

Disclosures pursuant to Rule 12(9) of Companies (Share Capital and Debentures) Rules, 2019 and Regulation 14 read with Part F of Schedule I of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 on ESOP read with SEBI Circular dated June 6, 2015 for the Financial year 2022-2023		
	The Netweb Employees Stock Option Scheme, 2023 ("the Scheme") is in compliance with SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021.	
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 this regard from time to time	Details have been provided in the Notes to Accounts of the Financial Statements in the Annual report 2023-24 as Note no 52.
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 ICAI or any other relevant accounting standards as prescribed from time to time	Diluted EPS for the financial year 2023-24 as per AS-20 of ICAI is Rs. 13.88 per share.
C	Details related to ESOS	
(i)	A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including	
	(a) Date of shareholders' approval	January 09, 2023 with further revision on February 23, 2023
	(b) Total number of options approved under ESOP Scheme	25,46,199
	(c) Vesting requirements	1-3 years (3 years from the date of grant (February 1, 2023) in three equal instalments starting from the date of grant.
	(d) Exercise price or pricing formula	Rs. 2/- per share
	(e) Maximum term of options granted (Exercise period)	1-3 years
	(f) Source of shares (primary, secondary or combination)	Primary
	(g) Variation in terms of options	Nil
(ii)	Method used to account for ESOS – Intrinsic or fair value.	Fair Value
(ii)	Where the company opts for the 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	N.A.

	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.																							
(IV)	Option movement during the year	<table><tr><th>Particulars</th><th>Details</th></tr><tr><td>Number of options outstanding at the beginning of the period</td><td>9,05,472</td></tr><tr><td>Number of options granted during the year</td><td>-</td></tr><tr><td>Number of options forfeited / lapsed during the year</td><td>-</td></tr><tr><td>Number of options vested during the year</td><td>3,01,824</td></tr><tr><td>Number of options exercised during the year</td><td>3,00,888</td></tr><tr><td>Number of shares arising as a result of exercise of options</td><td>3,00,888</td></tr><tr><td>Money realized by exercise of options (INR)</td><td>6,01,776</td></tr><tr><td>Variation of Terms of Options</td><td>Nil</td></tr><tr><td>Number of options outstanding at the end of the year</td><td>6,04,584</td></tr><tr><td>Number of options exercisable at the end of the year</td><td>936</td></tr></table>	Particulars	Details	Number of options outstanding at the beginning of the period	9,05,472	Number of options granted during the year	-	Number of options forfeited / lapsed during the year	-	Number of options vested during the year	3,01,824	Number of options exercised during the year	3,00,888	Number of shares arising as a result of exercise of options	3,00,888	Money realized by exercise of options (INR)	6,01,776	Variation of Terms of Options	Nil	Number of options outstanding at the end of the year	6,04,584	Number of options exercisable at the end of the year	936
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(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.	<table><tr><th colspan="2">Weighted average exercise price of options granted during the year whose</th></tr><tr><th>Details of Esop</th><th>Esop Scheme 2023</th></tr><tr><td>Exercise price Equals to Market Price</td><td>NA</td></tr><tr><td>Exercise price exceeds Market Price</td><td>NA</td></tr><tr><td>Exercise price Less than Market Price</td><td>NA</td></tr><tr><th colspan="2">Weighted average fair value of options granted during the year whose</th></tr><tr><td>Exercise price Equals to Market Price</td><td>NA</td></tr><tr><td>Exercise price exceeds Market Price</td><td>NA</td></tr><tr><td>Exercise price Less than Market Price</td><td>NA</td></tr></table>	Weighted average exercise price of options granted during the year whose		Details of Esop	Esop Scheme 2023	Exercise price Equals to Market Price	NA	Exercise price exceeds Market Price	NA	Exercise price Less than Market Price	NA	Weighted average fair value of options granted during the year whose		Exercise price Equals to Market Price	NA	Exercise price exceeds Market Price	NA	Exercise price Less than Market Price	NA				
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(vi)	<p>Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to</p> <p>(a) Key Managerial personnel/senior managerial personnel as defined under Regulation 16(d) of the SEBI (LODR) Regulations, 2015</p> <p>(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;</p> <p>(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.</p>	<p>No options were granted during the financial year 2023-24. The options were granted during the financial year 2022-23 which were vested and exercised during the FY 2023-24.</p>
(vii)	<p>A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information</p> <p>(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;</p> <p>(b) the method used and the assumptions made to incorporate the effects of expected early exercise;</p> <p>(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and</p> <p>(d) whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.</p>	<p>No options were granted during the year.</p>
<p>Disclosures in respect of grants made in three years prior to IPO under each ESOS</p>		
<p>The Scheme was approved by the shareholders in FY 2022-23 on 09.01.2023 further revised on 23.02.2023. So far, 905472 options have been granted out of the total 25,46,199 pool of options.</p>		