

DFM**FOODS LTD.**

Corporate Office: 1401-1411, 14th Floor, Logix City Center,
Sector-32, Noida-201301 (U.P.)
Tel. : 0120- 6013232

9th July, 2020

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, <u>Mumbai – 400 001</u>	National Stock Exchange of India Ltd. (NSE) Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code: 519588	Scrip Code: DFMFOODS

Dear Sir/Madam,

Sub.: Disclosure under Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed the disclosure of Related Party Transactions on consolidated basis for the half year ended 31st March, 2020 (i.e. 1st October, 2019 to 31st March, 2020).

Thanking you,

Yours faithfully,
For DFM Foods Limited

RAJU SINGH TOMER
Digitally signed by
RAJU SINGH TOMER
Date: 2020.07.09
12:11:39 +05'30'

Company Secretary

Encl: As above



1. Names of related parties and nature of relationship:

A) Entity that exercise significant influence over the Company :

- (i) The Delhi Flour Mills Company Limited upto 13.01.2020
- (ii) AI Global Investments (Cyprus) PCC Limited

B) Other related parties where transactions have taken place during the year:

(a) Key managerial personnel

(i) Executive Directors

- Mr. Mohit Jain (Managing Director)#
- Mr. Rohan Jain (Dy. Managing Director)*
- Mr. Lagan Shastri (Managing Director)**

(ii) Independent Directors

- Mr. Pradeep Dinodia*
- Mr. S . C. Nanda*
- Mr. Mohit Satyanand*
- Ms. Hiroo Mirchandani*
- Mr. Hemant Madhusudan Nerurkar@
- Mrs. Dipali Hemant sheth@
- Mr. Anil Kumar Chanana@

(b) Post employment benefit plan

- The Delhi Flour Mills Company Limited Provident Fund Trust upto 13.01.2020

(c) Entity over which key managerial personnel and close member of their family jointly or severally has control

- S.R. Dinodia & Co, LLP - Mr. Pradeep Dinodia jointly with close member of his family upto 13.01.2020
- Magic Mountain Retreat Private Limited - Mr. Mohit Satyanand jointly with close member of his family upto 13.01.2020

Resigned from managing director of the company from January 22, 2020

* Resigned from board of directors of the company from January 14, 2020

** Appointed as managing director of the company from January 22, 2020

@ Appointed in board as director from January 14, 2020

Note : Subsequent to year end, stock options has been granted in the form of ESARs to current Managing Director and CEO.

2. Disclosure of transactions between the Company and related parties during half year ended March 31, 2020 and outstanding balances as on March 31, 2020.

Particulars	(Rs. in lakhs)							
	Entity that exercise significant influence over the Company		Key managerial personnel		Post employment benefit plan		Entity over which key managerial personnel has control	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transactions during the year								
Rent paid								
(i) The Delhi Flour Mills Company Limited	149	149	-	-	-	-	-	-
Managerial remuneration*								
(i) Mr. Mohit Jain	-	-	32	149	-	-	-	-
(ii) Mr. Rohan Jain	-	-	32	156	-	-	-	-
(iii) Mr. Lagan Shastri	-	-	66	-	-	-	-	-
Sitting fees								
(i) Mr. Pradeep Dinodia	-	-	3	3	-	-	-	-
(ii) Mr. S . C. Nanda	-	-	3	4	-	-	-	-
(iii) Mr. Mohit Satyanand	-	-	3	6	-	-	-	-
(iv) Ms. Hiroo Mirchandani	-	-	3	4	-	-	-	-
(v) Mr. Hemant Madhusudan Nerurkar	-	-	4	-	-	-	-	-
(vi) Mr. Anil Chanana	-	-	3	-	-	-	-	-
(vii) Ms. Dipali Sheth	-	-	4	-	-	-	-	-
Professional fees								
(i) S.R. Dinodia & Co, LLP	-	-	-	-	-	-	2	4
(ii) Magic Mountain Retreat Pvt Ltd	-	-	-	-	-	-	1	3
(iii) Mr. S . C. Nanda	-	-	5	-	-	-	-	-
Reimbursement of expenses incurred								
(i) The Delhi Flour Mills Company Limited	176	21	-	-	-	-	-	-
Reimbursement of expenses recovered								
(i) The Delhi Flour Mills Company Limited	58	63	-	-	-	-	-	-
Sale of Assets								
(i) The Delhi Flour Mills Company Limited	305	-	-	-	-	-	-	-
Contribution to Provident fund trust								
(i) The Delhi Flour Mills Company Limited Provident Fund Trust**	-	-	-	-	258	141	-	-
Dividend paid								
(i) The Delhi Flour Mills Company Limited	-	-	-	-	-	-	-	-
Balance outstanding at the end of the year								
Contribution to Provident fund trust								
(i) The Delhi Flour Mills Company Limited Provident Fund Trust	-	-	-	-	-	23	-	-
Commission payable								
(i) Mr. Mohit Jain	-	-	45	132	-	-	-	-
(ii) Mr. Rohan Jain	-	-	55	140	-	-	-	-
Salary payable								
(i) Mr. Lagan Shastri	-	-	24	-	-	-	-	-
Amount recoverable								
(i) Mr. Mohit Jain	-	-	5	-	-	-	-	-
(ii) Mr. Rohan Jain	-	-	2	-	-	-	-	-
Security deposits								
(i) The Delhi Flour Mills Company Limited	19	42	-	-	-	-	-	-

* Includes post employment benefit Rs. 5 lacs (Previous year Rs. 9 lacs) and provision for incremental gratuity and leave encashment for current year has not been considered above since the provision is computed based on the actuarial valuation for the Company as a whole.

**includes liability of INR 227 lakhs (March 31, 2019: INR NIL) incurred by the company being its share of the diminution in the value of investments held by erstwhile Group Provident Fund Trust to which Company was contributing and recognized as actuarial loss in the other comprehensive income.

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. For the year ended March 31, 2020, the Company has not recorded any impairment of receivables relating to amounts owed by related parties .