



# LT Foods

Name of the Company: **LT FOODS LIMITED**  
**CORPORATE GOVERNANCE REPORT**  
Quarter ending on 30th June, 2015

## LT FOODS LTD.

### CORPORATE OFFICE

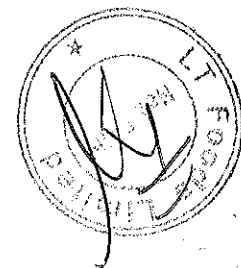
MVL-1 Park, 4th Floor Sector - 15, Gurgaon - 122001,  
Haryana, India. T. +91-124-3055100 F. +91-124-3055199

CIN No. : L74899DL1990PLC041790

### Regd. OFFICE

Unit - 134, 1st Floor, Rectangle-1, Saket District Center, Saket,  
New Delhi-110017, India, T. +91-11-29565344 F. +91-11-29563099

Particulars	Clause of Listing agreement	Compliance Status Yes/No/ N.A	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(IIA)	No	The Company has appointed one Independent Director on 10 <sup>th</sup> Nov, 2014. The Company is in the process of appointing one more Independent Director to comply with the said clause.
(B) Independent Directors	49(IIB)	Yes	
(C) Non –executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	Yes	
<b>VI. Risk Management</b>	49(VI)	Yes	



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Haryana, India. T. +91-124-3055100 F. +91-124-3055199

CIN No. : L74899DL1990PLCo41790

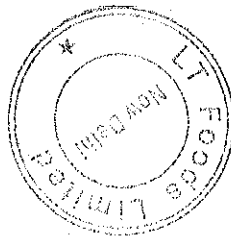
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VII. Related Party Transactions	49(VII)	Yes	Related party transactions for the quarter ended 30 <sup>th</sup> June, 2015 are attached herewith.
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	
(C) Remuneration of Directors	49(VIIIC)	Yes	
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	
(F) Proceeds from public issues, right issue, preferential issues etc	49(VIIIF)	NA	
IX. CEO/CFO Certification	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	Will be complied in Annual Report 2014-15

**CERTIFIED TRUE COPY**

**FOR LT FOODS LIMITED**



**MONIKA CHAWLA JAGGIA**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**MEMBERSHIP NO. F5150**  
**ADDRESS: 4<sup>TH</sup> FLOOR, MVL-I PARK, SECTOR-15, GURGAON-122001**

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Details of Provisional Related Party Transaction for the Period 01.04.2015 to 30.06.2015

Amount in ₹ Crores

S.NO	Name of the Party	Managing Director	Managing Director	CFO	Company Secretary	Director's Relatives	Subsidiary	Subsidiary	Joint Venture	Step Subsidiary	Step Subsidiary	Director's Related	Director's Related	CFO Relatives	TOTAL
1	Remuneration	Vijay Kumar Arora	Kumar Arora	Som Nath Chopra	Monika Jagdia	Relatives of KNP	Daawat Foods Limited	Nature Bio Foods Limited	Ragunath Agro Industries	Kusha Inc	LT Foods Middle East DMCC	S K ENGINEERING COMPANY	V K Foods	COMPUTECH SYSTEMS	0.86
2	Purchase Rice						21.97	0.31	37.79						60.07
3	Purchase of Fixed Assets											0.15			0.15
4	Purchase Others						3.35	0.83	25.19	45.65	29.87		0.32	0.65	4.00
5	Sale Rice						17.22								119.09
6	Sale Machinery Spares/F.A.														
7	Sale Others						0.12		0.16	0.18			0.05		0.51
8	Interest Received / (paid)						4.78	0.18							4.78
9	Misc. Income														0.18
10	Processing / Others Charges Recd							2.08							2.08
11	Rent Paid						0.19	0.05					0.01		0.19
12	Rent Received														6.00
13	Advances given														6.00
	TOTAL						53.63	3.45	63.14	45.34	29.87	0.15	0.37	0.65	197.96

Note:- The transaction have been entered by company in it's ordinary course of business, on arm's length basis.

