



ITC Limited
Virginia House
37 J. L. Nehru Road
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30th 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 30th September, 2019, in the required format.

Yours faithfully,
ITC Limited

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

Encl. as above.

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 ¹												
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 ²												
18. Outstanding Balances [#]												
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 ³					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

[#] The amounts outstanding are unsecured and will be settled in cash

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

² 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.

³ 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.	Sale of Goods / Services		
	ITC Essentra Limited	39.17	14.12
2.	Purchase of Goods / Services		
	International Travel House Limited	63.62	43.65
	ITC Essentra Limited	115.61	137.11
3.	Reimbursement received for Share Based Payments		
	Maharaja Heritage Resorts Limited	0.02	0.15
	International Travel House Limited	0.29	0.60
	ATC Limited	0.15	0.30
4.	Rent Income		
	International Travel House Limited	0.57	0.54
5.	Rent Paid		
	Gujarat Hotels Limited	2.11	1.87
	Mrs. B. Deveshwar	0.13	0.38
6.	Remuneration of Managers on Deputation reimbursed		
	Gujarat Hotels Limited	3.20	2.87
7.	Remuneration of Managers on Deputation recovered		
	International Travel House Limited	1.44	1.50
	ATC Limited	1.31	1.22
	ITC Essentra Limited	0.42	0.28
8.	Contribution to Employees' Benefit Plans		
	IATC Provident Fund	14.81	13.43
	ITC Defined Contribution Pension Fund	11.67	10.73
	ITC Pension Fund	9.95	9.79
9.	Dividend Income		
	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.	Dividend Payment		
	Tobacco Manufacturers (India) Limited	1712.55	1533.85
11.	Expenses Recovered		
	Maharaja Heritage Hotels Limited	0.11	0.17
	International Travel House Limited	0.08	0.09
12.	Expenses Reimbursed		
	Gujarat Hotels Limited	0.13	0.09
13.	Advances Given during the year		
	International Travel House Limited	-	...
14.	Adjustment/Receipt towards Refund of Advances		
	International Travel House Limited	0.45	-
15.	Deposits Received during the year		
	International Travel House Limited	...	-
16.	Adjustment/Receipt towards Refund of Deposits		
	International Travel House Limited	-	...
17.	Transactions with Key Management Personnel[#]		
17A.	Short term benefits		
	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.	Other Remuneration		
	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.	Outstanding Balances		
i)	Receivables		
	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)	Advances Given		
	Employee Trust - Pension Funds	16.03	77.96
	Employee Trust - Gratuity Funds	-	12.30
iii)	Deposits Given		
	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)	Deposits Taken		
	International Travel House Limited	0.62	0.62
v)	Payables		
	International Travel House Limited	3.84	7.35
	ITC Essentra Limited	13.25	9.15
	Employee Trust - Gratuity Funds	5.46	-
19.	Impairment of investment in Joint Venture as at the half year end		
	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]



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