



## **Indiabulls Ventures Limited**

(CIN: L74999DL1995PLC069631)

Registered Office: M - 62 & 63, First Floor, Connaught Place, New Delhi – 110 001

Tel: +91 124 6681199, Fax: +91 124 6681240

Website: <http://www.indiabullsventures.com>

### **Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on March 31, 2020:**

**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 the note "39" of the notes to standalone financial statements of the Company for the financial year ended March 31, 2020.

**B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Indian Accounting Standard 33 – Earnings Per Share' issued by ICAI or any other relevant accounting standards as prescribed from time to time.**

Rs. 4.11

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

**(i). Description of ESOS that existed at any time during the year:**

The Company has two Employees Stock Option Schemes namely, –'Indiabulls Ventures Limited Employees Stock Option Scheme – 2008' and 'Indiabulls Ventures Limited Employees Stock Option Scheme – 2009' consisting of 2,00,00,000 (Two Crores) Equity Options, respectively, entitling the option holders to purchase an equivalent number of Equity Shares of face value Rs. 2/- each of the Company, at such price, in one or more tranches, and on such terms and conditions as may be decided by the Board (which term shall be deemed to include the Compensation Committee of the Board), under these schemes and/or amendments thereto and as allowed under prevailing laws, rules and regulations and/or amendments thereto, from time to time.

**General terms and conditions of each ESOS are as under:**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Indiabulls Ventures Limited Employees Stock Option Scheme – 2008</b>	<b>Indiabulls Ventures Limited Employees Stock Option Scheme – 2009</b>
<b>a.</b>	<b>Date of shareholders' approval</b>	January 19, 2009	September 30, 2009
<b>b.</b>	<b>Total number of Options approved under ESOS</b>	2,00,00,000 stock options Representing 2,00,00,000 equity shares of Rs.2/- each	2,00,00,000 stock options Representing 2,00,00,000 equity shares of Rs.2/- each
<b>c.</b>	<b>Vesting Requirement</b>	The Options would vest over a period of 1-10 years from the date of grant as per the relevant ESOS.	
<b>d.</b>	<b>Exercise price or pricing formula</b>	The latest available closing price on the National Stock Exchange of India Limited (on which the shares of the Company are listed and having the highest trading volume), prior to the meeting of the Compensation Committee of Board of Directors approving and granting the options.	
<b>e.</b>	<b>Maximum term of options granted</b>	10 Years from each vesting date	
<b>f.</b>	<b>Source of shares</b>	Primary	
<b>g.</b>	<b>Variation in terms of options</b>	Nil	

**(ii). Method used to account for ESOS:**

The Employees Stock Option Scheme ('the Scheme') provides for grant, vesting and exercise of options by its employees to acquire equity shares of the Company. The options granted to employees vest in a graded manner and may be exercised by the employees within a specified period as specified in the Scheme.

Share based compensation benefits are provided to employees via Employee Stock Option Plans (ESOPs). The Company is following fair value method for accounting of ESOS as specified in IND AS 102. The employee benefit expense is measured using the fair value of the employee stock options and is recognised

over vesting period with a corresponding increase in equity. The vesting period is the period over which all the specified vesting conditions are to be satisfied. On the exercise of the employee stock options, the employees will be allotted equity shares of the Company.

The Company is required to apply Ind AS 102, Shared-Based Payment, to equity instruments that remain unvested as of transition date. The Company has elected to avail exemption for vested options under IND AS 101 which permits a first time adopter to ignore such requirement for the options already vested as on transition date that is 1 April 2017. Accordingly, unvested options have been measured at fair value as against intrinsic value previously under IGAAP.

**(iii). The difference between the employee compensation cost computed using the intrinsic value of options and the employee compensation cost that shall have been recognized if it had used the fair value of the options.**

The Company is following Ind AS and using fair value for the accounting of Employee Stock Option Plans (ESOPs), the difference in above figures is not applicable.

(iv). Option movement during the year:

Particulars	Indiabulls Ventures Limited Employees Stock Option Scheme – 2008	Indiabulls Ventures Limited Employees Stock Option Scheme – 2009
Number of options outstanding at the beginning of the year	1,17,64,516	1,67,37,100
Number of options granted during the year	0	0
Number of options forfeited/ lapsed/Surrendered during the year	6,62,000	3,60,500
Number of options vested during the year	20,47,720	36,67,180
Number of options exercised during the year	59,47,516	42,17,700
Number of shares arising as a result of exercise of options	59,47,516	42,17,700
Money realised by exercise of options (Rs.in crore)	14.37	25.22
Number of options outstanding at the end of the year	51,55,000	1,21,58,900
Number of options exercisable at the end of the year	9,61,840	30,82,160

(v). Weighted-average exercise prices and weighted-average fair values of options for options whose exercise price either equals or exceeds or is less than the market price of the stock:

Particulars	Indiabulls Ventures Limited Employees Stock Option Scheme – 2008	Indiabulls Ventures Limited Employees Stock Option Scheme – 2009
No. of ESOP exercised	59,47,516	42,17,700
Weighted-average exercise prices (Rs.)	198.22	187.29
Weighted-average fair values of options (Rs.)	4.35	24.00

(vi). Employee wise details (name of employee, number of options granted during the year, exercise price) of options granted to:

	Indiabulls Ventures Limited Employees Stock Option Scheme – 2008			Indiabulls Ventures Limited Employees Stock Option Scheme – 2009		
	Name	Exercise Price	Option Granted	Name	Exercise Price	Option Granted
(a) Senior Managerial Personnel (Options granted during the year);	NIL			NIL		
(b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and	Mr. Gagan Banga	24.15	30,00,000	Mr. Gagan Banga	219.65	23,34,000
	Mr. Sachin Chaudhary	24.15	9,50,000	Mr. Sandeep Arora	219.65	11,00,000
	Mr. Ajit Kumar Mittal	24.15	7,50,000	Mr. Amit Ajit Gandhi	219.65	6,75,000

	Mr. Ashwini Kumar	24.15	7,50,000			
	Mr. Gurbans Singh	24.15	5,00,000			
	Mr. Saket Bahuguna	24.15	5,00,000			
	Mr. Vivek Chandrashekhar Attavar	254.85	75,000			
<b>(c) identified employees 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.</b>	Mr. Gagan Banga	24.15	30,00,000			

**(vii). A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:**

During the financial year 2019-20, the Company has not granted any fresh options.

**Additional Information:**

- (i) Pursuant to and in terms of shareholders authorization dated December 4, 2019 and March 20, 2020, the Company in accordance with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time (hereinafter referred to as "SBEB Regulations") has implemented Employees Stock Option Scheme- 2019 & 2020 ("Scheme") inter-alia including 'to transfer and/or offer and/or grant employee stock options ("ESOPs") and/ or its fully paid-up equity shares of face value of INR 2 each ("Shares") and/or stock appreciation rights ("SARs" as defined in SBEB Regulations), upto an aggregate of 1,05,00,000 and 93,00,000, respectively.
- (ii) The shares in the Trust as on date have been appropriated towards the Scheme for grant of Share Appreciations Rights (SARs) to the employees of the Company and its subsidiaries as permitted by SEBI.