



# LT Foods

## LT FOODS LTD.

### CORPORATE OFFICE

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

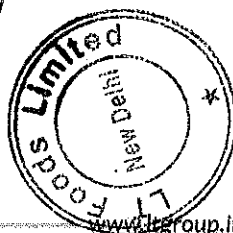
CIN No. : L74899DL1990PLC041790

### Regd. OFFICE

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

Name of the Company: **LT FOODS LIMITED**  
**CORPORATE GOVERNANCE REPORT**  
Quarter ending on: **31<sup>st</sup> March, 2015**

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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DAAWAT



DEVAAYA

MY-MY



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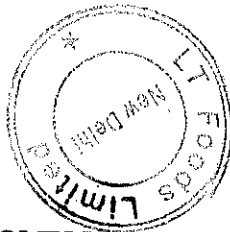
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<b>VII. Related Party Transactions</b>	49(VII)	Yes	Approved related party transactions for the quarter ended 31 <sup>st</sup> Dec 2014 and proposed related party transactions for the quarter ended 31 <sup>st</sup> March, 2015 are enclosed for your reference.
<b>VIII. Disclosures</b>	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	
<b>IX. CEO/CFO Certification</b>	49(IX)	Yes	Will be complied in Annual Report 2014-15
<b>X. Report on Corporate Governance</b>	49(X)	Yes	
<b>XI. Compliance</b>	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**



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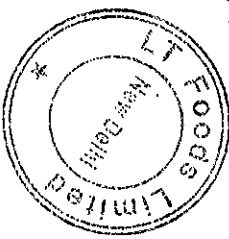


Details of Related Party Transaction for the Period 01.10.2014 to 31.12.2014

AMOUNT IN ₹LACS

S.NO	Name of the Party	Vijay Kumar Arora	Surinder Kumar Arora	Daawat Foods Limited	Nature Bio Foods Limited	SDC Foods India Limited	Raghumath Agro Industries	Kusha Inc.	LT Foods Middle East DMCC	TOTAL
1	Remuneration	30	20							50
2	Purchase			2,305		151	7	697		3,160
3	Sales			2,663		2		769	1,156	6,433
4	Other Income					99				99
5	Other Expenses			13						13
	<b>TOTAL</b>	<b>30</b>	<b>20</b>	<b>4,981</b>	<b>253</b>	<b>7</b>	<b>1,465</b>	<b>1,156</b>	<b>1,843</b>	<b>9,754</b>

*[Handwritten Signature]*  
06/02/15



Details of Proposed Related Party Transaction for the Period 01.01.2015 to 31.03.2015

AMOUNT IN ₹LACS

S.NO	Name of the Party	Vijay Kumar Arora	Surinder Kumar Arora	Daawat Foods Limited	Nature Bio Foods Limited	SDC Foods india Limited	Raghnunath Agro Industries	Kusha Inc.	LT Foods Middle East DMCC	TOTAL
1	Remuneration	30	20							50
2	Purchase Rice			3,868	380	999	2,258			7,504
3	Purchase Other Item			1,869	1	3	7			1,880
4	Sales Rice			2,453	763	100	4,097	7,947		18,731
5	Sale Other Item			41	4	2	44	6		97
6	Sale Fixed Aseets			100						100
7	Rent Received				4					4
8	Processing Charges Received				345					345
9	Rent Paid									13
10	Other Expenses / Rebate & Discount				32			150		282
	<b>TOTAL</b>	<b>30</b>	<b>20</b>	<b>8,344</b>	<b>1,529</b>	<b>1,104</b>	<b>6,405</b>	<b>8,103</b>	<b>100</b>	<b>29,006</b>

*Signature*  
31/03/15

