

**Disclosure pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 read with SEBI Circular dated June 16, 2015 for the Financial Year 2023-24**

<b>Sl. No</b>	<b>Particulars</b>	<b>"CAGL Employees Stock Option Plan- 2011"</b>
A.	Relevant disclosures in terms of the accounting standards prescribed by Central Govt. in terms of Section 133 of the Companies Act, 2013 including the 'Guidance note on accounting for employee share-based payments' issued from time to time.	Please refer to "Note 38 – Employee Stock Options" to standalone financial statements of the Company for the year ended 31 March 2024.
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.	₹ 90.41 per share (Standalone financials)
C.	<b>Details related to ESOS</b>	
	i. A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including -	CAGL Employee Stock Option Plan-2011 (the "ESOP 2011") has been formulated by the Nomination and Remuneration Committee (Compensation Committee) of the Board with the object of granting Options convertible to Shares of CA Grameen, at the discretion of the Company, to such Eligible Employees, as per the terms of the Plan, and to be allotted Shares of CA Grameen on exercise of such Options.
	a. Date of shareholders' approval	August 11, 2020
	b. Total number of Options approved under ESOS	74,64,015 Options convertible into 74,64,015 equity shares of face value of Rs.10 each
	c. Vesting requirements	Options granted would vest after 1 year but not later than 4 years from the date of grant of such Options
	d. Exercise price or pricing formula	The Nomination and Remuneration Committee Price shall determine the Exercise on basis of the daily average of the Market price during the month prior to the month in which Grant of Options is made. Since the Company's shares are listed on more than one stock exchange, the price on the stock exchange having higher trading volume shall be considered as the market price.
	e. Maximum term of options granted	The exercise period for Options granted before August 11, 2020 and after August 11, 2023 is 4 years and 3 years respectively from the date of vesting.
	f. Source of shares (primary, secondary or combination)	Primary allotment
	g. Variation in terms of Options	Nil during the year under review.
	ii. Method used to account for ESOS – Intrinsic or fair value.	Fair Value as per Ind AS 102.

iii.	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, as the Company has applied fair value method.
iv.	Option movement during the year:	
	<b>Particulars</b>	<b>Details</b>
	Number of options outstanding at the beginning of the period	24,24,244
	Number of options granted during the year	7,59,800
	Number of options forfeited / lapsed during the year	39,166
	Number of options vested during the year	5,09,375
	Number of Options exercised during the year	4,70,524
	Number of shares arising as a result of exercise of options	4,70,524 shares
	Money realized by exercise of options (INR), if scheme is implemented directly by the company	15,05,64,241.1
	Loan repaid by the Trust during the year from exercise price received	Not applicable
	Number of Options outstanding at the end of the year	26,74,354
	Number of Options exercisable at the end of the Year	7,90,254
v.	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.	Please refer "Note No. 38 - Employee Stock Options" to the standalone financial statements of the Company for the year ended 31 March 2024
vi.	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -	Grant of 7,59,800 Options to 112 employees of the Company.
	a. senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Refer <b>Annexure – A</b>
	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	Not Applicable
	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.	Not Applicable
vii.	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following 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;	Not Applicable	
	b. the method used and the assumptions made to incorporate the effects of expected early exercise;		
	c. how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and		
	d. whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.		
	<b>Disclosures in respect of grants made in three years prior to IPO under each ESOS</b>  Until all options granted in the three years prior to the IPO have been exercised or have lapsed, disclosures of the information specified above in respect of such options shall also be made	Please refer "Note 38 – Employee Stock Options" to the standalone financial statements of the Company for the details pertaining to year ended 31 March 2018, 31 <sup>st</sup> March 2017 and 31 <sup>st</sup> March 2016.	
D.	<b>Details related to ESPS</b>	Not Applicable	
E.	<b>Details related to SAR</b>	Not Applicable	
F.	<b>Details related to GEBS / RBS</b>	Not Applicable	
G.	<b>Details related to Trust</b>		
	The following details, inter alia, in connection with transactions made by the Trust meant for the purpose of administering the schemes under the regulations are to be disclosed:		
	i. General information on all schemes		
	<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
	1.	Name of the Trust	"CAGL Employees Stock Option Plan- 2011"
	2.	Details of the Trustee(s)	Mr. Ganesh Narayanan Mr. Gururaj Rao
	3.	Amount of loan disbursed by company / any company in the group, during the year	Nil
	4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Nil
	5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security	Not Applicable

		or guarantee	
	6.	Any other contribution made to the Trust during the year	Nil
	ii.	Brief details of transactions in shares by the Trust	
		a. Number of shares held at the beginning of the year	Nil
		b. Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share;	Nil
		c. Number of shares transferred to the employees / sold along with the purpose thereof;	Not Applicable
		d. Number of shares held at the end of the year	Nil
	iii.	In case of secondary acquisition of shares by the Trust	Not Applicable
		No. of shares held at the beginning of the year, acquired / sold / transferred to employees during the year & shares held at the end of the year  (As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained)	

**Annexure- A**

<b>Sl.No</b>	<b>Name of the employee</b>	<b>Designation</b>	<b>No. of Options granted during FY24</b>
1	Udaya Kumar Hebbar	Managing Director & CEO	83,200
2	Ganesh Narayanan	Deputy CEO & Chief Business Officer	54,000
3	M J Mahadev Prakash	Company Secretary & Chief Compliance Officer	14,900
4	Sadananda Balakrishna Kamath	Chief Financial Officer	28,700
5	Sudesh Dinesh Puthran	Chief Technology Officer	32,800
6	Arun Kumar B	Head – Strategy, Innovations & Analytics	22,800
7	Gururaj Rao	Chief Audit Officer	36,500
8	Nilesh Shrikrishna Dalvi	Head – Investor Relations	19,500
9	Firoz Anam	Chief Risk Officer	25,100