

Expleo Solutions Limited (formerly known as SQS India BFSI Limited)
Notes to the Consolidated Financial Statements for the year ended March 31, 2019

Disclosures as required under Ind AS 24 'Related Party Disclosures'

a) Related Parties and their relationships

(i) Ultimate Holding Entities:

Assystem SA, France
Ardian LBO Fund VI B

(ii) Holding Company:

Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany

(iii) Key Management Personnel (KMP):

Aarti Arvind - Managing Director & CEO (Upto August 31, 2018)
N. Vaidyanathan - Executive Director (Superannuation on September 05, 2017)
Balaji Viswanathan - Managing Director & CEO (w.e.f. September 01, 2018)
K. Ramaseshan - Executive Director (Upto July 17, 2018) and Chief Financial Officer (CFO) (Upto September 21, 2018)
David Bellin - Chairman & Non-Executive Director (upto May 4, 2018)
Prof. K. Kumar - Deputy Chairman & Independent Director
Prof. S. Rajagopalan - Independent Director
Lilian Jessie Paul - Independent Director
Rajiv Kuchhal - Independent Director
Ulrich Bäumer - Independent Director
René Gawron - Chairman and Non-Executive Director (Chairman - w.e.f. January 31, 2019)
Ralph Franz Gillesen - Non-Executive Director (w.e.f. August 9, 2018)
Diederik Vos- Chairman & Non-Executive Director (Chairman w.e.f May 04, 2018 upto January 2, 2019) (Non-Executive Director w.e.f. October 26, 2017 upto January 2, 2019)
Olivier Aldrin - Non-Executive Director (w.e.f January 31, 2019)
Desikan Narayanan - Chief Financial Officer (CFO) (w.e.f. September 24, 2018)

(iv) Fellow Subsidiaries:

Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems Private Limited)
Expleo Technologies India Private Limited (formerly known as Assystem Technologies India Private Limited)
SQS Software Quality Systems Egypt S.A.E
SQS Software Quality Systems Ges.mbH, Austria
Expleo Technology UK Limited (formerly known as SQS Group Limited)
Expleo Technology Ireland Limited (formerly known as SQS Software Quality Systems (Ireland) Limited)
SQS Software Quality Systems (Schweiz) AG, Zurich
SQS USA Inc.
SQS Nederland
Expleo South Africa (PTY) Limited (formerly known as SQS Group Limited, South Africa)
SQS Group Ltd, Belfast, Ireland
SQS North America LLC

(v) Post employment benefit plan

SQS India BFSI Limited Group Gratuity Scheme Trust

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b) Transactions with Related Parties

Rs. In Millions

Particulars	Nature of Relationship	Name of the Related Party	For the year ended March 31, 2019	For the year ended March 31, 2018
Income				
Income from the services rendered	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	24.52	65.59
	Fellow Subsidiaries	SQS Software Quality Systems (Schweiz) AG, Zurich	-	9.79
	Fellow Subsidiary	SQS Software Quality Systems Ges.mbH, Austria	151.13	115.23
	Fellow Subsidiary	SQS USA Inc.	14.83	38.43
	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	156.63	138.70
	Fellow Subsidiary	Expleo Technology Ireland Limited (formerly known as SQS Software Quality Systems (Ireland) Limited)	120.24	75.62
	Fellow Subsidiary	Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems Private Limited)	4.05	0.95
	Fellow Subsidiary	SQS North America LLC	23.08	3.85
	Fellow Subsidiary	SQS Nederland	0.03	-
	Fellow Subsidiary	Expleo South Africa (PTY) Limited (formerly known as SQS Group Limited, South Africa)	14.63	37.95
	Fellow Subsidiary	SQS Group Ltd, Belfast, Ireland	-	4.41
Interest on loan given	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	0.84	-
Expenses				
Managerial Remuneration	KMP	Aarti Arvind *	6.91	23.23
	KMP	Balaji Viswanathan	9.94	-
	KMP	K. Ramaseshan	7.66	11.75
	KMP	Desikan Narayanan	3.99	-
	KMP	N. Vaidyanathan	-	7.26
Directors' Sitting Fees and Commission	KMP	Prof. K. Kumar	1.39	1.04
	KMP	Prof. S. Rajagopalan	1.41	1.06
	KMP	Rajiv Kuchhal	1.25	0.94
	KMP	David Bellin	0.04	1.25
	KMP	Ulrich Bäumer	1.01	0.66
	KMP	Lilian Jessie Paul	1.19	0.82
Expenses for services rendered	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG),	4.92	13.18
	Fellow Subsidiary	SQS USA Inc.	6.37	19.58
	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	36.51	40.98
	Fellow Subsidiary	Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems Private Limited)	12.69	11.09
	Fellow Subsidiary	SQS Software Quality Systems Ges.mbH, Austria	-	3.59
	Fellow Subsidiary	SQS North America LLC	0.41	3.20
	Fellow Subsidiary	SQS Software Quality Systems Egypt S.A.E	0.78	-
	Fellow Subsidiary	SQS Nederland	11.97	8.63

* includes perquisite value of motor car and other benefits as per the service contract including incentive.

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Rs. In Millions

Particulars	Nature of Relationship	Name of the Related Party	For the year ended March 31, 2019	For the year ended March 31, 2018
Other Transactions				
Loan Given	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	45.24	-
Contribution paid to the Group Gratuity Scheme	Post employment benefit plan	SQS India BFSI Limited Group Gratuity Scheme Trust	15.00	14.36
Final dividend paid	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	115.18	115.08
Interim dividend	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	-	23.02
Cost Reimbursement Received				
	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	3.20	4.12
	Fellow Subsidiary	Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems)	0.40	0.45
	Fellow Subsidiary	SQS Software Quality Systems Ges.mbH, Austria	11.45	10.14
	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	2.08	15.24
	Fellow Subsidiary	Expleo Technology Ireland Limited (formerly known as SQS Software Quality Systems (Ireland) Limited)	1.04	0.05
	Fellow Subsidiary	SQS Nederland	0.11	-
	Fellow Subsidiary	Expleo South Africa (PTY) Limited (formerly known as SQS Group Limited, South Africa)	1.43	4.47
	Fellow Subsidiary	SQS Group Ltd, Belfast, Ireland	1.30	-
Cost Reimbursement Paid				
	Fellow Subsidiary	Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems)	5.68	5.60
	Fellow Subsidiary	SQS USA Inc.	1.47	6.79
	Fellow Subsidiary	SQS Software Quality Systems Egypt S.A.E	1.04	-
	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	2.65	1.77
	Fellow Subsidiary	Expleo Technologies India Private Limited (formerly known as Assystem Technologies India Private Limited)	0.86	-

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Rs. In Millions				
Particulars	Nature of Relationship	Name of the Related Party	As at March 31, 2019	As at March 31, 2018
Outstanding Balances				
Amounts Receivable from	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	42.53	53.90
	Fellow Subsidiary	Expleo Technology Ireland Limited (formerly known as SQS Software Quality Systems (Ireland) Limited)	12.00	7.02
	Fellow Subsidiary	SQS Software Quality Systems Ges.mbH, Austria	41.58	14.87
	Fellow Subsidiary	Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems Private Limited)	0.95	0.38
	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	0.84	21.24
	Fellow Subsidiary	Expleo South Africa (PTY) Limited (formerly known as SQS Group Limited, South Africa)	0.30	10.16
	Fellow Subsidiary	SQS USA Inc.	4.15	6.42
	Fellow Subsidiary	SQS North America LLC	8.76	3.86
	Amounts Payable to	Holding Company	Expleo Technology Germany AG (formerly known as SQS Software Quality Systems AG), Germany	4.93
Fellow Subsidiary		Expleo Technology UK Limited (formerly known as SQS Group Limited)	41.11	19.64
Fellow Subsidiary		SQS USA Inc.	**	5.24
Fellow Subsidiary		Expleo India Infosystems Private Limited (formerly known as SQS India Infosystems Private Limited)	5.96	7.18
Fellow Subsidiary		SQS Software Quality Systems Ges.mbH, Austria	-	3.63
Fellow Subsidiary		SQS Nederland	1.34	4.65
Fellow Subsidiary		SQS North America LLC	0.08	0.45
Fellow Subsidiary		Expleo Technologies India Private Limited (formerly known as Assystem Technologies India Private Limited)	0.80	-
Post employment benefit plan		SQS India BFSI Limited Group Gratuity Scheme Trust	1.40	2.71
Provision for expenses		KMP	Aarti Arvind	-
	KMP	K. Ramaseshan	-	2.18
	KMP	Balaji Viswanathan	2.76	-
	KMP	Desikan Narayanan	1.07	-
	KMP	Prof. K. Kumar	0.91	0.60
	KMP	Prof. S. Rajagopalan	0.91	0.60
	KMP	Rajiv Kuchhal	0.91	0.60
	KMP	David Bellin	-	1.05
	KMP	Ulrich Bäumer	0.91	0.60
	KMP	Lilian Jessie Paul	0.91	0.60
	Outstanding Balance of Loan Given	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	45.24
Interest Receivable on Loan	Fellow Subsidiary	Expleo Technology UK Limited (formerly known as SQS Group Limited)	0.82	-

** Denotes an amount less than Rs. 5,000/-.

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c) Details relating to Compensation paid to Key Managerial Personnel

Rs. In Millions

Particulars	Nature of Relationship	Details	For the year ended March 31, 2019	For the year ended March 31, 2018
Employee benefits expense	KMP	Short-term Benefits	28.44	42.24
		Post-employment benefits***	-	-
		Share based payments	-	0.98
			28.44	43.22

*** Remuneration to Key Managerial Personnel does not include charge for gratuity and compensated absences, as employee-wise breakup is not available.