

December 5, 2019

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Ltd.,
Exchange Plaza, C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051.

Scrip ID: BSOFT
Scrip Code: 532400

Symbol: BSOFT
Series: EQ

Kind Attn: The Manager,
Department of Corporate Services

Kind Attn: The Manager,
Listing Department

Subject: - Submission of Disclosure on Related Party Transactions for the half year ended September 30, 2019

Dear Sir / Madam,

In Compliance with Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, please find enclosed disclosure of Related Party Transactions on a consolidated basis and balances for the half year ended September 30, 2019.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For **Birlasoft Limited**
(Formerly *KPIT Technologies Limited*)



Sneha Padve
Company Secretary & Compliance Officer



Encl.: - As mentioned above.

Birlasoft Limited

(Formerly *KPIT Technologies Limited*)

Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase - I, MIDC, Hinjawadi, Pune (MH) 411057, India
Tel: +91 20 6652 5000 | Fax +91 20 6652 5001 | contactus@birlasoft.com | www.birlasoft.com

CIN: L72200PN1990PLC059594

Birlasoft Limited (Erstwhile KPIT Technologies Limited)

Consolidated disclosure of related party transactions and balances for the half year ended 30 September 2019

A. Relationship between the parent and its subsidiaries

Sr. No	Name of the subsidiary	Country of Incorporation	% voting power held
Direct subsidiaries			
1	Birlasoft Solutions Inc. (erstwhile KPIT Infosystems Inc.)	United States of America	100
2	Birlasoft Solutions France (erstwhile KPIT Technologies France SAS)	France	100
3	Birlasoft Computer Corporation (erstwhile SYSTIME Computer Corporation)	United States of America	100
4	Birlasoft Solutions ME FZE. (erstwhile KPIT Infosystems ME FZE.)	United Arab Emirates	100
5	Birlasoft Solutions Limited (erstwhile KPIT Infosystems Limited) (w.e.f. 18 April 2018)	United Kingdom	100
6	Birlasoft Sdn Bhd (w.e.f. 01 January 2019)	Malaysia	100
7	Birlasoft Inc. (w.e.f. 01 January 2019)	United States of America	100
8	Birlasoft (Wuxi) Information Technologies Co. Ltd. (Under liquidation)	China	100
Indirect subsidiaries			
9	Birlasoft Solutions Ltda (erstwhile KPIT TECHNOLOGIES SOLUÇÕES EM INFORMÁTICA LTDA.) (Subsidiary of Birlasoft Solutions Inc.)	Brazil	100
10	Sparta Consulting Inc. (Subsidiary of Birlasoft Solutions Inc.)	United States of America	100
11	Birlasoft Technologies Canada Corporation (erstwhile KPIT Technologies Corporation) (Subsidiary of Birlasoft Computer Corporation)	Canada	100
12	Birlasoft Solutions GmbH (erstwhile KPIT Solutions GmbH) (Subsidiary of KPIT Infosystems Limited) (w.e.f. 23 November 2018)	Germany	100
13	Birlasoft Solutions Mexico, S.A. DE C.V. (erstwhile KPIT Infosystems Mexico, S.A. DE) (Subsidiary of Birlasoft Solutions Inc.) (w.e.f. 25 October 2018)	Mexico	100
14	Enable Path LLC (Subsidiary of Birlasoft Inc.) (w.e.f. 01 January 2019)	United States of America	100
15	Birlasoft (UK) Limited (Subsidiary of Birlasoft Inc.) (w.e.f. 01 January 2019)	United Kingdom	100
16	Birlasoft GmbH (Subsidiary of Birlasoft (UK) Limited) (w.e.f. 01 January 2019)	Germany	100
Entities jointly controlled by a group having joint control over the reporting entities*			
17	KPIT Technologies (UK) Limited (w.e.f. 01 January 2019)	United Kingdom	N.A.
18	KPIT (Shanghai) Software Technology Co. Limited (w.e.f. 01 January 2019)	China	N.A.
19	KPIT Technologies Netherlands B.V. (w.e.f. 01 January 2019)	Netherlands	N.A.
20	Impact Automotive Solutions Limited (w.e.f. 01 January 2019)	India	N.A.
21	KPIT Technologies Limited (Erstwhile KPIT Engineering Limited) (w.e.f. 01 January 2019)	India	N.A.
22	KPIT Technologies GmbH (w.e.f. 01 January 2019)	Germany	N.A.
23	MicroFuzzy KPIT TECNOLOGIA LTDA (w.e.f. 01 January 2019)	Brazil	N.A.
24	MicroFuzzy Industrie-Elektronik GmbH (w.e.f. 01 January 2019)	Germany	N.A.
25	KPIT Technologies PTE Limited (w.e.f. 01 January 2019)	Singapore	N.A.
26	KPIT Technologies Limited GK (w.e.f. 01 January 2019)	Japan	N.A.
27	KPIT Technologies Holding Inc. (w.e.f. 01 January 2019)	United States of America	N.A.
28	KPIT Technologies Inc. (w.e.f. 01 January 2019)	United States of America	N.A.
29	ThaiGerTec Co., Ltd (w.e.f. 01 April 2019)	Thailand	N.A.
30	Yantra Digital Services Private Limited (Joint venture of Impact Automotive Solutions Limited w.e.f. 01 January 2019)	India	N.A.
Enterprise having joint control over entity			
31	National Engineering Industries Limited (w.e.f. 15 January 2019)	India	N.A.
32	Central India Industries Limited (w.e.f. 15 January 2019)	India	N.A.
33	Proficient FinStock LLP (w.e.f. 15 January 2019)	India	N.A.

* As a part of Composite Scheme, these entities were transferred to the Resulting Company on appointed date. As on 30 September 2019, these entities are related party due to Joint Control.

Birlasoft Limited (Erstwhile KPIT Technologies Limited)

Consolidated disclosure of related party transactions and balances for the half year ended 30 September 2019

Related party disclosures (continued)

B. List of Key Management Personnel

Key Management Personnel ('KMP')		
	Mrs. Amita Birla (w.e.f. 15 January 2019)	Chairperson and Non-Executive Director
	Mr. C. K. Birla (w.e.f. 15 January 2019)	Non-Executive Director
	Mr. Dharmander Kapoor (w.e.f. 01 June 2019)	Chief Executive Officer & Managing Director
	Mr. Anjan Lahiri (upto 31 May 2019)	Chief Executive Officer & Managing Director
	Mr. Pawan Sharma (upto 31 May 2019)	Executive Director
	Mr. Rajeev Gupta (w.e.f. 16 January 2019)	Chief Financial Officer
	Ms. Sneha Padve	Company Secretary
	Ms. Alka Bharucha (w.e.f. 23 May 2018)	Independent Director
	Ms. Nandita Gurjar (w.e.f. 15 January 2019)	Independent Director
	Mr. Ashok Barat (w.e.f. 15 January 2019)	Independent Director
	Mr. Prasad Thrikutam (w.e.f. 15 January 2019)	Independent Director
	Mr. Anant Talaulicar	Independent Director
	Mr. Sachin Tikekar (w.e.f. 01 June 2019)	Nominee Director

C. List of other related parties with whom there are transactions

Others	
	CK Birla Corporate Services Limited** (w.e.f. 15 January 2019)

** As the company and CK Birla Corporate Services Limited use the same 'CK Birla' brand and are disclosed as being part of the same 'Group' on the website operated by CK Birla Corporate Services Limited, from a good governance perspective the transaction is being reported as a 'related party transaction' under the applicable accounting standards.

D. Transactions with related parties:

		(Amount in ₹ million)
Sr. No.	Nature of transaction	Amount of transactions during the period
Transactions with entities jointly controlled by a group having joint control over the reporting entities		
1	Sales/(Reversal)	
	KPIT Technologies GmbH	154.35
	KPIT Technologies (UK) Limited	67.95
	KPIT Technologies Limited GK	11.62
	KPIT (Shanghai) Software Technology Co. Limited	6.36
	KPIT Technologies (UK) Limited (Sweden Branch)	(0.49)
	KPIT Technologies Netherlands B.V.	(9.95)
	KPIT Technologies Inc.	(22.78)
2	Software service charges	
	KPIT (Shanghai) Software Technology Co. Limited	0.08
	KPIT Technologies Inc.	158.26
	KPIT Technologies Limited	25.64
3	Advance (Net)	
	KPIT Technologies (UK) Limited	(9.73)
	KPIT Technologies Limited GK	0.13
	KPIT (Shanghai) Software Technology Co. Limited	0.43
	KPIT Technologies (UK) Limited (Sweden Branch)	3.17
	KPIT Technologies Inc.	(294.32)
	KPIT Technologies Limited	(20.04)
4	Reimbursement of Expenses (Net)	
	KPIT Technologies GmbH	(22.13)
	KPIT Technologies (UK) Limited	(1.57)
	KPIT Technologies Limited GK	(10.31)
	KPIT (Shanghai) Software Technology Co. Limited	(4.01)
	KPIT Technologies (UK) Limited (Sweden Branch)	(3.05)
	KPIT Technologies Netherlands B.V.	(10.44)
	KPIT Technologies Inc.	283.86
	KPIT Technologies Limited	(152.69)
	KPIT Technologies PTE Limited	(1.07)
5	Balance outstanding as on 30 September 2019 [Receivable/(Payable)]	
	KPIT Technologies GmbH	553.77
	KPIT Technologies (UK) Limited	22.15
	KPIT Technologies Limited GK	41.47
	KPIT (Shanghai) Software Technology Co. Limited	(9.98)
	KPIT Technologies (UK) Limited (Sweden Branch)	60.43
	KPIT Technologies Netherlands B.V.	(11.76)
	KPIT Technologies Inc.	(242.71)
	KPIT Technologies Limited	(300.12)
	KPIT Technologies PTE Limited	0.25
	MicroFuzzy Industrie-Elektronik GmbH	(11.42)

Birlasoft Limited (Erstwhile KPIT Technologies Limited)

Consolidated disclosure of related party transactions and balances for the half year ended 30 September 2019

Related party disclosures (continued)

Sr. No.	Nature of transaction	Amount of transactions during the period
Transactions with KMP		
1	Short term employee benefits	
	Dharmander Kapoor	11.99
	Pawan Sharma	2.50
	Anjan Lahiri	5.38
	Rajeev Gupta	8.77
	Sneha Padve	2.19
2	Post employment benefit plans	
	Dharmander Kapoor	0.51
	Pawan Sharma	4.45
	Anjan Lahiri	1.35
	Rajeev Gupta	0.33
	Sneha Padve	0.08
3	Perquisite Value	
	Dharmander Kapoor	21.38
	Anjan Lahiri	163.09
4	Reimbursement of expenses (net)	
	Dharmander Kapoor	0.54
	Rajeev Gupta	0.21
	Sneha Padve	0.08
	Alka Marezbhan Bharucha	0.10
5	Commission paid	
	Amita Birla	0.60
	Chandrakant Birla	0.60
	Anant Talaulicar	0.60
	Alka Marezbhan Bharucha	0.60
	Ashok Kumar Barat	0.60
	Nandita Gurjar	0.60
	Prasad Thrikutam	0.60
6	Sitting fees	
	Amita Birla	0.35
	Chandrakant Birla	0.10
	Anant Talaulicar	0.80
	Alka Marezbhan Bharucha	0.10
	Ashok Kumar Barat	0.45
	Nandita Gurjar	0.80
	Prasad Thrikutam	0.59
	Sachin Tikekar	0.20
7	Balance outstanding as on 30 September 2019 [Receivable/(Payable)]	
	Sneha Padve	(0.01)
	Prasad Thrikutam	(0.63)
Enterprise having significant influence		
1	Rent	
	National Engineering Industries Limited	1.34
Others		
1	Corporate assistance and IPR fees	
	CK Birla Corporate Services Limited	19.22
2	Balance outstanding as on 30 September 2019 [Receivable/(Payable)]	
	CK Birla Corporate Services Limited	(3.90)

Note : Remuneration excludes provision for employee benefits as separate actuarial valuation for the directors, key management personnel and their relatives is not available.