

Finolex Industries Limited

**DISCLOSURE PURSUANT TO REGULATION 14 OF SEBI (SHARE BASED
EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021**

A. Relevant disclosures in terms of the ‘Guidance note on accounting for employee share- based payments’ issued by Institute of Chartered Accountants of India (‘ICAI’) or any other relevant accounting standards as prescribed from time to time.

Since no options granted and no ESOP related activities carried out by Finolex Industries Limited Employees’ Welfare Trust (the ‘Trust’) under the existing scheme viz. Employee Stock Option Scheme / Plan-2001 (FIL ESOS) during the financial year ended March 31, 2025 no notes in Financial Statements are required to give.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations 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:

Since no options granted and no ESOP related activities carried out by Finolex Industries Limited Employees Welfare Trust during the financial year ended March 31, 2025 EPS was not diluted due to the said ESOP related activities. The diluted EPS details are given in the financial statements for the year ended March 31, 2025 accordingly.

C. Details related to Finolex Industries Limited - Employees Stock Option Scheme (ESOP)

The ESOP Scheme was approved by the Members of the Company by passing special resolution at their Extra Ordinary General Meeting held on April 3, 2001 in accordance with the applicable SEBI regulations.

I. Details related to ESOP are given below:

Sr. No.	Particulars	ESOP
1	Date of Shareholders’ approval	April 3, 2001
2	Total number of options approved under ESOP	*50,00,000 (Subsequently the Board has allotted 5,00,000 shares to the Trust. In the year 2006 Trust had granted options for 67,400 shares to the eligible employees of the Company and the same was exercised.)
3	Vesting Requirement	Vesting takes place over a period of 12 months from the grant of the options.
4	Exercise price or pricing formula (Rs.)	Exercise price – Options granted were priced at face value of equity shares being Rs.10 each.
5	Maximum term of options granted	3 months from the date of vesting
6	Source of Shares	Primary
7	Variation in terms of ESOP	Nil

** Pursuant to the approval of Shareholders of the Company at Extra-ordinary General Meeting held on April 3, 2001.*

II. Method used to account for ESOP – Not applicable

III. Where the company opts for expensing of the options using the intrinsic value of the options, difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used fair value of the options & the impact of this difference on profits and on EPS of the Company - Not applicable

IV. Details of Options (Option Movement during the year):

Sr. No.	Particulars	Details
1	Number of options outstanding at the beginning of the period*	21,63,000
2	Number of options granted during the year	Nil
3	Number of options cancelled during the year	
4	Number of options forfeited/lapsed during the year	Nil
5	Number of options vested during the year	
6	Number of options exercised during the year	
7	Money realized by exercise of options (INR), if scheme is implemented directly by the Company	
8	Loan repaid by the trust during the year from exercise price received	
9	Number of options outstanding at the end of the year*	21,63,000
10	Number of options exercisable at the end of the year*	21,63,000

**After sub-division of shares*

V. Weighted-average exercise prices and weighted-average fair values of options whose exercise price equals or exceeds or is less than the market price of the stock: *Not applicable, no options were exercised during the year 2024-25.*

VI. Employee-wise details of options granted during the year 2024-25 to:

Sr. No.	Particulars	Details
1	Senior Managerial Personnel	Nil
2	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	Nil
3	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.	Nil

VII.A description of the method and significant assumptions used during the year to estimate the fair value of options granted during the year 2024-25: No applicable. No options granted during the financial year 2024-25.

Sr. No.	Particulars	Details
1	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;	Nil
2	The method used and the assumptions made to incorporate the effects of expected early exercise;	Nil
3	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	Nil
4	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	Nil

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

I. General information:

Sr. No.	Particulars	Details
1	Name of the Trust	Finolex Industries Limited – Employees' Welfare Trust
2	Details of the Trustee(s)*	Mr. Pradeep Vedula; Mr. Krishna Dayma; Mr. Chandan Verma; Mr. Dakshinamurthy Iyer & Mrs. Lily Shukla (Upto 31 st March 2025)
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	Nil

	company in the group has provided any security or Guarantee.	
6	Any other contribution made to the Trust during the year.	Nil

* Trustee in point no. 2 of above table are effective from 7th February 2025.

II. Brief details of transactions in shares by the Trust

Sr. No.	Particulars	Details
1	Number of shares held at the beginning of the year*	21,63,000
2	Number of shares acquired during the year through	Nil
	(i) primary issuance	Nil
	(ii) secondary acquisition	Nil
	1 Number of shares acquired during the year	Nil
	2 Percentage of paid up equity capital as at the end of the previous financial year	Nil
	3 Weighted average cost of acquisition per share	Nil
3	Number of shares transferred to the employees along with the purpose thereof - equity shares were transferred to the employees upon exercise of options	Nil
4	Number of shares held at the end of the year*	21,63,000

*After sub-division of shares

III. In case of secondary acquisition of shares by the Trust

Number of Shares	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
Held at the beginning of the year	Nil
Acquired during the year	Nil
Sold during the year	Nil
Transferred to the employees during the year	Nil
Held at the end of the year	Nil