

POLYCAB INDIA LIMITED

(formerly known as Polycab Wires Limited)

Polycab House, 771 Mogul Lane, Mahim (W), Mumbai - 400016

CIN No U31300DL1996PLC266483

Tel : +91 22 2432 7070-74 Fax : +91 22 2432 7075 Email: info@polycab.com Web: www.polycab.com



Date: 12th June 2019

To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai - 400 051

**Scrip Code: 542652 Scrip Symbol: Polycab
ISIN:- INE455K01017**

Dear Sir / Madam,

Sub: Submission of Disclosure on Related Party Transactions

Pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we enclose herewith the disclosure on Related Party Transactions on consolidated basis for the period ended 31st March 2019 drawn in accordance with the applicable Accounting Standards.

You are requested to kindly take the same on record. The report will also be hosted on the Company's website at www.polycab.com

For Polycab India Limited

**Sai Subramaniam Narayana
Company Secretary and Compliance Officer**

Membership No.: F5221

Address: Polycab House, 771, Mogul Lane,
Mahim (West), Mumbai - 400 016



Registered Office:
E -554 ,Greater Kailash -II,
New Delhi-110048 India
Tel : 011-29228574

DISCLOSURE ON RELATED PARTY TRANSACTION - ON CONSOLIDATED BASIS**(RS. IN MILLION UNLESS OTHERWISE STATED)****Pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015****A) List of key Managerial Personnel/Promoter Group- Transaction With them****i. Remuneration****(In Million)**

Name of KMP	Relationship	Description of transaction	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Mr. Inder T. Jaisinghani	Chairman and Managing Director	Remuneration	50.73	86.19
Mr. Ramesh T. Jaisinghani	Whole time Director	Remuneration	14.36	28.25
Mr. Ajay T. Jaisinghani	Whole time Director	Remuneration	14.36	28.25
Mr. R. Ramakrishnan*	Chief Executive *(upto 23 May 2018)	Remuneration	-	3.58
Mr. Shyam Lal Bajaj	Chief Financial officer (w.e.f. 25 September 2018)and Whole time Director - Finance (w.e.f. 15 December 2016)	Remuneration	13.09	25.76
Mr. Subramaniam Sai Narayana	Company Secretary	Remuneration	1.78	3.33
Mr Jayantibhai S. Patel	Managing Director (Dowells Cable Accessories Private Limited)	Remuneration	0.95	0.95
Mr. Pratik Suresh Jajodia	Whole time Director (Tirupati Reels Private Limited)	Remuneration	0.82	1.44
Mr. Girdhari T. Jaisinghani	Brother of Mr. Inder T. Jaisinghani	Remuneration	4.78	9.40
Mr. Bharat A. Jaisinghani	Son of Mr. Ajay T. Jaisinghani	Remuneration	5.94	11.68
Mr. Nikhil R. Jaisinghani	Son of Mr. Ramesh T. Jaisinghani	Remuneration	5.94	11.68
Mr. Kunal Jaisinghani	Son of Mr. Inder T. Jaisinghani	Remuneration	0.64	1.27
Mr. Nikhil Jajodia	Son of Mr. Suresh Kumar Jajodia	Remuneration	0.34	0.96

* Mr. R. Ramakrishnan was Key Management personnel and Joint Managing Director of the Company till 23rd May 2018, hence remuneration disclosed till he continued as KMP.

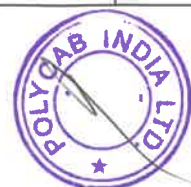
-As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Group as a whole, the amounts pertaining to the directors are not included above.

ii. Rent paid

Name of KMP	Relationship	Description of transaction	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Ms. Anita Devi Jajodia	Wife of Mr. Suresh Kumar Jajodia	Rent paid	0.24	0.44
Mr. Nikhil Jajodia	Son of Mr. Suresh Kumar Jajodia	Rent paid	0.12	0.24
Mr. Pratik Suresh Jajodia	Whole time Director (Tirupati Reels Private Limited)	Rent paid	0.06	0.13
Mr. Suresh Kumar Jajodia	Whole time Director (Tirupati Reels Private Limited)	Rent paid	0.13	0.23

iii. Expenses Reimbursed

Name of KMP	Relationship	Description of transaction	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Mr. Jayantibhai S. Patel	Managing Director (Dowells Cable Accessories Private Limited)	Expenses Reimbursed	0.35	1.17



iv. Recovery of Share issue expense from KMP and relatives of KMP

Name of KMP	Relationship	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Mr.Inder T. Jaisinghani	Chairman and Managing Director	46.21	46.21
Mr.Ramesh T. Jaisinghani	Whole time Director	45.82	45.82
Mr.Ajay T. Jaisinghani	Whole time Director	45.82	45.82
Mr.Girdhari T. Jaisinghani	Brother of Mr. Inder T. Jaisinghani	45.98	45.98
Mr.Bharat A. Jaisinghani	Son of Mr. Ajay T. Jaisinghani	11.71	11.71
Mr.Nikhil R. Jaisinghani	Son of Mr. Ramesh T. Jaisinghani	11.71	11.71

* exclusive of GST, since these are provisional amounts.

v. Share based payments to KMP*

Name of KMP	Relationship	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Mr. Shyam Lal Bajaj	Chief Financial officer (w.e.f. 25 September 2018)and Whole time Director - Finance (w.e.f. 15 December 2016)	5.99	5.99
Mr. Subramaniam Sai Narayana	Company Secretary	0.75	0.75

Represent expenses by way of share based payment attributable to directors and KMP

vi. Contribution Received from Minority Interest for Right Issue

Name of KMP	Relationship	Description of transaction	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Mr. Jayantibhai S. Patel	Managing Director (Dowells Cable Accessories Private Limited)	Equity share contribution	14.58	18.87
Ms. Divyaprabha J. Patel	Director (Dowells Cable Accessories Private Limited)	Equity share contribution	14.58	18.87

independent Directors and

Name	Relationship	Description of transaction	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Ms. Hiroo Mirchandani	Independent Director	Sitting fees	0.94	0.94
		Commission	1	1
Mr. Pradeep Narendra Poddar	Independent Director	Sitting fees	1.35	1.35
		Commission	1	1
Mr. Radhey Shyam Sharma	Independent Director	Sitting fees	1.51	1.51
		Commission	1	1
Mr. Tilokchand Punamchand Ostwal	Independent Director	Sitting fees	1.51	1.51
		Commission	1	1



C) Enterprises in which KMP or their relative have significant influence (With whom transaction have taken place)

Nature of Transactions	Name of the Party	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Sale of Goods	Techno Electromech Private Limited	0.56	4.04
	Ryker Base Private Limited (Ryker)	25.96	56.27
Rent received	Ryker Base Private Limited (Ryker)	1.53	2.81
Interest received	Techno Electromech Private Limited	7.21	15.61

Expenditure/Payments

Nature of Transactions	Name of the Party	Half year ended October 1 2018 to March 31, 2019	Year ended March 31,2019
Purchase of Goods	Dowells Electricals (DE)	2.72	3.8
	D J Electricals Private Limited (DJEPL)	27.83	28.87
	Tirupati Tradelinks Private Limited (TTPL)	99.35	145.16
	Techno Electromech Private Limited	477.78	951.98
	Ryker Base Private Limited (Ryker)	0.17	0.54
Purchase of service	Dowells Elektro Werke (DEW)	2.36	2.36
	Dowells Electricals (DE)	0.5	0.5
Job work charges	Tirupati Tradelinks Private Limited (TTPL)	0.98	0.98
	Ryker Base Private Limited (Ryker)	110.52	110.52
Rent paid	AK Enterprises (A.K)	14.55	29.11
Purchase of Fixed Assets	Dowells Electricals (DE)	0.12	0.12
	D J Electricals Private Limited (DJEPL)	6.02	10.36
	Techno Electromech Private Limited	30.71	30.71
Corporate Guarantee	Ryker Base Private Limited (Ryker)	3.8	3.8
Reimbursement of Expenses	Dowells Electricals (DE)	0.19	0.2
	D J Electricals Private Limited (DJEPL)	0.02	0.02

Note :- Company has provided a shortfall undertaking for credit facility availed by the Ryker Base Private Limited amounting to Rs. 360.83 Million during the year.

D) Balance as at year end

Nature of balance	Name of the party	Nature of relationship	As at 31st March 2019
Loans	Techno Electromech Private Limited	Joint Venture	115.21
Receivables	Techno Electromech Private Limited	Joint Venture	29.28
	Ryker Base Private Limited (Ryker)	Joint Venture	17.38
Interest accrued	Techno Electromech Private Limited	Joint Venture	3.17
Security deposits	A.K. enterprise	Enterprises in which KMP or their relative have significant influence	6.17



Trade Payable	Dowells Elektro Werke (DEW)	Enterprises in which KMP or their relative have	1.3
	Dowells Electricals (DE)	Enterprises in which KMP or their relative have	0.32
	D J Electricals Private Limited (DJEPL)	Enterprises in which KMP or their relative have	23.96
	Tirupati Tradelinks Private Limited (TTPL)	Enterprises in which KMP or their relative have	52.41
	Techno Electromech Private Limited	Joint Venture	22.62
	Ryker Base Private Limited (Ryker)	Joint Venture	51.44
Remuneration payable/ Commission payable	Mr. Inder T. Jaisinghani	Chairman and Managing	49.65
	Mr. Ramesh T. Jaisinghani	Director	6.52
	Mr. Ajay T. Jaisinghani	Director	6.52
	Mr. R. Ramakrishnan*	Chief Executive *(upto 23 May	1.27
	Mr. Shyam Lal Bajaj	Chief Financial officer (w.e.f. 25 September 2018)and Whole time Director -	5.60
	Mr. Subramaniam Sai Narayana	Secretary	0.36
	Mr Jayantibhai S. Patel	Managing Director (Dowells Cable	0.85
	Ms. Hiroo Mirchandani	Independent	1.18
	Mr. Pradeep Narendra Poddar	Independent	1.27
	Mr. Radhey Shyam Sharma	Independent	1.35
Mr. Tilokchand Punamchand Ostwal	Independent Director	1.35	
Payable to related party	Mr Jayantibhai S. Patel	Managing Director (Dowells Cable Accessories Private Limited)	1.27
	Mr. Nikhil Jajodia	Son of Mr. Suresh Kumar Jajodia	0.05
	Mr Pratik Suresh Jajodia	Whole time Director (Tirupati Reels Private Limited)	0.29

E) Receivable from Related parties

Name of the party	Nature of relationship	As at 31st March 2019
Mr Jayantibhai S. Patel	Managing Director (Dowells Cable Accessories Private Limited)	50.40

* Mr. R. Ramakrishnan was Key Management personnel and Joint Managing Director of the Company till 23rd May 2018, hence remuneration disclosed till he continued as KMP.

-As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Group as a whole, the amounts pertaining to the directors are not included above.

