

**Disclosure with respect to 'Sangam (India) Limited Employees Stock Option Scheme 2022' of the Company pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2025:**

**(A) Relevant disclosure in terms of the accounting standards prescribed by the Central Govt. 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.**

Members may refer to the audited financial statements prepared as per Indian Accounting Standard (Ind-AS) for the year 2024-25.

**(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 prescribed from time to time.**

No shares have been issued pursuant to the schemes covered under the regulations hence there is no impact on EPS.

**(C) Details related to Employee Stock Option Scheme 2022**

(i) The description including terms and conditions of ESOS-2022 is summarized as under:

Scheme Name		Sangam (India) Limited Employee Stock Option Scheme 2022									
Sr. No.	Particulars	1 <sup>st</sup> Grant (1 <sup>st</sup> August, 2022)	2 <sup>nd</sup> Grant (3 <sup>rd</sup> February, 2024)								
a)	Details of shareholders’ Approval	16 <sup>th</sup> July, 2022									
b)	Total number of options approved under ESOS	22,50,000									
c)	Vesting requirements	The options will vest as per the following schedule: <table><tr><th>Time Period</th><th>% Of Options to be vested</th></tr><tr><td>At the end of 1<sup>st</sup> year from the grant date</td><td>10% of the Options Granted</td></tr><tr><td>At the end of 2<sup>nd</sup> year from the grant date</td><td>10% of the Options Granted</td></tr><tr><td>At the end of 3<sup>rd</sup> year from the grant date</td><td>15% of the Options Granted</td></tr></table>		Time Period	% Of Options to be vested	At the end of 1 <sup>st</sup> year from the grant date	10% of the Options Granted	At the end of 2 <sup>nd</sup> year from the grant date	10% of the Options Granted	At the end of 3 <sup>rd</sup> year from the grant date	15% of the Options Granted
Time Period	% Of Options to be vested										
At the end of 1 <sup>st</sup> year from the grant date	10% of the Options Granted										
At the end of 2 <sup>nd</sup> year from the grant date	10% of the Options Granted										
At the end of 3 <sup>rd</sup> year from the grant date	15% of the Options Granted										

		At the end of 4 <sup>th</sup> year from the grant date	20% of the Options Granted
		At the end of 5 <sup>th</sup> year from the grant date	20% of the Options Granted
		At the end of 6 <sup>th</sup> year from the grant date	25% of the Options Granted
d)	Exercise price or pricing formula	Rs. 266.70 on the basis of market price at the time of options granted.	Rs. 329.55 on the basis of market price at the time of options granted.
e)	Maximum term of options Granted	7 years (including vesting period)	
f)	Source of Shares (Primary, Secondary or Combination)	Combination of Primary Issue and Secondary through Trust	
g)	Variation in terms of option	None	

(ii) Method used to account for ESOS - Intrinsic or fair value: The Fair value method is used to account for ESOS.

(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 2024-25 (For each ESOS):

	1 <sup>st</sup> Grant (1 <sup>st</sup> August, 2022)	2 <sup>nd</sup> Grant (3 <sup>rd</sup> February, 2024)
Particulars	Details (No. of Options)	
Number of options outstanding at the beginning of the period	247550	131500
Number of options granted during the year	NIL	NIL
Number of options forfeited / lapsed during the year due to Employees left the Company/consent not received from employees.	81150	41800
Number of options vested during the year	26950	13150
Number of options exercised during the year	14100	200

Number of shares arising as a result of exercise of options	14100	200
Money realized by exercise of options (INR), if scheme is implemented directly by the company	NIL	NIL
Loan repaid by the Trust during the year from exercise price received	Rs. 3760470	Rs. 65910
Number of options outstanding at the end of the year	152300	89500
Number of options exercisable at the end of the year	10900	8950

(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: N.A.

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

- (a) Senior Managerial Personnel – No option granted during the year
- (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 - NOT APPLICABLE
- (c) Identified employees who were granted options during any one year, equal to or exceeding 1% of the issued capital of the company at the time of grant - NOT APPLICABLE

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

- (a) Exercise price – (i) 1<sup>st</sup> Grant (1<sup>st</sup> August, 2022) - Rs. 266.70  
(ii) 2<sup>nd</sup> Grant (3<sup>rd</sup> February, 2024) - Rs. 329.55
- (b) Expected volatility - Nil
- (c) Expected option life –3 years
- (d) Expected dividends - Nil
- (e) Risk-free interest rate –Nil

(b) the method used and the assumptions made to incorporate the effects of expected early exercise: N.A.

(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility: N.A.

(d) Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition – N.A.

**(D) Details relating to ESPS – NOT APPLICABLE**

**(E) Details of SAR - NOT APPLICABLE**

**(F) Details of GEBS/RBS - NOT APPLICABLE**

**(G) Details related to Trust**

(i) General information on all schemes

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the Trust	Sangam (India) Limited Employees Welfare Trust
2.	Details of the Trustee(s)	1. Mr. Ram Kumar Setiya 2. Mr. S.N. Somani
3.	Amount of loan disbursed by company / any company in the group, during the year	Rs. 551.10 Lakhs
4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. 1762.02 Lakhs
5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	NIL
6.	Any other contribution made to the Trust during the year	Corpus Fund Rs. 5.00 Lakhs contributed by Sangam (India) Limited

(ii) Brief details of transactions in shares by the Trust

a) Number of shares held at the beginning of the year: 420521

b) Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share:

During the year, the trust acquired 93124 equity shares through secondary acquisition (representing 0.18% of the paid-up capital of the Company as on 31<sup>st</sup> March, 2024) at a weighted average cost of ₹440.87 per share.

c) Number of shares transferred to the employees / sold along with the purpose thereof: 14300

d) Number of shares held at the end of the year: 499345 Equity Shares

(iii) In case of secondary acquisition of shares by the Trust

<b>Number of shares</b>	<b>As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained</b>
Held at the beginning of the year	0.84%
Acquired during the year	0.18%
Sold during the year	NIL
Transferred to the employees during the year	0.03%
Held at the end of the year	0.99%