

Huhtamaki-PPL

21st August, 2020

The Department of Corporate Services
BSE Limited
P J Towers, Dalal Street,
MUMBAI – 400 001
Fax No.: (022) 2272 3121/3719/2037
corp.relations@bseindia.com
Ref: Security Code No.: 509820

Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Fax. No. (022) 26598237 / 8
cmllist@nseindia.com
Ref: PAPERPROD

Sub: Disclosure of Related Party Transactions for the half year ended June 30, 2020 pursuant to Regulation 23(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 23(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, we are pleased to submit the disclosure of Statement of Related Party Transactions for the half year ended June 30, 2020. The same is also published on the Website of the Company www.huhtamaki.com

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For Huhtamaki PPL Ltd.,



D V Iyer
Company Secretary & Head – Legal

Encl: As above

Huhtamaki PPL Limited

**Regd. Office: 12A-06 B-Wing, 13th Floor, Parinee Crescenzo, C-38/39, G-Block,
Bandra Kurla Complex, Bandra (E), Mumbai-400 051
Phone No.: +91 (22) 6174 0400, Fax No.: +91 (22) 6174 0401/ 2653 1310**

CIN - L21011 MH1950FLC145537, Website: www.huhtamaki.com

Huhtamaki PPL Limited

Disclosure of Related Party Transactions and balances for the half year ended June 30, 2020

a) Enterprises exercising control:

| | |
|-------------------------|-----------------------------|
| Ultimate Parent Company | Huhtamaki Oyj., Finland |
| Holding Company | Huhtavefa B.V., Netherlands |

b) Other Related Parties with whom transactions have taken place :

| | |
|---------------------|--|
| Fellow Subsidiaries | Huhtamaki Australia Ltd., Australia Huhtamaki Foodservice Packaging India Pvt. Ltd., India Huhtamaki (Thailand) Ltd., Thailand Huhtamaki Flexible Packaging Middle East LLC, UAE Positive Packaging United (M.E.) FZCO, UAE Huhtamaki Finance B V, Netherlands Positive Packaging Industries South Africa Pty Ltd, South Africa Huhtamaki Flexible Packaging Kenya Limited, Kenya Huhtamaki Mexicana S.A. De C.V., Mexico Huhtamaki (UK) Ltd, United Kingdom Huhtamaki Flexible Packaging Egypt LLC, Egypt |
|---------------------|--|

c) Key Managerial Personnel

| |
|---|
| Mr. Murali Sivaraman, Non-Executive Independent Chairman Dr. Arup Basu, Managing Director till January 31, 2020 and Executive Director w.e.f. February 01, 2020 |
| Mr. Ranjeev Lodha, Executive Director and Chief Financial Officer <u>Non-Executive Independent Directors</u> Ms. Sukanya Kripalu till May 06, 2020 Ms. Seema Modi w.e.f. January 01, 2020 Mr. Ashok Kumar Barat w.e.f. April 01, 2020 <u>Non-Executive directors</u> Mr. Olli Koponen till January 31, 2020 Mr. Sami Pauni |

d) Post Employment Benefit Plans

| |
|---|
| Huhtamaki PPL Limited Employees Gratuity Fund Trust Positive Packaging Industries Limited Employees Group Gratuity Assurance Scheme |
|---|

e) Details of transactions with related parties that have taken place:

| Particulars | Rupees in Lakhs |
|--|---------------------------|
| | Half year ended Jun 20 |
| 1) Ultimate Parent Company | |
| - Huhtamaki Oyj., Finland | |
| a) Software and Expense Reimbursements Charge | 482.98 |
| b) Cost for Centralised Services | 1,528.69 |
| c) Expense Reimbursements - Charge | 9.08 |
| d) Expense Reimbursements - Recovery | 9.09 |
| e) Sale of Services | 231.04 |
| f) Balance due to Ultimate Parent Company | 2,912.58 |
| g) Balance due from Ultimate Parent Company | 79.42 |
| 2) Fellow Subsidiaries | |
| Sale of Goods | |
| - Huhtamaki Australia Ltd. | 193.66 |
| - Positive Packaging Industries South Africa Pty Ltd | 4,739.56 |
| - Positive Packaging United (M.E.) FZCO | 92.56 |
| - Huhtamaki Flexible Packaging Middle East LLC. | 84.15 |
| - Huhtamaki Mexicana S.A. De C.V. | 1,805.71 |
| - Huhtamaki (Thailand) Ltd | 603.84 |
| - Huhtamaki Flexible Packaging Egypt LLC | 0.84 |
| Commission Expenses on Sales | |
| - Positive Packaging Industries South Africa Pty Limited | 2.84 |

| | |
|--|----------|
| Purchase of Goods | |
| - Positive Packaging United (M.E.) FZCO | 0.48 |
| Purchase of Services | |
| - Huhtamaki Foodservice Packaging India Pvt. Ltd. | 9.36 |
| Expense Reimbursements - Recovery | |
| - Positive Packaging United (M.E.) FZCO | 7.41 |
| Expense Reimbursements - Charge | |
| - Huhtamaki Mexicana S.A. De C.V. | 23.54 |
| - Huhtamaki (UK) Ltd | 44.04 |
| Balances due to | |
| - Huhtamaki Flexible Packaging Kenya Limited | 3.55 |
| - Huhtamaki Mexicana S.A. De C.V. | 8.90 |
| - Huhtamaki (UK) Ltd | 19.64 |
| - Positive Packaging Industries South Africa Pty Ltd | 14.16 |
| Balances due from | |
| - Huhtamaki Australia Ltd. | 0.40 |
| - Positive Packaging Industries South Africa Pty Ltd | 1,864.89 |
| - Positive Packaging United (M.E.) FZCO | 62.06 |
| - Huhtamaki (Thailand) Ltd. | 90.75 |
| - Huhtamaki Flexible Packaging Middle East LLC | 51.10 |
| - Huhtamaki Finance B V | 0.72 |
| - Huhtamaki Mexicana S.A. De C.V. | 1,939.60 |
| - Huhtamaki Flexible Packaging Egypt LLC | 0.84 |
| - Huhtamaki Foodservice Packaging India Pvt. Ltd. | 14.96 |

- 3) Huhtamaki Oyj has given a Corporate Guarantee to Standard Chartered Bank as security in respect of Fund and Non-Fund based facilities of Rs.10,265 lakhs availed by the Company.
- 4) Huhtamaki Oyj has given a Corporate Guarantee to JP Morgan as security in respect of Fund based facilities of Rs. 7,400 lakhs availed by the Company.
- 5) Huhtamaki Oyj has given a Corporate Guarantee to Citibank as security in respect of Term Loan of Rs. 10,000 lakhs availed by the Company.

6) Details of Contribution to Post Employment Benefit Plans

| | |
|---|-------|
| - Huhtamaki PPL Limited Employees Gratuity Fund Trust | 38.94 |
| - Positive Packaging Industries Limited Employees Group Gratuity Assurance Scheme | 25.25 |

7) Compensation of Key Management Personnel

| | |
|--|---------------|
| Short Term Employee Benefits * | 281.21 |
| Post-Employment Benefits * | 7.05 |
| Share-Based Payment Transactions ** | 4.08 |
| Sitting fees to Independent Directors | 12.70 |
| Commission to Independent Directors*** | 48.00 |
| Total Compensation Paid to Key Management Personnel | 353.04 |

* As the future liabilities for gratuity and leave encashment are provided on an actuarial valuation basis for the Company as a whole, the amount pertaining to individual is not ascertainable and therefore not included above.

** Key managerial personnel are eligible for share based payments of the Ultimate Holding Company for which there is no cash outflow from the Company.

*** Amount of commission accrued for financial year ended December 31, 2020 is outstanding as on June 30, 2020. Commission accrued of Rs 96 lakhs in financial year ended December 31, 2019 was paid to Independent Directors in July 2020 post Annual General Meeting which was held on June 30, 2020.

8) Terms and Conditions

- i) All outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- ii) All related party transactions entered during the period were in ordinary course of business and on arms length basis.
- iii) The Company has not recorded any impairment of receivables related to amounts owed by related parties.