

Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on March 31, 2017

- A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI are given in note 2.7 of Financial Statements for the year ended March 31, 2017.
- 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 ICAI or any other relevant accounting standards as prescribed from time to time: Rs. 36.15**
- C. Details related to ESOS

- i) Description of ESOS that existed at any time during the year:

Date of shareholders' approval	April 22, 2016
Total number of options approved under ESOS	41,88,459
Vesting requirements	Vesting takes place on staggered basis over a period of maximum five years.
Exercise price or pricing formula	Fair Market Value
Maximum term of options granted	3 (three) years from the date of vesting of the respective options
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	Nil

- ii) **Method used to account for ESOS:** Intrinsic Value Method

- 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. The impact of this difference on profits and on EPS of the company:**

Refer note 2.7(v) of Financial Statements for the year ended March 31, 2017.

- iv) **Option movement during the year:**

Particulars	Details
Number of options outstanding at the beginning of the period	38,07,690
Number of options granted during the year	-
Number of options forfeited / lapsed during the year	25,000

Number of options vested during the year	-
Number of options exercised during the year	-
Number of shares arising as a result of exercise of options	-
Money realized by exercise of options (INR), if scheme is implemented directly by the company	-
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	37,82,690
Number of options exercisable at the end of the year	-

v) **Weighted Average Exercise Price per option:** Rs. 338 per option

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

a)	Senior Managerial personnel	Mr. Sanjaya Gupta - (Managing Director)	5,33,077
		Mr. Shaji Verghese - (Business Head)	2,77,581
		Mr. Ajay Gupta - (Chief Risk Officer)	2,15,896
		Mr. Jayesh Jain - (Chief Financial Officer)	1,85,054
		Mr. Sanjay Jain (Company Secretary and Head Compliance)	61,685
		Mr. Nitant Desai - (Chief Centralized Operations and Technology Officer)	1,43,931
		Mr. Anshul Bhargava- (Chief People Officer)	1,43,931
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. Sanjaya Gupta - (Managing Director)	5,33,077
		Mr. Shaji Verghese - (Business Head)	2,77,581
		Mr. Ajay Gupta - (Chief Risk Officer)	2,15,896

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.	None
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- vii) **A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:**

Note 2.7 of Financial Statements for the year ended March 31, 2017

Disclosures in respect of grants made in three years prior to IPO under each ESOS

(i) 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

- 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

