

ESOP Disclosures

DISCLOSURES IN COMPLIANCE WITH REGULATION 14 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND RULE 12 OF COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 ARE SET OUT BELOW:

Sr. No.	Description	ESOP 2002		ESOP 2007		ESOP 2008		ESOP 2015	
1	Name of the Scheme								
2	Total No. of Options/ RSU's approved under the Plan	11,049,145 options		13,042,992 options		5,720,839 options/ RSU's		10,765,025 options/ RSU's	
3	Shareholders Approval Date	June 3, 2002		September 11, 2007		June 30, 2008		May 7, 2015	
4	Maximum term of options granted	7 years		7 years		7 years		7 years	
5	Source of Shares	Primary		Primary		Primary		Primary	
6	Method of settlement	Equity Settled		Equity Settled		Equity Settled		Equity Settled	
7	Vesting Requirements	<p>Options : Vesting 25% on each successive anniversary of the grant date or as per the discretion of the Committee except in case of grants to Directors vesting is 50% on each successive anniversary of the grant date or as per the discretion of the Committee.</p>		<p>Options: Vesting 25% on each successive anniversary of the grant date or as per the discretion of the Committee except in case of grants to Directors, vesting is 50% on each successive anniversary of grant date and in case of special performance linked 1% stock options vesting is 50% on each successive anniversary on achieving specified performance targets.</p> <p>Performance Options: Vesting 25% on each successive anniversary of the grant date on achieving specified performance targets or as per the discretion of the committee.</p>		<p>Options : Vesting 25% on each successive anniversary of the grant date or as per the discretion of the Committee.</p> <p>Performance Options/ RSU's: Vesting 25% on each successive anniversary of the grant date on achieving specified performance targets or as per the discretion of the Committee.</p>		<p>Performance Options/ RSU's: The options/ RSU's shall vest so long as an employee continues to be in the employment of the Company or the Subsidiary Company. The Nomination and Remuneration Committee may, at its discretion, lay down certain performance metrics on the achievement / non-achievement of which such Options/ RSU's would vest, subject to the minimum vesting period of 1 year & maximum of 4 years from the date of grant of options/ RSU's.</p>	
8	Number and weighted average exercise prices of stock options for each of the following groups of options -	Number of options	Weighted Average Exercise Price (₹)	Number of options	Weighted Average Exercise Price (₹)	Number of options	Weighted Average Exercise Price (₹)	Number of options	Weighted Average Exercise Price (₹)
	- Outstanding at the beginning of the year	51,000	12.45	1,525,500	50.23	-	-	-	-
	- Granted during the year	-	-	-	-	4,188,934	2.00	5,003,804	2.00
	- Forfeited / lapsed during the year	-	-	74,500	58.74	93,000	2.00	117,800	2.00
	- Exercised during the year	28,000	12.45	611,425	51.31	-	-	-	-
	- Outstanding at the end of the year	23,000	12.45	839,575	48.69	4,095,934	2.00	4,886,004	2.00
	- Exercisable at the end of the year	23,000	12.45	839,575	48.69	-	-	-	-
	- Number of options vested	23,000	-	839,575	-	-	-	-	-
	- Total number of shares arising as a result of exercise	28,000	-	611,425	-	-	-	-	-
	- Money realised by exercise of options (₹ In Mn)	0.35	-	31.37	-	-	-	-	-

Sr. No.	Description																			
1	Name of the Scheme	ESOP 2002	ESOP 2007	ESOP 2008	ESOP 2015															
9	<p>Employee wise details of options/RSU's granted to -</p> <p>- Senior managerial personnel;</p> <p>- Employees holding 5% or more of the total number of options/RSU's granted during the year.</p> <p>- Identified employees who were granted options/RSU's, during anyone year equal to or exceeding 1% of the issued capital (excluding outstanding options/RSU's of the Company at the time of grant).</p>	Nil	Nil	<p>Mr. R Srikrishna, CEO - 2,31,214, Mr. Ashok Harris, President - Global Delivery - 1,24,000, Mr. Rajesh Kanani, CFO - 62,000, Mrs. Amberin Memon, CPO - 62,000, Mr. Senthil Nayagam Kalyanasundaram, SR. VP, M & C - 93,000, at exercise price of ₹ 2/-.</p>	<p>Mr. R Srikrishna, CEO - 190,024, at exercise price of ₹ 2/-.</p>															
10	<p>For stock options/RSU's outstanding at the end of the year, the period, the range of exercise prices and weighted average remaining contractual life (vesting period + exercise period). If the range of the exercise prices is wide, the outstanding options/RSU's should be divided into ranges that are meaningful for assessing the number and timing of additional shares that may be issued and cash that may be received upon exercise of those options/RSU's</p>	<p>Details for ESOP 2002, 2007, 2008 & 2015 Scheme:</p> <table border="1"> <thead> <tr> <th>Price range ₹</th> <th>Nos.</th> <th>Weighted average remaining life (months)</th> </tr> </thead> <tbody> <tr> <td>2 - 12.45</td> <td>9,263,738</td> <td>55</td> </tr> <tr> <td>30.70 - 40.28</td> <td>57,000</td> <td>19</td> </tr> <tr> <td>51.98 - 79.85</td> <td>523,775</td> <td>27</td> </tr> <tr> <td>Total</td> <td>9,844,513</td> <td></td> </tr> </tbody> </table>				Price range ₹	Nos.	Weighted average remaining life (months)	2 - 12.45	9,263,738	55	30.70 - 40.28	57,000	19	51.98 - 79.85	523,775	27	Total	9,844,513	
Price range ₹	Nos.	Weighted average remaining life (months)																		
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30.70 - 40.28	57,000	19																		
51.98 - 79.85	523,775	27																		
Total	9,844,513																			
11	Method used for accounting of the employee share-based payment plans	The Company has followed the Intrinsic Value-based method of accounting for grants made before April 1, 2015. For the grants made after April 1, 2015, the Company has recognised compensation cost using fair value method																		
12	<p>For the grants made before April 1, 2015 been recognised using intrinsic method, impact for the accounting period had the fair value method been used on the following -</p> <p>Net Results increases by (In ₹ Millions)</p> <p>Earning Per Share: Basic (In ₹)</p> <p>As Reported</p> <p>Adjusted Pro Forma</p> <p>Earning Per Share: Diluted (In ₹)</p> <p>As Reported</p> <p>Adjusted Pro Forma</p>	Consolidated	Standalone																	
		7.51	7.51																	
		Consolidated	Standalone																	
		13.05	11.05																	
		13.07	11.08																	
		12.94	10.96																	
		12.97	10.99																	
13	<p>For stock options/RSU's granted during the year, information on how the fair value was measured including the following -</p> <p>Weighted average fair value of those options at the grant date (In ₹)</p> <p>- Option pricing model used</p> <p>- Inputs to that model including</p>	205.80																		
		Black Scholes Option																		

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1	Name of the Scheme	ESOP 2002	ESOP 2007	ESOP 2008	ESOP 2015
	- weighted average share price (₹)	244.20			
	- exercise price (₹)	2.00			
	- expected volatility	38.49%- 42.16%			
	- option life (comprising vesting period+ exercise period)"	1.13 - 5.31 years			
	- expected dividend yield's	3.42%- 4.03%			
	- risk-free interest rate	7.18% - 8.79%			
	- any other inputs to the model including the method used and the assumptions made to incorporate the effects of expected early exercise.	NA			
	- Determination of expected volatility, including explanation to the extent expected volatility was based on historical volatility.	Based on historical volatility data			
	- Any other features of the option grant were incorporated into the measurement of the fair value, such as market conditions.	NA			
14	For other instruments granted during the year (i.e., other than stock options) - - Number and weighted average fair value of those instruments at the grant date - Fair Value determination in case- (a) fair value not measured on the basis of an observable market price (b) whether and how expected dividends were incorporated (c) whether and how any other features were incorporated	No other instruments were granted during the year			
15	For employee share-based payment plans that were modified / varied during the period - - Explanation of those modifications/ variations - Incremental fair value granted (as a result of those modifications/ variations) - Information on how those incremental fair value granted was measured, consistently with the requirements set out in point 7 of SEBI (Share based employee benefits) Regulations, 2014.	No modifications were made to the schemes during the year			