



June 18, 2020

BSE Limited
Scrip Code: **535755**

National Stock Exchange of India Limited
Symbol: **ABFRL**

Sub.: Disclosure of Related Party Transactions for the half-year ended March 31, 2020

Dear Sir/ Madam,

Pursuant to Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith ("Annexure A") the disclosure of Related Party Transactions for the half-year ended March 31, 2020 on a consolidated basis, in the format as specified in the relevant accounting standards.

The above is for your information and record.

Yours faithfully,

For **Aditya Birla Fashion and Retail Limited**

GEETIKA
ANAND
ANAND

Digitally signed
by GEETIKA
ANAND
Date: 2020.06.18
16:22:59 +05'30'

Geetika Anand

Vice President & Company Secretary

Encl.: As above

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office:

Piramal Agastya Corporate Park, Building 'A',
4th and 5th Floor, Unit No. 401, 403, 501, 502,
L.B.S. Road, Kurla, Mumbai - 400 070

CIN: L18101MH2007PLC233901
Tel.: +91 86529 05000
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Annexure A

RELATED PARTY DISCLOSURES FOR ADITYA BIRLA FASHION AND RETAIL LIMITED - ON A CONSOLIDATED BASIS FOR THE HALF YEAR ENDED MARCH 31, 2020

Names of related parties and related party relationship with whom transactions have taken place:

Name of related parties

Other related parties in which directors are interested

Aditya Birla Fashion and Retail Jan Kalyan Trust
Grasim Premium Fabric Private Limited (formerly known as Soktas India Private Limited)
Aditya Birla Online Fashion Private Limited
Aditya Birla Management Corporation Private Limited - with effect from July 01, 2019

Post-employment benefit plans

Aditya Birla Fashion and Retail Limited - Employees Group Superannuation Scheme Trust
Aditya Birla Fashion and Retail Limited - Employees Group Gratuity Fund Trust

Key Management Personnel ("KMP")

Mr. Ashish Dikshit - Managing Director
Mr. Arun Thiagarajan - Independent Director - upto May 10, 2020
Mr. Bharat Patel - Independent Director - upto August 20, 2019
Mr. Sanjeeb Chaudhuri - Independent Director
Ms. Sukanya Kripalu - Independent Director
Mr. Pranab Barua - Non-Executive Director - upto December 31, 2019
Mr. Sushil Agarwal - Non-Executive Director
Mr. Jagdish Bajaj - Chief Financial Officer
Ms. Geetika Anand - Company Secretary
Mr. Himanshu Kapania - Vice Chairman and Non-Executive Director with effect from January 01, 2020
Mr. Sunirmal Talukdar - Independent Director with effect from March 11, 2020

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

	Year ended March 31, 2020		Year ended March 31, 2019	
	KMP	Other related parties	KMP	Other related parties
Purchase of goods	-	32.42	-	0.67
Purchase of property, plant and equipment	-	0.10	-	-
Reimbursement of expenses paid to	-	18.81	-	-
Contribution to trusts	-	11.30	-	2.00
Deposits given	-	7.70	-	-
Post-employment liabilities transferred from	-	-	-	0.57
Services received from KMP*	16.57	-	12.33	-

* Includes director sitting fees

Balances outstanding

	As at March 31, 2020		As at March 31, 2019	
	KMP	Other related parties	KMP	Other related parties
Amounts owed to related parties	-	3.95	-	-
Deposits receivable	-	7.70	-	-

The above amounts are classified as security deposit receivable and trade payables (Refer Notes - 8 and 28 respectively).

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Disclosure as per Regulation 34 (3) and 53 (f) read with Part A of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

Disclosure of transactions with the entity belonging to the promoter/ promoter group holding 10% or more shareholding in the Company*

Transactions during the financial year

	₹ in Crore
	Year ended March 31, 2020
Grasim Industries Limited	
Purchase of goods	4.70
Sale of Services	0.80
Reimbursement of expenses Recovered from	1.84

Balances outstanding

	₹ in Crore
	As at March 31, 2020
Grasim Industries Limited	
Amounts owed to entity	0.57

* With effect from April 01, 2019.

No amounts in respect of the related parties have been written off/ back during the year.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Amount owed to and by related parties are unsecured and interest free and settlement occurs in cash. There have been no guarantees received or provided for any related party receivables or payables. For the year ended March 31, 2020, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2019: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Compensation of Key Managerial Personnel (KMP) of the Company

	₹ in Crore	
	Year ended March 31,	Year ended March 31,
Short-term employee benefits	10.24	8.76
Post-employment benefits	0.46	1.08
Share-based payment	5.87	2.49
Total	16.57	12.33

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key managerial personnel.

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Aditya Birla Fashion and Retail Limited

Notes to the consolidated financial statements for the year ended March 31, 2020

KMPs interests in the Employee Stock Options and RSUs

Scheme	Grant date	Expiry date	Exercise price	As at March 31, 2020 Number outstanding	As at March 31, 2019 Number outstanding
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017					
Options - Tranche 1	September 08, 2017	September 07, 2026	178.30	4,68,202	4,68,202
Options - Tranche 4	April 18, 2018	April 17, 2027	150.80	90,039	90,039
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019					
Options - Tranche 1	December 02, 2019	December 01, 2028	225.25	5,29,092	-
Total				10,87,333	5,58,241
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017					
RSUs - Tranche 1	September 08, 2017	September 07, 2025	10.00	97,118	97,118
RSUs - Tranche 4	April 18, 2018	April 17, 2026	10.00	30,349	30,349
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019					
RSUs - Tranche 1	December 02, 2019	December 01, 2027	10.00	1,48,744	-
Total				2,76,211	1,27,467

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