

**INOX WIND LIMITED**

**Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 read with SEBI Circular dated 16<sup>th</sup> June, 2015 and Rule 12(9) of the Companies (Share capital & Debentures) Rules, 2014 as on 31<sup>st</sup> March, 2024**

Details of ESOP	Inox Wind- Employee Stock Option Scheme 2024
<b>i) Description of each ESOS that existed at any time during the year:</b>	
a) Date of shareholders' approval	Through Postal Ballot held on 5 <sup>th</sup> May, 2024
b) Total number of options approved under ESOS	<p>Upto 32,00,000 options to the eligible employees in one or more tranches, from time to time, which in aggregate are exercisable into not more than 32,00,000/- (Thirty Two Lakh) equity shares of face value of Rs. 10/- (Ten) each fully paid up, for present and future grants, subject to adjustment with regards to various corporate actions which the Company may come out with.</p> <p>Post the closure of the financial year, the Company had allotted Bonus equity shares of Rs. 10/- each in the proportion of 3 (three) new equity share for every existing 1 (one) equity share to the eligible existing shareholders of the Company. Accordingly, suitable adjustment was given also to total number of Options available to be granted under the ESOP Scheme 2024 and upper ceiling was increased from 32,00,000 (Thirty Two Lakh only) to 128,00,000 (One Crore Twenty Eight Lakh only).</p>
c) Vesting requirements	<p>Any Option granted under the Scheme shall vest not earlier than minimum vesting period of 1 (one) year and not later than the maximum vesting period of 4 (Four) years from the date of grant as may be determined by the Committee.</p> <p>The vesting dates and relative percentages shall be determined by the Committee and may vary from employee to employee or any class thereof.</p>
d) Exercise price or pricing formula	<p>(a) The Exercise Price per Option shall be as may be determined by the Committee at the time of Grant subject to a discount up to 50% (Fifty percent) from the Market Price of the Shares as on the date of Grant.</p> <p>(b) The Exercise Price shall be specified in the letter issued to the Option Grantee at the time of the Grant.</p>
e) Maximum term of options granted	The maximum terms of the Options granted under ESOS 2024 would be 8 years (Vesting period 4 years + Exercise period 4 years).
f) Source of shares (primary, secondary or combination)	Primary
g) Variation in terms of options	None

<b>ii. Method used to account for ESOS - Intrinsic or fair value.</b>	Fair Value Method
<b>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.</b>	Not applicable
<b>iv. Options Movement during the Year:</b> No options have been granted during the year	
1. Number of options outstanding at the beginning of the period	0
2. Number of options granted during the year	0
3. Number of options forfeited/ lapsed during the year	0
4. Number of options vested during the year	0
5. Number of options exercised during the year	0
6. Number of shares arising as a result of exercise of options	0
7. Money realized by exercise of options (INR), if scheme is implemented directly by the company	0
8. Loan repaid by the Trust during the year from exercise price received	0
9. Number of options outstanding at the end of the year	0
10. Number of options exercisable at the end of the year	0
<b>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.</b>	N.A.
<b>vi) Employee wise details of options granted during the financial Year 2023-24 to:</b>	
a) Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2025;	N.A.
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	N.A.
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.	N.A.

<b>vi.A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:</b>	
a) 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	N.A.
b) the method used and the assumptions made to incorporate the effects of expected early exercise	N.A.
c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	N.A.
d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	N.A.