

30<sup>th</sup> May, 2019

1. To,  
The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400023
  
2. To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400051

Dear Sir,

**Sub: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")**

Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed disclosure of Related Party Transactions, on a consolidated basis, for the half year ended March 31, 2019.

The above said disclosure will be made available on the Company's website <http://britannia.co.in/>.

We request you to kindly take the above on record.

Yours faithfully,  
**For Britannia Industries Limited**



**T.V. Thulsidass**  
**Company Secretary**  
**Membership No. A20927**



Encl: as above



**BRITANNIA INDUSTRIES LTD.**

**Consolidated disclosure of related party transactions and balances for the half year ended 31 March 2019.**

**A Relationships**

1. Ultimate Holding Company	The Bombay Burmah Trading Corporation Limited
Holding Company	Associated Biscuits International Limited (ABIL), UK
2. Fellow Subsidiary Companies	Bannatyne Enterprises Pte Limited, Singapore Dowbiggin Enterprises Pte Limited, Singapore Nacupa Enterprises Pte Limited, Singapore Spargo Enterprises Pte Limited, Singapore Valletort Enterprises Pte Limited, Singapore
3. Associates	Klassik Foods Private Limited Nalanda Biscuits Company Limited Sunandaram Foods Private Limited
4. Other related party	Bombay Dyeing & Manufacturing Co. Ltd. Go Airlines(India) Limited
5. Post employment benefit plan entities	Britannia Industries Limited Management Staff Provident Fund Britannia Industries Limited Covenanted Staff Gratuity Fund Britannia Industries Limited Non Covenanted Staff Gratuity Fund Britannia Industries Limited Covenanted Staff Pension Fund Britannia Industries Limited Officers Pension Fund
6. Key Management Personnel (KMP)	
Managing Director	Mr. Varun Berry
Chief Financial Officer	Mr. N. Venkataraman
Company Secretary	Mr. T. V. Thulsidass* Mr. Jairaj Bham^
Non-Executive Directors	Mr. Nusli N Wadia Mr. A K Hirjee Mr. Keki Elavia Mr. Nimesh N Kampani Mr. Avijit Deb Mr. Jeh N Wadia Mr. Keki Dadiseth Dr. Ajai Puri Mr. Ness N Wadia Mrs. Ranjana Kumar Dr. Y.S.P. Thorat Dr. Ajay Shah Mrs. Tanya Arvind Dubash^

\* Mr. Thulsidass was appointed as Company Secretary and Compliance Officer of the Company w.e.f 15 October, 2018.

^ Mr. Jairaj Bham was appointed as Company Secretary and Compliance Officer of the Company on 15 May, 2018 and relinquished office on 12 October 2018.

^ Mrs. Tanya Arvind Dubash was appointed as additional and independent director of the Company on 7 February 2019.





**B. Transactions during the period 1 October 2018 to 31 March 2019**

Rs. in crores

Nature of transaction	Relationship	Oct'18- Mar'19
<b>Travelling expenses</b>		
Go Airlines (India) Limited	Other related party	0.46
<b>Inter-corporate deposits redeemed / repaid</b>		
Go Airlines (India) Limited	Other related party	25.00
<b>Purchase of finished goods / consumables and ingredients</b>		
Nalanda Biscuits Company Limited	Associate	44.23
Sunandaram Foods Private Limited	Associate	39.84
<b>Total</b>		<b>84.07</b>
<b>Contributions during the year (includes Employees' share and contribution)</b>		
Britannia Industries Limited Management Staff Provident Fund		6.62
Britannia Industries Limited Covenanted Staff Gratuity Fund		0.85
Britannia Industries Limited Non Covenanted Staff Gratuity Fund	Post	1.52
Britannia Industries Limited Covenanted Staff Pension Fund	employment benefit plan entities	0.12
Britannia Industries Limited Officers Pension Fund		0.14
<b>Total</b>		<b>9.25</b>
<b>Interest income</b>		
Bombay Dyeing & Manufacturing Co. Ltd.	Other related party	17.59
Go Airlines (India) Limited	Other related party	17.93
Mr. Varun Berry	KMP	0.17
<b>Total</b>		<b>35.69</b>
<b>Recovery of Guest House Expenses</b>		
Bombay Dyeing & Manufacturing Co. Ltd.	Other related party	0.20
The Bombay Burmah Trading Corporation Limited	Ultimate Holding Company	0.01
Go Airlines (India) Limited	Other related party	0.03
<b>Total</b>		<b>0.24</b>
<b>Reimbursement of travelling expenses</b>		
Bombay Dyeing & Manufacturing Co. Ltd.	Other related party	0.70
<b>Total</b>		<b>0.70</b>
<b>Key management personnel compensation</b>		
Short-term employee benefits		5.62
Post-employment defined benefit		0.20
Other long term benefits		0.05
Share based payments		8.15
Sitting fees		0.53
Commission		5.60
Travelling expenses & others		0.09





**Transactions during the period 1 October 2018 to 31 March 2019 (Continued)**

Rs. in crores

Nature of transaction	Relationship	Oct'18- Mar'19
<b>Loan repaid by KMP</b>		
Mr. Varun Berry	KMP	14.96
<b>Share of current year profit / (loss)</b>		
Klassik Foods Private Limited	Associate	(1.05)
Nalanda Biscuits Company Limited	Associate	0.10
Sunandaram Foods Private Limited	Associate	0.07
		<b>(0.88)</b>
<b>Sale of goods / consumables and ingredients</b>		
Nalanda Biscuits Company Limited	Associate	0.94
Sunandaram Foods Private Limited	Associate	1.93
Go Airlines (India) Limited	Other related party	0.13
<b>Total</b>		<b>3.00</b>

**C. Related Party Closing Balances as at 31 March 2019**

Rs. in crores

Particulars	Relationship	As at Mar'19
<b>Outstanding - net receivables / (payables)</b>		
Klassik Foods Private Limited	Associate	0.04
Nalanda Biscuits Company Limited	Associate	(1.54)
Sunandaram Foods Private Limited	Associate	4.17
The Bombay Burmah Trading Corporation Limited	Ultimate Holding Company	0.06
Bombay Dyeing & Manufacturing Co. Ltd.	Other related party	353.08
Go Airlines (India) Limited	Other related party	335.12
<b>Total</b>		<b>690.93</b>
<b>Investments (including goodwill)</b>		
Nalanda Biscuits Company Limited	Associate	0.84
Sunandaram Foods Private Limited	Associate	0.20
<b>Total</b>		<b>1.04</b>

All the related party transactions are at arms length price and in the ordinary course of business.

