# **HEIDELBERG**CEMENT

### HeidelbergCement India Limited

CIN: L26942HR1958FLC042301 Registered Office 2<sup>nd</sup> Floor, Plot No. 68, Sector-44, Gurugram, Haryana 122002, India Phone +91-124-4503700 Fax +91-124-4147698 Website: www.mycemcc.com

HCIL: SECTL:SE:2021-22

18<sup>th</sup> June 2021

BSE Ltd. Listing Department Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai - 400001 National Stock Exchange of India Ltd Listing Department, Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051

Scrip Code:500292

Trading Symbol: Heidelberg

Dear Sir,

Sub: <u>Compliance under Regulation 23(9) of the Securities and Exchange Board of India</u> (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached disclosure of Related Party Transactions, in the format specified in the accounting standards for the half year ended 31<sup>st</sup> March 2021.

Please take the same on record.

Thanking you,

Yours faithfully, For HeidelbergCement India Ltd.

Rajesh Relan Legal Head & Company Secretary



Disclosure of Related Party Transactions, in the format specified in accounting standards, for the half year ended 31 March 2021

(a) Names of related parties and related party relationship:

| I. Names of related parties where<br>control exists irrespective of<br>whether transactions have<br>occurred or not: |  |
|--|--|
| Ultimate holding company   | HeidelbergCement AG                              |
| Holding company  | Cementrum I.B.V                                  |
| <b>II. Related Parties with whom</b><br><b>transaction have taken place</b><br>Fellow subsidiaries                   | Zuari Cement Limited                             |
| Key management personnel   | Mr. Jamshed Naval Cooper, Managing Director      |
|  | Mr. Sushil Kumar Tiwari, Whole Time Director     |
|  | Ms. Soek Peng Sim, Non-Executive Director        |
|  | Mr. Kevin Gerard Gluskie, Non-Executive Director |
|  | Mr.Ramakrishnan Ramamurthy, Independent Director |
|  | Mrs. Akila Krishnakumar, Independent Director    |
|  | Mr. Anil Kumar Sharma , Chief Financial Officer  |
|  | Mr. Rajesh Relan, Company Secretary              |



## (b) Related party transactions

The following table provides the total amount of transactions that have been entered into with the related parties during the half year ended 31 March 2021.

|   |   |                  | (Rs.                                   | in million)      |
|---|---|------------------|--|------------------|
| Particulars                                       | Enterprises where<br>controls exists<br>Half Year Ended |                  | Fellow Subsidiaries<br>Half Year Ended |                  |
|   |   |                  |  |                  |
|   | 31 March<br>2021  | 31 March<br>2020 | 31 March<br>2021                       | 31 March<br>2020 |
| Transactions with Cementrum I B.V.:               |   |                  |  |                  |
| -Dividend paid                                    | -   | 235.9            | -                                      | -                |
| Transactions with HeidelbergCement AG:            |   |                  |  |                  |
| - License Fee                                     | 87.5  | 63.0             | -                                      | -                |
| - Group Overhead Recharge                         | 21.5  | 23.6             | -                                      | -                |
| - End-user workstation charges                    | 61.7  | 38.1             | -                                      | -                |
| -Interest on Non-Convertible Debenture ('NCD')    | 89.5  | 155.0            | -                                      | -                |
| -NCD repaid                                       | 1,250.0   | 1,250.0          | -                                      | -                |
| -Support service income                           | 0.7   | -                | -                                      | -                |
| Transactions with Zuari Cement Limited            |   |                  |  |                  |
| - Purchase of Clinker                             | -   | -                | 142.8                                  | 102.2            |
| - Sale of Clinker                                 | -   | -                | 16.9                                   | -                |
| - Support service income                          | -   | -                | 40.5                                   | 31.4             |
| - Retirement obligation for transferred employees | -   | -                | 5.3                                    | 1.7              |
| - Inter-corporate Loan Given                      | -   | -                | 1,500.0                                | -                |
| - Interest income on Loan                         | -   | -                | 7.8                                    | -                |

Note: - All the transactions are inclusive of tax and duty, wherever applicable.

# Balance outstanding at the year ended:

| salance outstanding at the year chucu.    |                                      |          | (F                  | Rs.in million) |
|---|--------------------------------------|----------|---------------------|----------------|
| Particulars                               | Enterprises where<br>controls exists |          | Fellow Subsidiaries |                |
|   |                                      |          |                     |                |
|   | 31 March                             | 31 March | 31 March            | 31 March       |
|   | 2021                                 | 2020     | 2021                | 2020           |
| Payable                                   |                                      |          |                     |                |
| - HeidelbergCement AG                     | 76.4                                 | 228.6    | -                   | -              |
| - Zuari Cement Limited                    | -                                    | -        | 39.7                | 59.6           |
| 10.4% Non-convertible debenture           |                                      |          |                     |                |
| - HeidelbergCement AG                     | 1,200.0                              | 2,450.0  | -                   | -              |
| Interest accrued but not due on debenture |                                      |          |                     |                |
| - HeidelbergCement AG                     | 33.9                                 | 69.8     | -                   | -              |
| Receivable                                |                                      |          |                     |                |
| - Zuari Cement Limited                    | -                                    | -        | 17.2                | 14.0           |
| - HeidelbergCement AG                     | 0.7                                  | -        | -                   | -              |
| Inter-corporate Loan given                |                                      |          |                     |                |
| - Zuari Cement Limited                    |                                      |          | 1,500.0             | -              |

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### Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the 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. 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.

#### Transactions with key management personnel

Compensation of key management personnel of the Company

|   | Half Year<br>Ended<br>31 March 2021 | Half Year<br>Ended<br>31 March 2020 |  |
|---|-------------------------------------|-------------------------------------|--|
|   | Rs. in million                      | Rs. in million                      |  |
| Short-term employee benefits                        | 31.0                                | 35.9                                |  |
| Termination benefits                                | 1.9                                 | 1.8                                 |  |
| Total compensation paid to key management personnel | 32.9                                | 37.7                                |  |

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel. As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Company as a whole, the amounts pertaining to the key management personnel are not included above.

