#### TIDE WATER OIL CO. (INDIA) LIMITED

#### (All amounts in Rs. Crores, unless of herwise stated) RELATED PARTY DISCLOSURES ON CONSOLIDATED BASIS AS ON 31ST MARCH, 2019 List of Related Parties Name of Related Parties Α. Nature of Relationship Entities having Significant Influence over the Parent Company Andrew Yule & Company Limited (1) Parent Company is an Associate of the Entity Standard Greases and Specialities Private Limited Parent Company is an Associate of the Entity (II) Entities where Joint Control Exists JX Nippon TWO Lubricants India Private Limited, India Joint Venture (III) Key Management Personnel (KMP) Shri Rajendra Nath Ghosal Shri Supratik Basu Managing Director Group Chief Financial Officer Shri Saptarshi Ganguli Company Secretary (IV) Additional KMP as per Ind AS 24 Shri Debasis Jana (w.e.f. 13th November, 2017) Chairman Shri Sunil Munshi (up to 31st August, 2017) Chairman Shri Pravin Agrawal (w.e.f. 12th November, 2018) Shri Subir Roy Choudhury Non Executive Director Non Executive Director Shri Vinod Somalal Vyas Non Executive Director Shri Subir Das Non Executive Director Smt Nayantara Palchoudhuri Non Executive Director Shri Sundareshan Sthanunathan Non Executive Director Shri Ashim Mukherjee Shri Bhaskar Jyoti Mahanta (upto 30th April, 2018) Shri Praveen Purushottam Kadle (up to 14th May, 2017) Non Executive Director Non Executive Director Non Executive Director Shri D.S. Chandavarkar (w.e.f. 30th May, 2017) Non Executive Director Shri P.Y. Gurav (w.e.f. 13th November, 2017) Shri P.S. Bhattacharyya (w.e.f. 13th November, 2017) Non Executive Director Non Executive Director (V) Post Employment Benefit Plans/Other Benefit Plans (PEBP/OBP) Employment Benefit Plan Trust Post Employment Benefit Plan Trust Tide Water Oll Company (India) Limited Employee Benefit Trust Tide Water Oil Company India Limited Employees Gratuity Fund Tide Water Oil Co. (India) Ltd. Superannuation Trust Post Employment Benefit Plan Trust (VI) Others with whom Transactions have taken place during the Year Hooghly Printing Co. Ltd. Wholly Owned Subsidiary of Andrew Yule & Company Limited Shri Saurav Ghosal Relative of Shri Rajendra Nath Ghosal



# TIDE WATER OIL CO. (INDIA) LIMITED

(All amounts in Rs. Crores, unless otherwise stated)

| SI<br>No. | Nature of Transactions  | other than KMP and PEBP/ OBP) during the Year and Bala<br>Year ended 31st March, 2019 |   |                          | Year ended 31st March, 2018  |   |                               |
|-----------|---|---|---|--------------------------|--|---|-------------------------------|
|           |   | Entities having<br>Significant<br>Influence over the<br>Parent Company                | Entities where<br>Joint Control<br>Exists | Other Related<br>Parties | Entities having<br>Significant<br>Influence over the<br>Parent Company | Entities where<br>Joint Control<br>Exists | Other Related<br>Parties      |
| rar       | isactions during the Year:  |   |   |                          |  |   |                               |
| 1         | Sports Sponsorship for National Squash<br>Champion & Arjuna Awardee<br>Shri Sauray Ghosal   | _   |   | 0.06                     |  | _   | 0.06                          |
| 2         | Purchase of Goods<br>Andrew Yule & Company Limited<br>Standard Greases and Specialities Private Limited<br>Hooghly Printing Co. Ltd.  | 0.02<br>173.46  |   | 5<br>5                   | 0.86<br>159.23<br>-  | 5<br>5                                    | 0.21                          |
| 3         | Rent Received<br>JX Nippon TWO Lubricants India Private Limited   |   | 0.01                                      |                          | -  | 0.05                                      | -                             |
| 4         | Franchisee Fees<br>JX Nippon TWO Lubricants India Private Limited   |   | 204.99                                    | 4                        | 0.02   | 182.09                                    |                               |
| 5         | Dividend Paid<br>Andrew Yule & Company Limited<br>Standard Greases and Specialities Private Limited   | 23.77<br>26.59  |   |                          | 15.99<br>17.32   |   |                               |
| 6         | Rent Paid<br>Andrew Yule & Company Limited  | 2.97  |   |                          | 3.05   |   |                               |
| 7         | Royalty Paid<br>Andrew Yule & Company Limited   | 2.97  |   |                          | 2.46   |   |                               |
| 8         | CSR Expenditure (Rent Paid)<br>Andrew Yule & Company Limited  | 0.14  |   |                          | 0.14   |   |                               |
| 9         | Reimbursement of Expenses<br>Andrew Yule & Company Limited  | 4.80  |   |                          | 4.69   | a <u>r</u>                                |                               |
| 10        | Processing Charges Paid<br>Standard Greases and Specialities Private Limited  | 4,00  |   |                          | 1.45   |   |                               |
| 11        | Sale of Goods<br>Andrew Yule & Company Limited<br>Standard Greases and Specialities Private Limited<br>JX Nippon TWO Lubricants India Private Limited                               | 0.22  | 10.59                                     | 12<br>12<br>12           | 0.21<br>0.57   | 2.09                                      | 1720<br>19 <u>2</u> 0<br>1920 |
| 12        | Sale of Assets<br>JX Nippon TWO Lubricants India Private Limited  | -   | 0.31                                      | 12                       | 22   |   | 12                            |
|           | Interest Expense<br>Andrew Yule & Company Limited   | * 0.00  | 200 A                                     | 14                       | *0.00  | 14  | 174                           |
| 22005     | : The above figures are inclusive of taxes, where applic  | able  |   |                          |  |   |                               |
| _         | nces Outstanding at Year-end:   |   |   |                          |  |   |                               |
| 1         | Trade Receivables<br>Standard Greases and Specialities Private Limited<br>Andrew Yule & Company Limited<br>JX Nippon TWO Lubricants India Private Limited                           | 0.19  | -<br>-<br>1.29                            | 4<br>2<br>2              | 0.25<br>0.09   | -<br>0.69                                 |                               |
| 2         | Other Assets<br>Hooghly Printing Co. Ltd.   |   |   | 0.57                     | -  | -   | 0.60                          |
|           | Trade Payables<br>Andrew Yule & Company Limited<br>Standard Greases and Specialities Private Limited<br>JX Nippon TWO Lubricants India Private Limited<br>Hooghly Printing Co. Ltd. | 0.01<br>6.03<br>-   | -<br>-<br>18.35<br>-                      | 1<br>1<br>1<br>1         | *0.00<br>8.14<br>-   | 15.10                                     |                               |
| 4         | Other Financial Liabilities<br>Andrew Yule & Company Limited  | 0.03  | -   | 1                        | 0.03   | -   | 1                             |

Andrew Yule & Company Limited

\* Amounts are below the rounding off norm adopted by the Group

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### TIDE WATER OIL CO. (INDIA) LIMITED

C. Transactions with Key Management Personnel during the Year and Balances Outstanding at Year-end

| Particulars                                | Year Ended<br>31st March, 2019 | Year Ended<br>31st March, 2018 |  |
|--|--------------------------------|--------------------------------|--|
| Remuneration to Key Management Personnel @ |                                |                                |  |
| Short-term Employee Benefits               |                                |                                |  |
| Shri Rajendra Nath Ghosal                  | 0.65                           | 0.58                           |  |
| Shri Supratik Basu                         | 0.48                           | 0.45                           |  |
| Shri Saptarshi Ganguli                     | 0.19                           | 0.18                           |  |
| Contribution to Defined Contribution Plans |                                |                                |  |
| Shri Rajendra Nath Ghosal                  | 0.05                           | 0.05                           |  |
| Shri Supratik Basu                         | 0.04                           | 0.04                           |  |
| Shri Saptarshi Ganguli                     | 0.02                           | 0.02                           |  |
| Sitting Fees                               |                                |                                |  |
| Shri Subir Roy Choudhury                   | 0.02                           | 0.02                           |  |
| Shri Subir Das                             | 0.02                           | 0.02                           |  |
| Smt Nayantara Palchoudhuri                 | 0.01                           | 0.01                           |  |
| Shri Sundareshan Sthanunathan              | 0.02                           | 0.02                           |  |
| Shri Ashim Mukherjee                       | 0.02                           | 0.02                           |  |
| Shri Vinod Somalal Vyas #                  | 0.01                           | 0.01                           |  |
| Shri D.S. Chandavarkar #                   | 0.01                           | 0.01                           |  |
| Shri Sunil Munshi ^                        | -                              | 0.01                           |  |
| Shri Debasis Jana ^                        | 0.02                           | 0.01                           |  |
| Shri P.S. Bhattacharyya                    | 0.01                           | 0.01                           |  |
| Shri P.Y. Gurav                            | 0.02                           | 0.01                           |  |

@ No separate valuation is done for Key Managerial Personnel in respect to Post Employment Benefits and Other Long Term Benefits.

# Paid to Standard Greases and Specialities Private Limited ^ Paid to Andrew Yule & Company Limited

# D. Post Employment Benefit Plans/Other Benefit Plans

| Particulars  | Nature of<br>Transaction         | Year Ended<br>31st March, 2019 | Year Ended<br>31st March, 2018 |
|--|----------------------------------|--------------------------------|--------------------------------|
| Transactions during the Year:                                    |                                  |                                |                                |
| Tide Water Oil Company (India) Limited Employee<br>Benefit Trust | Amount Received                  | 3.38                           | 1.45                           |
| Tide Water Oil Company (India) Limited Employee<br>Benefit Trust | Dividend Paid                    | 2.23                           | 1.50                           |
| Tide Water Oil Company India Limited Employees<br>Gratuity Fund  | Contribution                     | 3.49                           | 0.35                           |
| Tide Water Oil Co. (India) Ltd. Superannuation Trust             | Contribution                     | 0.64                           | 0.74                           |
| Balance Outstanding at Year-end:                                 | 10                               |                                | N27                            |
| Tide Water Oil Company (India) Limited Employee<br>Benefit Trust | Debit Balance in<br>Other Equity | 9.62                           | 13.00                          |

E. Terms and Conditions of Transactions with Related Parties:

Remuneration was paid as per service contract.

1 2 3 Sitting Fees to Directors and sports sponsorship were paid as per Board Resolution. Transactions relating to payment of dividend was on same terms and conditions that applied to other shareholders. All other transactions were made on normal commercial terms and conditions and at market rates.

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5 All outstanding balances are unsecured and are repayable in cash.

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(All amounts in Rs. Crores, unless otherwise stated)