DISCLOSURE PURSUANT TO THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AS ON MARCH 31, 2026

The Company has formulated and adopted "Prostarm Employee Stock Option Plan 2024" **("ESOP 2024")**, with an aim to retain and reward the talent, especially to reward high performance and improving the financial performance of the Group, thereby contributing to Prostarm's success.

As on March 31, 2026, ESOP 2024 is the only live ESOP Plan.

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:

Please refer to Note 48 of the standalone audited financial statements for the Financial Year 2025-26.

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:

Please refer to Note 42 of the standalone audited financial statements for the Financial Year 2025-26.

C. Details related to ESOP 2024:

(i) The description of the existing schemes is summarized as under:

Sr. No.	Particulars	Description
1.	Date of shareholders' approval	Implemented effective from September 18, 2024 Amendment of Scheme – February 12, 2025 Ratification of Scheme – September 26, 2025
2.	Total number of options approved	Pool Size: 40,00,000
3.	Vesting Requirements	The ESOP shall vest Three (3) Years from the date of grant. Vesting of ESOP shall be subject to the terms and conditions mentioned in the ESOP 2024 as may be specified by the Board or Nomination and Remuneration Committee. However, no such Vesting shall take place within 1 (one) year of the date of Grant of the Option. The maximum vesting period is up to Five (5) years from the date of respective grant of Options, unless otherwise decided by the Board /Nomination and Remuneration Committee.

		The Committee can, at its discretion, have a varying Vesting cycle for each Grantee, which shall be as outlined in their respective Grant Letter, subject to Applicable Law.
4.	Exercise price	The Exercise Price for an Option shall be the face value of the Shares (INR 10 (Ten) each) or any higher price which may be decided by the Committee considering the prevailing market conditions and the norms as prescribed by SEBI and other relevant regulatory authorities, as stated in the Grant Letter of each Grantee.
5.	Maximum term of options granted	The ESOP shall vest Three (3) Years from the date of grant. Vesting of ESOP shall be subject to the terms and conditions mentioned in the ESOP 2024 as may be specified by the Board or Nomination and Remuneration Committee. However, no such Vesting shall take place within 1 (one) year of the date of Grant of the Option. The maximum vesting period is up to Five (5) years from the date of respective grant of Options, unless otherwise decided by the Board /Nomination and Remuneration Committee. The Committee can, at its discretion, have a varying Vesting cycle for each Grantee, which shall be as outlined in their respective Grant Letter, subject to Applicable Law. However, no such Vesting shall take place within 1 (one) year of the date of Grant of the Option.
6.	Source of shares	Primary
7.	Variation in terms of options	Not Applicable as on date.
8.	Method used for accounting of ESOP	Fair Value Method
9.	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

(ii) The movement of options during the Financial Year 2025-26 is as follows:

Sr. No.	Particulars	Description
1.	Total options outstanding as at the beginning of the Period	16,27,750
2.	Total Options granted during the Fiscal/ Period	N.A.
3.	Options forfeited/lapsed/cancelled during the Fiscal/ Period	3,01,250
4.	Variation of terms of options	NIL
5.	Total number of options in force	13,26,500
6.	Total options vested	NIL
7.	Options exercised during the Fiscal/ Period	NIL
8.	Money realized by exercise of options during the Year/Period	NIL
9.	Loan repaid by the Trust during the year from exercise price received	NA
10.	Number of options outstanding at the end of the year	13,26,500
11.	Number of options exercisable at the end of the year	NIL

(iii) Employee-wise details of options granted during the Financial Year 2025-26:

a) Senior Managerial Personnel: Nil
b) No other employee was granted ESOP in the year amounting to 5% or more of the total ESOS granted during the year.
c) No employee was granted ESOP, 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.

(iv) Weighted average fair value of options granted during the Financial Year 2025-26:

No options were granted during the Financial Year 2025-26.

(v) Weighted average exercise price of options granted during the Financial Year 2025-26:

No options were granted during the Financial Year 2025-26.

(vi) Method and significant assumptions used to estimate the fair value of options granted during the Financial Year 2025-26:

No options were granted during the Financial Year 2025-26. Note 48 of the standalone audited financial statements for the Financial Year 2025-26.

Volatility measures how much a stock's price fluctuates over time. In the Black-Scholes model, it is calculated as the annualized standard deviation of the stock's daily continuously compounded returns.

In accordance with the requirements of paragraph 28 of Ind AS 102 – Share-based Payment, the Company has accounted for the replacement of equity instruments by recognising the effects of the new grants as replacement equity instruments. Where the fair value of the replacement options exceeds that of the cancelled options as at the date of modification, the incremental fair value has been recognised as an additional expense over the remaining vesting period.

The accounting treatment reflects the substance of the transaction, which is considered a continuation of the original equity settled share-based payment arrangement, modified to the extent of the incremental fair value. The present value of the defined benefit plans and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. The table in Note 48 of the standalone audited financial statements for the Financial Year 2025-26. sets out funded status of the gratuity plan and the amounts recognised in the statement of profit and loss.

The fair value of stock options granted during the year has been measured using the Black–Scholes option pricing model at the date of the grant.

There are no market conditions attached to the grant and vest.

There were no cases of expected early exercise during the year; accordingly, no method or assumptions were required to be considered for incorporating the effects of expected early exercise.

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