

POST OFFER ADVERTISEMENT UNDER REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

LOTUS CHOCOLATE COMPANY LIMITED

CIN: L15200TG1988PLC009111

Registered Office: 8-2-596, 1st Floor, 1B, Sumedha Estates, Avenue-4,

Puzzolana Towers, Street No.1, Road No. 10, Banjara Hills, Hyderabad, Telangana - 500034;

Tel No.: +91 40-2335 2607 / 08 / 09; Fax No.: +91 40 2335 2610;

Website: www.lotuschocolate.com

OPEN OFFER FOR ACQUISITION OF UP TO 33,38,673 (THIRTY THREE LAKH THIRTY EIGHT THOUSAND SIX HUNDRED AND SEVENTY THREE) EQUITY SHARES OF FACE VALUE OF INR 10 (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES") AT A PRICE OF INR 115.50 (INDIAN RUPEES ONE HUNDRED AND FIFTEEN AND FIFTY PAISE ONLY) PER EQUITY SHARE, REPRESENTING 26.00% OF THE EMERGING VOTING CAPITAL OF LOTUS CHOCOLATE COMPANY LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, BY RELIANCE CONSUMER PRODUCTS LIMITED ("ACQUIRER") ALONG WITH RELIANCE RETAIL VENTURES LIMITED ("PAC") IN ITS CAPACITY AS PERSON ACTING IN CONCERT WITH THE ACQUIRER ("OFFER" OR "OPEN OFFER")

This post offer advertisement ("Post Offer Advertisement") is being issued by DAM Capital Advisors Limited ("Manager to the Offer" or "Manager"), in respect of the Open Offer, for and on behalf of the Acquirer and the PAC, pursuant to and in accordance with Regulation 18(12) of the SEBI (SAST) Regulations. This Post Offer Advertisement should be read together with: (a) the Public Announcement dated December 29, 2022 ("PA"); (b) the Detailed Public Statement dated January 4, 2023 that was published in Business Standard - English (all editions), Business Standard - Hindi (all editions), Andhra Jyothy - Telugu (Hyderabad edition) and Navshakti - Marathi (Mumbai edition) on January 05, 2023 ("DPS"); (c) the Letter of Offer dated March 06, 2023 along with Form of Acceptance ("LOF"); and (d) the offer opening public announcement and corrigendum to the DPS that was published on March 15, 2023 in all the newspapers in which the DPS was published.

This Post Offer Advertisement is being published in all the newspapers in which the DPS was published.

Capitalized terms used but not defined in this Post Offer Advertisement shall have the meaning assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to kindly note the following information with respect to the Open Offer:

- Name of the Target Company : Lotus Chocolate Company Limited
- Name of the Acquirer and PAC : Reliance Consumer Products Limited ("Acquirer")
Reliance Retail Ventures Limited ("PAC")
- Name of the Manager to the Offer : DAM Capital Advisors Limited
- Name of the Registrar to the Offer : KFin Technologies Limited
- Offer Details:
 - Date of Opening of the Offer : Thursday, March 16, 2023
 - Date of Closure of the Offer : Friday, March 31, 2023
- Date of Payment of Consideration : Thursday, April 6, 2023
- Details of Acquisition:

Sr. No.	Particulars	Proposed in the LOF ⁽¹⁾		Actuals ⁽¹⁾	
7.1	Offer Price (per Equity Share)	INR 115.50		INR 115.50	
7.2	Aggregate number of Equity Shares tendered in the Offer	33,38,673 ⁽²⁾		130	
7.3	Aggregate number of Equity Shares accepted in the Offer	33,38,673 ⁽²⁾		130	
7.4	Size of the Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	INR 38,56,16,731.50 ⁽²⁾		INR 15,015.00	
7.5	Equity shareholding of the Acquirer and PAC before agreements/ public announcement				
	• Number	Nil		Nil	
	• %	(0.00%)		(0.00%)	
7.6	Equity Shares to be acquired by way of agreements				
	• Number	65,48,935		65,48,935	
	• %	(51.00%)		(51.00%)	
7.7	Equity Shares acquired by way of Open Offer				
	• Number	33,38,673 ⁽²⁾		130	
	• %	(26.00%) ⁽²⁾		(Negligible)	
7.8	Equity Shares acquired after DPS ⁽³⁾				
	• Number and price of Equity Shares acquired	Nil		Nil	
	• %	(0.00%)		(0.00%)	
7.9	Post Offer equity shareholding of the Acquirer and the PAC				
	• Number	98,87,608 ⁽²⁾		65,49,065 ⁽⁴⁾	
	• %	(77.00%) ⁽²⁾		(51.00%) ⁽⁴⁾	
7.10	Pre & Post offer shareholding of the Public	Pre-Offer	Post-Offer ⁽²⁾	Pre-Offer	Post-Offer
	• Number	35,87,029	2,48,356	35,87,029	35,86,899
	• %	(27.93%)	(1.93%)	(27.93%)	(27.93%)

- Notes:**
- Percentages disclosed in the table above are computed basis the Emerging Voting Capital.
 - Assuming full acceptance in the Open Offer.
 - Excluding those Equity Shares specified in sl. nos. 7.6 and 7.7.
 - Including the 65,48,935 Equity Shares to be acquired by the Acquirer pursuant to the SPA.
- The Acquirer, the PAC and their directors, in their capacity as directors of the Acquirer and the PAC respectively, severally and jointly, accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under the SEBI (SAST) Regulations.
 - A copy of this Post Offer Advertisement will be available on the websites of SEBI (www.sebi.gov.in) and BSE Limited (www.bseindia.com) and at the registered office of the Target Company.

Issued on behalf of the Acquirer and the PAC by the Manager to the Offer



DAM Capital Advisors Limited
One BKC, Tower C, 15th Floor, Unit No.1511,
Bandra Kurla Complex, Mumbai 400051, Maharashtra, India
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Fax No.: +91 22 4202 2504
Email: lotus@damcapital.in
Contact Person: Gunjan Jain/Nidhi Gupta
Website: www.damcapital.in
SEBI Registration No.: MB/INM000011336

Registrar to the Offer



KFin Technologies Limited
Selenium, Tower B, Plot No- 31 and 32, Financial District,
Nanakramguda, Serilingampally, Hyderabad,
Rangareddi 500 032, Telangana, India
Tel. No.: +91 40 6716 2222/ 18003094001
Fax No.: +91 40 6716 1563
Email: lcc.openoffer@kfintech.com
Contact Person: M Murali Krishna
Website: www.kfintech.com
Investor Grievance Email: einward.ris@kfintech.com
SEBI Registration No.: INR000000221