

**Disclosure pursuant to the Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI ESOP Regulations, 2021"), for Financial Year 2024-25.**

- 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 by ICAI has been made in Note No. 51 of the Notes to Standalone Financial Statements and Note No. 55 of the Notes to Consolidated Financial Statements forming part of the Annual Report 2024-25 of the Company.
- B. Diluted earnings per share pursuant to the issue of share on exercise of options calculated in accordance with Indian Accounting Standards Ind-AS 33, "Earnings Per Share" has been disclosed in the Standalone Financial Statements for FY 2025.

C. Summary of Status of ESOP granted

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

S. No.	Particulars	'Entero Employee Stock Option Plan 2023' ("ESOP 2023" or "Plan")
1 (a)	Date of Shareholder's approval	7 <sup>th</sup> September 2023 and further ratified on August 28, 2024
(b)	Date of last modification by Shareholders	Not Applicable
2	Total number of options approved	3,97,990
3	Vesting requirements	<p>Vesting for Grant I, II and III</p> <p>15% of options granted in Year 1</p> <p>25% of options granted in Year 2</p> <p>30% of options granted in Year 3</p> <p>30% of options granted in Year 4</p> <p>Vesting is based on time as well as achievement of Company's and Employee's performance.</p> <p>Vesting for Grant IV</p> <p>40% of options granted in Year 1</p> <p>30% of options granted in Year 2</p> <p>30% of options granted in Year 3</p>
4	Exercise Price or Pricing Formula	For Grant I and II Rs. 804 per equity share For Grant III and Grant IV – Rs. 1,124 per share
5	Maximum Term of options granted	For Grant I, II and III -4 (Four) years For Grant IV – 3 years
6	Sources of Shares (primary, secondary or combination)	Primary
7	Variation in terms of Options during FY2025	Not Applicable

(ii) The movement of options during the financial year 2024-25 is as follows:

S. No.	Particulars	ESOP 2023
1	Number of options outstanding at the beginning of the year	2,33,900
2	Number of options granted during the year	75,600
3	Number of options forfeited/lapsed during the year	45,425
4	Number of options vested during the year	33,435
5	Number of options exercised during the year	13,940
7	Number of shares arising as a result of exercise of options	13,940
10	Money realized by exercise of options (INR), if scheme is implemented directly by the company	INR 1,12,07,760/-
12	Number of options outstanding as of March 31, 2025	2,50,135
13	No. of options exercisable as of March 31, 2025	2,50,135

(iii) Employee-wise details of options granted during the financial year 2024-25 is as follows:

1	Senior Managerial Personnel				
	Name of Employees	Designation	Scheme	No. of options granted during the year	Exercise Price (INR)
	Abhitesh Kumar	President – Retail Business & New Initiatives	Entero Employee Stock Option Plan 2023’ (“ESOP 2023” or “Plan”)	60,000	1,124
2	Other Employees who were granted, during the year, options amounting to 5% or more of the options granted during the year – Nil				
3	Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital of the Company at the time of grant – Nil				

(iv) Weighted Average Fair Value/ Exercise Price of Options granted during the year. Grant III – 690.24, Grant IV – 617.56 Refer Note No. 51 of the Notes to Standalone Financial Statements and Note No. 55 of the Notes to Consolidated Financial Statements forming part of the Annual Report 2024-25 of the Company.

(v) Method used to account for ESOP - The compensation cost of stock options granted to employees is calculated based on fair value method.

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

(vi) A description of the method and significant assumptions used during the year to estimate the fair value of options at the time of grant including the following information:-

Particulars	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2025
	ESOP 2023 Grant III	ESOP 2023 Grant IV
Dividend yield (%)	0%	0%
Expected volatility (%)*	19.631%	19.584%
Risk-free interest rate (%)	7.015%	7.009%
Expected life of share options (years)*	5-8 years	5-7 years
Share Price at Grant Date (INR )	1,370.85	1,337.95
Model used	Black-Scholes	Black-Scholes

\*The expected life of the stock is based on historical data and current market expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

For more details, please refer Note No. 51 of the Notes to Standalone Financial Statements and Note No. 55 of the Notes to Consolidated Financial Statements forming part of the Annual Report 2024-25 of the Company.

D. Details related to ESPS - Not Applicable

E. Details related to SAR - Not Applicable

F. Details related to GEBS / RBS - Not Applicable

G. Details related to Trust - Not Applicable