and small enterprises (refer note below)	2,619.67	1,949.44
Total outstanding dues of creditors other than micro and small enterprises	15,868.27	11,871.58
Total outstanding dues payable to related parties (refer note 36)	353.28	1,181.01
<b>Total trade payables</b>	<b>18,841.22</b>	<b>15,002.03</b>

The amount of principal and interest outstanding under Medium Enterprises Development Act, 2006 is given below:

	As at March 31, 2025		As at March 31, 2024	
	Trade payables	Capital creditors	Trade payables	Capital creditors
i) The principal amount and interest due thereon remaining unpaid to suppliers registered under the MSMED				
- Principal	2,619.67	523.21	1,949.44	260.22
- Interest on principal amount unpaid as at the year end	29.51	0.18	-	-
ii) The amount of interest paid in terms of Section 16 of the MSMED along with the amount of payment made to suppliers beyond the appointed date during the year	-	-	-	-
iii) The amount of interest due and payable for principal paid during the year beyond the appointed date but without adding the interest specified under the MSMED	-	-	-	-
- Principal	3,802.50	1,221.82	31.34	-
- Interest	39.24	7.50	0.15	-
iv) The amount of interest accrued and remaining unpaid at the end of the year	68.75	7.68	6.16	-
v) Interest paid, other than under Section 16 of the MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-	-	-
vi) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	110.69	16.54	110.70	16.54
<b>Total</b>	<b>6,670.36</b>	<b>1,776.93</b>	<b>2,097.79</b>	<b>276.76</b>

**Ageing of Trade Payables**

Year ended March 31, 2025	Outstanding for all the following periods from due date of payment						
	Unbilled/ Accrued	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed							
- MSME	855.49	1,116.47	646.43	1.03	0.25	-	2,619.67
- Others	5,464.11	2,762.05	7,505.32	250.39	230.45	9.23	16,221.55
(ii) Disputed							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
<b>Total</b>	<b>6,319.61</b>	<b>3,878.52</b>	<b>8,151.75</b>	<b>251.41</b>	<b>230.69</b>	<b>9.23</b>	<b>18,841.22</b>

Year ended March 31, 2024	Outstanding for all the following periods from due date of payment						
	Unbilled/ Accrued	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed							
- MSME	690.64	1,254.36	4.41	0.03	-	-	1,949.44
- Others	5,315.69	1,039.88	5,745.84	651.74	151.45	147.99	13,052.59
(ii) Disputed							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
<b>Total</b>	<b>6,006.33</b>	<b>2,294.24</b>	<b>5,750.25</b>	<b>651.77</b>	<b>151.45</b>	<b>147.99</b>	<b>15,002.03</b>

**20 Other Financial liabilities**

<b>Current</b>		
Interest accrued but not due on borrowings	262.41	66.32
Deposits from customer and others	6,843.84	5,754.32
Security deposit from vendors	317.67	280.34
Amount payable to customers	2,253.77	3,987.27
Employee benefits payable	1,521.37	1,615.20
Capital creditors	4,938.74	3,793.44
Payable to equity shareholders in terms of capital reduction (Refer Note 44)	1,370.44	-
<b>Total other financial liabilities - Current</b>	<b>17,508.24</b>	<b>15,496.89</b>

**21 Current tax liabilities (net)**

Provision for Income Tax (Net Off Advance Tax in : 31.03.25: INR 6,787.81 and 31.03.24: INR 5,359.84)	146.14	82.24
<b>Total current tax liabilities (net)</b>	<b>146.14</b>	<b>82.24</b>

**22 Other current liabilities**

Advances from customers	300.29	675.36
Statutory dues payable	1,613.68	1,072.28
Liability towards Corporate Social Responsibility	168.37	40.09
Interest due on MSME	203.66	133.55
<b>Total other current liabilities</b>	<b>2,286.00</b>	<b>1,921.28</b>

	March 31, 2025	March 31, 2024
<b>23 Revenue from operations</b>		
Sale of Products	1,85,581.91	1,71,310.94
Franchise Income	83.57	77.46
<b>Other operating revenue</b>		
Scrap sales	131.48	133.60
<b>Total revenue from operations</b>	<b>1,85,796.96</b>	<b>1,71,522.00</b>

(i) Refer Note 23.1 for disclosure under Ind AS 115- Revenue from Contract with customers.

(ii) Timing of revenue recognition (from contract with customers and franchisee income) : Revenue from Sale of finished goods, traded goods and services is recognised at a point in time.

#### 23.1 Reconciliation of revenue with contract price

Payments received in advance from customers (i.e, before transferring control of goods) is recognised as a contract liability. As and when the performance obligation is met, the same is recognized as revenue. Contract liabilities are represented by "Advance from customers" (refer note 22). The entire amount of contract liability in the beginning (i.e, the closing balance of previous period) was recognised as revenue in the current period. As the entity has applied the practical expedient under Para 121 of Ind AS 115 (i.e, the remaining performance obligations are part of contracts that have expected duration of less than a year), reconciliation of contract liabilities which represent unsatisfied performance obligations is not given.

##### Particulars

Contract price	1,98,309.14	1,82,124.97
Adjustments :		
Discounts	12,338.79	10,451.12
Damaged goods (Returns)	173.39	151.85
<b>Revenue from operations as per Statement of Profit and Loss</b>	<b>1,85,796.96</b>	<b>1,71,522.00</b>

#### 23.2 Contract liabilities

Payments received in advance from customers (i.e, before transferring control of goods) is recognised as a contract liability. As and when the performance obligation is met, the same is recognized as revenue. Contract liabilities are represented by "Advance from customers" (refer note 22). The entire amount of contract liability in the beginning (i.e, the closing balance of previous period) was recognised as revenue in the current period. As the entity has applied the practical expedient under Para 121 of Ind AS 115 (i.e, the remaining performance obligations are part of contracts that have expected duration of less than a year), reconciliation of contract liabilities which represent unsatisfied performance obligations is not given.

##### Movement of Contract Liabilities

Opening balance of Contract Liabilities	675.37	807.76
Add: Advances received during the year	300.29	675.36
Less: Revenue recognised during the year	(675.37)	(807.76)
<b>Closing balance of contract liabilities</b>	<b>300.29</b>	<b>675.36</b>

##### Contract Assets

The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers.

Trade receivables	1,856.80	2,512.87
Contract liabilities - customer advances	2,253.77	3,987.27

The contract liabilities primarily relate to the advance consideration received from the customers. Revenue recognised that was included in the contract liability balance at the beginning of the period are Rs. 73.88 lakhs for the year ended 31 March 2025 (31 March 2024: Rs. 67.27 lakhs).

##### Disaggregation of revenue

Disclosure given above presents disaggregated revenue from contracts with customers. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

#### 24 Other income

Interest income from financial assets at amortised cost		
- Interest income on deposits with banks	1,315.68	1,348.55
- on others	8.86	40.98
Unwinding of discount on security deposits	5.77	9.32
Insurance claims	32.23	37.73
Lease rentals (refer note 3d)	318.63	306.01
Gain on sale of property, plant and equipment and investment property (net)	145.40	113.98
Miscellaneous income	167.62	55.60
Liabilities no longer required written back	1,596.64	104.36
Non Operating Scrap sales	110.02	105.52
<b>Total other income</b>	<b>3,700.85</b>	<b>2,122.05</b>



**Lotte India Corporation Limited**  
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	Year ended March 31, 2025	Year ended March 31, 2024
<b>25 Cost of materials consumed</b>		
Opening inventory	7,717.12	10,548.57
Add: Purchases	1,03,899.30	87,224.34
Less: Raw material at the end of the year (includes Packing material)	10,686.07	7,717.12
<b>Total cost of materials consumed</b>	<b>1,00,930.35</b>	<b>90,055.79</b>
<b>26 Changes in inventories of work-in-progress, stock-in-trade and finished goods</b>		
<b>Stock at the end of the year</b>		
Work-in-progress	483.48	351.68
Stock-in-trade (traded goods)	225.35	315.68
Finished Goods	9,129.22	7,236.50
<b>Stock at the beginning of the year</b>		
Work-in-progress	351.68	253.23
Stock-in-trade (traded goods)	315.68	418.59
Finished Goods	7,236.50	8,023.20
<b>Total change in inventories</b>	<b>(1,934.19)</b>	<b>791.16</b>
<b>27 Employee benefits expense</b>		
Salaries, wages and bonus	12,384.85	10,494.24
Contribution to provident and other funds (Refer note 32(ii))	565.90	471.81
Gratuity (Refer note 32(iii))	176.25	159.17
Staff welfare expenses	784.20	520.49
Less: Allocated to CWIP	(381.57)	(104.26)
<b>Total employee benefits expense</b>	<b>13,529.63</b>	<b>11,541.45</b>
<b>28 Finance costs</b>		
Interest expense		
- on borrowings	886.81	476.33
- on MSME	76.43	6.16
- on others	15.90	11.04
- on Lease Liabilities (Refer Note 3b)	663.77	763.43
Guarantee commission	16.16	36.04
<b>Total finance costs</b>	<b>1,659.07</b>	<b>1,293.00</b>
<b>29 Depreciation and amortisation expense</b>		
Depreciation of property, plant and equipment (Refer note 3a)	8,109.71	6,733.41
Depreciation of Right of Use Assets (Refer note 3b)	3,227.60	2,778.46
Depreciation of investment property (Refer note 3d)	65.51	65.51
Amortisation of intangible assets (Refer note 4b)	46.04	97.81
Less: Allocated to CWIP	(32.45)	(38.21)
<b>Total depreciation and amortisation expense</b>	<b>11,416.41</b>	<b>9,636.98</b>
<b>30 Other expenses</b>		
Consumption of stores and spare parts	756.88	639.59
Repairs and maintenance		
- Buildings	134.23	115.36
- Plant and machinery	1,203.63	1,259.79
- Others	2,391.85	1,546.11
Communication expenses	107.28	105.87
Power and fuel	5,801.80	4,962.45
Rent	498.19	599.95
Rates and taxes	143.18	189.47
Legal and professional fees	475.87	520.93
Packing, dispatching and freight	12,765.89	11,419.13
Clearing forwarding and other charges	190.86	179.60
Travelling and conveyance	2,005.94	1,583.33
Insurance	466.09	449.96
Sales promotion	900.52	677.53
Royalty	1,807.49	965.69
Advertisement expenses	6,049.67	6,807.09
Security charges	166.26	140.42
Bank charges	28.71	21.11
Payment to auditors (Refer Note 30(a) below)	99.70	87.87
Director fees	11.90	13.10
Net loss on foreign currency transaction and translation exchange differences	586.92	202.38
Corporate Social Responsibility (Refer Note 40)	239.11	139.27
Contract Labour charges	3,390.38	2,793.09
Changes in Loss allowance	54.12	41.89
Selling and distribution expenses	5,414.23	4,618.98
Miscellaneous expenses	1,538.75	1,095.60
Less: Allocated to CWIP	(747.91)	(190.89)
<b>Total other expenses</b>	<b>46,481.54</b>	<b>40,984.67</b>

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
*(All amounts are in INR lakhs, unless otherwise stated)*

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Note 30(a): Details of payments to auditors</b>		
<b>Payment to auditors</b>		
Statutory Audit	25.26	25.26
Tax audit	3.46	3.46
Group reporting	63.08	56.86
Certifications	5.00	-
Reimbursement of expenses	2.90	2.29
<b>Total payments to auditors</b>	<b>99.70</b>	<b>87.87</b>
<b>31 Income tax expense</b>		
<b>(a) Income tax expense</b>		
<b>Current tax</b>		
Current tax on profits for the year	2,655.30	3,985.78
<b>Total current tax expense</b>	<b>2,655.30</b>	<b>3,985.78</b>
<b>Deferred tax</b>		
(Increase) / decrease in deferred tax assets	(1,930.75)	669.91
Increase in deferred tax liabilities	2,865.26	707.23
<b>Total deferred tax expense</b>	<b>934.51</b>	<b>1,377.14</b>
<b>Total income tax expense</b>	<b>3,589.81</b>	<b>5,362.92</b>
<b>(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:</b>		
Profit before tax for the year	15,197.38	16,431.66
Tax at the rate of 34.944% (March 31, 2024: 34.944%)	1,719.47	1,588.30
Tax at the rate of 34.944% (March 31, 2024: 25.168%)	3,591.13	2,991.57
<b>Total Tax</b>	<b>5,310.60</b>	<b>4,579.87</b>
<b>Tax effect of amounts which are not deductible (taxable) in calculating taxable income:</b>		
Utilisation of unrecognised tax credit	(1,719.47)	(1,517.30)
Tax paid under MAT for which deferred taxes is not created	859.73	120.03
Non deductible expenses	1,235.01	31.80
Deferred taxes created on tax losses and temporary timing differences (refer note 6)	934.51	1,377.14
Others	(3,030.57)	771.38
<b>Income tax expense</b>	<b>3,589.81</b>	<b>5,362.92</b>

### 32 Employee benefit obligations

#### (i) Other long-term employee benefit obligations - Compensated absences

The leave obligations cover the Company's liability for earned leave. The entire amount is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment for such leave within the next 12 months.

	March 31, 2025	March 31, 2024
Leave obligations not expected to be settled within the next 12 months	545.89	471.84

#### (ii) Post employment obligations - Defined contribution plans

##### Provident fund

The Company has defined contribution plan - provident fund. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards provident fund contribution plan is INR 516.83 (March 31, 2024: INR 420.37).

##### Superannuation fund

Contribution towards superannuation fund administered by the trustees and managed by Life Insurance Corporation ("LIC") is made in accordance with the terms of employment contracts for eligible employees, where the Company has no further obligations. Such benefits are classified as Defined Contribution Plans as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. The expense recognised during the period towards superannuation fund is INR 32.16 (March 31, 2024: INR 31.19)

#### (iii) Post employment obligations - Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Plan Assets are administered by Life Insurance Corporation of India ("LIC") and Aditya Birla Sun Life Insurance Company Limited as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority regulations.

#### Post employment benefits - Defined benefit plan - Gratuity

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>Opening balance as at April 1, 2023</b>	1,180.65	(879.66)	300.99
Current service cost	142.02	-	142.02
Interest cost	83.86	-	83.87
Expected return on plan assets	-	(71.24)	(71.24)
<b>Total amount recognised in profit or loss</b>	<b>225.88</b>	<b>(71.24)</b>	<b>154.65</b>
Actuarial gain/(loss) recognised in other comprehensive income	62.11	1.60	63.71
Employer contributions	-	(253.40)	(253.40)
Benefit payments	(332.07)	332.07	-
<b>Balances as at March 31, 2024</b>	<b>1,136.57</b>	<b>(870.63)</b>	<b>265.95</b>
<b>Opening balance as at April 1, 2024</b>	<b>1,136.57</b>	<b>(870.63)</b>	<b>265.94</b>
Current service cost	159.07	-	159.07
Interest cost	78.64	-	78.64
Expected return on plan assets	-	(63.67)	(63.67)
<b>Total amount recognised in profit or loss</b>	<b>237.71</b>	<b>(63.67)</b>	<b>174.04</b>
Actuarial gain/(loss) recognised in other comprehensive income	129.38	(9.95)	119.43
Employer contributions	-	(277.52)	(277.52)
Benefit payments	(128.12)	128.12	-
<b>Balances as at March 31, 2025</b>	<b>1,375.54</b>	<b>(1,093.65)</b>	<b>281.89</b>

Additionally, gratuity benefit paid amounts to Rs 2.21 Lakhs for March 2025 and Rs 4.53 Lakhs for March 2024.

The net liability disclosed above relates to funded plan is as follows:

	March 31, 2025	March 31, 2024
Present value of funded obligations	1,375.54	1,136.57
Fair value of plan assets	(1,093.65)	(870.63)
<b>Deficit of funded plan</b>	<b>281.89</b>	<b>265.94</b>
Current	122.98	169.36
Non current	158.90	96.57

**(iv) Post-employment benefits**

*Significant estimates: actuarial assumptions*

The significant actuarial assumptions were as follows:

<b>Confectionery division</b>	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Discount rate	6.50%	7.00%
Salary growth rate	9.00%	7.00%
Attrition rate	2% to 5%	1.5% to 3%

  

<b>Ice cream division</b>	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Discount rate	6.50%	7.10%
Salary growth rate	8.00%	8.20%
Attrition rate	18.00%	19.00%

Assumptions regarding future mortality are set based on actuarial advice in accordance with published statistics and experience. The estimates of future salary increases, considered in actuarial valuation, take in to account, inflation, seniority, promotions and other relevant factors such as demand and supply in the employment market.

**(v) Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

<b>Impact on defined benefit obligation</b>			
	<b>Change in assumption</b>	<b>Increase in assumption</b>	<b>Decrease in assumption</b>
	<b>March 31, 2025</b>	<b>March 31, 2025</b>	<b>March 31, 2025</b>
Discount rate	1.00%	634.42	801.76
Salary growth rate	1.00%	798.44	635.72

  

<b>Impact on defined benefit obligation</b>			
	<b>Change in assumption</b>	<b>Increase in assumption</b>	<b>Decrease in assumption</b>
	<b>March 31, 2024</b>	<b>March 31, 2024</b>	<b>March 31, 2024</b>
Discount rate	1.00%	567.07	709.32
Salary growth rate	1.00%	708.21	566.76

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

**(vi) Plan assets**

The Company has plan assets by way of investment of funds in Life Insurance Corporation of India (LIC) and Aditya Birla Sun Life Insurance Company for funding the Company's gratuity liability. The fair value of the plan assets is as follows:

	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Schemes of insurance - conventional products managed by LIC and Aditya Birla Sun Life Insurance Company - Unquoted	1,093.65	870.63
<b>Total</b>	<b>1,093.65</b>	<b>870.63</b>

**(vii) Risk exposure**

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

**Asset volatility:** The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets under perform this yield, this will create a deficit.

**Changes in bond yield:** A decrease in bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.

**(viii) Defined benefit liability**

The weighted average duration of the defined benefit obligation is 10 years (31 March 2024 - 10 years).

The expected maturity analysis of undiscounted gratuity is as follows:

	<b>Between 1 - 2 years</b>	<b>Between 2 - 5 years</b>	<b>Over 5 years</b>	<b>Total</b>
<b>March 31, 2025</b>	285.24	561.50	745.36	1,592.10
<b>March 31, 2024</b>	224.80	507.05	592.66	1,324.51

The expected contribution to post employment benefit plan for the year ending March 31, 2025 is NIL  
(March 31, 2024: NIL)

**Other long term employee benefits**

**Leave benefits**

The Leave obligation covers the Company's liability for sick and earned leave. The Company has long term employee benefit plans for leave encashment and compensated absences to eligible employees. Valuation in respect of leave encashment and compensated absences have been carried out by an independent actuary, as at Balance sheet date. The Plan Assets are administered by Aditya Birla Sun Life Insurance Company Limited as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority regulations. Refer Note 18 for the leave encashment provision in the balance sheet. Charge to Profit and Loss Account is Rs. 117.70 Lakhs for the year ended 31 March, 2025 and Rs. 84.25 Lakhs for the year ended 31 March, 2024.

### 33 Fair value measurements

#### Financial instruments measured at amortised cost

	Note	March 31, 2025	March 31, 2024	Hierarchy
<b>Financial assets</b>				
Other financial assets	5(b)	2,284.79	2,220.40	3
Trade receivables	10	1,856.80	2,512.87	3
Cash and cash equivalents	11	12,501.08	8,554.86	
Bank balances other than cash and cash equivalents	12	17.21	4,807.99	
<b>Total financial assets</b>		<b>16,659.88</b>	<b>18,096.12</b>	
<b>Financial liabilities</b>				
Borrowings	15	21,681.38	7,223.19	3
Other Financial Liabilities	20	17,508.24	15,496.89	3
Trade payables	19	18,841.22	15,002.03	3
<b>Total financial liabilities</b>		<b>58,030.84</b>	<b>37,722.11</b>	

#### Financial instruments measured at FVPL

<b>Financial assets</b>				
Investment in equity shares	5(a)	5.00	5.00	3
<b>Total financial assets</b>		<b>5.00</b>	<b>5.00</b>	

#### Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1: Inputs are Quoted (unadjusted) market prices in active markets for identical assets or liabilities. This includes investments in mutual funds that have quoted price.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable. This includes unquoted floating and fixed rate borrowing and Investment property.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. This includes unquoted equity shares, loans, security deposits, investments in Debentures, floating rate borrowings.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between levels 1 and 2 during the year.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

#### Assets and liabilities which are measured at amortised cost for which fair values are disclosed

	Note	Fair value	
		March 31, 2025	March 31, 2024
<b>Financial assets</b>			
Other financial assets	5(b)	2,284.79	2,220.40
Trade receivables	10	1,856.80	2,512.87
Cash and cash equivalents	11	12,501.08	8,554.86
Bank balances other than cash and cash equivalents	12	17.21	4,807.99
<b>Total financial assets</b>		<b>16,659.88</b>	<b>18,096.12</b>
<b>Financial liabilities</b>			
	Note	March 31, 2025	March 31, 2024
Borrowings	15	21,681.38	7,223.19
Other Financial Liabilities	20	17,508.24	15,496.89
Trade payables	19	18,841.22	15,002.03
<b>Total financial liabilities</b>		<b>58,030.84</b>	<b>37,722.11</b>

The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, other financial assets and other financial liabilities are considered to be the same as their fair values, due to their short term nature.

**34 Financial risk management**

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations, routine and capital expenditure. The Company's principal financial assets includes loans, trade and other receivables, investments and cash and cash equivalents, bank balances that derive directly from its operations. The Company has exposure to the following risks arising from financial instruments:

Risk	Exposure arising from	Measurement
Credit risk (Refer Note A)	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis Credit ratings
Liquidity risk (Refer Note B)	Borrowings and other liabilities	Rolling cash flow forecasts
Market risk - foreign exchange (Refer Note C)	Future commercial transactions, recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis
Market risk - interest rate (Refer Note D)	Short-term borrowings at variable rates	Sensitivity analysis

**A. Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation. Credit risk arises from cash and cash equivalents, deposits with banks, as well as credit exposures to customers including outstanding receivables and financial assets measured at amortised cost.

**Credit risk management**

- a) Credit risk on deposits is mitigated by depositing the funds in reputed private sector banks.  
b) Credit risk on unsecured deposits is managed based on Company's established policy, procedures and controls. Outstanding deposits are regularly monitored and assessed for their recoverability.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. The Company periodically monitors the recoverability and credit risks of its other financials assets including security deposits and other receivables.

**Expected credit loss for financial assets other than trade receivables**

There has been no significant increase in credit risk for financial assets other than trade receivables. Thus, no expected credit losses have been recognised.

**Expected credit loss (ECL) trade receivables - practical expedient adopted to calculate ECL**

Confectionery division: Customer credit risk is managed based on established policy, procedures and control. Credit quality of a customer is assessed based on prior experience. The Company operates predominantly on a cash and carry basis, wherein such customers account for 65%- 75% revenue of the Company. The remaining outstanding customer receivables are regularly monitored and assessed for its recoverability. Default is said to occur when the amount remains outstanding beyond the agreed credit period. The entity would use its historical credit loss experience to estimate the 12 months ECL or lifetime ECL as relevant. Of the trade receivable balance, Rs. 654.64 lakhs (March 31, 2024: 712.12 lakhs) is due from a single customer.

Ice Cream division: All receivables are reviewed and assessed for default on a quarterly basis. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated. None of the customers accounted for more than 10% of the receivables and revenue for the year ended March 31, 2025 and March 31, 2024. The Company is dependent on the domestic market for its business and revenues.

Refer note 10 for ageing of trade receivables

**Reconciliation of loss allowance provision - Trade Receivables**

Loss allowance on March 31, 2024	319.49
Movements in allowance	54.11
<b>Loss allowance on March 31, 2025</b>	<b>373.60</b>
Loss allowance on April 1, 2023	277.60
Movements in allowance	41.89
<b>Loss allowance on March 31, 2024</b>	<b>319.49</b>

Ageing of Receivables	Expected Credit Loss %	
	Mar-25	Mar-24
Not Due	2.24%	6.44%
0 to 90 days	6.09%	3.17%
91 to 182 days	5.04%	3.21%
More than 182 days past due	86.62%	87.18%

**B. Liquidity risk**

The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Management monitors the Company's liquidity requirements on the basis of monthly and yearly projections. The Company's principal source of liquidity are cash flows that are generated from operations and surplus cash is deposited in the banks which are liquidated based on working capital requirements. The amounts disclosed in the table are the maturity profile of contractual undiscounted cash flows of the Company's financial liabilities:

Particulars	Less than 1 year	More than 1 year	Total
<b>As at March 31, 2025</b>			
Borrowings	21,681.38	-	<b>21,681.38</b>
Trade payables	18,841.22	-	<b>18,841.22</b>
Lease liabilities	3,475.48	4,762.39	<b>8,237.87</b>
Other financial liabilities	17,508.24	-	<b>17,508.24</b>
<b>Total</b>	<b>61,506.32</b>	<b>4,762.39</b>	<b>66,268.71</b>
<b>As at March 31, 2024</b>			
Borrowings	7,223.19	-	<b>7,223.19</b>
Trade payables	15,002.03	-	<b>15,002.03</b>
Lease liabilities	3,203.34	5,934.27	<b>9,137.61</b>
Other financial liabilities	15,496.89	-	<b>15,496.89</b>
<b>Total</b>	<b>40,925.45</b>	<b>5,934.27</b>	<b>46,859.72</b>

**Financing arrangements**

The company had access to the following undrawn borrowing facilities at the end of the reporting period

Particulars	As at March 31, 2025	As at March 31, 2024
Overdraft against deposits and other credit facilities	16,213.59	10,565.21

The credit facility sanctioned by the banks are subject to renewal every year.

Further, the Company has also tied-up additional sources of liquidity to meet the liabilities during the respective annual years which has ensured that the Company has a clean track record with no adverse events pertaining to liquidity risk.

**C. Market risk - foreign currency risk**

The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD, BDT, KES, ARW and AUD. Foreign With respect to balance loan, trade receivables and trade payables in foreign currency, the Company manages its risk through constant monitoring of foreign exchange rate fluctuations and

	Borrowings	Trade payables	Trade receivables	Net exposure to foreign currency risk
<b>As at March 31, 2025</b>				
US Dollars	19,057.38	176.85	(75.22)	19,159.01
KRW	-	7,074.31	-	7,074.31
EUR	-	14.19	-	14.19
GBP	-	83.00	-	83.00
<b>As at March 31, 2024</b>				
US Dollars	5,754.72	475.76	(148.77)	6,081.71
KRW	-	53.05	-	53.05
BDT	-	58.69	-	58.69
AUD	-	-	(6.35)	(6.35)

*Sensitivity analysis*

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

	Impact on profit before tax*	
	March 31, 2025	March 31, 2024
<b>USD sensitivity</b>		
USD appreciates by 5% vs INR	(957.95)	(304.09)
USD depreciates by 5% vs INR	957.95	304.09
<b>KRW Sensitivity</b>		
KRW appreciates by 5% vs INR	(353.72)	(2.65)
KRW depreciates by 5% vs INR	353.72	2.65
<b>BDT Sensitivity</b>		
BDT appreciates by 5% vs INR	(0.71)	(2.93)
BDT depreciates by 5% vs INR	0.71	2.93
<b>GBP Sensitivity</b>		
GBP appreciates by 5% vs INR	(4.15)	-
GBP depreciates by 5% vs INR	4.15	-
<b>AUD Sensitivity</b>		
AUD appreciates by 5% vs INR	-	0.32
AUD depreciates by 5% vs INR	-	(0.32)

\*Holding all other variables constant

D. Market Risk - Interest Rate

The Company's interest rate risk arises from its long-term and short-term borrowings with variable rates, which expose the company to cash flow interest rate risk.  
(a) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

	As at March 31, 2025	As at March 31, 2024
Variable rate borrowings (incl. current maturities)	2,886.41	7,223.19

(b) Sensitivity

	Impact on Profit after tax	
	As at March 31, 2025	As at March 31, 2024
Interest rates - Increase by 100 base points *	(28.86)	(72.23)
Interest rates - Decrease by 100 base points *	28.86	72.23

\*Holding all other variables constant

35 Capital management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The Company defines capital as total equity including issued equity share capital and all other equity reserves of the Company (which is the Company's net asset value).To achieve company's objective of managing capital, the Company monitors capital using a ratio of 'net debt' to 'total equity'. For this purpose, net debt it is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases. Total equity comprises all components of equity including deferred tax liabilities, less deferred tax assets and intangible assets.

Particulars	As at March 31, 2025	As at March 31, 2024
Debt	18,794.97	5,688.40
Equity	1,16,979.03	1,05,971.02
Net debt - equity ratio	0.16	0.05



### 36 Related party transactions

#### A. Name of related parties and nature of relationship

##### (i) Where control exists

Ultimate Holding company	Lotte Corporation Limited, South Korea
Holding company	Lotte Wellfood Company Limited, South Korea

##### (ii) Other related parties with whom transactions have taken place during the year

##### Fellow subsidiaries

Lotte Data Communication R&D India LLP  
Lotte Fine Chemicals Co Limited, South Korea  
Lotte Chemical Engineering Plastics Private Limited  
Lotte Engineering & Construction Co Ltd, Korea

##### Key management personnel (KMP)

Mr. Milan Wahi, Managing Director  
Mr. Kyung Woon Cho, Chairman cum Executive Director  
Ms. Jeehee You, Non-Executive Independent Director  
Mr. Heo Jeongkwan, Whole Time Director and Chief Financial Officer (resigned as Director on 28.06.2024)  
Mr. Junyeon Kim, Non Executive Director (W.e.f. 28 March 2024 to 07 January 2025)\*  
Mr. Youngdong Jin, Executive Director\*  
Mr. Komal Anand, Managing Director\*  
Mr. D.G. Rajan, Non Executive Director\*  
Mr. Jaehyun Kim, Whole Time Director\*

##### Post-employment benefit plans

Lotte India Corporation Limited Employees Gratuity Trust  
Lotte India Corporation Limited Superannuation Trust

#### B. Transactions with related parties

The following transactions occurred with related parties:

Description	Year ended March 31, 2025			Year ended March 31, 2024		
	Holding company	Fellow subsidiaries	Entities where significant influence exist	Holding company	Fellow subsidiaries	Entities where significant influence exist
<b>Transactions during the period</b>						
<b>Purchases of goods</b>						
Lotte Wellfood Company Limited, South Korea	91.23	-	-	132.47	-	-
Lotte Fine Chemicals Co Limited, South Korea	-	161.37	-	-	180.01	-
<b>Management consultancy charges</b>						
Lotte Wellfood Company Limited, South Korea**	-	-	-	100	-	-
<b>Sales</b>						
Lotte Wellfood Company Limited, South Korea	404.44	-	-	1,008.95	-	-
Lotte Chemical Engineering Plastics Private Limited**	-	-	-	-	0.53	-
<b>Receipt of Loan</b>						
Lotte Wellfood Company Limited, South Korea	18,370.00	-	-	-	-	-
<b>Interest Expense</b>						
Lotte Wellfood Company Limited, South Korea	596.98	-	-	-	-	-
<b>Royalty expenses</b>						
Lotte Wellfood Company Limited, South Korea	1,807.50	-	-	965.69	-	-
<b>Software usage fee</b>						
Lotte Wellfood Company Limited, South Korea	58.07	-	-	59.71	-	-
<b>Guarantee commission</b>						
Lotte Wellfood Company Limited, South Korea	16.16	-	-	36.04	-	-
<b>Employee benefits</b>						
Lotte India Corporation Limited Superannuation Trust	32.16	-	-	31.19	-	-
<b>Reimbursement of traveling expenses for business</b>						
Lotte Wellfood Company Limited, South Korea	0.94	-	-	-	-	-
<b>Inspection service for building (Pune Plant)</b>						
Lotte Engineering & Construction Co Ltd, Korea	-	256.23	-	-	-	-

\*\* No transactions during the year.

C. Remuneration to KMP

	Year ended March 31, 2025	Year ended March 31, 2024
- Mr. Komal Anand*	330.78	274.10
- Mr. Milan Wahi	189.64	159.39
- Mr. Jeong Kwan Heo	181.09	97.92
- Mr. Kyung Woon Cho	174.01	170.70
- Mr. Jaehyun Kim*	53.70	52.44
- Mr. YoungDong Jin*	60.36	59.12
Remuneration to KMP	989.58	813.67

\* Relating to amalgamating company

Managerial remuneration above does not include gratuity and leave encashment benefit, since the same is computed actuarially for all the employee and the amount attributable to the managerial person cannot be ascertained separately.

Sitting Fees paid to Independent Directors amounts to INR 11.90 (March 31, 2024: INR 13.10)

During the year, the Company has paid remuneration to the management personnel within the limits of Section 197 of the Companies Act 2013. However, the remuneration is in excess of the approvals as specified in the resolutions in the general meeting to the extent of INR 12.77

The Company has proposed to obtain the shareholders' approval for the payments made in excess of the resolutions in their ensuing Annual General Meeting.

D. Balances with related parties

Description	As at March 31, 2025		As at March 31, 2024	
	Holding company	Fellow subsidiaries	Holding company	Fellow subsidiaries
<b>Balances outstanding at the period/year end</b>				
<b>Trade payables</b>				
Lotte Wellfood Company Limited, South Korea	353.28	-	1,181.01	-
<b>Short Term Borrowings</b>				
Lotte Wellfood Company Limited, South Korea	18,794.97	-	-	-
<b>Interest Payable</b>				
Lotte Wellfood Company Limited, South Korea	259.38	-	-	-
<b>Trade receivables</b>				
Lotte Wellfood Company Limited, South Korea	75.22	-	148.77	-

E. Note

The Company has carried out an independent review for assessing compliance up to March 31, 2025 with the "Transfer Pricing Rules, 2001" issued by the Central Board of Direct Taxes of India and no deviations were observed from the requirements of the aforesaid Transfer Pricing Rules.

### 37 Segment reporting

#### (a) Description of segments

Segments have been identified in accordance with Indian Accounting Standards ("Ind AS") 108 on Operating Segments, considering the risk or return profiles of the business. As required under Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the performance and allocates resources based on analysis of various performance indicators. Accordingly, information has been presented for the company's operating segments.

The company has identified (i) Confectionary division, (ii) Ice cream division. The company has presented its segment results accordingly.

Particulars	For the year ended 31 March 2025			For the year ended 31 March 2024		
	Business segment			Business segment		
	Confectionary division	Ice cream division	Total	Confectionary division	Ice cream division	Total
<b>Revenue</b>						
External sales - Domestic	71,154.34	1,12,109.88	1,83,264.22	64,766.73	1,03,485.53	1,68,252.26
External sales - Exports	2,532.74	-	2,532.74	3,269.74	-	3,269.74
<b>Total sales</b>	<b>73,687.08</b>	<b>1,12,109.88</b>	<b>1,85,796.96</b>	<b>68,036.47</b>	<b>1,03,485.53</b>	<b>1,71,522.00</b>
<b>Segment results (Profit before tax, depreciation and finance costs)</b>						
Segment wise results before tax	4,920.58	10,276.81	15,197.39	4,545.28	11,886.39	16,431.67
Interest	908.59	750.48	1,659.07	574.57	718.43	1,293.00
Depreciation and amortisation expense	4,077.55	7,338.86	11,416.41	3,579.78	6,057.20	9,636.98
<b>Profit before tax, depreciation and finance costs</b>	<b>9,906.72</b>	<b>18,366.15</b>	<b>28,272.87</b>	<b>8,699.63</b>	<b>18,662.02</b>	<b>27,361.65</b>
<b>Segment assets</b>						
<b>Total assets</b>	<b>1,04,654.49</b>	<b>81,694.52</b>	<b>1,86,349.01</b>	<b>87,911.62</b>	<b>67,267.42</b>	<b>1,55,179.04</b>
<b>Segment liabilities</b>						
<b>Total liabilities</b>	<b>37,137.09</b>	<b>32,869.37</b>	<b>70,006.46</b>	<b>21,696.28</b>	<b>27,268.07</b>	<b>48,964.35</b>
<b>Segment depreciation &amp; amortisation</b>	<b>4,077.55</b>	<b>7,338.86</b>	<b>11,416.41</b>	<b>3,579.78</b>	<b>6,057.20</b>	<b>9,636.98</b>
<b>Profit Before Tax</b>	<b>4,920.58</b>	<b>10,276.81</b>	<b>15,197.39</b>	<b>4,545.28</b>	<b>11,886.39</b>	<b>16,431.67</b>
<b>Cost of materials consumed</b>	<b>39,634.66</b>	<b>61,295.69</b>	<b>1,00,930.35</b>	<b>34,863.56</b>	<b>55,192.23</b>	<b>90,055.79</b>

### 38 Commitments

#### (a) Capital Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)

March 31, 2025	March 31, 2024
9,529.02	9,230.30

### 39 Contingent liabilities

#### Claims against the company not acknowledged as debts

Disputes relating to Service tax/ Excise duty/ VAT/ Income tax	75.42	75.42
CIT (Appeals), against Transfer Pricing order FY 2021-22	2,433.72	-
CIT (Appeals), against AO order FY 2021-22	88.81	-
Income tax matters in dispute	1,223.51	1,224.48
Labour law matters in dispute	25.17	38.79
Disputed demand of Delhi CBIC	-	11.27
Indirect tax matters in dispute	224.88	-

Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/decisions pending with various forums/authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its Financial Statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

The Company evaluated the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C.I/1(33)2019/ Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the Management the aforesaid matter is not likely to have a significant impact.

### 40 CSR Expenditure

The below are the obligations & spend amount towards CSR:

A. Amount required to be spent by the company during the year	238.33	138.01
B. Amount of expenditure incurred	239.11	139.27
(a) Construction/acquisition of an asset	-	-
(b) On purposes other than (a) above	83.55	97.93
C. Unspent at the end of the year		
(a) Unspent at the end of the year pertaining to ongoing projects	154.78	40.09
(b) Unspent at the end of the year pertaining to other than ongoing projects	-	-
D. Amount of expenditure incurred for the year pertaining to shortfall in earlier years not provided earlier	-	-
E. Total expense recognised in the Statement of Profit and Loss	239.11	139.27
F. Nature of CSR activities-	Environmental sustainability	Environmental sustainability

Note :

(i) The amount unspent has been transferred to a Special Bank Account u/s 135(6) of the Companies Act, 2013 on April 25, 2025.

(ii) The amount unspent pertains to amalgamating company.

**41 Financial Ratios**

Ratios	FY 2024-25	FY 2023-24	Variance %	Reasons
(a) Current Ratio	0.67	0.87	-23%	NA
(b) Debt-Equity Ratio	0.16	0.05	199%	Primarily attributable to addition to the borrowings.
(c) Debt Service Coverage Ratio	-2.91	4.62	-163%	Primarily attributable to the increase in interest and principal repayments
(d) Return on Equity Ratio	0.10	0.11	-5%	NA
(e) Inventory turnover ratio	5.30	5.08	4%	NA
(f) Trade Receivables turnover ratio	69.15	56.93	21%	NA
(g) Trade payables turnover ratio	6.14	5.57	10%	NA
(h) Net capital turnover ratio	(8.66)	(30.50)	-72%	Primarily attributable to use of funds for expansion project of the company
(i) Net profit ratio	6%	6%	-3%	NA
(j) Return on Capital employed	14%	17%	-13%	NA
(k) Return on investment	7%	8%	-19%	NA

The reason for change in ratios by more than 25% is mainly due to higher volumes and profitability achieved during year ended March 31, 2025 in comparison with year ended March 31, 2024.

Ratios	Numerator	Denominator
(a) Current Ratio	Current assets	Current Liabilities
(b) Debt-Equity Ratio	Total Debt (including lease liability)	Shareholder's Equity (Total Equity - Other Intangible assets - Goodwill - Deferred tax assets + Deferred tax liabilities)
(c) Debt Service Coverage Ratio	Earnings Available for Debt Service - (EBITDA+Loss on Sale of PPE-Profit on Sale of PPE)	Interest & Lease Payments + Principal Repayments
(d) Return on Equity Ratio	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity
(e) Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory
(f) Trade Receivables turnover ratio	Revenue from operations	Average Accounts Receivable
(g) Trade payables turnover ratio	Net Purchases	Average Accounts Payable
(h) Net capital turnover ratio	Total sales - sales return	Current assets - Current liabilities
(i) Net profit ratio	Net Profit	Total sales - sales return
(j) Return on Capital employed	Earning before interest and taxes	Total equity
(k) Return on investment	Earning before interest and taxes	Average total assets

**42 Additional regulatory information required by Schedule III**

**i. Transactions with struck off companies**

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

**ii. Details of benami property held**

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

**iii. Borrowing secured against current assets**

The Company has borrowing facilities from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account.

**iv. Willful defaulter**

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

**v. Compliance with number of layers of companies**

The Company does not have any investment in subsidiaries hence the disclosure clause is not applicable during the year ended March 31, 2025 and March 31, 2024.

**vi. Utilisation of borrowed funds and share premium**

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

Working capital facilities from banks of Ice cream division are secured by first charge on hypothecation of stocks, book debts, other movables and fixed deposits both present and future and further secured by first charge by way of mortgage on all immovable properties of ice cream division. The undrawn working capital facility from Banks (both secured & unsecured) based on approved facilities, were Rs 11,613.59 Lakhs as at 31 March, 2025 (Rs 5,965.21 Lakhs as at 31 March 2024) for Ice Cream division. The undrawn working capital facility from Banks (both secured & unsecured) based on approved facilities, were Rs 4,600.00 Lakhs as at 31 March, 2025 (Rs 4,600.00 Lakhs as at 31 March 2024) for Confectionery division. During the current and previous year, the company has used the loan for the purpose for which it was obtained. Quarterly returns of current assets are consistent with the books of accounts, and the loans have been used for their intended purposes.

**vii. Undisclosed Income**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

**viii. Details of crypto currency or virtual currency**

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**43 Scheme of arrangement between Havmor Ice Cream Private Limited and Lotte India Corporation Limited and their respective shareholders**

**(1) Scheme of amalgamation between Havmor Ice Cream Private Limited and Lotte India Corporation Limited**

The scheme of amalgamation of Havmor Ice cream Private Limited (HIPL) ("Transferor Company") with Lotte India Corporation Limited ("Transferee Company") was approved by the Hon'ble National Company Law Tribunal, Ahmedabad bench ("the Tribunal") vide its order dated March 26, 2025 having the appointed date as April 01, 2024. The said Tribunal order was filed with the Registrar of Companies on June 30, 2025. Accordingly, the Company has given affect to the amalgamation of Havmor Ice Cream Private Limited with Lotte India Corporation Limited using the pooling of interests method as specified by Appendix C to Ind AS 103, Business combination of entities under common control. Pursuant to the amalgamation, as per the Ind AS principles, comparative balances for the year ended March 31, 2024 have been restated in the standalone financial statement.

**Accounting Treatment**

The amalgamation had been accounted in accordance with Appendix C -'Business combinations of entities under common control' of Ind AS 103 notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as specified in the scheme, such that:

- a) The Transferee Company shall record the assets and liabilities, of the Transferor Company at its respective carrying values.
- b) The identity of the reserves shall be preserved and shall appear in the financial statements of the Transferee Company in the same form in which they appeared in the financial statements of Transferor Company.
- c) The inter-company balances between the Transferee Company and the Transferor Company, if any, shall stand cancelled.
- d) In case of any differences in accounting policies between the Transferor Company and the Transferee Company, the accounting policies followed by the Transferee Company shall prevail to ensure that the financial statements reflect the financial position based on consistent accounting policies.
- e) The equity shares issued as consideration for the amalgamation shall be recorded at nominal value by the transferee company.
- f) The surplus/ deficit, if any arising after taking the effect of clauses (a) to (e), shall be recognised in Equity as "Capital reserve" in the financial statements of the Transferee Company.
- g) Comparative financial information in the financial statements of the Transferee Company shall be restated for the accounting impact of amalgamation, as stated above, as if the amalgamation had occurred from the beginning of the preceding period.

The difference, if any, between the amount recorded as share capital issued and the amount of share capital of the amalgamating company has been transferred to capital reserve and presented separately from other capital reserves. (Refer Note 14(b))

Consequent on the Scheme coming into effect and in accordance with the Share Exchange Ratio as mentioned in the Scheme, the Company will allot its 16,790,001 equity shares of INR 10 each (fully paid-up) to the equity shareholders of erstwhile **Havmor Ice Cream Private Limited** as on the 'Record Date' fixed for the said purpose. (Refer Note 14(a))

Pursuant to the scheme, subsequent to the year ended 31 March 2025, the company issues its equity shares to the existing shareholders of the transferor company in accordance with the share exchange ratio.

- (i) 1679 Lotte shares for every 1000 shares of Havmor in accordance with the scheme of arrangement.

The aforementioned shares are disclosed as other equity of the company under "Share capital pending issuances".

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
*(All amounts are in INR lakhs, unless otherwise stated)*

**The book value of assets, liabilities and reserves acquired from Transferor Company**  
**Particulars**

	As at 1st April 2023	Adjusted on account of amalgamation	Rs. In Lakhs As at 1st April 2023 (Restated)
<b>Assets</b>			
<b>Non current Assets</b>			
Property, plant and equipment			
Gross Block	65,199.86	26,872.38	92,072.24
Accumulated Depreciation	(23,114.29)	(15,498.39)	(38,612.68)
Net Block of Property, plant and equipment	42,085.57	11,373.99	53,459.56
Right-of-use Assets			
Gross Block	955.82	17,044.66	18,000.48
Accumulated Depreciation	(686.56)	(4,665.08)	(5,351.64)
Net Block of Right-of-use Assets	269.26	12,379.58	12,648.84
Capital work-in-progress	2,079.11	2,496.28	4,575.39
Investment Properties			
Gross Block	9,235.64	-	9,235.64
Accumulated Depreciation	(392.02)	-	(392.02)
Net Block of Investment Properties	8,843.62	-	8,843.62
Goodwill			
Gross Block	-	421.40	421.40
Accumulated Depreciation	-	-	-
Net Block of Goodwill	-	421.40	421.40
Other Intangible assets			
Gross Block	46.90	627.87	674.77
Accumulated Depreciation	(32.84)	(511.14)	(543.98)
Net Block of Other Intangible assets	14.06	116.73	130.79
Other financial assets	1,307.11	428.05	1,735.16
Deferred tax assets (net)	416.97	668.41	1,085.38
Income tax assets (Net)	29.85	215.20	245.05
Other non-current assets	4,363.22	953.13	5,316.35
<b>Current Assets</b>			
Inventories	7,713.52	12,566.44	20,279.96
(i) Trade receivables	1,603.17	905.15	2,508.32
(ii) Cash and cash equivalents	15,514.38	1,962.79	17,477.17
(iii) Bank balances other than (ii) above	3,200.30	6.90	3,207.20
(iv) Loans	-	22.21	22.21
(v) Other financial assets	302.21	9,382.08	9,684.29
Other current assets	860.35	2,968.42	3,828.77
<b>Total Assets (A)</b>	<b>88,602.70</b>	<b>56,866.76</b>	<b>1,45,469.46</b>
<b>Non current Liability</b>			
Financial liabilities			
(i) Borrowings	5,611.31	-	5,611.31
(ii) Lease Liabilities	172.1	6,537.40	6,709.50
Provisions	248.13	-	248.13
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	3,370.89	-	3,370.89
(ii) Lease Liabilities	120.13	2,385.02	2,505.15
(iii) Trade payables	9,797.05	6,978.14	16,775.19
Other financial liabilities	3,761.58	8,697.24	12,458.82
Provisions	264.14	220.26	484.40
Current tax liabilities (net)	-	0.27	0.27
Other current liabilities	1,228.72	875.15	2,103.87
<b>Reserves &amp; Surplus</b>			
Retained earnings	(4,846.18)	30,099.81	25,253.63
General reserve	42,357.39	73.47	42,430.86
Capital reserve	464.47	-	464.47
Securities premium	24,642.73	-	24,642.73
<b>Total Liabilities and Reserves (B)</b>	<b>87,192.46</b>	<b>55,866.76</b>	<b>1,43,059.22</b>
<b>Net Assets (c) = (A) - (B)</b>		999.99	
<b>Allotment of Equity shares to equity shareholders of erstwhile Havmor Ice Cream Private Limited (C)</b>		1,679.00	
<b>Capital Reserve on account of Amalgamation (C) - (D)</b>		<b>(679.01)</b>	

**Lotte India Corporation Limited**  
**Notes forming part of the Financial Statements**  
*(All amounts are in INR lakhs, unless otherwise stated)*

Particulars	As at 1st April 2023	Adjusted on account of amalgamation	As at 1st April 2023 (Restated)
<b>Income</b>			
Revenue from operations	59,915.42	97,290.47	1,57,205.89
Other income	1,164.04	1,412.10	2,576.14
<b>Total income</b>	<b>61,079.46</b>	<b>98,702.57</b>	<b>1,59,782.03</b>
<b>Expenses</b>			
Cost of materials consumed	35,365.85	58,506.08	93,871.93
Purchase of stock-in-trade	929.57	817.24	1,746.81
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,530.02)	(2,368.49)	(3,898.51)
Employee benefits expense	4,738.91	6,145.29	10,884.20
Finance costs	509.16	578.21	1,087.37
Depreciation and amortisation expense	3,765.35	4,733.92	8,499.27
Other expenses	16,613.64	20,588.97	37,202.61
<b>Total expenses</b>	<b>60,392.46</b>	<b>89,001.22</b>	<b>1,49,393.68</b>
Profit before tax	<b>687.00</b>	<b>9,701.35</b>	<b>10,388.35</b>
<b>Tax expense:</b>			
Current tax	120.03	2,579.98	2,700.01
Excess provision of tax relating to earlier years	-	(3.17)	(3.17)
Deferred tax	692.51	(82.57)	609.94
	<b>812.54</b>	<b>2,494.24</b>	<b>3,306.78</b>
<b>Profit for the year</b>	<b>(125.54)</b>	<b>7,207.11</b>	<b>7,081.57</b>

**(2) Combination of Authorized Share Capital**

The authorized share capital of the Havmor Ice Cream Private Limited shall be added to and shall form part of the authorized share capital of the Lotte India Corporation Limited after giving effect to the issue of shares by Lotte India Corporation Limited for amalgamation.

**44 Capital Reduction**

Pursuant to the approved Scheme of Arrangement dated 26th March 2025 in respect of reduction of share capital, the company cancelled 1,55,328 equity shares of ₹10 each fully paid up amounting to Rs. 15.53 lakhs, held by relevant shareholders of the Lotte India Corporation Limited.

In accordance with the terms of the scheme and valuation report carried out by independent registered valuer, the relevant shareholders as of the record date 2 were agreed to settle in cash at a consideration of ₹882.29 per equity share. The total cash consideration to be paid amounts to Rs. 1,370.44 lakhs by recognizing a financial liability with a corresponding debit to:

- (i) Rs. 15.53 lakhs equity share capital with the face value of shares reduced from the share capital and
- (ii) Rs. 1,354.91 lakhs general reserve for the remaining amount. No gain / loss shall be recognized on reduction of share capital.
- (iii) Notwithstanding the reduction of paid-up value of equity shares, shall not be required to add "and reduced" as a suffix to its name and shall continue in its existing name.
- (iv) As an integral part of the Scheme on the Effective Date and payment to Relevant Shareholders, Lotte India Corporation Limited will be converted into a 'private company' in terms of the Act and rules made thereunder.



**45 Earnings per share**

	March 31, 2025	March 31, 2024
<b>Basic earnings per share</b>		
Profit after tax (A)	11,607.57	11,068.74
Weighted average number of equity shares of INR 10 each outstanding during the year (B)	3,08,92,364	3,08,92,364
Basic earnings per share - (in INR) (A/B)	37.57	35.83
There is no dilution to the basic earnings per share as there are no dilutive potential equity shares.		

**46 Assets pledged as security**

Particulars	March 31, 2025	March 31, 2024
<b>Current</b>		
(a) Charge on entire stocks and receivables, both present and future	22,506.05	16,264.83
	<b>22,506.05</b>	<b>16,264.83</b>

**47 Events after the reporting period**

No significant event is to be reported between the closing date and that of the meeting of Board of Directors.

**48 Approval of financial statements**

The financial statements were reviewed and recommended by the Audit Committee and has been approved by the Board of Directors at their meeting held on October 30, 2025.

For <b>Price Waterhouse Chartered Accountants LLP</b> Firm Registration Number: 012754N/N500016	For and on behalf of Board of Directors <b>Lotte India Corporation Limited</b>	
<b>Viren Shah</b> Partner  Membership Number: 046521	<b>Kyung Woon Cho</b>  Chairman cum Executive Director DIN : 09048060	<b>Milan Wahi</b> Managing Director  DIN : 05242884
	<b>Jeong Kwan Heo</b> Chief Financial Officer	<b>T.G. Karthikeyan</b> Company Secretary ICSI Memb. No. 24135
Place: Chennai Date: October 30, 2025	Place: Chennai Date: October 30, 2025	