



LT FOODS LIMITED
CORPORATE OFFICE
MVL-1 Park, 4th Floor Sector - 15, Gurugram - 122001,
Haryana, India. T. +91-124-3055100 F. +91-124-3055199
E. ir@ltgroup.in
CIN No.: L74899DL1990PLCo41790
REGISTERED OFFICE
Unit - 134, 1st Floor, Rectangle-1, Saket District Center, Saket,
New Delhi-110017, India, T. +91-11-29565344 F. +91-11-29563099

LTF/SE/2021-22

Date: 30th September, 2021

To,

The Bombay Stock Exchange (BSE Limited) Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Ref.: Code-532783 Scrip ID: Daawat.

Sub: Report on Annual General Meeting of LT Foods Limited held on September 30, 2021

Dear Sir/Madam,

Pursuant to the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Other Disclosure Requirements) 2015 and other applicable provisions, we wish to inform you that, the 31st Annual General Meeting (hereinafter referred to as the meeting) of the Members of the Company was duly held on Thursday, September 30th 2021 at 12:00 PM, through Audio Visual Mode.

Mr. Vijay Kumar Arora chaired the proceedings of the Meeting. Mr. Vijay Kumar Arora, after taking the Chair requested Mrs. Monika Chawla Jaggia to assist him to take the Roll call of all the Directors, KMPs and Auditors of the Company. After introductory session, the Company Secretary informed the members attending the meeting about the procedure of the meeting held through Audio Visual Mode. The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on, Monday 27th September, 2021 and ended at 5.00 p.m. on Wednesday, 29th September, 2021. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

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The Company Secretary informed that 172 members attended the meeting through Audio visual Mode. Apart from members, the following Directors and Invitees were present in the meeting -

Name	Designation	Mode of Presence
Mr. Vijay Kumar Arora	Managing Director	Audio Visual Mode
Mr. Ashwani Kumar Arora	Managing Director	Audio Visual Mode
Mr. Surinder Kumar Arora	Managing Director	Audio Visual Mode
Mr. Ashok Kumar Arora	Managing Director	Audio Visual Mode
Mrs. Neeru Singh	Independent Director	Audio Visual Mode
Mrs. Ambika Sharma	Independent Director	Audio Visual Mode
Mr. Abhiram Seth	Independent Director	Audio Visual Mode
Mr. Anil Khandelwal	Independent Director	Audio Visual Mode
Mrs. Monika Chawla Jaggia	Company Secretary	Audio Visual Mode

Presence of Auditors & Invitee:-

Name	Designation
Mr. Rahul Agarwal	Statutory Auditors
CS Debasis Dixit	Secretarial Auditor
Mr. Sachin Gupta	Group Financial Controller

The Company Secretary confirmed to the Chairman that Meeting was duly called, held and constituted and the required quorum was present. The Chairman then commenced the proceeding of the meeting.

Thereafter, the Chairman addressed the members of the Company and gave an overview of the performance of the Company for the financial year ended March 31, 2021 and its future outlook and the impact of COVID -19 on the business of the Company.

Mr. Vijay Kumar Arora expressed his unwillingness to preside over the rest of the business items as he was interested in three out of seven business items, therefore except for Ordinary Business no 1, all other business items were presided over by Mrs. Neeru Singh who was assisted by the Company Secretary of the Company.

As per the requirement mentioned in the circular issued by the Ministry of Corporate Affairs, the Registers (in scanned copies) as required under the Companies Act, 2013 were kept open and accessible for inspection by the members whosoever requested for the same.

The Notice convening the meeting was taken as read.

The Company Secretary, then on request of the Chairman placed all the resolutions before the members for voting , in following order:

ORDINARY BUSINESS:

1. Adoption of
 - (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon and
 - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and Auditors Report thereon.
2. To appoint a Director in place of Mr. Ashwani Kumar Arora (DIN: 01574773), offered himself for re-appointment.

SPECIAL BUSINESS:

3. To appoint Mr. Ashok Kumar Arora (DIN:02259429) as Managing Director (Ordinary Resolution)
4. To regularize appointment of Mrs. Ambika Sharma (DIN:08201798) as an Independent Director.
5. To regularize appointment of Mr. Abhiram Seth (DIN: 00176144) as an Independent Director.
6. To regularize appointment of Mr. Anil Khandelwal (DIN:03473632) as an Independent Director
7. To approve the material Related Party Transactions for the Financial Year 2021-22

On the invitation of the Chairman, the members who had registered themselves as speakers, put forth their views through Audio Visual Mode. Mr. Vijay Kumar Arora and Mr. Ashwani Kumar Arora responded to the questions raised by the members.

Thereafter, the Company Secretary on request of the Chairman announced for voting to be taken electronically (e-voting) and requested Mr. Debasis Dixit, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the voting.

The e-voting commenced on 27th September, 2021 at 09:00 A.M. and ended on 29th September, 2021 at 05:00 P.M. CS Debasis Dixit, Practicing Company Secretary, was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

The Company Secretary announced that the e-voting results shall be informed to the Stock Exchange on 1st October 2021.



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The Chairman thanked the members and other stakeholders and then concluded the meeting. He informed the members that the voting results will be made available on the website of the Company i.e. www.ltgroup.in and as well as website of NSDL within 48 hours of the conclusion of the meeting and the same shall be communicated to the Stock Exchange.

Then the meeting was then concluded at 12:38 PM with Vote of the thanks to the Chair.

Confirmation

I hereby confirm that relevant provisions of the Act, the rules, secretarial standards made there under with respect to calling, convening and conducting the meeting have been duly complied with.

For LT Foods Limited

Monika Chawla Jaggia
Company Secretary
Membership No. F5150

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Report of Scrutinizer(s)(Consolidated)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies(Management and Administration) Rules, 2014]

To
The Chairman
LT FOODS LIMITED

Ref:31st Annual General Meeting of the Equity Shareholders of LT Foods Limited held on held on 30thDay, September, 2021 at 12: 00 PM through Audio Video Mode ("Meeting or AGM")

Subject: Consolidated scrutinizer's Report on remote e-voting & e-voting conducted at AGM

Dear Sir,

I, CS Debasis Dixit (Company Secretary in Practice) appointed as Scrutinizer(s) by the Board of Directors of LT Foods Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 30th July 2021 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020 & General Circular No 02/2021 dated 13th January 2021 respectively and other applicable circulars, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 31st Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through Audio Video Mode.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and e-voting at the AGM through electronic voting system ("e-voting at Meeting") by the shareholders on the resolutions contained in the Notice of the AGM of the Company is the responsibility of the Management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and e-voting at the AGM through electronic voting system ("e-voting at Meeting") are conducted in fair and transparent manner and render consolidated Scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the Resolutions, based on the consolidated reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

As per Companies (Management and Administration) Rules, 2014 as amended upto date, the remote e-voting commenced from 27th September, 2021 at 09:00 AM and remained opened 29th September, 2021 at 05:00 P.M.

The Equity Shareholders holding shares as on 23rd September 2021, "cut-off date", were entitled to vote on the Resolutions stated in the notice of AGM of the Company.

After declaration of voting by the Chairman at the meeting, the members voted through e-voting facility provided by NSDL at the AGM. There was no person who has voted both in e-voting as well as in Annual General Meeting.



The votes on remote e-voting were unblocked at New Delhi on 30th September 2021 after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://evoting.nsdl.com/>) and the same is being handed over to the Chairman.

The total votes cast in favour or against all the resolutions proposed in the Notice of AGM are as under:

RESOLUTION NO. 1 Adoption of

- (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon and
- (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and Auditors Report thereon.

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	808	177898672	99.997
e-Voting at AGM date	3	108	0.001
Total	811	177898780	99.998

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	31	4047	0.002
e-Voting at AGM date	0	0	0
Total	31	4047	0.002

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil



RESOLUTION 2: To appoint a Director in place of Mr. Ashwani Kumar Arora (DIN: 01574773), offered himself for re-appointment.

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	767	18166364	99.892
e-Voting at AGM date	3	108	0.001
Total	770	18166472	99.893

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	55	19483	0.107
e-Voting at AGM date	0	0	0
Total	55	19483	0.107

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 3: To appoint Mr. Ashok Kumar Arora (DIN: 02259429) as Managing Director and in this regard to consider and if thought fit, to pass the resolution as Ordinary Resolution

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	749	3953913	21.741
e-Voting at AGM date	3	108	0.001
Total	752	3954021	21.742



Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	71	14231831	78.258
e-Voting at AGM date	0	0	0
Total	71	14231831	78.258

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 4: To regularize appointment of Mrs. Ambika Sharma (DIN:08201798) as an Independent Director and in this regard to consider and if thought fit, to pass, the resolution as an Ordinary Resolution:

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	790	177964842	99.994
e-Voting at AGM date	3	108	0.000
Total	793	177964950	99.994

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	49	9670	0.006
e-Voting at AGM date	0	0	0
Total	49	9670	0.006

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil



RESOLUTION 5: To regularize appointment of Mr. Abhiram Seth (DIN: 00176144) as an Independent Director and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	788	177965664	99.996
e-Voting at AGM date	3	108	0.000
Total	791	177965772	99.996

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	49	8010	0.004
e-Voting at AGM date	0	0	0
Total	49	8010	0.004

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 6: To regularize appointment of Mr. Anil Khandelwal (DIN:03473632) as an Independent Director and in this regard to consider and pass the resolution as an Ordinary Resolution:

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	780	167133635	93.909
e-Voting at AGM date	3	108	0.000
Total	783	167133743	93.909

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	56	10840067	6.091
e-Voting at AGM date	0	0	0
Total	56	10840067	6.091



Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 7: To approve the material Related Party Transactions for the Financial Year 2021-22 and in this regard to consider and if thought fit, to pass the resolution as an Ordinary Resolution

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	745	14760607	81.169
e-Voting at AGM date	3	108	0.000
Total	748	14760715	81.169

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	71	3424404	18.831
e-Voting at AGM date	0	0	0
Total	71	3424404	18.831

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

All the relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of AGM held on 30th September 2021 and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you.
Yours faithfully
For **D Dixit & Associates**
Company Secretaries

DEBASIS Digitally signed
by DEBASIS DIXIT
Date: 2021.09.30
DIXIT 17:09:36 +05'30'

Debasis Dixit
M.No-F-7218, CP No-7871
UDIN-F007218C001052231

Place: Delhi
Dated: 30/09/2021



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Date: 30th September, 2021

To,

The Bombay Stock Exchange (BSE Limited) Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Ref.: Code-532783 Scrip ID: Daawat.

Sub: Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015-Appointment of Non-executive Independent Director of the Company

Dear Sir,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we would like to inform you that the Members in the Annual General Meeting (AGM) held on 30th September 2021, through Video Conferencing have, inter-alia approved:

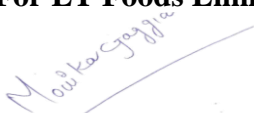
- i. Appointment of Mrs. Ambika Sharma (DIN:08201798) as an Independent Director.
- ii. Appointment of Mr. Abhiram Seth (DIN:00176144) as an Independent Director.
- iii. Appointment of Mr. Anil Khandelwal (DIN: 03473632) as an Independent Director .

Brief profile and other details of Directors as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015, is given in **Annexure-I**, attached hereunder.

Kindly take the same on your records.

Thanking you,

For LT Foods Limited


Monika Chawla Jaggia
Company Secretary
Membership No. F-5150

Enclosed as above



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Annexure-I

S. No.	Particulars	Ambika Sharma	Abhiram Seth	Anil Khandelwal
1.	Reason for change	Regularisation as Independent Director	Regularisation as Independent Director	Regularisation as Independent Director
2.	Date and term of appointment	Mrs. Ambika Sharma was appointed as Independent Director of the Company with effect from 10 th March 2021 , through circular resolution passed by the Board of Directors. Shareholders in their Annual General Meeting have approved her appointment for a period of five years .	Mr. Abhiram Seth was appointed as Independent Director of the Company with effect from 22 nd July 2021 through resolution by circulation Shareholders in their Annual General Meeting have approved his appointment for a period of five years.	Mr. Anil Khandelwal was appointed as Independent Director of the Company with effect from 22 nd July 2021 through resolution by circulation. Shareholders in their Annual General Meeting have approved his appointment for a period of five years.
3.	Brief Profile	<p>Ambika Sharma is Managing Director for India at the U.S.-India Business Council. Prior to this position, She was the Director General – International at the Federation for Indian Chambers of Commerce and Industry (FICCI). During her three-decade career, she led a number of innovative and impactful initiatives at FICCI across the Americas, Europe, Asia Pacific and Oceania, Africa and Foreign Trade Policy Division teams.</p> <p>At FICCI, she was responsible for aligning the international agenda with the organization's domestic strategy. In this context, she worked closely with the Government of India, representing FICCI at bilateral and regional level deliberations and led conceptualization and implementation of mega</p>	<p>Mr. Abhiram Seth is the Founder of Aquagri, an enterprise focused on promoting Aqua Agriculture through self help groups, amongst the coastal communities. Until March 2008 he was the Executive Director – Exports and External Affairs for PepsiCo India. Starting in 1993, he led Pepsico's exports and agricultural development efforts in India. He graduated in Economics from Delhi University and did Masters in Management Studies from Jamnalal Bajaj Institute, Bombay University with a specialization in marketing. He has chaired the Water Committee of FICCI, the Food Regulatory Committee of CII, and has also been the President of Confederation of Indian Food Trade & Industry (CIFTI). He is also actively associated in the Foreign Trade and</p>	<p>Mr. Anil Khandelwal is Managing Director & CEO of Yogic Secrets Healthcare Private Limited, engaged in the space of functional medicines, nutraceuticals addressing preventive healthcare and reversal of chronic diseases. He also represents as India partner of Volitan Global, Turkey – engaged in health and technology. He is Fellow member of Institute of Chartered Accountant of India; Associate member of Certified Internal Auditors from Institute of Internal Auditors Inc. USA; Life member of International Society for Training & Development.</p> <p>He has worked across various sectors in India and overseas with multiple corporates including International MNCs, namely Hindustan Sanitaryware,</p>

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		<p>programs at the national and international levels. In 2016, she also served as a member of the Executive Council of Bureau of Indian Standards (BIS) to represent industry and support BIS in the activities of standardization, marking and quality certification of goods and related matters.</p> <p>Sharma holds a degree in Business Economics from India's prestigious Delhi University, where she graduated summa cum laude with a Gold Medal. She has participated in a number of Executive Training programs conducted by the EU, senior leadership management programs at institutions such as XLRI, Jamshedpur, and worked with the FICCI Women on Corporate Boards (WCB) initiative.</p>	<p>Agriculture/Food Processing work of various apex bodies of Chambers of Commerce.</p>	<p>Rollatainers, GlaxoSmithKline, Arcelor Mittal, Ranbaxy, Havells India, LT Foods, spanning over 35+ years.</p>
4.	Disclosure of relationships between Directors	Not related to any other Director of the Company	Not related to any other Director of the Company	Not related to any other Director of the Company

For L T Foods Limited

Monika Chawla Jaggia

Monika Chawla Jaggia
Company Secretary
Membership No. F5150

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