

**Disclosure pursuant to Regulation 14 of SEBI (Share Based Employee Benefits) Regulations 2014.**

- A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.**

Members may refer to the Audited financial statement prepared for the year 2017-18 for the same.

- 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.**

Diluted EPS for the year ended on March 31, 2018 is Rs. 7.05/- per share calculated in accordance with Ind-AS 33 (Earnings Per Share). However, diluted EPS is not impacted due to SILVER TOUCH ESOP-2017 as no Option was vested or exercised during the year under this Scheme.

**C. Details related to ESOP**

- i) A description of each ESOP that existed at any time during the year, including the general terms and conditions of each ESOP, including -**

<b>A.</b>	<b>Date of Shareholder approval</b>	27 <sup>th</sup> April, 2017
<b>B.</b>	<b>Total number of options approved under ESOS</b>	1,25,000
<b>C.</b>	<b>Vesting requirements</b>	Options granted under Silver Touch ESOP- 2017 shall Vest after one year from the date of grant.  Vesting of options shall be subject to continued employment with the Company up to the vesting date.
<b>D.</b>	<b>Exercise price or pricing formula</b>	Rs. 50/- per option

<b>E.</b>	<b>Maximum term of options granted</b>	The Employee Stock Options granted shall be capable of being exercised within a period of Three Months from the date of Vesting of the respective Employee Stock Options. However the said period can be further extended upto 06 Months subject to the approval of Board/Committee
<b>F.</b>	<b>Source of shares (primary, secondary or combination)</b>	Primary
<b>G.</b>	<b>Variation in terms of options</b>	Nil

**ii) Method used to account for ESOS - Intrinsic or fair value.**

The Company follows the fair value method to account for its stock-based employee compensation plans.

**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 since the Company follows fair value method for valuation of ESOP.

**iv) Options movement during the year**

<b>Particulars</b>	<b>Details</b>
Number of options outstanding at the beginning of the period	<b>0</b>
Number of options granted during the year	<b>90,000</b>
Number of options forfeited / lapsed during the year	<b>1,000</b>
Number of options vested during the year	<b>0</b>

Number of options exercised during the year	0
Number of shares arising as a result of exercise of options	0
Money realized by exercise of options (INR), if scheme is implemented directly by the company	0
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	89,000
Number of options exercisable at the end of the year	Nil

**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.**

All options were granted at weighted average exercise price of Rs. 50/- per share.

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

Senior managerial personnel	As per Annexure-A
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. Himanshu S Jain, Whole Time Director has been granted 30,000 options which is 33.33% of the total options granted during the year.
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

## Annexure-A

<b>Sr. NO.</b>	<b>Employee Name</b>	<b>No of Shares to be given</b>
1	Vijay Shah	2000
2	Amit Desai	3000
3	Yusuf Gandhi	3000
4	Vinod Kadia	3000
5	Rachit Patel	3000
6	Rohan Pawaskar	2000
7	Niraj Dave	1000
8	Prakash Patni	1000
9	Yogendra Rao	3000
10	Francis Peterson	3000
11	Joyal Jhaveri	2000
12	Vipul Thacker	2000
13	Kalpesh Bakotiya	2000
14	Ankit Desai	2000
15	Divyesh Doshi	1000
16	Rishabh Kumar Nanavati	1000
17	Manoj Malani	2000
18	Sanjoy Kumar Roy	2000
19	Jaimin Mehta	1000
20	Maulin Pandya	1000
21	Bhaumik Vora	1000
22	Bikram Singh Rawat	2000
23	Sukhbir Singh Khalsa	1000
24	Dhruv Darji	1000
25	Ami Ahuja	2000
26	Paulin Shah	2000
27	Nilesh Bhavsar	3000
28	Chintan Shah	1000
29	Sanjay Tamboli	1000
30	Mihir Joshi	2000
31	Nirmal Goplani	2000
32	Vinay Chavda	1000
33	Himanshu Jain	30000