

DISCLOSURES IN COMPLIANCE WITH REGULATION 14 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND RULE 12 OF COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 ARE SET OUT BELOW:

Sr. No.	Description				
	Name of the Scheme	ESOP 2008		ESOP 2015	
1	Total No. of Options/ RSU's approved under the Plan	5,720,839 options/ RSU's		10,765,025 options/ RSU's	
2	Shareholders Approval Date	30th June 2008		7th May 2015	
3	Maximum term of options granted	7 years		15 years	
4	Source of Shares	Primary		Primary	
5	Method of settlement	Equity Settled		Equity Settled	
6	Vesting Requirements	<p><u>Options :</u> Vesting 25% on each successive anniversary of the grant date or as per the discretion of the Committee.</p> <p><u>Performance Options/ RSU's:</u> Vesting 25% on each successive anniversary of the grant date on achieving specified performance targets or as per the discretion of the Committee.</p>		<p><u>Performance Options/ RSU's:</u> The options/ RSU's shall vest so long as an employee continues to be in the employment of the Company or the Subsidiary Company as the case may be. The Nomination and Remuneration Committee may, at its discretion, lay down certain performance metrics on the achievement / non-achievement of which such Options/ RSU's would vest, subject to the minimum vesting period of 1 year & maximum of 8 years from the date of grant of options/ RSU's.</p>	
7	Number and weighted average exercise prices of stock options for each of the following groups of options -	Number of options/ (RSU's)	Weighted Average Exercise Price (Rs.)	Number of options/ (RSU's)	Weighted Average Exercise Price (Rs.)
	- Outstanding at the beginning of the year	1,845,716	2.00	5,978,723	2.00
	- Granted during the year	-	-	1,322,141	2.00
	- Forfeited / lapsed during the year	876,049	2.00	1,298,698	2.00
	- Exercised during the year	526,315	2.00	1,419,819	2.00
	- Outstanding at the end of the year and	443,352	2.00	4,582,347	2.00
	- Exercisable at the end of the year	183,844	2.00	807,960	2.00
	Number of options vested	183,844		807,960	
	Total number of shares arising as a result of exercise	526,315		1,419,819	
	Money realised by exercise of options (Rs. In Mn)	1.05		2.84	
8	Employee wise details of options/ RSU's granted to -				
	- Senior managerial personnel;	Nil		Following senior management personnel are granted at an exercise price of Rs.2/-	
				R Srikrishna, CEO	167,838
				Kamal Maggon	30,000
				Ram Singampalli	58,750
				Vimal Kewalramani	250
				Vinod Chandran	1,015,553
	- Employees holding 5% or more of the total number of options/ RSU's granted during the year	Nil		Following employees are granted at an exercise price of Rs.2/-	
				R Srikrishna, CEO	167,838
				Vinod Chandran	1,015,553
	- Identified employees who were granted options/ RSU's, during anyone year equal to or exceeding 1% of the issued capital (excluding outstanding options/ RSU's of the Company at the time of grant.	Nil		Nil	
9	For stock options/ RSU's outstanding at the end of the year, the period, the range of exercise prices and weighted average remaining contractual life (vesting period + exercise period). If the range of the exercise prices is wide, the outstanding options/ RSU's should be divided into ranges that are meaningful for assessing the number and timing of additional shares that may be issued and cash that may be received upon exercise of those options/ RSU's	Nos.	Weighted average remaining life (months)		
		5,025,699	28		
		5,025,699			
10	Method used for accounting of the employee share-based payment plans	During the year, Company has recognised stock option compensation cost of Rs.468.61 million and Rs. 65.94 million in consolidated and standalone statement of profit and loss respectively using fair value method of accounting.			
12	Diluted EPS in accordance with Ind AS 33	Consolidated - Rs. 20.49/- Standalone - Rs. 17.74/-			
13	For stock options/RSU's granted during the year, the weighted average fair value of those options at the grant date and information on how the fair value was measured including the following -	Rs. 353.50/-			
	- Option pricing model used	Black Scholes Option Pricing Model			
	- Inputs to that model including -				
	- weighted average share price (Rs)	373.20			

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Sr. No.	Description	
	- exercise price (Rs)	2.00
	- expected volatility	31.70% - 47.98%
	- option life (comprising vesting period+ exercise period)	1.14 - 3.55 years
	- expected dividends	1.70 - 2.16
	- risk-free interest rate	3.88 - 6.50
	- any other inputs to the model including the method used and the assumptions made to incorporate the effects of expected early exercise.	NA
	- Determination of expected volatility, including explanation to the extent expected volatility was based on historical volatility.	The expected volatility is determined based on historical volatility during a period equivalent to the expected term of RSU granted.
	- Any other features of the option grant were incorporated into the measurement of the fair value, such as market conditions	NA
14	<p>For other instruments granted during the year (i.e., other than stock options) -</p> <ul style="list-style-type: none"> - Number and weighted average fair value of those instruments at the grant date - Fair Value determination in case - <ul style="list-style-type: none"> (a) fair value not measured on the basis of an observable market price (b) whether and how expected dividends were incorporated (c) whether and how any other features were incorporated 	No other instruments were granted during the year
15	<p>For employee share-based payment plans that were modified / varied during the period -</p> <ul style="list-style-type: none"> - Explanation of those modifications/ variations - Incremental fair value granted (as a result of those modifications/ variations) - Information on how those incremental fair value granted was measured, consistently with the requirements set out in point 7 of SEBI (Share based employee benefits) Regulations, 2014. 	During the year, the Company has modified the vesting period for the certain RSU's holders. However, the modification did not have material impact.