

## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity     - LT Foods Limited  
2. Quarter ending             - 31-Dec-2023

#### i. Composition Of Board Of Director

Title (Mr./Ms)	Name of Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initials of Appointment	Date of Appointment	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities in which referred entity [With reference to provision 17 A (1)]	No of Independent Directorship in Audit/Stakeholder Committee(s) in which referred entity	No of posts of Chairperson in Audit / Stakeholder Committee	Membership in Companies	Remarks
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M r.	V I J A Y K U M A R A R O R A	0 0 0 1 2 2 0 3	A A D P A 2 1 2 2 Q	C, E D	M D	2 9 - S e p - 2 0 0 4	28 - S e p - 20 09			16 - J a n - 19 58	N o				A c t i v e	N A		1	0	0	0			

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M r.	A B H I R A M S E T H	0 0 1 7 6 1 4 4	A A S P S 0 5 2 2 R	ID		2 2 - J u l- 20 21	22 - J u l- 20 21	2 9 .5	09 - D e c - 19 51	N o				A c t i v e	N A		3	3	4	1	AC , S C, RC , N RC		
M r s .	N E R U S I N	0 6 9 8 7 9 3 9	A N B P S 6 9 9	ID		1 7 - M a r - 2 0 2	17 - M a r - 20 20	4 6	22 - N o v - 19 57	N o				A c t i v e	N A		1	1	3	1	AC , S C, NR C		

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Mrs .	AMBIKAS HARMA	08201798	AIDPS0587K	ID		10 - Mar - 2021	10 - Mar - 2021	335	16 - Jul - 1962	No					Active	NA		1	1	2	0		AC ,NRC	
Mr .	ALRUMAIH SULAIMAN ABDULRAHMANS	09091328	ZZZZ999Z	NED		28 - Feb - 2023			10 - Mar - 1978	No					Active	NA		1	0	1	0		AC ,RC	ALRUMAIH SULAIMAN ABDULRAHMANS being a foreign national does not hold PAN
Mr .	Satih Cha	0025	AAPG	ID		16 - Jun -		65	05 - May -	No					Active	Yes	02 - Sep -	1	1	0	0			

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Company Remarks	The shareholder's approval as per Listing Regulations for appointment of Mr. Satish Chander Gupta, Independent Director has be taken on 2nd September 2023, within a period of three months from the date of his appointment
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ABHIRAM SETH	ID	Chairperson	22-Jul-2021	
2	AMBIKA SHARMA	ID	Member	03-May-2021	
3	NEERU SINGH	ID	Member	03-May-2021	
4	ALRUMAIH SULAIMAN ABDULRAHMAN S	NED	Member	28-Feb-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	NEERU SINGH	ID	Chairperson	22-Jul-2021	
2	ABHIRAM SETH	ID	Member	22-Jul-2021	
3	ASHWANI KUMAR ARORA	ED	Member	22-Jul-2021	
4	SURINDER KUMAR ARORA	ED	Member	22-Jul-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

### c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ASHWANI KUMAR ARORA	ED	Chairperson	22-Jul-2021	
2	ABHIRAM SETH	ID	Member	22-Jul-2021	

3	ASHOK KUMAR ARORA	President Punjab Operations	Member	22-Jul-2021	
4	ALRUMAIH SULAIMAN ABDULRAHMAN S	NED	Member	28-Feb-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ABHIRAM SETH	ID	Chairperson	22-Jul-2021	
2	NEERU SINGH	ID	Member	03-May-2021	
3	AMBIKA SHARMA	ID	Member	03-May-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
28-Jul-2023	Yes	8	8	4
30-Oct-2023	Yes	8	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	93

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	28-Jul-2023	Yes	4	4	3	0
Audit Committee	30-Oct-2023	Yes	4	4	3	0

Nomination & Remuneration Committee	27-Jul-2023	Yes	3	3	3	0
Stakeholders Relationship Committee	27-Jul-2023	Yes	4	4	2	0
Risk Management Committee	27-Jul-2023	Yes	4	3	1	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	93

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	<p><b>Details of Material Related Party Transactions as approved by Shareholders through Postal Ballot for FY 2023-24</b></p> <p><b>Material Related Party Transactions with Daawat Foods Limited for the Financial Year 2023-24.</b></p> <p><b>Nature of Transaction</b></p> <p><b>Maximum Amount of Transactions</b></p> <p><b>Nature of Relationship</b></p> <p><b>Sales/Purchases/Interest received/Rent received/ Corporate Guarantee/ Corporate Guarantee Charges / Expenses on Fleet lease/ Reimbursement of Expenses / Business Support Services/Sale of Fixed Assets/Purchase of Fixed Assets</b></p> <p><b>Rs. 1340 Crores</b></p> <p><b>Material Subsidiary Company</b></p> <p><b>Material Related Party Transactions of the Subsidiaries of LT Foods Limited with LT Foods Americas Inc. (Wholly Owned Subsidiary of LT Foods Limited) for the Financial Year 2023-24.</b></p> <p><b>Sl.No. Name of the Subsidiary Company Nature of Transactions</b></p> <p><b>Maximum Amount of Transactions (In crores)</b></p> <p>1. Daawat Foods Limited Sales and Reimbursement of Expenses 515</p> <p>2. Raghunath Agro Industries Private Limited 135</p> <p>3. Nature Bio Foods Limited 110</p> <p>4. Ecopure Specialities Limited 80</p> <p>5. Nature Bio Foods B.V 30</p> <p><b>Total 870</b></p> <p><b>Increase in remuneration of Mr. Ritesh Arora, CEO-India &amp; Far East Business, son of Mr. Ashwani Kumar Arora, Managing Director of the Company, from Rs. 60 lacs Per Annum to Rs. 80 Lacs per annum w.e.f April 01, 2023.</b></p>
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Corporate Governance Report for the quarter ended September 30, 2023 was placed before the meeting Board of Directors held on October 30, 2023 and the Corporate Governance Report for the quarter ended December 31, 2023 shall be placed in the upcoming meeting of the Board of Directors.**

#### **Details of cyber security incidence**

1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	<b>No</b>
2. Date of the Event	
3. Brief details of the event	

**Name** : **MONIKA CHAWLA JAGGIA**  
**Designation** : **Company Secretary & Compliance Officer**