

File No: 1010/1

July 12, 2020

**Bombay Stock Exchange Limited**  
New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street,  
Fort Mumbai-400001  
Scrip Code: 542216

**National Stock Exchange of India Limited**  
“Exchange Plaza”, Plot No. C-1, Block G  
Bandra – Kurla Complex, Bandra(East),  
Mumbai – 400 051  
Symbol: DALBHARAT

**Re. Compliance under Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir(s),

In terms of Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a disclosure of Related Party Transactions on a consolidated basis, in the format specified in the accounting standards for the half year ended March 31, 2020.

The above is for your information and record.

Thanking you,  
Yours faithfully,

**For Dalmia Bharat Limited**  
(formerly known as Odisha Cement Limited)



**Dr. Sanjeev Gemawat**  
Executive Director-Legal &  
Group Company Secretary  
FCS-3669

**Disclosure of Related Party Transactions under Regulation 23(9) of SEBI (LODR) Regulations, 2015 for half year ended March 31, 2020 on consolidated basis as per Ind AS 24:**

Name of related parties:

**(i) Joint ventures**

- 1 Khappa Coal Company Private Limited,
- 2 Radhikapur (West) Coal Mining Private Limited.

**(ii) Key management personnel of the company**

- 1 Shri Gautam Dalmia - Managing Director,
- 2 Shri Puneet Yadu Dalmia - Managing Director,
- 3 Shri Jayesh Doshi - Whole time Director & CFO,
- 4 Dr. Sanjeev Gemawat – Executive Director (Legal) and Company Secretary.

**(iii) Directors**

- 1 Shri Jai Hari Dalmia - Non- Executive Director,
- 2 Shri Yadu Hari Dalmia - Non- Executive Director,
- 3 Shri D.N. Davar - Non- Executive Director (upto August 30, 2019),
- 4 Shri Niddodi Subrao Rajan - Non- Executive Director (w.e.f. August 30, 2019),
- 5 Shri P.K. Khaitan - Independent Director,
- 6 Shri N. Gopalaswamy - Independent Director (upto September 25, 2019)
- 7 Shri V.S. Jain - Independent Director,
- 8 Smt. Sudha Pillai- Independent Director.

**Related parties with whom transactions have taken place during the year:**

**(iv) Relatives of key management personnel**

- 1 Smt. Bela Dalmia,
- 2 Smt. Kavita Dalmia,
- 3 Smt. Anupama Dalmia,
- 4 Ku. Sukeshi Dalmia,
- 5 Ku. Vaidehi Dalmia,
- 6 Ku. Sumana Dalmia,
- 7 Smt. Chandana Jayesh Doshi.

**(v) Enterprises controlled/ jointly controlled by the key management personnel of the company**

- 1 Alirox Abrasives Limited,
- 2 Antordaya Commercial and Holdings Private Limited,
- 3 Arjuna Brokers & Minerals Limited,
- 4 Keshav Power Limited,
- 5 Dalmia Bharat Foundation,
- 6 Dalmia Bharat Sugar and Industries Limited,
- 7 Dalmia Refractories Limited,
- 8 Kanika Investment Limited,
- 9 Shree Nirman Limited,
- 10 Shri Chamundeswari Minerals Limited,
- 11 Rama Investment Company Private Limited,
- 12 Sita Investment Company Limited,
- 13 Himgiri Commercial Limited,
- 14 Himshikhar Investment Limited,
- 15 Valley Agro Industries Limited,
- 16 MAJ Textiles Private Limited,
- 17 Khaitan & Co. LLP,
- 18 Khaitan & Co.,
- 19 Khaitan & Co. AOR.

**(vi) Other related parties**

- 1 Shri Jai Hari Dalmia C/o J. H. Dalmia (HUF),
- 2 Shri Yadu Hari Dalmia C/o Y. H. Dalmia (HUF),
- 3 Shri Gautam Dalmia C/o Gautam Dalmia (HUF),
- 4 Kavita Dalmia Parivar Trust,
- 5 Shri Brahma Creation Trust,
- 6 J.H. Dalmia Trust,
- 7 Ku. Shrutipriya Dalmia C/o Shrutipriya Dalmia Trust.

(a) The following transactions were carried out with the related parties in the ordinary course of business :

(Rs. Crore)

Nature of the transaction	Relationship	Year ended March 31, 2020
Purchase of goods and services	Enterprises controlled/ jointly controlled by KMP	57
Reimbursement of expense receivable	Enterprises controlled/ jointly controlled by KMP	0
Reimbursement of expense payable	Directors	0
Sale of goods and services	Enterprises controlled/ jointly controlled by KMP	37
CSR expenses	Enterprises controlled/ jointly controlled by KMP	6
Rent received	Enterprises controlled/ jointly controlled by KMP	0
Dividend paid	Key Management Personnel	0
Dividend paid	Directors	0
Dividend paid	Relatives of KMP	0
Dividend paid	Enterprises controlled/ jointly controlled by KMP	40
Dividend paid	Other related parties	2
Dividend received	Enterprises controlled/ jointly controlled by KMP	5
Interest paid	Joint venture	0
Managerial remuneration */ **	Key Management Personnel	41
Remuneration *	Directors	17
Sitting fees	Key Management Personnel	0
Sitting fees	Directors	1
Directors commission	Directors	1
Professional fees	Enterprises controlled/ jointly controlled by KMP	4
Professional fees	Directors	2

\* Does not include provision made for gratuity and leave benefits as they are determined on an actuarial basis for the Group as a whole.

\*\* includes share-based payment.

(b) Outstanding balances :

(Rs. Crore)

Particulars	Relationship	As at March 31, 2020
Borrowings	Joint venture	5
Interest payable on borrowings	Joint venture	1
Trade payables	Enterprises controlled/ jointly controlled by KMP	7
Trade receivables	Enterprises controlled/ jointly controlled by KMP	10
Directors' commission payable	Directors	0
Directors' sitting fee payable	Directors	0
Remuneration payable	Key Management Personnel	2
Remuneration payable	Directors	1

**Notes:**

- All the values are rounded off to the nearest Crores, except wherever otherwise indicated. Wherever the amount represented Rs. '0' (Zero) construes value less than Rupees fifty lakhs.
- The transactions with related parties have been made on terms equivalent to those that prevail in arm length transactions.