

**BALAJI TELEFILMS ESOP 2023**  
**(Disclosure pursuant to SEBI (Share based Employee Benefits and Sweat Equity) Regulations, 2021)**

The shareholders of the Company approved the BALAJI TELEFILMS ESOP SCHEME, 2023 on March 29, 2023. The said Scheme provides for the issue of Employee Stock Options which entitle the eligible employees to acquire the equity shares of the Company. BALAJI TELEFILMS ESOP SCHEME, 2023 is administered by the Nomination and Remuneration Committee. The Scheme is effective April 1, 2023.

Your Company had issued 21,00,000 stock options during the financial year 2024-25 under the BALAJI TELEFILMS ESOP SCHEME, 2023. The details of the options granted under the BALAJI TELEFILMS ESOP SCHEME, 2023 during the year are given below.

It may be noted that BALAJI TELEFILMS ESOP 2017 was valid till March 31, 2023 and no further ESOPs were granted under the Scheme.

| Sr. No. | Description  | Details   |
|---------|--|---|
| 1       | Total number of options approved under the Plan  | 53,22,655 options for 53,22,655 Equity Shares.  |
| 2       | Vesting Schedule/Term of options   | <b>Vesting Date</b>   |
|         |  | 12 months from the Grant Date   |
|         |  | 24 months from the Grant Date   |
|         |  | 36 months from the Grant Date (Last Vesting Date)   |
|         |  | <b>Total</b>  |
|         |  | <b>25% (Twenty Five percent)</b>  |
|         |  | <b>35% (Thirty Five percent)</b>  |
|         |  | <b>40% (Forty percent)</b>  |
|         |  | <b>100% (One Hundred percent)</b>   |
| 3       | The pricing formula  | The Exercise Price shall be a price at 25% discount to the last closing market price and may be determined by the Board or the Nomination and Remuneration Committee from time to time after considering the Fair Market Value of the shares. |
| 4       | Method of settlement   | Cash  |
| 5       | Source of shares   | Fresh Issue   |
| 6       | Variation of terms of options  | NIL - unless otherwise approved by the Board or Nomination and Remuneration Committee   |
| 7       | Method used to account for options (Fair/Intrinsic)  | Fair Market Value of the shares   |
| 8       | Where the Company has calculated the employee compensation cost using the intrinsic value of the stock 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 the Profits of the Company and on EPS shall also be disclosed. | Not Applicable  |
| 9       | Options outstanding at the beginning of the year   | 23,64,552 options for 23,64,552 Equity Shares.  |
| 10      | Options granted during the year  | 21,00,000 options for 21,00,000 Equity Shares.  |
| 11      | Options Lapsed/forfeited during the year   | 3,05,000 options for 3,05,000 Equity Shares.  |
| 12      | Options vested during the year   | 20,59,552 options   |
| 13      | Option exercised during the year   | NIL   |
| 14      | Total number of shares arising as a result of exercise of options.   | NIL   |
| 15      | Money realised by exercise of options  | NIL   |
| 16      | Loan repaid by the Trust during the year from Exercise Price received  | Not Applicable  |
| 17      | Options outstanding at the end of the year   | 4,464,552   |
| 18      | Options exercisable at the end of the year   | 4,464,552   |
| 19      | 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   | Not Applicable  |
| 20      | Employee wise details of options granted to  |   |
|         | a) Senior Managerial Personnel during the year   | Mr. Sanjay Dwivedi : 10,00,000 options<br>Mr. Vimal Doshi: 10,00,000 options<br>Mr. Nitin Burman: 1,00,000 options  |
|         | b) any other employee who receives a grant in any one year of options amounting to 5% or more of options granted during that Year  | NIL   |
|         | c) 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   |

|    |  |  |
|----|--|--|
| 21 | A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted-average information:                   |  |
|    | 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; | Weighted-average values of share price: ₹ 31.32 (Tranche III) and ₹ 41.05 (Tranche IV)<br>Exercise price: ₹ 43.79 (Tranche III) and ₹ 51.28 (Tranche IV)<br>Expected volatility: 47.06% (Tranche III) and 48.19% (Tranche IV)<br>Expected option life: 4 years<br>Expected dividends: 0.48% (Tranche III) and 0% (Tranche IV)<br>Risk-free interest rate: 6.86% (Tranche III) and 6.75% (Tranche IV) |
|    | b) the method used and the assumptions made to incorporate the effects of expected early exercise;   | Binomial Model   |
|    | c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and                                       | Implied volatility of the Company's stock price on NSE based on the price data commensurate with the expected life of the Options up to the date of grant.   |
|    | d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.   | The valuation is based on the market conditions, the regulatory environment and volatility in the market price.  |
| 22 | Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with Accounting Standard (AS) 20 'Earnings Per Share'                            | 8.69   |