

SEIL/Sec./SE/20-21/13

July 13, 2020

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East), MUMBAI 400 051
Fax # 022-2659 8237/8238/8347/8348
Symbol: SCHNEIDER

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI 400 001
Fax#022-2272 3121/2037/2039
Scrip Code No. 534139

Dear Sir,

Sub: Disclosure of related party transactions pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Pursuant to Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the disclosure of Related Party Transactions, for the financial year ended March 31, 2020, in the format as specified in the applicable accounting standards.

Kindly take the above information on record.

Yours Sincerely,

For Schneider Electric Infrastructure Limited

(Bhumika Sood)
Company Secretary and Compliance Officer

Encl: As above

Schneider Electric Infrastructure Limited

Notes to Financial Statements for the year ended 31 March 2020

34 Related party transactions

Following are the Related Parties and transactions entered with related parties for the year:

(A) Names of related parties and description of relationship:

(i) Related party where control exists

| Name of the related parties | Relationship |
|--|---------------------------|
| 1. Energy Grid Automation Transformers and Switchgears India Private Limited | Holding Company |
| 2. Schneider Electric Industries SAS, France | Ultimate Holding Company |
| 3. Schneider Electric Singapore Pte. Limited, Singapore | Parent of Holding Company |

(ii) Fellow subsidiaries with which there have been transactions during the year

| | |
|--|---|
| EPS Electrical Power Distribution Boards & Switchgear Ltd, Saudi Arabia | Schneider Electric IT Logistics Europe Limited, Ireland |
| France Transfo SAS, France | Schneider Electric IT Singapore Pte. Ltd, Singapore |
| Invensys Development Centre India Private Ltd, India | Schneider Electric Kenya, Kenya |
| Invensys India Private Ltd, India | Schneider Electric Korea Ltd (ex-Samwha EOCR Co. Ltd), Korea |
| Luminous Power Technologies Private Ltd, India | Schneider Electric Lanka (Private) Limited, Lanka |
| Manufacturas Electricas SA, Spain | Schneider Electric Logistics Asia Pte. Ltd, Singapore |
| Power Measurement Ltd, Canada | Schneider Electric Ltd, UK |
| Pt Schneider Electric Indonesia, Indonesia | Schneider Electric Mexico S.A. de C.V., Mexico |
| Schneider Electric IT Business India Pvt.Ltd., India | Schneider Electric Nigeria Ltd, Nigeria |
| Schneider (Thailand) Ltd, China | Schneider Electric O.M. LLC, Oman |
| Schneider Busway (Guangzhou) Ltd, China | Schneider Electric Overseas Asia Pte. Ltd, Singapore |
| Schneider Electric (Australia) Pty. Limited, Australia | Schneider Electric Peru S.A., Peru |
| Schneider Electric (China) Co. Ltd, China | Schneider Electric Polska SP, Poland |
| Schneider Electric (Philippines) Inc., Philippines | Schneider Electric President Systems Ltd, India |
| Schneider Electric (UK) Ltd, UK | Schneider Electric Private Limited, India |
| Schneider Electric (Xiamen) Switchgear Co. Ltd, China | Schneider Electric Protection et Contrôle SAS, France |
| Schneider Electric AEBE, Greece | Schneider Electric S.P.A., Italy |
| Schneider Electric Argentina Sa, Argentina | Schneider Electric Sachsenwerk Gmbh, Germany |
| Schneider Electric Asia Pacific Limited, Hong Kong | Schneider Electric Services Llc, Qatar |
| Schneider Electric "Austria" Ges. M.B.H., Austria | Schneider Electric Solar India Private Limited, India |
| Schneider Electric Brasil Ltda, Brasil | Schneider Electric South Africa (Pty.) Ltd, South Africa |
| Schneider Electric Bulgaria Eood, Bulgaria | Schneider Electric Systems Austria Gmbh, Austria |
| Schneider Electric Canada Inc., Canada | Schneider Electric Taiwan Co Ltd, China |
| Schneider Electric D.O.O., Croatia | Schneider Electric Telecontrol SAS, France |
| Schneider Electric De Colombia Sa, Colombia | Schneider Electric Usa, Inc., USA |
| Schneider Electric Distribution Company, Egypt | Schneider Electric Vietnam Co. Ltd, Vietnam |
| Schneider Electric Dms Ns, Serbia | Schneider Elektrik Sanayi Ve Ticaret A.S., Turkey |
| Schneider Electric East Mediterranean SAL Lebnon | Schneider Enerji Endustrisi Sanayi Ve Ticaret A.S., Turkey |
| Schneider Electric Energy France SAS, France | Schneider Enerji Endüstrisi Sanayi Ve Ticaret Anonim Sirketi, Turkey |
| Schneider Electric Energy Hungary Electric Switchboard Production Ltd, Hungary | Schneider Switchgear (Suzhou) Co, Ltd, China |
| Schneider Electric Espana SA, Utd.Arab Emir. | Shanghai Schneider Electric Power Automation Co. Ltd, China |
| Schneider Electric FZE, Utd.Arab Emir. | Schneider Electric Software India Private Limited |
| Schneider Electric Gmbh, Germany | Société Électrique d'Aubenas SAS, France |
| Schneider Electric India Private Limited, India | Telvent USA, LLC, USA |
| Schneider Electric Industries (M) Sdn Bhd, Malaysia | Vamp Oy, Finland |
| Schneider Electric Industries SAS, France | Schneider Electric Infrastructure Limited Emp Group Gratuity Assurance Scheme |
| ZAO Gruppa Kompaniy Electroschild, Russia | Schneider Electric Maroc, Morocco |
| Schneider Electric IT Logistics Asia Pacific Pte. Ltd, Singapore | Gutor Electronic Gmbh, Germany |
| Schneider Electric Egypt S.A.E., Egypt | Gutor Electronic Asia Pacific Sdn. Bhd., Malaysia |
| Schneider Electric Services International SPRL, Belgium | Schneider Electric Plants Saudi Arabia Co., Uae |
| Schneider (Beijing) Medium & Low Voltage Co., Ltd, China | |

(iii) Key Management Personnel

- Mr. Bruno Bernard Dercle, Managing Director w.e.f August 01, 2018
- Mr. Vivek Sarwate, Whole Time Director till May 22, 2019
- Mr. Piyush Pandey, Whole Time Director w.e.f May 22, 2019
- Mr. Prakash Kumar Chandraker Managing Director till 31st July 2018
- Mr. Anil Rustgi, Company Secretary till July 04, 2018
- Ms. Bhumika Sood, Company Secretary w.e.f July 27, 2018
- Mr .Arnab Roy, Chief Financial Officer (Whole Time Director w.e.f June 16, 2020)

(iv) Additional related parties as per Companies Act 2013 with whom transactions have taken place during the year:

- Mr.Vinod Kumar Dhall, Chairman and Director
- Mr.Ranjan Pant, Director
- Mr.Subramanian Vishar Vasudeven, Director

Schneider Electric Infrastructure Limited

Notes to Financial Statements for the year ended 31 March 2020

(B) Transactions during the year

(Rs in Millions)

| S.No | Particulars | Related party where control Exists | | Fellow subsidiaries | | Key Management Personnel and other related parties | | Total | |
|------|--|------------------------------------|----------------|---------------------|-----------------|--|----------------|-----------------|-----------------|
| | | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 |
| (1) | SALE OF GOODS | | | | | | | | |
| | Schneider Electric Industries SAS, France | 0.60 | 1.97 | - | - | - | - | 0.60 | 1.97 |
| | Schneider Electric India Private Limited, India | - | - | 1,901.55 | 1,684.83 | - | - | 1,901.55 | 1,684.83 |
| | Schneider Electric IT Business India Private Limited, India | - | - | 191.69 | 315.87 | - | - | 191.69 | 315.87 |
| | Others | - | - | 613.74 | 692.96 | - | - | 613.74 | 692.96 |
| | Total | 0.60 | 1.97 | 2,706.98 | 2,693.66 | - | - | 2,707.58 | 2,695.63 |
| (2) | SALE OF SERVICES | | | | | | | | |
| | Schneider Electric France SAS, France | - | - | 43.52 | 29.44 | - | - | 43.52 | 29.44 |
| | Schneider Electric India Private Limited, India | - | - | 68.85 | 139.78 | - | - | 68.85 | 139.78 |
| | Schneider Electric Industries SAS, France | 100.16 | 17.21 | - | - | - | - | 100.16 | 17.21 |
| | Others | - | - | 136.23 | 68.08 | - | - | 136.23 | 68.08 |
| | Total | 100.16 | 17.21 | 248.60 | 237.30 | - | - | 348.76 | 254.51 |
| (3) | PURCHASE OF GOODS | | | | | | | | |
| | Schneider Electric Industries SAS, France | 643.17 | 640.22 | - | - | - | - | 643.17 | 640.22 |
| | Schneider Electric India Private Limited, India | - | - | 1,007.05 | 880.35 | - | - | 1,007.05 | 880.35 |
| | Schneider Electric Sachsenwerk GmbH, Germany | - | - | 507.05 | 565.99 | - | - | 507.05 | 565.99 |
| | Vamp OY, Finland | - | - | 288.66 | 281.00 | - | - | 288.66 | 281.00 |
| | Others | - | - | 339.08 | 1,058.56 | - | - | 339.08 | 1,058.56 |
| | Total | 643.17 | 640.22 | 2,141.84 | 2,785.90 | - | - | 2,785.01 | 3,426.12 |
| (4) | PURCHASE OF SERVICES | | | | | | | | |
| | Schneider Electric India Private Limited, India | - | - | 119.56 | 100.49 | - | - | 119.56 | 100.49 |
| | Schneider Electric Private Limited, India | - | - | 146.02 | 1.28 | - | - | 146.02 | 1.28 |
| | Schneider Electric Industries SAS, France | 0.40 | 1.05 | - | - | - | - | 0.40 | 1.05 |
| | Schneider Electric Espana SA, Spain | - | - | 107.22 | 6.39 | - | - | 107.22 | 6.39 |
| | Others | - | - | 73.80 | 61.37 | - | - | 73.80 | 61.37 |
| | Total | 0.40 | 1.05 | 446.60 | 169.53 | - | - | 447.00 | 170.58 |
| (5) | REIMBURSEMENT BY THE COMPANY | | | | | | | | |
| | Schneider Electric India Private Limited, India | - | - | 131.76 | 125.13 | - | - | 131.76 | 125.13 |
| | Others | - | - | 0.74 | 0.72 | - | - | 0.74 | 0.72 |
| | Total | - | - | 132.50 | 125.85 | - | - | 132.50 | 125.85 |
| (6) | REIMBURSEMENT TO THE COMPANY | | | | | | | | |
| | Schneider Electric Industries SAS, France | 68.88 | - | - | - | - | - | 68.88 | - |
| | Schneider Electric India Private Limited, India | - | - | 21.62 | - | - | - | 21.62 | - |
| | Others | - | - | 36.54 | 2.83 | - | - | 36.54 | 2.83 |
| | Total | 68.88 | - | 58.16 | 2.83 | - | - | 127.04 | 2.84 |
| (7) | MANAGERIAL REMUNERATION (refer note 1) | | | | | | | | |
| | Prakash Kumar Chandraker | - | - | - | - | - | 16.46 | - | 16.46 |
| | Bruno Bernard Derclé | - | - | - | - | 26.50 | 16.11 | 26.50 | 16.11 |
| | Vivek Sarwate | - | - | - | - | 1.44 | 10.56 | 1.44 | 10.56 |
| | Piyush Pandey | - | - | - | - | 6.20 | - | 6.20 | - |
| | Arnab Roy | - | - | - | - | 21.22 | 16.89 | 21.22 | 16.89 |
| | Anil Rustgi | - | - | - | - | - | 6.12 | - | 6.12 |
| | Bhumika Sood | - | - | - | - | 6.14 | 3.79 | 6.14 | 3.79 |
| | Total | - | - | - | - | 61.50 | 69.93 | 61.50 | 69.93 |
| | Compensation to Key Managerial Personnel of the company | | | | | | | | |
| | Category | | | | | | | | |
| | Short Term Employee Benefit | - | - | - | - | 59.29 | 65.26 | 59.29 | 65.26 |
| | Share Based Payment | - | - | - | - | 2.21 | 4.67 | 2.21 | 4.67 |
| | Total | - | - | - | - | 61.50 | 69.93 | 61.50 | 69.93 |

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Notes to Financial Statements for the year ended 31 March 2020

(B) Transactions during the year

(Rs in Millions)

| S.No | Particulars | Related party where control Exists | | Fellow subsidiaries | | Key Management Personnel and other related parties | | Total | |
|------|--|------------------------------------|----------------|---------------------|----------------|--|----------------|----------------|----------------|
| | | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 |
| (8) | SITTING FEES TO DIRECTORS | | | | | | | | |
| | Vinod Kumar Dhall | - | - | - | - | 0.88 | 0.92 | 0.88 | 0.92 |
| | Subramanian Vishar Vasudeven | - | - | - | - | 0.84 | 0.76 | 0.84 | 0.76 |
| | Ranjan Pant | - | - | - | - | 0.72 | 0.72 | 0.72 | 0.72 |
| | Namrata Kaul | - | - | - | - | 0.08 | - | 0.08 | - |
| | Geeta Mathur | - | - | - | - | 0.16 | - | 0.16 | - |
| | Total | - | - | - | - | 2.68 | 2.40 | 2.68 | 2.40 |
| (9) | INTEREST EXPENSES | | | | | | | | |
| | Schneider Electric IT Business India Private Limited, India | - | - | 305.80 | 279.99 | - | - | 305.80 | 279.99 |
| | Energy Grid Automation Transformers and Switchgears India Private Limited, India | 27.44 | 25.22 | - | - | - | - | 27.44 | 25.22 |
| | Total | 27.44 | 25.22 | 305.80 | 279.99 | - | - | 333.24 | 305.21 |
| (10) | TRADEMARK FEES | | | | | | | | |
| | Schneider Electric Services International SPRL, Belgium | - | - | 186.47 | 203.68 | - | - | 186.47 | 203.68 |
| | Total | - | - | 186.47 | 203.68 | - | - | 186.47 | 203.68 |
| (11) | DATA MANAGEMENT CHARGES | | | | | | | | |
| | Schneider Electric Industries SAS, France | 133.09 | 108.37 | - | - | - | - | 133.09 | 108.37 |
| | Schneider Electric Private Limited, India | - | - | 32.32 | 38.77 | - | - | 32.32 | 38.77 |
| | Total | 133.09 | 108.37 | 32.32 | 38.77 | - | - | 165.41 | 147.14 |
| (12) | MANAGEMENT SUPPORT CHARGES | | | | | | | | |
| | Schneider Electric Industries SAS, France | 58.28 | - | - | - | - | - | 58.28 | - |
| | Total | 58.28 | - | - | - | - | - | 58.28 | - |
| (13) | SALE OF TANGIBLE ASSETS | | | | | | | | |
| | Schneider Electric India Private Limited, India | 50.52 | 125.63 | - | - | - | - | 50.52 | 125.63 |
| | Total | 50.52 | 125.63 | - | - | - | - | 50.52 | 125.63 |
| (14) | PURCHASE OF TANGIBLE ASSETS | | | | | | | | |
| | Schneider Electric Industries SAS, France | 0.68 | 50.25 | - | - | - | - | 0.68 | 50.25 |
| | Others | 1.80 | - | - | 5.35 | - | - | 1.80 | 5.35 |
| | Total | 2.48 | 50.25 | - | 5.35 | - | - | 2.48 | 55.60 |
| (15) | SHORT TERM BORROWINGS TAKEN (NET) | | | | | | | | |
| | Schneider Electric IT Business India Private Limited, India | - | - | 558.45 | 88.40 | - | - | 558.45 | 88.40 |
| | Total | - | - | 558.45 | 88.40 | - | - | 558.45 | 88.40 |

Schneider Electric Infrastructure Limited

Notes to Financial Statements for the year ended 31 March 2020

(C) Balances Outstanding at the year end:

(Rs in Millions)

| Particulars | Related party where control Exists | | Fellow subsidiaries | | Key Management Personnel and other related parties | |
|---|------------------------------------|----------------|---------------------|-----------------|--|----------------|
| | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 | March 31, 2020 | March 31, 2019 |
| | | | | | | |
| LONG TERM BORROWINGS | | | | | | |
| 8 Percent Cumulative Redeemable Preference Shares of Rs 10 Each Fully Paid Up : | | | | | | |
| Energy Grid Automation Transformers and Switchgears India Private Limited, India | 349.33 | 321.89 | | | - | - |
| Schneider Electric IT Business India Private Limited, India | - | - | 884.94 | 815.49 | - | - |
| Inter Corporate Deposit : | - | - | | | - | - |
| Schneider Electric IT Business India Private Limited, India | - | - | 2,389.49 | - | - | - |
| Total | 349.33 | 321.89 | 3,274.43 | 815.49 | - | - |
| SHORT TERM BORROWINGS | | | | | | |
| Schneider Electric IT Business India Private Ltd, India | - | - | 988.64 | 2,980.19 | - | - |
| Total | - | - | 988.64 | 2,980.19 | - | - |
| TRADE PAYABLES | | | | | | |
| Schneider Electric India Private Limited, India | - | - | 654.92 | 364.30 | - | - |
| Schneider Electric Industries SAS, France | 686.70 | 502.24 | | | - | - |
| Schneider Electric Services International SPRL | - | - | 333.19 | 444.13 | - | - |
| Others | - | - | 739.26 | 705.08 | - | - |
| Total | 686.70 | 502.24 | 1,727.37 | 1,513.51 | - | - |
| OTHER FINANCIAL LIABILITIES | | | | | | |
| Schneider Electric IT Business India Private Ltd, India | - | - | 38.41 | 25.83 | - | - |
| Total | - | - | 38.41 | 25.83 | - | - |
| TRADE RECEIVABLES | | | | | | |
| Schneider Electric India Private Limited, India (Provision for doubtful trade receivables amounting to Rs 13.06 millions (March 31, 2019- Rs 10.56 millions)) | - | - | 507.40 | 499.84 | - | - |
| Schneider Electric Industries SAS, France (Provision for doubtful trade receivables amounting to Rs 0.48 millions (March 31, 2019- Rs Nil)) | 17.98 | 41.84 | - | - | - | - |
| Others (Provision for doubtful trade receivables amounting to Rs 39.31 millions (March 31, 2019- Rs 38.94 millions)) | - | - | 311.51 | 383.49 | - | - |
| Total | 17.98 | 41.84 | 818.91 | 883.33 | - | - |
| OTHER FINANCIAL ASSET | | | | | | |
| Schneider Electric France SAS | - | - | 8.55 | 9.33 | - | - |
| Schneider Electric Infrastructure Limited Emp Group Gratuity Assurance Scheme | - | - | 35.93 | - | - | - |
| Total | - | - | 44.48 | 9.33 | - | - |

1. The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole. Further it includes share based payments recognised under IND AS.

2. In addition to the above transactions, Schneider Electric Industries SAS, France (the ultimate holding company) has given letter of comfort to banks of the Company based on which banks have given unsecured loan facilities (at the prevailing interest rate) to the Company. This letter is not intended as a legal guarantee on the part of the ultimate holding company.