

## **MAHINDRA EPC IRRIGATION LIMITED**

### **DETAILS OF EMPLOYEE STOCK OPTION PLAN**

**[Pursuant to the provisions of Section 62 of the Companies Act, 2013, read with Rule 12 of The Companies (Share Capital and Debentures) Rules, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and 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 that regard from time to time.
- 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 issued from time to time.

<b>Details of ESOP</b>	<b>Employees Stock Option Scheme, 2014</b>
<b>I. Description of each ESOP that existed at any time during the year:</b>	
Date of Shareholders approval	31 <sup>st</sup> July, 2014
Total number of options approved under ESOP	5,52,765
Vesting requirement	The Options granted would vest within such time from the date of grant and in such number of instalments and subject to such terms as may be determined by the Nomination and Remuneration Committee at the time of grant of the Options, subject to a minimum vesting period of one year. The maximum vesting period may extend up to five years from the date of grant of Options, unless otherwise determined by the Nomination and Remuneration Committee.
Exercise price/Pricing Formula (In ₹)	₹ 10 per stock option/ share
Maximum term of options granted (years)	The maximum vesting period may extend up to five years from the date of grant of Options, unless otherwise determined by the Nomination and Remuneration Committee.
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	There have been no material variations in terms of the options.
<b>II. Method used to account for ESOP:</b>	
The Company has calculated the employee compensation cost, using the fair value method been used, in respect of stock options granted under the Employees Stock Option Scheme, 2014.	

<p><b>III.</b> 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.</p>	<p>ESOP Expense at consolidated basis for the year ended 31 March, 2022- Rs 61.14 Lacs</p>
<p><b>IV. Option Movement during the year:</b></p>	
<p>Number of options outstanding at the beginning of the year</p>	<p>147280</p>
<p>Number of options granted during the year</p>	<p>Nil</p>
<p>Number of options forfeited/lapsed during the year</p>	<p>Nil</p>
<p>No. of options vested during the year</p>	<p>56214</p>
<p>Number of options exercised during the year</p>	<p>Nil</p>
<p>Total number of shares arising as a result of exercise of options</p>	<p>Nil</p>
<p>Money realised by exercise of options</p>	<p>Nil</p>
<p>Number of options outstanding at the end of the year</p>	<p>147280</p>
<p>Number of options exercisable at the end of the year</p>	<p>56214</p>
<p><b>V. Weighted-average exercise price of options granted during the year whose: (in ₹)</b></p>	
<p>Weighted average exercise price equals market price of options granted during the year whose exercise price equals/ is greater/ less than market price</p>	<p>Nil</p>
<p>Weighted average fair value of options granted during the year whose exercise price equals/ is greater/ less than market price</p>	<p>No options were granted during FY 2021-22</p>

<b>VI. Employee-wise details of options granted during FY 2021-22 to:</b>			
i. Senior Managerial personnel as defined under Regulation 16(d) of SEBI (LODR) Regulations, 2015	No Options were granted during FY 2021-22		
ii. Employees who were granted, during any one year, options amounting to 5% or more of the options granted during the year	Nil		
iii. Identified employees who were granted options, 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		
<b>VII. Method and Assumptions used to estimate the fair value of options granted during the year to estimate the fair value of options including the following information:</b>			
(a) 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;	Sr. No.	Particulars	Wt. Avg
	1	Share Price (Rs.)	157.70
	2	Expected Life (In Years)	5.51
	3	Volatility (%)	47.56
	4	Riskfree Rate (%)	6.01
	5	Exercise Price (Rs.)	10
	6	Dividend yield (%)	0.76
(b) The method use and the assumptions made to incorporate the effects of expected early exercise;	Time to Maturity / Expected Life of options is the period for which the Company expects the options to be live. The expected life is considered as the average of the minimum & maximum life of the options.		
(c) How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	<p>Volatility is the measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black &amp; Scholes pricing model is the annualised standard deviation of the continuously compounded rates of return on the stock over a period of time.</p> <p>For calculating volatility, the daily volatility of the stock prices on the BSE Limited (Stock Exchange), over the period corresponding to</p>		

	the expected lives of different vests, prior to the grant date have been considered.
(d) Whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	There are no market conditions attached to the grant and vest.