

Disclosure with respect to Employees Stock Option Scheme pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on March 31, 2019

Sr. No.	Particulars	Details
1.	Relevant disclosures in terms of 'guidance note for employee share based payment ' issued by ICAI or any other relevant accounting standard from time to time	Relevant disclosures in this regard would be made in the audited financial statements of the Company.
2.	Diluted EPS on issue of shares pursuant to all the schemes disclosed in accordance with IND AS 33-earnings per share or any other relevant accounting standard prescribed from time to time	Diluted EPS for year ended March 31, 2019 is ₹ 15.11 per share.
3. (a)	Description of all the ESOS including general terms and conditions of each ESOS including- <ol style="list-style-type: none"> 1. Date of shareholders approval 2. Total number of options approved under ESOS 3. Vesting requirements 4. Exercise price/pricing formula 5. Maximum term of options granted 6. Source of shares (primary/ secondary or combination) 7. Variation in terms of options 	Refer Annexure 1
3. (b)	Method of accounting used to account for ESOS (intrinsic or fair value)	Fair value
3. (c)	Where the Company opts for expensing the options using the intrinsic value of the options the difference between the employee compensation so computed and the employee compensation cost that would have been recognized had the company used the fair value method for accounting. The impact of this difference on profit and EPS shall be disclosed	Not applicable
3(d)	Option movement during the year (for each ESOS)	Refer Annexure 2
3 (e)	Weighted average exercise price and weighted average of fair values of options shall be disclosed for options whose exercise price is less/equals / exceeds the market price of stock	Not applicable

Employee wise details (name of the employee, designation, number of options granted during the year, exercise price) of options granted to:

A.	Directors & Senior Management personnel	
1.	Shilpa Kumar, Managing Director & CEO Number of Options granted Exercise price	1,22,800 ₹ 256.55
2.	Ajay Saraf, Executive Director Number of Options granted Exercise price	53,900 ₹ 256.55
B.	Any other employee who receives a grant in any year of option amounting to 5% or more of options granted during the year	Nil
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	Nil

A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

A.	The weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model	Refer Annexure 3
B.	The method used and the assumptions made to incorporate the effects of expected early exercise	Black Scholes model
C.	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility.	The volatility is based on the market price of peer companies.
D.	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	Not applicable

Annexure 1

Employees Stock Option Scheme - 2017	
Particulars	Details
Date of shareholders' approval	August 30, 2018
Total number of options approved under ESOS	1,76,700
Vesting requirements	The options granted to the participant may vest at in one or more tranches as may be decided by the committee and as stipulated in the award confirmation. Provided, however, there shall be a minimum period of one year between the grant of options and vesting of options or such other period as required under the applicable laws.
Exercise price or pricing formula	The price for options granted is the closing price on a recognized stock exchange having higher trading volume on the date immediately prior to the date of the meeting in which the grant was approved. Exercise price – ₹ 256.55/-
Maximum term of options granted	Exercise period would commence from the date of vesting and expire on completion of five years from the date of vesting
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	Not applicable

Annexure 2

Particulars	Details
Number of options outstanding at the beginning of the period	0
Number of options granted during the year	1,76,700
Number of options forfeited / lapsed during the year	0
Number of options vested during the year	0
Number of options exercised during the year	0
Number of shares arising as a result of exercise of options	0
Money realized by exercise of options (INR), if scheme is implemented directly by the company	0
Loan repaid by the trust during the year from exercise price received	0
Number of options outstanding at the end of the year	1,76,700
Number of options exercisable at the end of the year	0

Annexure 3

Particulars	Details
Risk free rate	7.74 - 7.89%
Expected life of the option	3.51 years - 5.51 years
Expected volatility	41.94% - 43.71%
Expected dividend yield	3.66%