



THEJO ENGINEERING LIMITED

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Disclosures with respect to Employees' Stock Option Plan, 2015 of the Company pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on March 31, 2021:

Thejo Employee Stock Option Plan 2015

Information in respect of Options granted under Thejo Employee Stock Option Plan 2015

Name of the Plan	Thejo Employee Stock Option Plan 2015 ("ESOP 2015")
Date of Shareholders' Approval	August 26, 2015
Number of options approved under the Scheme	3,00,000 options equivalent to 3,00,000 Equity shares of ₹ 10/- each.
Vesting Schedule	1/6 th of Options granted on completion of one year of grant; balance in 6 equal instalments on completion of 18, 24, 30, 36, 42 and 48 months of grant.
Pricing Formula	The Members have authorised the Board to decide the Pricing in line with SEBI guidelines. The Board has decided that the pricing will be not less than 75% of the prevailing market value of the Shares on the date of grant of Options as fixed by Compensation/Nomination and Remuneration Committee based on the closing market price one day prior to date of grant.
Maximum Term of Options granted	60 Months from the date of granting of the Options.
Source of Shares	Primary
Method of Settlement	Equity Shares
Variation in terms of Options	None
Method used for accounting	Intrinsic Value Method
Impact of Fair Value Method	Had the Company used Fair Value Method (under Black Scholes Method) to expense the employee compensation cost, the Employee Stock Option Expense would have been ₹ 67.95 lakhs, which is ₹ 32.29 lakhs higher than the expense under Intrinsic Value Method of ₹ 35.66 lakhs. Had fair value been considered for expensing ESOP cost, the profit for the year and EPS (Basic and Diluted, FV of Rs. 10/- each fully paid) would have been ₹ 2708.69 lakhs ₹ 77.76/- and ₹ 77.15/- respectively (as against ₹ 2740.98 lakhs, ₹ 78.69/- and ₹ 78.07/- under intrinsic value method).
Option Movement during the year	Number of Options at the beginning of the period – 1,88,915 Number of Options Granted during the year – Nil Number of Options forfeited/lapsed during the year – 4,658 Number of Options vested during the year – 42,353 Number of Options exercised during the year – 56,075 Number of Shares arising as a result of exercise of options – 56,075 Money Realized by exercise of Option – Rs. 92.21 lakhs Loan Repaid by the Trust from exercise price received – NA Number of Options outstanding at the end of the year – 1,28,182 Number of Options exercisable at the end of the year – 73,832
Weighted Average Exercise Price	₹ 313.47/- per share (for outstanding options)

Weighted Average Fair Value/Option	₹ 195.50/- (for outstanding options)																																										
Details of Options Granted to specified employees during the year	(A) Senior Managerial Personnel: Nil (B) Any other employee granted options amounting to 5% or more of option granted during the year: Nil (C) Identified employee who was granted option during the year equal to or exceeding 1% of issued capital: Nil																																										
Method and Significant Assumptions to estimate fair value	<p>Method Used: Black Scholes Method Significant Assumptions Used:</p> <p>Lot 1: Options granted in FY 15-16 Weighted Average Value of Share Price: ₹ 205/- Weighted Average Price of Exercise Price: ₹ 153.75/- Expected Volatility: 35.40%-38.50% Expected Option Life: 3-4.5 years Expected Dividends: 1.81% Risk-free interest rate: 6.93%-7.07%</p> <p>Lot2: Options granted in FY 19-20 Weighted Average Value of Share Price: ₹ 564/- Weighted Average Price of Exercise Price: ₹ 423/- Expected Volatility: 41.70%-44.60% Expected Option Life: 3-4.5 years Expected Dividends: 1.18% Risk-free interest rate: 6.65%-6.85%</p> <p>Method to determine Expected Volatility: Standard deviation of the continuously compounded rate of return of the stock during the expected option life based on historic value.</p>																																										
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<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">As at 31/3/2021</th> <th colspan="2">As at 31/3/2020</th> </tr> <tr> <th>No. of Options</th> <th>WAEP (₹)</th> <th>No. of Options</th> <th>WAEP(₹)</th> </tr> </thead> <tbody> <tr> <td>Outstanding at the beginning of the year</td> <td>1,88,915</td> <td>267.55</td> <td>75,859</td> <td>153.75</td> </tr> <tr> <td>Add: Granted during the year</td> <td>0</td> <td>NA</td> <td>79,848</td> <td>423.00</td> </tr> <tr> <td>Less: Forfeited/Lapsed during the year</td> <td>4,658</td> <td>245.31</td> <td>0</td> <td>NA</td> </tr> <tr> <td>Less: Exercised during the year</td> <td>56,075</td> <td>164.44</td> <td>23,400</td> <td>153.75</td> </tr> <tr> <td>Outstanding at the end of the year</td> <td>1,28,182</td> <td>313.47</td> <td>1,88,915</td> <td>267.55</td> </tr> <tr> <td>Exercisable at the end of the year</td> <td>73,832</td> <td>232.83</td> <td>90,201</td> <td>153.75</td> </tr> </tbody> </table>					Particulars	As at 31/3/2021		As at 31/3/2020		No. of Options	WAEP (₹)	No. of Options	WAEP(₹)	Outstanding at the beginning of the year	1,88,915	267.55	75,859	153.75	Add: Granted during the year	0	NA	79,848	423.00	Less: Forfeited/Lapsed during the year	4,658	245.31	0	NA	Less: Exercised during the year	56,075	164.44	23,400	153.75	Outstanding at the end of the year	1,28,182	313.47	1,88,915	267.55	Exercisable at the end of the year	73,832	232.83	90,201	153.75
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Summary of Options Outstanding: Thejo ESOP 2015																																											
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No. of Options outstanding	Exercise Price (₹)	Weighted Average Remaining contractual Life	No. of Options outstanding	Exercise Price (₹)	Weighted Average Remaining contractual Life																																						
52,146	153.75	2 Months	1,09,067	153.75	14 Months																																						
76,036	423.00	38 Months	79,848	423.00	50 Months																																						
Diluted EPS as per AS 20		Diluted EPS (Per Equity Share of face value of Rs. 10/- each fully paid) – ₹ 78.07/-																																									
Price of underlying shares in Market at the time of grant of option		Lot 1 (Granted in FY 15-16): ₹ 205/- per Equity Share Lot 2 (Granted in FY 19-20): ₹ 564/- per Equity Share																																									