



**ITC Limited**  
Virginia House  
37 J. L. Nehru Road  
Kolkata 700 071, India  
Tel. : 91 33 2288 9371  
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30<sup>th</sup> October, 2019

The Manager  
Listing Department  
National Stock Exchange of  
India Ltd.  
Exchange Plaza  
Plot No. C-1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai 400 051

The General Manager  
Dept. of Corporate Services  
BSE Ltd.  
P. J. Towers  
Dalal Street  
Mumbai 400 001

The Secretary  
The Calcutta Stock  
Exchange Ltd.  
7, Lyons Range  
Kolkata 700 001

Dear Sirs,

**Related Party Transactions**

We enclose, in terms of Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, statement on related party transactions of the Company for the half year ended 30<sup>th</sup> September, 2019, in the required format.

Yours faithfully,  
ITC Limited

(R. K. Singhi)  
Executive Vice President &  
Company Secretary

Encl. as above.



cc: Securities Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
Mail Stop 3-9  
450 Fifth Street  
Washington DC 20549  
U.S.A.

cc: Societe de la Bourse de Luxembourg  
35A Boulevard Joseph II  
L - 1840 Luxembourg

# Consolidated Half Yearly Disclosure of Related Party Transactions

## Related Party Disclosures

### 1. OTHER RELATED PARTIES WITH WHOM THE COMPANY AND ITS SUBSIDIARIES HAD TRANSACTIONS:

#### i) Associates & Joint Ventures:

##### Associates

- a) Gujarat Hotels Limited
- b) Russell Investments Limited
- c) ATC Limited
- d) International Travel House Limited  
- being associates of the Group
- e) Tobacco Manufacturers (India) Limited, UK  
- of which the Company is an associate

##### Joint Ventures

- a) Maharaja Heritage Resorts Limited
- b) ITC Essentra Limited

#### ii) a) Key Management Personnel (KMP):

Y. C. Deveshwar	Chairman & Non-Executive Director (upto 11.05.2019)
S. Puri *	Chairman & Managing Director
N. Anand	Executive Director
B. Sumant	Executive Director
R. Tandon	Executive Director & Chief Financial Officer
S. Banerjee	Independent Director
H. Bhargava	Non-Executive Director
A. Duggal	Independent Director
S. B. Mathur	Independent Director
A. Nayak	Independent Director (w.e.f. 13.07.2019)
J. Pulinthanam	Non-Executive Director
N. Rao	Independent Director
S. S. H. Rehman	Independent Director (upto 14.09.2019)
A. K. Seth	Independent Director (w.e.f. 13.07.2019)
M. Shankar	Independent Director
D. R. Simpson	Non-Executive Director

\* appointed as Chairman of the Company w.e.f. 13.05.2019

#### Members - Corporate Management Committee

- S. Puri  
N. Anand  
B. Sumant  
R. Tandon  
C. Dar  
S. K. Singh  
S. Sivakumar  
K. S. Suresh (upto 08.06.2019)

#### Company Secretary

R. K. Singhi

#### b) Relatives of Key Management Personnel:

- Mrs. B. Deveshwar (wife of Late Y. C. Deveshwar) (upto 11.05.2019)  
Mrs. R. Tandon (wife of Mr. R. Tandon)  
Mrs. N. Singhi (wife of Mr. R. K. Singhi)

#### iii) Employee Trusts:

- a) IATC Provident Fund
- b) ITC Defined Contribution Pension Fund
- c) ITC Management Staff Gratuity Fund
- d) ITC Employees Gratuity Fund
- e) ITC Gratuity Fund 'C'
- f) ITC Pension Fund
- g) ILTD Seasonal Employees Pension Fund
- h) ITC Platinum Jubilee Pension Fund
- i) ITC Bhadrachalam Paperboards Limited Management Staff Pension Fund
- j) ITC Bhadrachalam Paperboards Limited Gratuity Fund 'A'
- k) ITC Bhadrachalam Paperboards Limited Gratuity Fund 'C'
- l) ITC Hotels Limited Employees Superannuation Scheme
- m) Greenacre Holdings Limited Provident Fund
- n) Greenacre Holdings Limited Gratuity Fund



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Related Party Disclosures (contd.)

2. DISCLOSURE OF TRANSACTIONS BETWEEN THE GROUP AND RELATED PARTIES FOR THE HALF YEAR (HY) ENDED ON 30.09.2019 AND THE STATUS OF OUTSTANDING BALANCES AS AT 30.09.2019

(₹ in Crores)

RELATED PARTY TRANSACTIONS SUMMARY	Associates		Joint Ventures		Key Management Personnel		Relatives of Key Management Personnel		Employee Trusts		Total	
	HY ended September 30, 2019	HY ended September 30, 2018	HY ended September 30, 2019	HY ended September 30, 2018	HY ended September 30, 2019	HY ended September 30, 2018	HY ended September 30, 2019	HY ended September 30, 2018	HY ended September 30, 2019	HY ended September 30, 2018	HY ended September 30, 2019	HY ended September 30, 2018
1. Sale of Goods/ Services	1.47	1.35	39.17	14.12							40.64	15.47
2. Purchase of Goods/ Services	78.35	55.07	115.64	137.19							193.99	192.26
3. Reimbursement received for Share Based Payments	0.44	0.91	0.07	0.26							0.51	1.17
4. Rent Income	0.57	0.54									0.57	0.54
5. Rent Paid	2.11	1.87			0.09	0.11	0.16	0.40			2.36	2.38
6. Remuneration of Managers on Deputation reimbursed	3.20	2.87									3.20	2.87
7. Remuneration of Managers on Deputation recovered	3.10	3.02	0.58	0.63							3.68	3.65
8. Contribution to Employees' Benefit Plans									41.67	37.22	41.67	37.22
9. Dividend Income	1.59	2.27	6.75	2.70							8.34	4.97
10. Dividend Payments	1712.55	1533.85			0.69	1.61	...				1713.24	1535.46
11. Expenses Recovered	0.08	0.09	0.12	0.18	...	...					0.20	0.27
12. Expenses Reimbursed	0.13	0.09	0.01	0.01	0.02	0.03					0.16	0.13
13. Advance given during the year	-	...									-	...
14. Adjustment/Receipt towards Refund of Advances	0.45	-									0.45	-
15. Deposits received during the year	...	-									...	-
16. Adjustment/Receipt towards Refund of Deposits	-	...									-	...
17. Transactions with Key Management Personnel <sup>1</sup>												
17A. - Short term benefits					15.52	23.58					15.52	23.58
17B. - Other remuneration					4.08	3.61					4.08	3.61
17C. - Stock options granted <sup>2</sup>												
18. Outstanding Balances <sup>#</sup>												
i) Receivables	3.41	3.64	5.29	4.94							8.70	8.58
ii) Advances Given	0.04	0.24							16.03	90.25	16.07	90.49
iii) Deposits Given <sup>3</sup>					0.03	0.08	0.03	0.40			0.06	0.48
iv) Deposits Taken	0.62	0.62									0.62	0.62
v) Payables	8.43	10.55	13.25	9.15					5.46		27.14	19.70
19. Impairment of investment in Joint Venture as at the half year end			4.82	4.82							4.82	4.82

<sup>#</sup> The amounts outstanding are unsecured and will be settled in cash

<sup>1</sup> Post employment benefits are actuarially determined on overall basis and hence not separately provided.

<sup>2</sup> The Company has granted Stock Options to the Directors and KMP under its Employee Stock Option Schemes at 'market price' [within the meaning of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014]. Since such Options are not tradeable, no perquisite or benefit is immediately conferred upon the employee by such grant of Options, and accordingly the said grant has not been considered as remuneration. However, the Group has recorded employee benefits expense by way of share based payments to employees, in accordance with Ind AS-102, at ₹ 64.51 Crores for the half year ended 30th September, 2019 [2019 (HY1) - ₹ 155.64 Crores], out of which ₹ 22.90 Crores [2019 (HY1) - ₹ 23.52 Crores] is attributable to Directors and KMP.

<sup>3</sup> Outstanding deposit balances exclude deposits with a KMP and a relative of KMP, which were existing on the date of change in the related party relationship.



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**3. INFORMATION REGARDING SIGNIFICANT TRANSACTIONS / BALANCES**  
(Generally in excess of 10% of the total transaction value of the same type)

(₹ in Crores)

RELATED PARTY TRANSACTIONS SUMMARY		HY ended on September 30, 2019	HY ended on September 30, 2018
1.	<b>Sale of Goods / Services</b>		
	ITC Essentra Limited	39.17	14.12
2.	<b>Purchase of Goods / Services</b>		
	International Travel House Limited	63.62	43.65
	ITC Essentra Limited	115.61	137.11
3.	<b>Reimbursement received for Share Based Payments</b>		
	Maharaja Heritage Resorts Limited	0.02	0.15
	International Travel House Limited	0.29	0.60
	ATC Limited	0.15	0.30
4.	<b>Rent Income</b>		
	International Travel House Limited	0.57	0.54
5.	<b>Rent Paid</b>		
	Gujarat Hotels Limited	2.11	1.87
	Mrs. B. Deveshwar	0.13	0.38
6.	<b>Remuneration of Managers on Deputation reimbursed</b>		
	Gujarat Hotels Limited	3.20	2.87
7.	<b>Remuneration of Managers on Deputation recovered</b>		
	International Travel House Limited	1.44	1.50
	ATC Limited	1.31	1.22
	ITC Essentra Limited	0.42	0.28
8.	<b>Contribution to Employees' Benefit Plans</b>		
	IATC Provident Fund	14.81	13.43
	ITC Defined Contribution Pension Fund	11.67	10.73
	ITC Pension Fund	9.95	9.79
9.	<b>Dividend Income</b>		
	ITC Essentra Limited	6.75	2.70
	Gujarat Hotels Limited	0.61	0.61
	International Travel House Limited	0.98	1.66

RELATED PARTY TRANSACTIONS SUMMARY		HY ended on September 30, 2019	HY ended on September 30, 2018
10.	<b>Dividend Payment</b>		
	Tobacco Manufacturers (India) Limited	1712.55	1533.85
11.	<b>Expenses Recovered</b>		
	Maharaja Heritage Hotels Limited	0.11	0.17
	International Travel House Limited	0.08	0.09
12.	<b>Expenses Reimbursed</b>		
	Gujarat Hotels Limited	0.13	0.09
13.	<b>Advances Given during the year</b>		
	International Travel House Limited	-	...
14.	<b>Adjustment/Receipt towards Refund of Advances</b>		
	International Travel House Limited	0.45	-
15.	<b>Deposits Received during the year</b>		
	International Travel House Limited	...	-
16.	<b>Adjustment/Receipt towards Refund of Deposits</b>		
	International Travel House Limited	-	...
17.	<b>Transactions with Key Management Personnel<sup>#</sup></b>		
17A.	<b>Short term benefits</b>		
	Late Y.C. Deveshwar	1.59	7.22
	Mr. S. Puri	3.34	3.07
	Mr. N. Anand	2.16	1.79
	Mr. R Tandon	1.68	1.66
	Mr. B. Sumant	1.76	1.19
17B.	<b>Other Remuneration</b>		
	Late Y.C. Deveshwar	0.10	0.38
	Mr. S. Banerjee	0.42	0.37
	Mr. A. Duggal	0.41	0.37
	Mrs. M. Shankar	0.43	0.38
	Mr. S. B. Mathur	0.42	0.37
	Mr. S. S. H. Rehman	0.41	0.39
	Mrs. N. Rao	0.39	0.36
	Mr. D.R. Simpson	0.40	0.36
	Mr. J. Pulinthanam	0.41	0.31

RELATED PARTY TRANSACTIONS SUMMARY		HY ended on September 30, 2019	HY ended on September 30, 2018
18.	<b>Outstanding Balances</b>		
i)	<b>Receivables</b>		
	ATC Limited	1.49	1.53
	Maharaja Heritage Resorts Limited	2.86	3.52
	International Travel House Limited	1.92	2.11
	ITC Essentra Limited	2.43	1.43
ii)	<b>Advances Given</b>		
	Employee Trust - Pension Funds	16.03	77.96
	Employee Trust - Gratuity Funds	-	12.30
iii)	<b>Deposits Given</b>		
	Late Y. C. Deveshwar	-	0.05
	Mrs. B. Deveshwar	-	0.38
	Mr. R. Tandon	0.03	0.03
	Mrs. N. Singhi	0.03	0.03
iv)	<b>Deposits Taken</b>		
	International Travel House Limited	0.62	0.62
v)	<b>Payables</b>		
	International Travel House Limited	3.84	7.35
	ITC Essentra Limited	13.25	9.15
	Employee Trust - Gratuity Funds	5.46	-
19.	<b>Impairment of investment in Joint Venture as at the half year end</b>		
	Logix Developers Private Limited	4.82	4.82

# In accordance with Ind AS-102, the Group has recognised employee benefits expense by way of share based payments, of which ₹ 22.90 Crores [2019 (HY1) - ₹ 23.52 Crores] is attributable to key managerial personnel: Late Y. C. Deveshwar ₹ 0.62 Crore [2019 (HY1) - ₹ 0.45 Crore], Mr. S. Puri ₹ 7.12 Crores [2019 (HY1) - ₹ 5.93 Crores], Mr. N. Anand ₹ 4.02 Crores [2019 (HY1) - ₹ 5.31 Crores], Mr. R. Tandon ₹ 3.86 Crores [2019 (HY1) - ₹ 3.93 Crores], Mr. B. Sumant ₹ 1.42 Crores [2019 (HY1) - ₹ 1.48 Crores] and Mr. R. K. Singhi ₹ 0.63 Crore [2019 (HY1) - ₹ 0.55 Crore]



*[Handwritten signature]*