

**Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2025:**

- A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time.**

**Employee stock option scheme policy**

Employees of the Company receive remuneration in the form of share-based payments, whereby employees render services in exchange for equity instruments (equity-settled transactions).

Equity-settled transactions.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised in employee benefits expense, together with a corresponding increase in equity, over the period in which the service and, where applicable, the performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and are the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions. No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (refer Note 32).

- B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time.**

Diluted EPS for the year ended March 31, 2025 is Rs. 8.40 per share.

**C. Details related to Eureka Forbes – Employee Stock Option Plan 2022 (“ESOP- 2022”):**

a.	Date of shareholders' approval	November 10, 2022
b.	Total number of options approved under ESOS	1,75,21,597 (One Crore Seventy-Five Lakhs, Twenty-One Thousand, Five Hundred and Ninety- Seven)
c.	Vesting Requirements	All the options granted on any date shall vest not earlier than 1 (one) year and not later than a maximum of 7 (Seven) years from the date of grant of options as may be determined by the Committee. The Committee may at its discretion change the vesting schedule provided that such change is not detrimental in the interest of the Employees.
d.	Exercise price or pricing formula	Exercise price shall be INR 210/- per option or market Price (VWAP or previous close) on the date of Grant, as decided by the Nomination and Remuneration Committee.
e.	Maximum term of options granted	The Exercise Period in respect of the Vested Option shall be subject to a maximum period of 4 <b>(Four)</b> years from the date of Vesting of Options.
f.	Source of shares (Primary, Secondary or Combination)	Primary
g.	Variation in terms of options	NIL

**ii. Method used to account for ESOS:**

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equitysettled transactions with employees at the grant date, the Company uses a Black Scholes model and Monte-Carlo simulation model basis the type of option granted. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 37.

**iii. Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed:** Not Applicable

**iv. Option movement during the year:**

<b>Particulars</b>	<b>Details</b>
Number of options outstanding at the beginning of the period	1,52,96,481
Number of options granted during the year	8,96,237
Number of options forfeited / lapsed during the year	14,39,786
Number of options vested during the year	9,74,313
Number of options exercised during the year	-
Number of shares arising as a result of exercise of options	-
Money realized by exercise of options (INR), if scheme is implemented directly by the company	-
Loan repaid by the Trust during the year from exercise price Received	-
Number of options outstanding at the end of the year	1,37,78,619
Number of options exercisable at the end of the year	9,74,313

**v. Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock:** Refer Note 37 Employee share option scheme expenses of Standalone Financial statements

**vi. Employee wise details of options granted to – (name of employee, designation, number of options granted during the year, exercise price)**

a. Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:	Details with respect to the grants made to the senior management personnel and employees who were granted options exceeding 1% or more during the year, shall be made available to the members based on a request received by the Company at <a href="mailto:compliances@eurekaforbes.com">compliances@eurekaforbes.com</a>
b. Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year:	
c. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	

**vii. Description of the method and significant assumptions used during the year to estimate the fair value of options:**

<b>Grant date</b>	<b>28-May-24</b>	<b>07-Nov-24</b>	<b>10-Feb-25</b>
Weighted average share price/ market price per share (INR per share)	430.00	634.70	554.10
Exercise price (INR per share)	436.90	591.90	549.00
Dividend yield	1.50%	1.00%	1.25%
Expected Life of options granted (in years)	3.92	3.47	3.21
Average risk free interest rate	6.90%	6.4% - 6.8%	6.4% - 6.8%
Expected Volatility	30.00%	38.9%, 36.1%	42.4%, 39.6%
Fair value of option per equity share	795.54	867.47	955.29