

JFL/NSE-BSE/2019-20/83

November 6, 2019

**BSE Limited**  
P.J Towers,  
Dalal Street, Mumbai-400001  
**Scrip code: 533155**

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051  
**Symbol: JUBLFOOD**

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

Dear Sir/Madam,

Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed herewith disclosure of related party transactions on a consolidated basis for the half year ended September 30, 2019.

This is for your information and records.

Thanking you,

For **Jubilant FoodWorks Limited**

**Mona Aggarwal**  
**Company Secretary cum Compliance Officer**

Investor E-mail id: [investor@jublfood.com](mailto:investor@jublfood.com)

Encl: A/a

**A Jubilant Bhartia Company**

**Jubilant FoodWorks Limited**

Corporate Office:  
5th Floor, Tower-D, Plot No. 5,  
Logix Techno Park, Sector-127,  
Noida - 201 304, U.P, India  
Tel : +91 120 4090500  
Fax: +91 120 4090599

Registered Office:  
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Noida - 201 301, U.P, India  
Tel : +91 120 4090500  
Fax: +91 120 4090599  
CIN No.: L74899UP1995PLC043677  
Email: [contact@jublfood.com](mailto:contact@jublfood.com)

## JUBILANT FOODWORKS LIMITED

### Disclosure of Related Party Transactions for the half year ended September 30, 2019

(i) The related parties as per the terms of Ind AS-24, "Related Party Disclosures", ( specified under section 133 of the Companies Act, 2013) are disclosed below:

(A) Names of related parties and description of relationship :		
<b>(i) Enterprises in which directors are interested (A)</b> Jubilant Consumer Pvt. Ltd. Jubilant Life Sciences Limited The Hindustan Times Ltd. Priority Vendor Technologies Pvt. Ltd. Jubilant Bhartia Foundation HT Media Limited	<b>(iii) Key Management Personnel (C)</b> Mr. Pratik R. Pota, CEO and Wholetime Director Mr. Prakash C Bisht, CFO Ms Mona Aggarwal, Company Secretary	<b>(iv) Non-Executive Directors (D)</b> Mr. Shyam S. Bhartia Mr. Hari S. Bhartia MS. Deepa Misra Harris (w.e.f. June 21, 2019) Ms. Aashti Bhartia Mr. Vikram Singh Mehta Mr. Berjis Desai Mr. Shamit Bhartia Mr. Abhay Havaladar Mr. Ashwani Windlass
<b>(ii) Post employment benefit plan for the benefitted employees (B)</b> Jubilant FoodWorks Employee's Provident Fund Trust Jubilant FoodWorks Employee's Gratuity Trust		

(ii) Transactions with Related parties during the half year ended September 30, 2019 (INR. in Lakhs)

Particulars	Enterprise over which any person described in (D) above or their relative is able to exercise significant influence and Post employee benefit plan for the benefitted employees (A) & (B)	Key Management Personnel & Non-Executive Directors (C) & (D)
<b>Sale of goods to</b>		
- Jubilant Consumer Pvt. Ltd.	5.2 <sup>1</sup>	-
<b>Purchase of goods from</b>		
- Jubilant Consumer Pvt. Ltd.	1,747.9	-
- HT Media Ltd. (Advertisement and Publicity expenses)	20.7	-
<b>Charges for services paid to</b>		
- Jubilant Life Sciences Limited (AMC charges/ Rent)	21.9 <sup>1</sup>	-
- Jubilant Bhartia Foundation (CSR expense)	10.0 <sup>1</sup>	-
- The Hindustan Times Ltd. (Rent/ Power/ Miscellaneous charges)	10.9 <sup>1</sup>	-
- Priority Vendor Technologies Pvt Ltd (Fee for bill discounting)	6.8	-
<b>Director's Sitting Fees/Commission (exclusive of GST)<sup>#1</sup></b>		
- Mr. Shyam S. Bhartia	-	-
- Mr. Hari S. Bhartia	-	8.40
- Ms. Deepa Misra Harris	-	3.79
- Mr. Vikram Singh Mehta	-	8.30
- Ms. Aashti Bhartia	-	7.20
- Mr. Berjis Desai	-	7.65
- Mr. Abhay Havaladar	-	8.00
- Mr. Ashwani Windlass	-	8.40
- Mr. Shamit Bhartia	-	7.65
<b>Remuneration to Key Management Personnel</b>		
(a) Short-term employee benefits <sup>#2</sup>		
- Mr. Pratik R. Pota	-	298.49
- Mr. Prakash C. Bisht	-	129.03
- Ms. Mona Aggarwal	-	33.50
(b) Post-employment gratuity <sup>#3</sup>	-	-
<b>Post-Employment benefit plan</b>		
- Jubilant FoodWorks Employee's Provident Fund Trust <sup>#4</sup>	883.03	-
- Jubilant FoodWorks Employee's Gratuity Trust <sup>#5</sup>	-	-

<sup>#1</sup> Includes provision for commission payable to Directors for FY 2019-20 subject to necessary approvals

<sup>#2</sup> Excludes ESOP perquisite value of INR 9.81 lakhs for 1,600 equity shares (including Bonus shares) received by KMPs on exercise of 800 stock options under JFL Employees Stock Option Scheme, 2011 ("ESOP Scheme 2011") of the Company.

<sup>#3</sup> Provision for incremental gratuity liability and leave encashment for the current year in respect of key management personnels has not been considered above, since the provision is based on a actuarial basis for the Company as a whole

<sup>#4</sup> Provision of INR 1,390 lakhs created against investments made by Jubilant FoodWorks Employee's Provident Fund Trust, in the corporate bonds of DHFL, Reliance Capital & IL&FS and fully provided for on account of prevailing uncertainties.

<sup>#5</sup> Excludes INR 392.24 lakhs as provision for gratuity provided on the basis of actuarial valuation, which will be paid in future.

## JUBILANT FOODWORKS LIMITED

### Disclosure of Related Party Transactions for the half year ended September 30, 2019 Contd.

(INR. in Lakhs)

(ii) Balance at half year end September 30, 2019 :			
<b>Payables#</b>			
- Mr. Hari S. Bhartia	-		1.13
- Ms. Deepa Misra Harris	-		0.45
- Mr. Vikram Singh Mehta	-		0.68
- Ms. Aashti Bhartia	-		0.45
- Mr. Berjis Desai	-		0.68
- Mr. Abhay Havaladar	-		0.68
- Mr. Ashwani Windlass	-		0.90
- Mr. Shamit Bhartia	-		0.45
- HT Media Limited	9.9		-
- Jubilant Life Sciences Limited	19.5		-
- Jubilant Consumer Pvt. Ltd.	75.2		-
- Priority Vendor Technologies Pvt. Ltd.	3.6		-
- Jubilant Bhartia Foundation	-		-
<b>Receivables</b>			
- The Hindustan Times Ltd.	2.5		-

# excludes provision for commission payable to Directors for FY 2019-20 as the same is subject to necessary approvals

#### General Notes:

1 Balances and transactions between the parent and its subsidiaries, which are related parties of the parent company, have been eliminated on consolidation and are not disclosed

2 As per section 203 of the Companies Act, 2013, definition of Key Managerial Personnel includes Chief Financial Officer (CFO) and Company Secretary

3 The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the half year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the half year ended September 30, 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. 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.

4 No amount has been provided as doubtful debts or advances / written off or written back in the year in respect of debts due from/ to above related parties

5 During the half year ended September 30, 2019, Nil options were granted to Key Management Personnels under ESOP Scheme 2011 and ESOP Scheme 2016 respectively

6 The status of stock options pending vesting/exercise, granted to Key Management Personnels are as below:-

Name of Key Management Personnel	Mr. Pratik R Pota				Mr. Prakash C Bisht		Ms. Mona Aggarwal	
	ESOP Scheme 2011		ESOP Scheme 2016		ESOP Scheme 2016		ESOP Scheme 2011	
Exercise Price	2,454	1,277	1,009	10	14	1,326	1,260	1,405
Share Options outstanding as at September 30, 2019*	4,601	14,543	32,370	21,145	2,517	1,500	1,400	3,350

\*Additionally, the KMPs are entitled to Bonus Shares in ratio of 1:1 upon exercise of 43,221 stock options under ESOP 2011 and 17,244 stock options under ESOP 2016 mentioned above