



# LT Foods

To,  
General Manager,  
Corporation Finance Department,  
Division of Corporate Restructuring  
Securities Exchange Board of India

## LT FOODS LTD.

### CORPORATE OFFICE

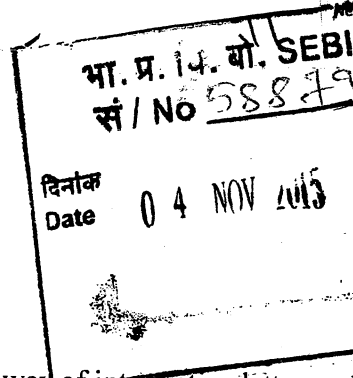
MVL- I Park, 4th Floor Sector - 15, Gurgaon - 122001,  
Haryana, India. T. +91-124-3055100 F. +91-124-3055199

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

Date: 05<sup>th</sup> Oct, 2015



SEBI/IW/P/20151106/0000058879

Dear Sir/Madam,

Sub: Request for an informal guidance by way of interpretive letter under SEBI(Informal Guidance) Scheme 2003 in connection with proposed inter se transfer of shares between promoter group

## BACKGROUND:

LT Foods Limited is a Listed Company having its registered office at Unit No. 134, 1st Floor, Rectangl-1, Saket District Centre, New Delhi. The equity shares of the Company are listed on Bombay Stock Exchange as well as on National Stock Exchange of India Limited (Scrip Id: 532783 and Reference Code: DAAWAT).

## Current shareholding:

Category of Shareholders	No of shares	Shareholding %
Promoters	17,914,173	67.70
Public	8,539,409	32.30
Total	26,453,582	100.00

The Promoters(with shareholding of 67.7%) intend to do inter se transfer of shares with the objective of binding the promoters to hold a part of total shareholding of LT Foods through a Private Company owned and controlled by Promoters currently having 11.7% stake of the Company ( which may be converted into a Holding Company at a later stage) .

With this objective , it is proposed to transfer by way of sale shares of the company held by individuals ( Promoters) to Private Limited Company which is owned by Transfer or promoters only.

This is to confirm that the transferors and transferee have been part & parcel of Promoters group for last over 3 years and further transferors have been holding equity shares in LT Foods for a period of at least 3 years from the date of proposed transfer.

We seek your opinion on the applicability of the provisions of General Exemptions under Regulation 10(1) (a)(ii) of SEBI(SAST) Regulations, 2011 with following queries:

www.ltgroup.in



DEVAAYA

MY-MY



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(i) Whether provisions of Reg 3 and 4 of the SEBI(SAST) Regulations are applicable on such transfer of shares ?

(ii) Whether proposed transfer by way of sale can be done different tranches with prior intimation to stock exchanges ?

Please advise what all compliances are required to give effect to such transfer.

The proposed transactions of transfers are attached herewith.

As required in SEBI (Informal Guidance ) Scheme 2003 a demand draft of Rs.25,000/- is enclosed herewith towards fees payable for seeking guidance.

We further request you to treat the same as confidential.

In case, you require any addition all information or explanation, we shall provide the same upon hearing from you.

Looking forward for an early response.

Thanking You,

Yours truly,

For LT Foods Limited

Monika Chawla Jaggia  
Company Secretary

Membership No. F5150

Address: 4<sup>th</sup> Floor, MVL-I Park, Sector-15, Gurgaon-122001

Email id: [monika.jaggia@ltgroup.in](mailto:monika.jaggia@ltgroup.in)

Contact Details: 09818200721, 8826592284

[www.ltgroup.in](http://www.ltgroup.in)

**DAAWAT**

**ROYAL**



**DEVAAYA**

**MY-MY**

**In Case the shares are transferred to RHPL under Regulation 10(1)(a)(v)**

	Vijay Arora	Ashwani Arora	Surinder Arora	Ashok Arora	Gurucharan Dass Arora	Vijay Arora (It with Ashwani Arora)	GD Arora (It with SKA)	Parvash Rani	RHPL	Total	REMARKS
<b>STEP-I</b>											
Original Shares	1117964	2723152	2820152	2742418	1573932	1606320	1109520	680000	3098413	17471871	
It Shares Transferred as per I.T>Returns	803160	803160	554760		554760	-1606320	-1109520			0	
<b>Total</b>	<b>1921124</b>	<b>3526312</b>	<b>3374912</b>	<b>2742418</b>	<b>2128692</b>	<b>0</b>	<b>0</b>	<b>680000</b>	<b>3098413</b>	<b>17471871</b>	
<b>STEP-II</b>											
Proposed Equalisation	2128692	2128692	2128692	2128692	2128692					10643460	
Difference	207568	-1397620	-1246220	-613726	0						
<b>STEP-III</b>											
<b>GIFT FROM:-</b>											
Ashwani to Vijay	207568	-207568								0	
Ashwani to Vijay family		-456902								-456902	
Ashwani to Ashwani family		-733150								-733150	
<b>STEP-IV</b>											
<b>GIFT FROM:-</b>											
Ashok to Ashok Family				-613726						-613726	
<b>STEP-V</b>											
<b>GIFT FROM:-</b>											
Surinder to Vijay Family			-277380							-277380	
Surinder to Ashok Family			-138690							-138690	
Surinder to Surinder Family			-830150							-830150	
<b>Shares After Step -IV</b>	<b>2128692</b>	<b>2128692</b>	<b>2128692</b>	<b>2128692</b>	<b>2128692</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3098413</b>	<b>13741873</b>	<b>Raghuvesh Holding</b>
Percentage to Capital of Company	8.05%	8.05%	8.05%	8.05%	8.05%				11.70%	51.95%	
<b>FAMILY EXISTING HOLDING</b>	<b>102868</b>	<b>104000</b>	<b>7000</b>	<b>84734</b>	<b>143700</b>					<b>442302</b>	
Received Through Gift	734282	733150	830150	752416						3049998	
Received from Parvash Rani through Will	170000	170000	170000	170000				-680000		0	
<b>Total Family Holding</b>	<b>1007150</b>	<b>1007150</b>	<b>1007150</b>	<b>1007150</b>	<b>143700</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>4172300</b>	

