

**Disclosures pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014
for the year ended March 31, 2022.**

SEBI vide its notification dated October 28, 2014 had issued the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2014, (SBEB Regulations) which replaced SEBI's earlier Guidelines and Regulations.

In Financial Year 2016-17, your Company had formulated a new Scheme i.e., Sasken Employees' Share Based Incentive Plan 2016 (Incentive Plan 2016) under the SBEB Regulations, enabling your Company to grant options up to a maximum of 8,85,900 of Stock Appreciation Rights / Restricted Stock Units / other Stock Based Instruments, as may be formulated by SEBI from time to time, in any combination and in accordance with the applicable provisions of law.

The disclosures pursuant to Regulation 14 of the SBEB Regulations are as under:

1. Employee stock option plan:

Nature of Disclosure	Particulars
Date of Shareholders' approval	December 23, 2016
Date of in-principle approval of	BSE – June 15, 2018 NSE – June 22, 2018
Total number of options Approved	Up to 8,85,900 equity shares of ₹ 10 each of the Company
Total options granted during the year 2018-19	65,526
Exercise Price	₹ 982 (Rupees Nine hundred eighty-two), being the closing price of the equity shares at NSE on July 16, 2018 (and rounded off to the nearest rupee).
Grant Commencement Date	July 18, 2018
Vesting Period	4 years from the date of grant, viz. July 17, 2022
Exercise Period	Within a period of 3 years from the date of vesting and the Nomination and Remuneration Committee may also extend the exercise period, if required.
Maximum term of options Granted	As determined by the Nomination and Remuneration Committee, subject to the Compliance of SBEB Regulations
Source of shares	Secondary Market
Variation in terms of Options	Nil
Other terms	Grant of options is subject to (a) Incentive Plan 2016 (b) SBEB Regulations; and (c) Companies Act, 2013, as may be amended from time to time.
Method used to account for ESOS	Fair Value

Option movement during the year:

Particulars	Details
Number of options outstanding at the beginning of the period (1 st April 2021)	13,705
Number of options granted during the year	None
Number of options forfeited / lapsed during the year	13,705
Number of options vested during the year	None
Number of options exercised during the year	None

Number of shares arising as a result of exercise of options	Not Applicable
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Money realized by exercise of options (INR), if scheme is implemented directly by the company	Not Applicable
Loan repaid by the Trust during the year from exercise price received	None
Number of options outstanding at the end of the year (31 st March 2022)	Nil
Number of options exercisable at the end of the year	Nil
Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -	No options were granted during the year.

Diluted Earnings Per Share (EPS) pursuant to the issue of shares on exercise of option calculated in accordance with Ind AS 33	Please refer to significant accounting policies mentioned in Note No. 3 (j) of the Standalone Financial Statement for FY22.
Where the company has calculated the employee compensation cost using the intrinsic value of the stock 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 to be disclosed. The impact of this difference on profits and on EPS of the company also to be disclosed	Not applicable
Weighted average exercise prices and weighted average fair value 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 options	The weighted average price of the stock options exercised is ₹ Nil and the weighted average fair value is ₹ 981.85
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 weighted average information.	SEBI has prescribed two methods to account for stock grants; (i) the intrinsic value method; (ii) the fair value method. The Company adopts the Fair value method to account for the stock options it grants to the employees.
Method used and assumptions made to incorporate effects of expected early exercise	Method Used: Fair Value Assumptions made are as follows: 1. Risk free interest rate: 8.12% 2. Weighted average contractual life: 5.50 3. Expected volatility: 44.94% 4. Dividend yield: 1.02%
How expected volatility was determined, including explanation of the extent to which expected volatility was based on historical volatility	Expected volatility during the expected term of the ESOS is based on historical volatility of the observed market prices of the Company's publicly traded equity shares during a period equivalent to the expected term of the ESOS.
Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	Stock price is variable based on actual market data at the time of ESOS valuation.

2. Restricted Stock Option Units (RSUs)

Nature of Disclosure	Particulars
Date of Shareholders' approval	December 23, 2016
Date of in-principle approval of	BSE – June 15, 2018 NSE – June 22, 2018
Total number of options Approved	Up to 8,85,900 equity shares of ₹ 10 each of the Company
Total options granted during the year 2021-22	85,270
Exercise Price	₹ 10 (Rupees Ten).
Grant Commencement Date	July 14, 2022
Vesting Period	One year from the date of grant i.e., January 14, 2023
Exercise Period	After 2 years from the date of commencement of grant i.e., on or after January 14, 2024, and to be exercised within 3 years, i.e., on or before January 13, 2027. Nomination and Remuneration Committee may also extend the exercise period, should there be a need.
Maximum term of options Granted	As determined by the Nomination and Remuneration Committee, subject to the Compliance of SBEB Regulations
Source of shares	Fresh issue
Variation in terms of Options	Nil
Other terms	Grant of options is subject to (a) Incentive Plan 2016 (b) SBEB Regulations; (c) Companies Act, 2013, as may be amended from time to time and other applicable regulatory provisions.
Method used to account for RSUs	Fair Value

Option movement during the year:

Particulars	Details
Number of options outstanding at the beginning of the period (1 st April 2021)	Nil
Number of options granted during the year	85,270
Number of options forfeited / lapsed during the year	1,680
Number of options vested during the year	None
Number of options exercised during the year	None
Number of shares arising as a result of exercise of options	Not Applicable

Money realized by exercise of options (INR), if scheme is implemented directly by the company	Not Applicable
Loan repaid by the Trust during the year from exercise price received	None.
Number of options outstanding at the end of the year (31 st March 2022)	83,590
Number of options exercisable at the end of the year	Nil

Diluted Earnings Per Share (EPS) pursuant to the issue of shares on exercise of option calculated in accordance with Ind AS 33	Please refer to significant accounting policies mentioned in Note No. 3 (j) of the Standalone Financial Statement for FY22.
Where the company has calculated the employee compensation cost using the intrinsic value of the stock 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 to be disclosed. The impact of this difference on profits and on EPS of the company also to be disclosed	Not applicable
Weighted average exercise prices and weighted average fair value 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 options	The weighted average price of the stock options exercised is ₹ Nil and the price of the underlying share in the market at the time of option grant ₹ 1,249.45
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 weighted average information.	SEBI has prescribed two methods to account for stock grants; (i) the intrinsic value method; (ii) the fair value method. The Company adopts the Fair value method to account for the stock options it grants to the employees.
Method used and assumptions made to incorporate effects of expected early exercise	Method Used: Fair Value Assumptions made are as follows: 1. Risk free interest rate: 6.63% 2. Weighted average contractual life: 3.50 3. Expected volatility: 45.0% 4. Dividend yield: 0.80%
How expected volatility was determined, including explanation of the extent to which expected volatility was based on historical volatility	Expected volatility during the expected term of the RSUs is based on historical volatility of the observed market prices of the Company's publicly traded equity shares during a period equivalent to the expected term of the RSUs.
Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	Stock price is variable based on actual market data at the time of RSUs valuation.

Bengaluru
April 21, 2022