



A. Disclosure related to Employee Stock Option Plan – 2014 of the Company

The Company introduced Employee Stock Option Plan – 2014 in the Financial Year 2014-15, after approval by the Shareholders by way of special resolution dated 31st July, 2014. The first grant was made on 1st April, 2015 by the Nomination and Remuneration Committee (also known as Compensation Committee) as per the terms & conditions Employee Stock Option Plan – 2014. The Company calculates employee compensation cost using Fair value of option.

B. Diluted earnings per share pursuant to the issue of share on exercise of options calculated in accordance with Indian Accounting Standards Ind-AS 33, “Earnings Per Share” is Rs. 23.18.

C. The relevant information with respect to Company’s stock option plan as on 31st March, 2018 is given below:

Sl. No.	Description	Details
1.	Date of Shareholders approval	: 31 st July, 2014
2.	Total Number of Options approved under ESOS	: 5,00,000 Equity shares
3.	Vesting requirements	: Vesting period shall commence after 12 (twelve) months from the date of grant of Options and may extend upto 5 (five) years from the date of grant subject to the condition that the Option Grantee continues to be an employee of the Company. The options may vest in one or more tranches, subject to the terms and conditions as may be stipulated by the Board or Compensation Committee, which may inter-alia include length of service, grade, performance, criticality of position, future potential contribution and conduct of the employee.
4.	Exercise price per option	: Rs. 291.00
5.	Maximum Term of options granted	: The maximum period within which the options shall be vested is five years from the date of grant.

6. **Sources of shares** : Primary
7. **Variation in terms of options** : N.A.
8. **Method used to account for ESOS** : Fair Value

9. **Difference between intrinsic value and fair value of stock options and impact of this difference on Net profit and EPS for the year:**

The Compensation cost of stock options granted to employees is calculated based on fair value method, so the difference between intrinsic value and fair value of stock options and impact of this difference on net profits and EPS for the year is **Not applicable**.

10. **Details of Options movement during the year:**

Particulars	For the year ended 31st March, 2018
Number of options outstanding at the beginning of the year	100,000
Number of options granted during the year	Nil
Number of options forfeited/ lapsed during the year on account of resignation	Nil
Number of options vested for the year	20,000*
Number of options exercised during the year	20,000
Number of shares arising as a result of exercise of options	20,000
Money realised by exercise of options (INR), if scheme is implemented directly by the Company	Rs. 58.20 Lakhs
Loan repaid by the Trust during the year from exercise price received	N.A.
Number of options outstanding at the end of the year	80,000#
Number of options exercisable at the end of the year	80,000

* The decision of Compensation committee w.r.t vesting of 20,000 options for the year 2017-18 is pending.

#The Compensation Committee in its meeting decided that no options be vested for the FY 2016-17, the options so lapsed may be clubbed in subsequent vesting based upon the cumulative performance in the subsequent years and accordingly will be recognized as expense in the year in which the performance achieved.

11. Weighted average exercise price and Weighted average fair value of Options Granted:-

Particulars	Exercise Price (Rs.)	Fair Value (Rs.)
Exercise price equals Market price	N.A.	N.A.
Exercise price is greater than Market price	N.A.	N.A.
Exercise price is less than Market price	291.00	194.96

12. Employee wise details of options Granted to:

Senior managerial personnel:

Mr. Rajiv Raina, Executive Director 1,00,000

Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year None

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. None

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

The fair value of options at the time of grant has been estimated using Black-Scholes Option Pricing Model after considering the following assumptions:

Underlying Price	327.68
Exercise Price	291.00
Option life (Years)	3.5- 7.5
Historical Volatility	59.12%-58.88%
Risk Free Rate	7.71%-7.80%
Dividend Yield	0.76%

Expected Volatility:

The expected volatility has been calculated using the daily stock returns on BSE based on expected life options of each vest.

Features of the option granted in the measurement of fair value:

The expected life of share option is based on historical data and current expectation and not necessarily indicative of exercise pattern that may occur.

14. All relevant disclosure in terms of Indian Accounting Standard (IND AS 102) employee share-based payments' as prescribed from time to time have been made in the financial statements.