

Ref-LTF/ SE/ 2023-24/

Date: September 29, 2023

To,

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: Summary of Proceedings of 33rd Annual General Meeting, Scrutinizers' Report and Voting Results.

Dear Sir/ Madam,

We hereby wish to inform you that the 33rd Annual General Meeting (“AGM”) of the Company was held on Friday, September 29, 2023, through Video Conferencing / Other Audio-Visual Means. The AGM commenced at 12.00 Noon and concluded at 12:27 P.M. and the business mentioned in the Notice of the AGM dated July 28, 2023 were transacted and passed with requisite majority.

In this regard, we are enclosing herewith the following reports:

1. Pursuant to Regulation 30, Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Listing Regulations**”), Summary of the proceedings of the 33rd Annual General Meeting as **Annexure A**;
2. Pursuant to Regulation 44 of the Listing Regulations, Voting Results on all the resolutions passed at the AGM as **Annexure B**;
3. Scrutinizers' Report prepared under Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014, as **Annexure C**;

You are requested to take the above information and enclosed documents on your record.

Thanking you.

Yours truly,

For **LT Foods Limited**

Monika Chawla Jaggia

Company Secretary

Encl: a/a

Ref-LTF/ SE/ 2023-24/

Date: September 29, 2023

To,

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: Summary of Proceedings of 33rd Annual General Meeting of LT Foods Limited.

Dear Sir/ Madam,

Pursuant to the provisions of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and other applicable provisions, we wish to inform you that, the 33rd Annual General Meeting (“AGM” or “Meeting”) of the Members of LT Foods Limited (the “Company”) was duly held on Friday, September 29, 2023 through Video Conferencing / Audio Visual Mode. The Meeting commenced at 12:00 Noon (IST) and concluded at 12:27 P.M. (IST)

The Company Secretary welcomed the shareholders, directors and other panelist to the 33rd AGM of the Company and informed the shareholders that the AGM is being held through Video Conference (“VC”) / Other Audio Visual Means (“OAVC”), as per the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance of the applicable provisions of the Act and the Rules made thereunder.

Mr. Vijay Kumar Arora, Chairman & Managing Director chaired the Meeting, and thereafter requested Mrs. Monika Chawla Jaggia, Company Secretary, to assist him in conducting the meeting. The Company Secretary, requested all the colleagues on the Board alongwith KMPs and Auditors to introduce themselves. She further informed that Mr. Satish Chander Gupta, Independent Director was not able to attend the meeting because of his personal commitments.

Presence of Directors & KMP:

Name	Designation	Mode of Presence
Mr. Vijay Kumar Arora	Chairman & Managing Director	Video Conferencing / Audio Visual Mode
Mr. Ashwani Kumar Arora	Managing Director & CEO	Video Conferencing / Audio Visual Mode
Mr. Surinder Kumar Arora	Managing Director	Video Conferencing / Audio Visual Mode

Mr. Abhiram Seth	Independent Director, Chairman - Audit & Nomination and Remuneration Committee	Video Conferencing / Audio Visual Mode
Mrs. Neeru Singh	Independent Director, Chairperson of Stakeholders Relationship Committee and CSR & ESG Committee Meeting	Video Conferencing / Audio Visual Mode
Mrs. Ambika Sharma	Independent Director	Video Conferencing / Audio Visual Mode
Mr. Alrumaih Sulaiman Abdulrahman S	Non- Executive Director	Video Conferencing / Audio Visual Mode
Mrs. Monika Chawla Jaggia	Company Secretary & Compliance Officer	Video Conferencing / Audio Visual Mode
Mr. Sachin Gupta	Chief Financial Officer	Video Conferencing / Audio Visual Mode

Presence of Auditors & Other Invitees:

Name	Designation
Mr. Rahul Agarwal	Partner - Statutory Auditor
CS Debasis Dixit	Secretarial Auditor

After ascertaining that the quorum is present, the Company Secretary called the meeting to order.

Company Secretary informed the Members that pursuant to the provisions of the Act, the Rules framed thereunder and the Listing Regulations, 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 September 25, 2023 and ended at 5.00 p.m. on Thursday, September 28, 2023. 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.

Thereafter, the Chairman and Mr. Ashwani Kumar Arora addressed the members of the Company and gave an overview of the performance of the Company for the financial year ended March 31, 2023 and future outlook of the business of the Company.

Notice of the 33rd AGM was already circulated to the shareholders and the same was taken as read.

Mr. Vijay Kumar Arora expressed his unwillingness to preside over Agenda no. 2 relating to re-appointment of Mr. Ashwani Kumar Arora, retiring director, being interested. Therefore, Mr. Abhiram Seth chaired the meeting for Agenda Item No. 2.

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

ORDINARY BUSINESS:

1. To consider and adopt:
 - a. the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2023, the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2023 and Auditors Report thereon.
2. To appoint a Director in place of Ashwani Kumar Arora (DIN:01574773) who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.
3. Declare final dividend of Rs. 0.50 (50%) per equity share of face value of Re. 1 each for the financial year ended March 31, 2023 and to confirm the interim dividend of Re. 0.50 (50%) per equity share, already paid during the financial year 2022-23.

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

Since, none of the speaker shareholder joined the meeting, the Company Secretary informed that the e-voting window will be closed after 15 minutes. She also informed that Mr. Debasis Dixit, Practicing Company Secretary, has been appointed to act as the Scrutinizer for scrutinizing the remote e-voting and the e-voting process at the AGM in a fair and transparent manner. She also informed that results will be declared within two working days from the end of this meeting based on scrutinizer's report and the same would be published on the Company's website and would also be uploaded on the websites of the Stock Exchanges, NSE and BSE.

The Chairman thanked the members and other stakeholders and then concluded the meeting. The meeting was concluded 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.

Thanking you.
Yours truly,

For **LT Foods Limited**

Monika Chawla Jaggia
Company Secretary

LT FOODS LIMITED

Date of the AGM/EGM	29/09/2023
Total number of shareholders on record date 22/09/2023	156790
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	198 8 190

Resolution 1 :Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	177099002	142145772	80.26	142145772	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	177099002	142145772	80.26	142145772	0	100.00	0.00
Public - Institutions	E-VOTING	39391572	31235544	79.30	31235544	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	39391572	31235544	79.29	31235544	0	100.00	0.00
Public-Non Institutions	E-VOTING	130762370	35432952	27.10	35425617	7335	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	130762370	35432952	27.10	35425617	7335	99.98	0.02
TOTAL		347252944	208814268	60.13	208806933	7335	100.00	0.00

Resolution 2 :To appoint a Director in place of Mr. Ashwani Kumar Arora (DIN:01574773), who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	177099002	142145772	80.26	142145772	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	177099002	142145772	80.26	142145772	0	100.00	0.00
Public - Institutions	E-VOTING	39391572	31657406	80.37	30835714	821692	97.40	2.60
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	39391572	31657406	80.37	30835714	821692	97.40	2.60
Public-Non Institutions	E-VOTING	130762370	35421321	27.09	35412855	8466	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	130762370	35421321	27.09	35412855	8466	99.98	0.02
TOTAL		347252944	209224499	60.25	208394341	830158	99.60	0.40

Resolution 3 :Declare final dividend of Rs. 0.50 (50%) per equity share of face value of Re. 1 each for the financial year ended March 31, 2023 and to confirm the interim dividend of Re. 0.50 (50%) per equity share, already paid during the financial year 2022-23.

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	177099002	142145772	80.26	142145772	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	177099002	142145772	80.26	142145772	0	100.00	0.00
Public - Institutions	E-VOTING	39391572	31657406	80.37	31657406	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	39391572	31657406	80.37	31657406	0	100.00	0.00
Public-Non Institutions	E-VOTING	130762370	35432821	27.10	35424936	7885	99.98	0.02
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	130762370	35432821	27.10	35424936	7885	99.98	0.02
TOTAL		347252944	209235999	60.25	209228114	7885	100.00	0.00



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: 33rd Annual General Meeting of the Equity Shareholders of LT Foods Limited held on held on 29th Day, September, 2023 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 28th July 2023 ("Notice") issued in accordance with vide its circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, General Circular dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022 11/2022 dated September 28, 2022 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and 'SEBI' Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 (hereinafter referred to as "SEBI Circular"), calling the 33rd 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/Company Secretary 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 25th September, 2023 at 09:00 AM and remained opened 28th September, 2023 at 05:00 P.M.

The Equity Shareholders holding shares as on 22nd September 2023, "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 29th September 2023 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, 2023, 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, 2023 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	774	208803723	99.995
e-Voting at AGM date	2	3210	0.001
Total	776	208806933	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	7335	0.004
e-Voting at AGM date	0	0	0.000
Total	49	7335	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 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	762	208391131	99.602
e-Voting at AGM date	2	3210	0.001
Total	764	208394341	99.603

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	66	830158	0.397
e-Voting at AGM date	0	0	0.000
Total	66	830158	0.397

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: Declare final dividend of Rs. 0.50 (50%) per equity share of face value of Re. 1 each for the financial year ended March 31, 2023 and to confirm the interim dividend of Re. 0.50 (50%) per equity share, already paid during the financial year 2022-23.

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	773	209224904	99.995
e-Voting at AGM date	2	3210	0.001
Total	775	209228114	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	51	7885	0.004
e-Voting at AGM date	0	0	0
Total	51	7885	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

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 2023 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
DIXIT Date: 2023.09.29
16:20:47 +05'30'

Debasis Dixit

M.No-F-7218, CP No-7871

UDIN-**F007218E001123971**

Place: Delhi

Dated: 29/09/2023