

Date: May 23, 2019

BSE Limited

Corporate Service Department,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

Scrip ID: ZENSARTECH

Scrip Code: 504067

The National Stock Exchange of India Ltd.

Exchange Plaza, 3rd floor,
Plot No. C/1, 'G' block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Fax: (022) 26598237/26598238

Symbol: ZENSARTECH

Series: EQ

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

Pursuant to Regulation 23(9) of Listing Regulations, please find enclosed disclosure of Related Party Transactions, on a consolidated basis, for the period ended March 31,2019.

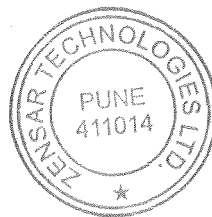
The above document is available on the Company's website www.zensar.com.

Request you to take the same on your records.

Thanking you,
Yours sincerely,

For **Zensar Technologies Limited**


Gaurav Tongia
Company Secretary



Encl: As above

Zensar Technologies Limited

Notes accompanying the Consolidated Financial Statements as at and for the year ended March 31, 2019

(All amounts in INR Lakhs unless otherwise stated)

30 Related party disclosures

A List of related parties

(i) List of subsidiaries

Refer to note 29 (a)

(ii) Key Management Personnel

Name	Designation	Tenure
H.V Goenka	Chairman	
Sandeep Kishore	Chief Executive Officer and Managing Director	
Navneet Khandelwal	Chief Financial Officer	W.e.f January 18, 2018
Gaurav Tongia	Company Secretary	W.e.f February 01, 2018
A.T. Vaswani	Non-Executive Director	
Arvind Agrawal	Non-Executive Director	
Venkatesh Kasturirangan	Non-Executive Director	
Sudip Nandy	Non-Executive Director	
Shashank Singh	Non-Executive Director	
Ben Druskin	Non-Executive Director	W.e.f November 03, 2017
Ketan Dalal	Non-Executive Director	W.e.f November 03, 2017
Tanuja Randrey	Non-Executive Director	W.e.f January 18, 2018
Harsh Mariwala	Non-Executive Director	W.e.f January 18, 2018
Anant Goenka	Non-Executive Director	W.e.f January 21, 2019

(iii) Entities where Key management personnel either have significant influence or are members of key management personnel of that entity:

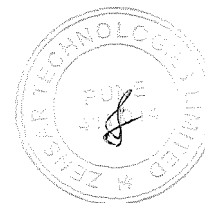
Name	Nature
RPG Enterprises	Entities where key management personnel have significant influence
Harrisons Malayalam Limited	
KEC International Limited	
Raychem RPG Limited	
RPG Life Sciences Limited	
RPG Art Foundation	
CEAT Speciality Tyres Limited	
Spencers International Hotel Limited	
RPG Foundation	
CEAT Limited	

(iv) Post employment benefit plans:

Zensar PF Trust
Zensar Gratuity Trust
Zensar Superannuation Trust

(v) Entities which have the ability to exercise influence over the company:

Swallow Associates LLP	Secura India Trust through Trustee, H.V. Goenka
Summit Securities Limited	Sudarshan Electronics and TV Ltd
Instant Holdings Limited	Stellar Energy Trust through Trustee, H.V. Goenka
Sofreal Mercantile Private Limited	Nucleus Life Trust through Trustee, H.V. Goenka
Chattarpati Apartments LLP	Monitor Portfolio Trust through Trustee, H.V. Goenka
Crystal India Tech Trust through Trustee, H.V. Goenka	Prism Estates Trust through Trustee, H.V. Goenka
Marina Holdco (FPI) Ltd.	

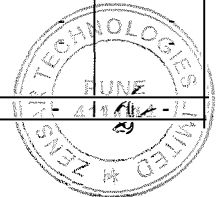


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Zensar Technologies Limited
Notes accompanying the Consolidated Financial Statements as at and for the year ended March 31, 2019
(All amounts in INR Lakhs unless otherwise stated)
B Transactions with Related Parties

Sr. No.	Particulars	Transactions during year ended		Amount outstanding as at			
		March 31, 2019	March 31, 2018	March 31, 2019		March 31, 2018	
				Receivable	Payable	Receivable	Payable
A.	Revenue from rendering services						
(vi)	RPG Life Sciences Limited	25	41	5	-	-	-
(vii)	RPG Enterprises	363	341	15	-	393	-
(viii)	CEAT Limited	-	130	3	-	153	-
(ix)	Harrisons Malayalam Limited	-	-	5	-	5	-
(xii)	CEAT Speciality Tyres Limited	-	35	-	-	-	-
	Total of Revenue from rendering services	388	547	28	-	551	-
B.	Other Income						
(iv)	KEC International Limited	-	-	0	-	0	-
(v)	CEAT Limited	8	8	-	-	4	-
	Total of Other Income	8	8	0	-	4	-
C.	Cost recharges debited to the company						
(i)	RPG Enterprises	1,755	1,451	-	108	-	168
(ii)	CEAT Limited	-	7	-	-	-	-
(iii)	Harrisons Malayalam Limited	-	1	-	-	-	1
	Total of Cost recharges debited to the company	1,755	1,459	-	108	-	168

Sr. No.	Particulars	Transactions during year ended		Amount outstanding as at			
		March 31, 2019	March 31, 2018	March 31, 2019		March 31, 2018	
				Receivable	Payable	Receivable	Payable
D.	Dividend on Equity Shares Paid						
(i)	Swallow Associates LLP	1,453	1,453	-	-	-	-
(ii)	Summit Securities Limited	592	591	-	-	-	-
(iii)	Instant Holdings Limited	449	415	-	-	-	-
(iv)	Sofreal Mercantile Private Limited	136	135	-	-	-	-
(v)	Chattarpati Apartments LLP	5	5	-	-	-	-
(vi)	Crystal India Tech Trust through Trustee, H.V Goenka	-	27	-	-	-	-
(vii)	Secura India Trust through Trustee, H.V Goenka	-	0	-	-	-	-
(viii)	Sudarshan Electronics and TV Ltd	-	0	-	-	-	-
(ix)	Stellar Energy Trust through Trustee, H.V Goenka	-	0	-	-	-	-
(x)	Nucleus Life Trust through Trustee, H.V Goenka	-	0	-	-	-	-
(xi)	Monitor Portfolio Trust through Trustee, H.V Goenka	-	0	-	-	-	-
(xii)	Prism Estates Trust through Trustee, H.V Goenka	-	0	-	-	-	-
(xiii)	H.V Goenka	4	4	-	-	-	-
(xiv)	S. Balasubramaniam	-	5	-	-	-	-
(xv)	Manoj Jaiswal	-	0	-	-	-	-
(xvi)	A.T. Vaswani	1	1	-	-	-	-
(xvii)	Harsh Mariwala	-	0	-	-	-	-
(xviii)	Marina Holdco (FPI) Ltd	-	1,236	-	-	-	-
	Total of Dividend on Equity Shares paid	2,640	3,873	-	-	-	-


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Notes accompanying the Consolidated Financial Statements as at and for the year ended March 31, 2019
(All amounts in INR Lakhs unless otherwise stated)

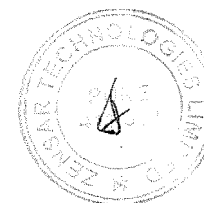
E. Donations							
(i)	RPG Art Foundation	15	15	-	-	-	-
(ii)	RPG Foundation	419	329	-	-	-	-
Total of Donations made		434	344	-	-	-	-

F. Compensation of Key management personnel #		For the Year ended March 31, 2019					
Particulars	Sandeep Kishore	S. Balasubramaniam	Manoj Jaiswal	Navneet Khandelwal	Nilesh Limaye	Gaurav Tongia	
1	Short Term Benefits	14	-	-	142	-	48
2	Post-Employment Benefits	2	-	-	4	-	2
3	Long-term Employee benefits	-	-	-	-	-	-
4	Prerequisite value of Employee Stock options	-	-	-	-	-	-
Total of Compensation of Key management personnel#		16	-	-	146	-	50
Outstanding as on March 31, 2018		-	-	-	-	-	-

doesn't include the provision for Gratuity and Leave Encashment as these are provided at the company level.

		For the Year ended March 31, 2018					
Particulars	Sandeep Kishore	S. Balasubramaniam	Manoj Jaiswal	Navneet Khandelwal	Nilesh Limaye	Gaurav Tongia	
1	Short Term Benefits	## 13	45	117	51	40	15
2	Post-Employment Benefits	2	63	4	1	7	1
3	Long-term Employee benefits	-	-	1	-	3	-
4	Prerequisite value of Employee Stock options	-	-	-	-	-	-
Total of Compensation of Key management personnel		15	108	122	52	50	16
Outstanding as on March 31, 2018		-	-	-	7	-	3

Directors Fees & Commission		For the year ended March 31, 2019	For the year ended March 31, 2018
H.V Goenka		201	215
A.V. Goenka		2	-
A.T. Vaswani		11	16
P.K. Mohapatra		-	6
Arvind Agrawal		7	12
Venkatesh Kasturirangan		6	11
Madhabi Puri Buch		-	6
Sudip Nandy		9	14
Shashank Singh		8	13
Ben Druskin		5	3
Ketan Dalal		7	4
John Levack		-	-
Tanuja Randrey		5	2
Harsh Mariwala		6	1
Total Directors Fees and Commission		267	303
Outstanding Payable		294	250


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Notes accompanying the Consolidated Financial Statements as at and for the year ended March 31, 2019

(All amounts in INR Lakhs unless otherwise stated)

Stock Options of Key Management Personnel's

Year ended March 31, 2019						
Particulars	Options Opening Balance	Options granted	Options Cancelled	Options exercised	Options outstanding	
Sandeep Kishore	125,000	1,000,000	125,000	-	1,000,000	
Navneet Khandelwal	-	90,000	-	-	90,000	

Year ended March 31, 2018						
Particulars	Options Opening Balance	Options granted	Options Cancelled	Options exercised	Options outstanding	
Sandeep Kishore	250,000	-	125,000	-	125,000	
Ganesh Natrajan	12,000	-	-	-	12,000	
S. Balasubramaniam	-	-	-	-	-	
Manoj Jaiswal	-	-	-	-	-	
Nilesh Limaye	2,000	-	200	-	1,800	
Navneet Khandelwal	-	-	-	-	-	

The above table includes aggregate number of Stock options granted under the existing ESOP schemes of the company.

The total cancellation of 125000 stock options granted to Sandeep Kishore under 2006 ESOP, 100000 are on account of voluntary surrender.

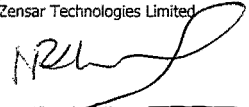
* The provision of Rs. 40 Lakhs (previous year: Rs. 40 lakhs) has been made against such receivables from Zensar Technologies (Shanghai) Company Limited

** The provision of Rs. 98 Lakhs (previous year: Rs. 98 Lakhs) has been made against such loan and interest receivable.


*** A provision of Rs 132 lakhs (previous year : 132 lakhs) has been made on Intercompany receivables against the software services rendered.

Sandeep Kishore remuneration excludes Rs. 1,045 lakhs (previous year: Rs. 945 lakhs paid) as remuneration by Zensar Technologies Inc.

For Zensar Technologies Limited


 Navneet Khandelwal
 Chief Financial Officer

For Zensar Technologies Limited


 Gaurav Tongia
 Company Secretary
