



28th November 2022

National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E) Mumbai 400051
Scrip Code: TWL (EQ)

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001
Scrip Code: 532966

Sub: Disclosure under Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Madam/Sir,

Pursuant to the Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the disclosure on Related Party Transaction of the Company for the half year ended 30th September, 2022, in accordance with applicable accounting standards. The same is also uploaded on the Company's website www.titagarh.in.

Please take the same on record.

Thanking you,

Yours faithfully,
For Titagarh Wagons Limited

Ravi Prakash Mundhra
Company Secretary

TITAGARH WAGONS LIMITED

CIN: L27320WB1997PLC084819

Registered & Corporate Office: Titagarh Towers, 756 Anandapur, E. M. Bypass, Kolkata - 700 107, India
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TITAGARH WAGONS LIMITED

Related Party Transaction for the half year ended 30th September, 2022 (From 01-04-2022 to 30-09-2022)

Format for disclosure of related party transactions every six months

(All figures are in Rs. Millions, unless otherwise mentioned)

Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter-corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken.

S. No	Details of the party (listed entity /subsidiary) entering into the transaction		Details of the counterparty			Type of related party transaction (see Note 5)	Value of the related party transaction as approved by the audit committee (see Note 6a)	Value of transaction during the reporting period (see Note 6b)	In case monies are due to either party as a result of the transaction (see Note 1)		In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments			Purpose for which the funds will be utilised by the ultimate recipient of funds (end-		
	Name	PAN	Name	PAN	Relationship of the counterparty with the listed entity or its subsidiary				Opening balance	Closing balance	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost (see Note 7)	Tenure	Nature (loan/ advance/ intercorporate deposit/ investment)	Interest Rate (%)	Tenure		Secured/ unsecured	
1	Titagarh Wagons Limited		Titagarh Bridges and International Private Limited	AAKCM7790G	Wholly Owned Subsidiary (since merged with the Company)*	Interest Income on Loan to Subsidiaries	12.53	12.53	3.78	-									
2						Interest Income on OFCD	21.91	21.91	7.08	-									
3						Premature redemption of 4% Optionally Fully Convertible Debentures of Rs. 10/- each of TBIPL	462.381	462.38	462.381	-			loan	4% p.a payable annually	7 years with option for premature redemption	Unsecured	Working Capital requirements		
4						Loan Given	500.00	500.00	240.00	-			Loan	10% p.a., payable annually	N.A	Unsecured	Working Capital requirements		
5						Sale of Products	80.18	80.18	15.43	-									
6			Titagarh Firema S.p.A	NA	Step Down Subsidiary **	Capital Advance	-	-	238.59	238.59									
7						Sale of Products	7.70	7.70	0.04	86.05									
8						Purchase of Raw Materials and Components	-	-	147.30	-									
9						Advance against Purchase of Raw Materials and Components	16.66	16.66	-	16.66									
10						Reimbursement of Expenses Paid	22.77	22.77	-	-									
11						Investment in equity Shares	120.75	120.75	-	-									
12			Titagarh Singapore Pte. Limited	NA	Step-down wholly owned subsidiary(Became an associate of the Company w.e.f 09.09.2022)***	Interest Income on Loan to Subsidiaries	-	-	-	-									
13						Loans Refunded	-	-	-	-									
14						Withholding Tax Payable for the period of April 2021 to July 2021	-	-	0.24	0.24									
15						Other Payables	-	-	12.63	11.48									
15			Nicco Eastern Private Limited	AABCN5544Q	Enterprises over which Key Managerial Personnel are able to Exercise Significant Influence	Purchase of Raw Materials and Components	11.26	11.26	-	-									
16			Titagarh Enterprises Limited	AACCK1224B	Enterprises over which Key Managerial Personnel are able to Exercise Significant Influence	Payment of Lease Rentals	42.29	42.29	-	-									
17	Shri J P Chowdhary		Key Management Personnel (KMPS)/Director	Remuneration (Excluding ESOP)		12.86		1.10											
19	Shri Umesh Chowdhary		Key Management Personnel (KMPS)/Director	Remuneration (Excluding ESOP)		12.86		1.10											

20			Shri Anil Kumar Agarwal		Key Management Personnel (KMPs)/Director	Remuneration (Excluding ESOP)	As approved by the NRC, Board and Shareholders	3.82		0.38								
21						Employee Stock Option Expense	Nil											
22			Shri Sudipta Mukherjee		Key Management Personnel (KMPs)/Director	Remuneration (Excluding ESOP)	As approved by the NRC, Board and Shareholders	2.95		0.31								
23						Employee Stock Option Expense	Nil											
24			Shri Sumit Jaiswal#		Key Management Personnel (KMPs)	Remuneration (Excluding ESOP)	As approved by the NRC & Board	0.31		-								
25			Shri Ravi Prakash Mundhra ##		Key Management Personnel (KMPs)	Remuneration (Excluding ESOP)	As approved by the NRC & Board	0.49		0.22								
26			Shri Manoj Mohanka	AEXPM3719F	Key Management Personnel (KMPs)/Director	Sitting Fees	As approved by the Board & NRC	0.64		-								
27			Shri Atul Joshi	AAIPJ4138Q	Key Management Personnel (KMPs)/Director	Sitting Fees		0.56		-								
28			Smt. Rashmi Chowdhary	AESPC7234G	Key Management Personnel (KMPs)/Director	Sitting Fees		0.20		-								
29			Shri Sunirmal Talukdar	BNPT6999B	Key Management Personnel (KMPs)/Director	Sitting Fees		0.64		-								
30			Shri Sushil Kumar Roongta	AAAPR4551P	Key Management Personnel (KMPs)/Director	Sitting Fees		0.34		-								
31			Shri Krishan Kumar Jalan	ACVPJ4705A	Key Management Personnel (KMPs)/Director	Sitting Fees		0.26		-								
32			Shri Prithish Chowdhary	BBSPC7168K	Key Management Personnel (KMPs)/Director	Sitting Fees		0.20		-								
33			Ms. Nayantara Palchoudhuri	AFNPP8462K	Key Management Personnel (KMPs)/Director	Remuneration (Excluding ESOP)		0.33		-	0.18							
34	Titagarh Bridges and International Private Limited	AAKCM7790G	Titagarh Firema S.p.A	NA	Subsidiary Company *	Sitting Fees		0.26		-								
35						Management Fees Income		8.26	8.26	46.56	9.32							
36						Loss on Fair Value Measurement through OCI	451.80	451.80	-	-								
37						Loan Given	-	-	160.85	-		Loan	3% p.a., payable annually	N.A	Unsecured	Working Capital requirements		
38						Loan Converted to Equity	160.85	160.85	-	-								
39						Interest receivable on loan	0.73	0.73	1.76	-								
40						Guarantee/Security provided	-	-	6,855.60	5,991.01								
41			Titagarh Wagons Limited	AABCT1377P	Holding Company	Loan Taken	500.00	500.00	240.00	-								
42						Interest paid	12.53	12.53	3.78	-								
43						Purchase of Raw Materials and Components	80.77	80.77	14.84	-								
44						Interest Expense on OFCD	21.91	21.91	7.08	-								
45						Redemption of OFCD	462.38	462.38	462.38	-								
46			Titagarh Enterprises Ltd	AACCK1224B	Enterprises over which Key Managerial Personnel are able to Exercise Significant Influence	Loan Taken	-	-	200.00	150.00								
47						Interest paid	9.49	9.49	6.28	14.82								
48			Titagarh Singapore Pte Ltd	NA	Wholly Owned Subsidiary	Purchase of Shares of TFA	43.26	43.26	-	-								
49			Matiere SAS		Joint Venture	Trade Payables	-	-	0.78	-								
50			Shri Saurav Singhania		Key Management Personnel (KMPs)	Remuneration (Excluding ESOP)	As approved by the Board	0.60		0.07								
51			Shri Prithish Chowdhary	BBSPC7168K	Key Management Personnel (KMPs)	Remuneration	As approved by the Board	0.93		-								
52			Shri Atul Joshi	AAIPJ4138Q	Director	Sitting Fees	As approved by the Board	0.12		-								
53			Shri Sunirmal Talukdar	BNPT6999B	Director	Sitting Fees	As approved by the Board	0.12		-								

*Titagarh Bridges and International Private Limited was a wholly owned subsidiary of the Company. The Scheme of Amalgamation of Titagarh Bridges and International Private Limited with the Company has been sanctioned by the Hon'ble NCLT, Kolkata vide order dated 26th October, 2022 with appointed date as 1st April, 2021. As a result, Titagarh Bridges and International Limited has been dissolved without winding up. ** Titagarh Firema S.p.A., Italy, was 'wholly-owned subsidiary' of Titagarh Bridges and International Pvt. Ltd. for a part of the half-year period under review. It was 'step-down wholly-owned subsidiary' of Titagarh Wagons Limited for a part of the half-year period under review and became an 'Associate' w.e.f. 9th September, 2022.***Titagarh Singapore Pte Limited, which was 'step-down wholly-owned subsidiary' of Titagarh Wagons Limited became 'Wholly Owned Subsidiary' of the Company pursuant to the Scheme of Amalgamation of the Company with Titagarh Bridges and International Private Limited w.e.f 1st April, 2021 (appointed date). # Shri Sumit Jaiswal had resigned and was released from the position of Company Secretary w.e.f 12th August, 2022.## Shri Ravi Prakash Mundhra has been appointed as the Company Secretary w.e.f. 13th August, 2022.