RUPA & COMPANY LIMITED

**Date**: 10/12/2020

To,

| | |
|---|---|
| The Listing Department<br>National Stock Exchange of India Ltd<br>Exchange Plaza, Plot no. C/1, G Block,<br>Bandra-Kurla Complex<br>Bandra (E), Mumbai - 400 051<br><br>**NSE Symbol: RUPA** | The Department of Corporate Services<br>BSE Ltd<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400 001<br><br>**Scrip Code: 533552** |

**Sub: Disclosure of Related Party Transactions under regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015**

Respected Sir/ Madam,

In terms of Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015, please find enclosed herewith Statement of Related Party Transactions on Consolidated basis, in the format specified in the relevant accounting standards for the half year ended September 30, 2020.

This is for your information and record

Please take the same on record.

Thanking you.

Yours faithfully,
**For Rupa & Company Limited**

Kundan Kumar Jha
***Company Secretary & Compliance Officer***
***ACS 17612***

Metro Tower,1, Ho Chi Minh Sarani, Kolkata 700 071,INDIA
Phone: +91 33 4057 3100, Fax: +91 33 2288 1362
Email: connect@rupa.co.in, www.rupa.co.in
An ISO 9001:2008 Certified Company
CIN No.: L17299WB1985PLC038517

**Rupa & Company Limited**
**CIN: L17299WB1985PLC038517**

**Disclosure on Related Party Transactions on Consolidated basis as at and for the half-year ended September 30, 2020**

## Related parties with whom transactions have taken place during the half-year ended September 30, 2020

| | | |
|---|---|---|
| **Related Parties which exercises significant influence over the Company (Forming Part of Promotor Group)** | : | Ullas Sales Promotion LLP (Previously known as Ullas Sales Promotion Ltd) |

## Related parties with whom transactions have taken place during the half-year ended September 30, 2020

**Key Management Personnel**

| | | |
|---|---|---|
| Mr. Prahlad Rai Agarwala | : | Chairman |
| Mr. Ghanshyam Prasad Agarwala | : | Vice-chairman |
| Mr. Kunj Bihari Agarwal | : | Managing Director |
| Mr. Ramesh Agarwal | : | Whole-time Director-cum-Chief Financial Officer |
| Mr. Mukesh Agarwal | : | Whole-time Director |
| Mr. Niraj Kabra | : | Executive Director |
| Mr. Dinesh Kumar Lodha | : | Chief Executive officer |
| Mr. Kundan Kumar Jha | : | Company Secretary |
| Mr. Dipak Kumar Banerjee | : | Independent Director |
| Mr. Dharam Chand Jain | : | Independent Director |
| Mr. Ashok Bhandari | : | Independent Director |
| Mr. Sushil Patwari | : | Independent Director |
| Mrs. Alka Devi Bangur | : | Independent Director |
| Mr. Vinod Kumar Kothari | : | Independent Director |

**Relatives of Key Management Personnel**

| | | |
|---|---|---|
| Mr. Suresh Agarwal | : | Son of Mr. Prahlad Rai Agarwala |
| Mr. Manish Agarwal | : | Son of Mr. Ghanshyam Prasad Agarwala |
| Mr. Ravi Agarwal | : | Son of Mr. Kunj Bihari Agarwal |
| Mr. Vikash Agarwal | : | Son of Mr. Kunj Bihari Agarwal |
| Mr. Rajnish Agarwal | : | Son of Mr. Ghanshyam Prasad Agarwala |
| Mr. Siddhant Agarwal | : | Grand-Son of Mr. Prahlad Rai Agarwala |
| Mrs. Rekha Patodia | : | Daughter of Mr. Prahlad Rai Agarwala |
| Mrs. Shanti Devi Agarwal | : | Wife of Mr. Prahlad Rai Agarwala |
| Mrs. Pushpa Devi Agarwal | : | Wife of Mr. Ghanshyam Prasad Agarwala |
| Mrs. Lalita Devi Agarwal | : | Wife of Mr. Kunj Bihari Agarwal |
| Mrs. Seema Agarwal | : | Wife of Mr. Ramesh Agarwal |
| Mrs. Seema Agarwal | : | Wife of Mr. Mukesh Agarwal |
| Mrs. Shalini Agarwal | : | Wife of Mr. Vikash Agarwal |
| Mrs. Sudha Agarwal | : | Wife of Mr. Suresh Agarwal |
| Mrs. Sarita Patwari | : | Daughter of Mr. Ghanshyam Prasad Agarwala |

**Enterprises owned or significantly influenced by key management personnel or their relatives**

Salasar Projects and Estates Pvt. Ltd.
Sidhant Flats & Apartments Pvt Ltd.
Salasar Infrastructure Ltd.
Sobhasaria Properties Pvt Ltd
Lambodar Hosiery Pvt Ltd.
Arrow-link Stitchers Pvt Ltd
Rupa Spinners Ltd.
Salasar Developers & Garments Pvt Ltd.
Bajrangbali Projects Ltd.

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Bajrangbali Hosiery Pvt Ltd.
Sidhant Textiles Pvt Ltd
Ganesh Enclave Ltd.
Gajkarna Projects Private Limited
Ravi Global Pvt Ltd.
Kadambari Impex & Agency Pvt Ltd.
Prahlad Rai Suresh Kumar - HUF
Suresh Kumar Agarwal - HUF
Mukesh Kumar Agarwal - HUF
Ghanshyam Prasad Manish Kumar - HUF
K B & Sons - HUF
Ravi Agarwal - HUF
Binod Hosiery
Ullas Sales Promotion LLP [formerly known as Ullas Sales Promotion Pvt Ltd]
Siddhant Credit Capital Ltd.
Yashoda Hosiery Pvt Ltd
Rupa Dyeing & Printing Pvt Ltd
Rupa Foundation
Tushar Knitting LLP

**Private companies in which directors or relatives are director or members**
Salasar Processors Pvt. Ltd.
Bajarangbali Textiles Pvt. Ltd.
Metro Towers Office Owners Association

## Disclosure of Related Party Transactions for the half-year ended September 30, 2020

**Rupees in Lakhs**

| Particulars | Party | Nature of relationship | Half-year ended September 30, 2020 |
|---|---|---|---|
| Rent | Mr. Prahlad Rai Agarwala | Key Management Personnel | 1.69 |
| | Mr. Ghanshyam Prasad Agarwala | | 0.68 |
| | Mr. Kunj Bihari Agarwal | | 0.29 |
| | Mr. Mukesh Agarwal | | 0.65 |
| | Mrs. Pushpa Devi Agarwal | Relatives of Key Management Personnel | 0.11 |
| | Salasar Infrastructure Ltd. | Enterprises owned or significantly influenced by Key Management Personnel or their relatives | 0.65 |
| | Rupa Spinners Ltd. | | 0.65 |
| | Salasar Developers & Garments Pvt Ltd. | | 0.65 |
| | Bajrangbali Projects Ltd. | | 0.65 |
| | Sidhant Textiles Pvt Ltd. | | 0.69 |
| | Bajrangbali Hosiery Pvt Ltd | | 0.87 |
| | Ganesh Enclave Ltd. | | 0.65 |
| | Ravi Global Pvt Ltd. | | 0.69 |
| | Kadambari Impex & Agency Pvt Ltd. | | 0.69 |
| | Sobhasaria Properties Pvt Ltd | | 0.86 |
| | Salasar Projects and Estates Pvt Ltd | | 0.25 |
| | Sidhant Flats & Apartments Pvt Ltd | | 0.25 |
| | M/s. Binod Hosiery | | 0.07 |
| Payment of Lease Liabilities | Sobhasaria Properties Pvt Ltd | | 14.40 |
| Salary & Perquisites | Mr. Prahlad Rai Agarwala | Key Management Personnel | 54.00 |
| | Mr. Ghanshyam Prasad Agarwala | | 51.00 |
| | Mr. Kunj Bihari Agarwal | | 51.00 |

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| | | | |
|---|---|---|---|
| | Mr. Ramesh Agarwal | | 36.00 |
| | Mr. Mukesh Agarwal | | 36.00 |
| | Mr. Dinesh Kumar Lodha | | 97.21 |
| | Mr. Niraj Kabra | | 8.00 |
| | Mr. Kundan Kumar Jha | | 11.82 |
| | Mr. Manish Agarwal | Relatives of Key Management Personnel | 36.00 |
| | Mr. Ravi Agarwal | | 36.00 |
| | Mr. Vikash Agarwal | | 36.00 |
| | Mr. Rajnish Agarwal | | 36.00 |
| | Mr. Suresh Agarwal | | 24.00 |
| | Mr. Siddhant Agarwal | | 21.00 |
| | Mrs. Rekha Patodia | | 8.22 |
| Sitting Fees | Mr. Dipak Kumar Banerjee | Independent Director | 3.50 |
| | Mr. Dharam Chand Jain | | 1.80 |
| | Mr. Ashok Bhandari | | 3.00 |
| | Mr. Sushil Patwari | | 3.25 |
| | Mrs. Alka Devi Bangur | | 1.80 |
| | Mr. Vinod Kumar Kothari | | 3.25 |
| Advertisement Expense | Gajkarna Projects Private Limited | Enterprises owned or significantly influenced by Key Management Personnel or their relatives | 4.16 |
| Rental Income | Bajarangbali Textiles Pvt. Ltd. | | 3.00 |
| | Tushar Kntting LLP | | 1.80 |
| Sub-contracting Expenses | Rupa Dyeing & Printing Pvt Ltd | | 344.04 |
| | Tushar Knittings LLP | | 18.45 |
| | Arrow Link Stitchers Pvt Ltd. | | 2550.38 |
| | Salasar Processors Pvt. Ltd. | | 396.22 |
| | Yashoda Hosiery Pvt. Ltd. | | 64.59 |
| | Lambodar Hosiery Pvt Ltd. | | 35.31 |
| | Bajarangbali Textiles Pvt. Ltd. | | 14.21 |
| CSR Expenditure | Rupa Foundation | | 4.00 |
| Miscellaneous Expenses | Metro Towers Office Owners Association | Private companies in which directors or relatives are director or members | 18.85 |
| Dividend Paid | Mr. Prahlad Rai Agarwala | Key Management Personnel | 86.67 |
| | Mr. Ghanshyam Prasad Agarwala | | 39.51 |
| | Mr. Kunj Bihari Agarwal | | 38.34 |
| | Mr. Ramesh Agarwal | | 31.78 |
| | Mr. Mukesh Agarwal | | 21.89 |
| | Mr. Vikash Agarwal | Relatives of Key Management Personnel | 52.66 |
| | Mr. Ravi Agarwal | | 52.28 |
| | Mr. Rajnish Agarwal | | 37.30 |
| | Mr. Manish Agarwal | | 36.98 |
| | Mr. Suresh Agarwal | | 32.00 |
| | Others | | 76.96 |
| | Ullas Sales Promotion LLP (formerly known as Ullas Sales Promotion Limited) | Enterprises owned or significantly influenced by key management personnel or their relatives | 648.93 |
| | Binod Hosiery | | 502.91 |
| | Sidhant Credit Capital Ltd. | | 50.76 |
| | Others | | 39.31 |

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## Balance as at 30.09.2020

(Rupees in Lakhs)

| Particulars | Party | Nature of relationship | September 30, 2020 |
|---|---|---|---|
| Trade Payables and Other Liabilities (payable to employees) | Mr. Prahlad Rai Agarwala | Key Management Personnel | 263.09 |
| | Mr. Ghanshyam Prasad Agarwala | | 46.14 |
| | Mr. Kunj Bihari Agarwal | | 39.13 |
| | Mr. Ramesh Agarwal | | 92.26 |
| | Mr. Mukesh Agarwal | | 39.85 |
| | Mr. Dinesh Kumar Lodha | | 16.80 |
| | Mr. Niraj Kabra | | 1.25 |
| | Mr. Kundan Kumar Jha | | 1.81 |
| | Mr. Manish Agarwal | Relatives of Key Management Personnel | 36.30 |
| | Mr. Rajnish Agarwal | | 31.21 |
| | Mr. Ravi Agarwal | | 27.27 |
| | Mr. Vikash Agarwal | | 42.40 |
| | Mr. Suresh Agarwal | | 47.49 |
| | Mr. Siddhant Agarwal | | 58.38 |
| | Mrs. Rekha Patodia | | 0.25 |
| | Mrs. Pushpa Devi Agarwal | | 0.72 |
| Trade Payables | Rupa Dyeing & Printing Pvt Ltd | Enterprises owned or significantly influenced by Key Management Personnel or their relatives | 180.31 |
| | Salasar Infrastructure Ltd. | | 0.65 |
| | Salasar Projects and Estates Pvt. Ltd. | | 0.25 |
| | Sidhant Flats & Apartments Pvt Ltd. | | 0.25 |
| | Sidhant Textiles Pvt Ltd. | | 0.68 |
| | Ganesh Enclave Ltd. | | 0.65 |
| | Ravi Global Pvt Ltd. | | 0.68 |
| | Rupa Spinners Ltd. | | 0.32 |
| | Salasar Processors Pvt. Ltd | | 65.55 |
| | Bajrangbali Projects Ltd. | | 0.65 |
| | Bajrangbali Hosiery Pvt Ltd. | | 0.44 |
| | Kadambari Impex & Agency Pvt Ltd. | | 0.68 |
| | Lambodar Hosiery Pvt Ltd. | | 7.92 |
| | Sobhasaria Properties Pvt Ltd | | 0.24 |
| | M/s Binod Hosiery | | 0.48 |
| | Arrow Link Stitchers Pvt Ltd. | | 99.80 |
| | Bajarangbali Textiles Pvt. Ltd. | Private companies in which directors or relatives are director or members | 14.68 |
| | Tushar Knitting LLP | | 22.86 |
| Advance against supply of goods & services | Yashoda Hosiery Pvt. Ltd. | | 5.00 |
| | Metro Towers Office Owners Association | | 2.40 |
| Financial Assets – Security Deposit | Salasar Projects and Estates Pvt. Ltd. | Enterprises owned or significantly influenced by Key Management Personnel or their relatives | 26.00 |
| | Sidhant Flats & Apartments Pvt Ltd. | | 26.40 |
| | Bajrangbali Projects Ltd. | | 3.00 |
| | Ganesh Enclave Ltd. | | 3.00 |
| | Rupa Spinners Ltd. | | 3.00 |
| | Salasar Infrastructure Ltd. | | 3.00 |
| | Salasar Developers & Garments Pvt Ltd. | | 3.00 |
| Guarantee Given | Oban Fashions Pvt Ltd | Subsidiary Company | 3550.00 |

***Note: The remuneration to the Key Management Personnel and relatives of the Key Management Personnel does not include provision made for Gratuity as it is determined on an actuarial basis for the Company as a whole.***

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