



KothariTM
Group
Imagine Inspire Deliver



GILLANDERS ARBUTHNOT & CO. LTD.

24th July, 2020

The National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
MUMBAI – 400 051.

BSE Limited,
Floor 25, P J Towers,
Dalal Street,
MUMBAI – 400 001.

Dear Sirs,

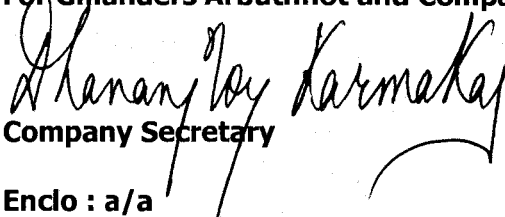
Sub: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 23(9) of the Listing Regulations, please find enclosed herewith the disclosure of related party transactions on a consolidated basis and balances for the half year ended March 31, 2020.

This is for your information and record.

Thanking you,

Yours faithfully,
For Gillanders Arbuthnot and Company Limited


Company Secretary

Enco : a/a

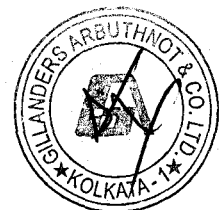
1) - As defined in Indian Accounting Standard-24, the Company has a related party relationship in the nature of control over its subsidiaries namely:

Name of the Entity	Place of Incorporation	Ownership Interest held by the Company	
		31st March 2020	31st March 2019
i) Direct Subsidiaries: Gillanders Holdings (Mauritius) Limited, (GHML), (Wholly Owned Subsidiary (WOS) of GACL)	Mauritius	100.00%	100.00%
ii) Indirect Subsidiaries: Naming'omba Tea Estates Limited, (NTEL), (Wholly Owned Subsidiary (WOS) of GHML)	Malawi	100.00%	100.00%

2) - Other related parties with whom transactions have taken place during the year and in previous year are:

Nature	Name	Designation
(a) (i) Key Management Personnel	Mr. Arun Kumar Kothari	Non-Executive Promoter Chairman
	Mrs. Prabhawati Devi Kothari	Non-Executive Promoter Director
	Mr. Mahesh Sodhani	Managing Director (MD)
	Mr. Manoj Sodhani	Executive Director and Chief Executive Officer (CEO)
	Dr. Hari Prasad Kanoria	Independent Director (Ceased to be Director w.e.f 9th August' 2019)
	Mr. Harishchandra Maneklal Parekh	Independent Director (Ceased to be Director w.e.f 9th August' 2019)
	Mr Naresh Pachisia	Independent Director
	Mr. Arvind Baheti	Independent Director
	Mr. Kothaneth Ashok	Independent Director (w.e.f. 28.05.19)
	Mr. Charudatta Raghvendra Prayag	Independent Director (w.e.f. 28.05.19)
	(a) (ii) Relatives of Key Management Personnel	Mr. Om Prakash Sodhani
Mrs. Raj Kumari Sodhani		Mother of Manoj Sodhani and Mahesh Sodhani
Mrs. Nitu Sodhani		Wife of Mahesh Sodhani
Mrs. Sangita Sodhani		Wife of Manoj Sodhani
Mrs. Geeta Jain		Wife of Pravin Kumar Jain
Ms. Navya Sodhani		Daughter of Mahesh Sodhani
Ms. Shakshi Sodhani		Daughter of Manoj Sodhani
Ms Anusha Jain		Daughter of Pravin Kumar Jain
	Mrs. Sabita Malani	Sister of Manoj Sodhani and Mahesh Sodhani
	Name of the Company	
(b) Companies having significant influence over the Company	i) Kothari Investment & Industries Private Limited (KIPL)	
	ii) Kothari Phytochemicals & Industries Limited (KPII)	
	Name of the Company	
(c) (i) Companies / Trust / Firm in which Directors/ Key Managerial Personnel and their relatives have significant influence	i) Albert David Limited (ADL)	
	ii) Bharat Fritz Werner Limited (BFW)	
	iii) Commercial House Private Limited (CHPL) *	
	iv) G. Das & Co. Pvt. Limited	
	v) Kothari & Co Private Limited (KCPL) *	
	vi) Kothari & Company (KCO)	
	vii) Kothari Capital & Securities Private Limited (KCSPL) *	
	viii) Kothari Medical Centre	
	ix) M. D. Kothari & Company Limited	
	x) SKP Securities Limited (SKPSL)	
	xi) Vishnuhari Investment & Properties Limited (VIPL) *	
(c) (ii) Employee Benefit Plan	i) Kothari Provident Fund	

* National Company Law Tribunal (NCLT) vide order dated 04.11.2019 had approved the Scheme of Arrangement by virtue of which Bhaktwatsal Investments Limited, Commercial House Private Limited, Vishnuhari Investments & Properties Limited, Kothari Hitech Consultants Private Limited, Kothari & Co. Private Limited and Kothari Capital & Securities Private Limited have been amalgamated with Kothari Investment & Industries Private Limited.



3) - Transactions during the Year and Balance Outstanding:-

(Rs. in Lakhs)

Particulars	2019-2020				2018-2019			
	Direct Subsidiaries	Directors / KMP and their Relatives	Companies having significant influence over the Company	Companies / Trust / Firm in which Directors/ Key Managerial Personnel and their relatives have significant influence and Employee Benefit Plan	Direct Subsidiaries	Directors / KMP and their Relatives	Companies having significant influence over the Company	Companies / Trust / Firm in which Directors/ Key Managerial Personnel and their relatives have significant influence and Employee Benefit Plan
Transactions during the Year:-								
1 Guarantee Commission Received	1.44	-	-	-	1.78	-	-	-
2 Interest Received on Unsecured Loan	23.11	-	-	-	-	-	-	-
3 Unsecured Loan Given	1,427.96	-	-	-	-	-	-	-
4 Unsecured Loan Repayment received	1,427.96	-	-	-	-	-	-	-
5 Investment in Equity Shares	154.56	-	-	-	373.07	-	-	-
6 Services Received	-	-	-	0.25	-	-	-	-
7 Rent Received	-	-	0.86	28.53	-	-	0.86	28.27
8 Sale of Unquoted Equity Shares	-	-	203.34	400.69	-	206.40	612.75	555.35
9 Dividend Received	-	-	-	10.73	-	-	-	-
10 Guarantee Commission Paid	-	-	0.25	4.30	-	-	0.25	4.30
11 Interest on Loan Taken	-	-	12.50	-	-	7.12	12.50	1.21
12 Remuneration to Key Management Personnel	-	178.96	-	-	-	149.08	-	-
13 Directors Sitting Fee	-	9.00	-	-	-	10.40	-	-
14 Unsecured Loan Repaid	-	-	-	-	-	100.00	-	25.00
15 Employer Contribution towards Provident Fund	-	-	-	59.76	-	-	-	47.19
16 Unsecured Fixed Deposit Received	-	38.50	-	-	-	-	-	-
17 Unsecured Fixed Deposit repaid	-	122.74	-	-	-	84.00	-	-
18 Interest Accrued on Fixed Deposits	-	16.69	-	-	-	17.84	-	-
19 Interest on Fixed Deposits paid	-	44.38	-	-	-	9.56	-	-
Balance Outstanding:-								
1 Guarantee Commission Receivable	0.67	-	-	-	0.82	-	-	-
2 Guarantee Given	5,390.39	-	-	-	6,294.59	-	-	-
3 Unsecured Loan Taken	-	-	100.00	-	-	-	100.00	-
4 Guarantee Commission Payable	-	-	0.25	4.30	-	-	0.25	-
5 Interest Payable on Unsecured Loan Taken	-	-	12.50	-	-	-	12.50	-
6 Rent Receivable	-	-	-	0.18	-	-	-	-
7 Unsecured Fixed Deposit Payable	-	60.48	-	-	-	144.72	-	-
8 Interest on Unsecured Fixed Deposit Payable	-	6.93	-	-	-	34.62	-	-

4) - Key Management Personnel compensation **

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Short Term Employee Benefits		
Mr Mahesh Sodhani	89.76	74.51
Mr Manoj Sodhani	89.20	74.57
Total Compensation	178.96	149.08
Sitting Fees		
Mr. Arun Kumar Kothari	1.70	2.20
Mrs. Prabhawati Devi Kothari	1.40	2.20
Dr. Hari Prasad Kanoria	-	0.50
Mr. Harishchandra Maneklal Parekh	0.50	2.10
Mr Naresh Pachisia	2.00	1.85
Mr. Arvind Baheti	1.00	1.55
Mr. Kothaneth Ashok (w.e.f 28th May 2019)	1.35	-
Mr. Charudatta Raghvendra Prayag (w.e.f 28th May 2019)	1.05	-
Total Sitting Fees	9.00	10.40
Total	187.96	159.48

** Provision for Long Term Employee Benefits which are based on Actuarial Valuation done on overall company basis are excluded.

5) - Terms and Conditions of transaction with Related Parties

All Related Party Transactions entered during the year were in ordinary course of the business and are on arm's length basis.

