



VEDANT FASHIONS
— LIMITED —

DISCLOSURE PURSUANT TO REGULATION 14 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AS ON 31ST MARCH, 2023:

A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.

The disclosures are provided in Notes 3(l)(iii) and 51 to the financial statements of the Company for the year ended 31st March, 2023.

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.

Rs. 17.42/-

C. Details related to Employee Stock Option Scheme (ESOS) of the Company:

| Sr. No. | Particulars | Employee Stock Option Scheme 2018 | | | | |
|--|---|--|---|---|---|---|
| | | Tranche 1 (Granted on 04/09/2018) | Tranche 2 (Granted on 22/12/2018) | Tranche 3 (Granted on 30/01/2020) | Tranche 4 (Granted on 18/12/2020) | Tranche 5 (post split) (Granted on 04/09/2021) |
| i. A description of each ESOP that existed at any time during the year, including the general terms and conditions of each ESOP, including | | | | | | |
| a. | Date of shareholder's approval | 3rd September, 2018 | | | | |
| b. | Total number of options approved under ESOP | The Nomination and Remuneration Committee / Board has been authorised to grant such number of stock options which shall be exercisable into not more than 1% of the fully diluted share capital of the Company. | | | | |
| c. | Vesting requirements | On continued employment with the Company and achievement of performance parameters over a period of 2 to 4 years from the date of grant. | | | | |
| d. | Exercise price or pricing formula | Rs. 172/- | Rs. 172/- | Rs. 268/- | Rs. 342.50/- | Rs. 400/- |
| e. | Maximum term of options granted | Ten years from the date of grant of stock options | | | | |
| f. | Source of Shares | Primary | | | | |
| g. | Variation in term of options granted | Not Applicable | | | | |
| ii. Method used to account for ESOP-Intrinsic or fair value | | | | | | |
| | | The Company has calculated the Employee Compensation cost using the fair value method of Accounting. The fair valuation of options was carried out by an independent valuer using Black Scholes Model. | | | | |
| iii. Where the Company opts for expensing the options using the intrinsic value of the Options | | | | | | |
| | - the difference between the employee compensation cost so computed and the | Not Applicable | | | | |

| | | | | | |
|---|--|-----------------------|---|----------------|---------------|
| | 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 - EPS | Not Applicable | | | |
| iv. Options movement during the year (for each ESOP) | | | | | |
| Particulars | Details | | | | |
| Number of options outstanding at the beginning of the year (including restricted stock units) | 116437 | 9292 | - | 56064 | 457896 |
| Number of options granted during the year (including restricted stock units) | - | - | - | - | - |
| Number of options forfeited/lapsed during the year (including restricted stock units) | 6484 | 307 | - | 22876 | 29954 |
| Number of options vested during the year (including restricted stock units) | 109946 | 8985 | - | 10491 | - |
| Number of options exercised during the year | 60058 | 8985 | - | 7858 | - |
| Number of shares arising as a result of exercise of options | 60058 | 8985 | - | 7858 | - |
| Money realized by exercise of options (INR), if scheme is implemented directly by the Company | 10329976 | 1545420 | - | 2691365 | - |
| Loans repaid by the Trust during the year from exercise price received | Not Applicable | | | | |
| Number of options outstanding at the end of the year (Including restricted stock units) | 49895 | - | - | 25330 | 427942 |
| Number of options exercisable at the end of the year (Including restricted stock units) | 49895 | - | - | 25330 | 427942 |
| v. Weighted-average exercise prices and weighted-average fair values of options | | | | | |

| | | | | | | |
|---|---|---|---|--|---|---|
| a. | Weighted-average exercise prices and weighted average fair value of options whose exercise price equals the market price of the stock | Not Applicable | | | | |
| b. | Weighted-average exercise prices and weighted average fair value of options whose exercise price is less than the market price of the stock | Weighted-average exercise prices – Rs. 172 Weighted average fair value of options – Rs. 95 | Weighted-average exercise prices – Rs. 172 Weighted average fair value of options – Rs. 95 | Weighted-average exercise prices – Rs. 268 Weighted average fair value of options – Rs. 214 | Weighted-average exercise prices – Rs. 342.50 Weighted average fair value of options – Rs. 330 | Weighted-average exercise prices – Rs. 400 Weighted average fair value of options – Rs. 310.50 |
| c. | Weighted-average exercise prices and weighted average fair value of options whose exercise price exceeds the market price of the stock | Not Applicable | | | | |
| 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 | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| b. | Any other employee who receives a grant in any one year of option amounting to 5% or more of options granted during the year | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| c. | Identified employee 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 | Not Applicable | Not Applicable | Not Applicable | Not Applicable | 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. | The weighted – average values of share price: | | | | | |

| | | | | | | |
|----|--|---|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
| | Exercise Price (Rs.): | 172 | 172 | 268 | 342.50 | 400 |
| | Expected volatility (%): | 37% | 37% | 42% | 43% | 43% |
| | Expected option life (year): | 7 | 7 | 7 | 7 | 7 |
| | Expected dividends: | As may be decided by the Board | As may be decided by the Board | As may be decided by the Board | As may be decided by the Board | As may be decided by the Board |
| | The risk-free interest rate (%): | 7.95 | 7.95 | 6.41 | 6.18 | 6.18 |
| | any other inputs to the model: | Nil | Nil | Nil | Nil | Nil |
| 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 | Computed using historical closing prices of stock of the Company by using the linearly interpolated interest rates for respective dates. | | | | |
| 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 | | | | |

Note:- Pursuant to a resolution of Company's Shareholders dated July 16, 2021, each equity share of Company of face value of ₹ 2 was sub-divided into 2 equity shares of face value of ₹ 1 each. All the options/shares related data provided in the above table are post-split issue.