

41. Listing with Stock Exchanges:

The Company confirms that it has paid the Annual Listing Fees for the year 2020-21 to NSE and BSE where the Company's Shares are listed.

42. Compliance with Secretarial Standards

The Company has duly followed the applicable Secretarial standards, SS-1 & SS-2 relating to Meeting of the Board of Directors and General Meeting respectively.

43. Acknowledgements

The Director places on record their gratitude to all stakeholders for their assistance, cooperation and encouragement. The Directors also wishes to place on record their sincere thanks to all investors, vendors, and employees for their outstanding performance.

For and on behalf of the Board of Directors

Sd/-

Vijay Kumar Arora

Chairman & Managing Director
DIN:00012203

Place:Gurugram

Date: 30th July 2021

ANNEXURE INDEX

Annexure	Content
I.	Annual Report on Corporate Social Responsibility
II.	AOC 2 – Related Party Transactions disclosure
III.	MR-3 Secretarial Audit Report
IV.	Details of subsidiaries and Joint Venture in AOC-1

Annexure-I to Directors Report for the year ended 31st March, 2021

CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR COMMENCING ON OR AFTER 1ST DAY OF APRIL, 2020

1. Brief outline on CSR Policy of the Company.

- I. To set a guiding principles for carrying out CSR activities.
- II. To set up the process of execution, implementation and monitoring of the CSR activities to be undertaken by the Company.
- III. To conduct its business in line with the Responsible Business framework.
- IV. To create superior value for our stakeholders.
- V. Implementation of the CSR activities in Projects/ Programme mode through a focused approach for generating maximum approach.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Gokul Patnaik	Chairman (Non- Executive Director)	2	2
2	Vijay Kumar Arora	Member, Executive Director	2	2
3	Neeru Singh	Member, Non-Executive Director	1	1
4	Rajesh Kumar Srivastava	Member, Nominee Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

<http://www.ltgroup.in/pdf/LT-Foods-CSR-Policy-2021.pdf>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1			
2		NOT APPLICABLE	
3			
TOTAL			

6. Average net profit of the Company as per Section 135(5). - ₹ 8378.21 lakhs

7. (a) Two percent of average net profit of the Company as per Section 135(5) - ₹ 167.56 lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.

Nil

(c) Amount required to be set off for the financial year - NA

(d) Total CSR obligation for the financial year (7a+7b- 7c). - ₹ 167.56 lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
171.77	Nil	-	NA	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	Hamari Udaan	Education	Yes	Haryana	Sonepat	More Than 1 Financial Year	1,000,000	1,000,000	Nil	NO	Fair Farming Foundation	CSR00001426
2	Parivartan Project	Rural Development	Yes	Madhya Pradesh	Chattarpur	More Than 1 Financial Year	450,000	450,000	Nil	No	Fair Farming Foundation	CSR00001426
3	Safe & Clean drinking water	Preventive health care and sanitation	Yes	Haryana/ Uttar Pradesh	Shajhanpur, Badaun Kalan/ Sonapat	More Than 1 Financial Year	2,730,000	2,730,000	Nil	No	Fair Farming Foundation	CSR00001426
4	Sustainable Agriculture	Vocational Skill Livelihood Enhancement	Yes	Haryana/ Uttar Pradesh	Shajhanpur, Badaun Kalan/ Sonapat	More Than 1 Financial Year	11,000,000	11,000,000	Nil	No	Fair Farming Foundation	CSR00001426
5	Udayan Shalini Fellowship	Promoting Education	No	Uttarakhand	Haridwar	More Than 1 Financial Year	731,092	731,092	Nil	No	Udayan Care	CSR00000619
Total							1,59,11,092	1,59,11,092				

The above projects were not initially approved as multi-year project but due to covid outbreak duration has been extended beyond one Financial Year

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in ₹).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District			Name	CSR Registration number.
1.	Udayan Ghar	Promoting education	Yes	New Delhi	Mehrauli	363,636	No	Udayan Care	CSR00000619
2.	PPE KIT COVID-19	Disaster Management	Yes	Haryana	Sonipat	500,000	No	Udayan Care	CSR000001426
TOTAL						863,636			

* The amount spent by the Company on CSR was not fully utilized by the Implementing Agency due to covid.

(d) Amount spent in Administrative Overheads- ₹ 402,620

(e) Amount spent on Impact Assessment- NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- ₹ 171.77 lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the Company as per Section 135(5)	₹ 167.56 crore
(ii)	Total amount spent for the Financial Year	₹ 171.77 crore
(iii)	Excess amount spent for the financial year [(ii)-(i)]	₹ 4.21 Lakhs
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NA
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹ 4.21 Lakhs

9. (a) Details of Unspent CSR amount for the preceding three financial years:

(Amount in Lakhs)

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under Section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years.
				Name of the Fund	Amount	Date of transfer.	
1.	2019-20	NA	69.77				59.32
2.	2018-19	NA	52.98	NOT APPLICABLE **			44.11
3.	2017-18	NA	61.75				27.69
TOTAL							

** Applicable wef 22nd Jan 2021

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed /Ongoing
Not applicable								

Not applicable, as the concept of 'ongoing projects' has been introduced in the CSR Amendment Rules, relevant from fiscal 2021.

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

(asset-wise details).

(a) Date of creation or acquisition of the capital asset(s).NA

(b) Amount of CSR spent for creation or acquisition of capital asset.NA

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. NA

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).NA

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5). NA

Sd/-
Ashwani Kumar Arora
(Chief Executive Officer & Managing Director).

Sd/-
Gokul Patnaik
(Chairman CSR Committee).

Annexure-II to Directors Report for the year ended 31st March, 2021

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 arms length transaction under third proviso thereto.

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

Sl. No.	Particular	Details
a)	Name (s) of the related party & nature of relationship	Not Applicable
b)	Nature of contracts/arrangements/transaction	Not Applicable
c)	Duration of the contracts/arrangements/transaction	Not Applicable
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
e)	Justification for entering into such contracts or arrangements or transactions'	Not Applicable
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Not Applicable
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Not Applicable

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

(Amount in Lakhs)						
Sl. No.	Name of the Related Party & Nature of relationship	Nature of Contracts/Arrangements/ Transaction	Duration of the Contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of Approval by the Board	Amount paid as advances, if any
1.	Daawat Foods Limited (Subsidiary Company)	Sales / Purchase / Rent / Freight Exp/ Insurance Income /Interest Income/ corporate guarantee charges/ Business Support Service/Sale in PPE/Purchase of PPE/Corporate Guarantee Given	01.04.20 - 31.03.21	62673.89	26/05/2020, 30/07/2020, 30/10/2020 and 29/01/2021	NIL
2.	Nature Bio Foods Limited (Subsidiary Company)	Reimbursement of Expenses/ Processing Charges Income/ Transport Income/ Corporate Guarantees given / Corporate Guarantee charges /Fumigation Income	01.04.20 - 31.03.21	8687.80	-do-	NIL
3.	LT Foods Americas Inc. (Subsidiary Company)	Sales	01.04.20 - 31.03.21	28912.90	-do-	NIL
4.	LT Foods Middle East DMCC (Subsidiary Company)	Sales/Commission Paid	01.04.20 - 31.03.21	11419.36	-do-	NIL