

EMPLOYEES' STOCK OPTION SCHEME

The stock options of the employees operate under Employee and Director Stock Option Plan (EDSOP 2015). The disclosures below are in respect of the year ended 31st March 2024.

i) The description including terms and conditions of ESOP:**A. Date of shareholders' approval**

The Scheme was approved by the Shareholders of the Company on 15th June, 2015 which was later amended on 24th January 2022, 06th June 2022, 29th September 2023 and 11th December 2023.

B. Total number of options approved under EDSOP 2015

29,21,900.

C. Vesting requirements

The Options granted at the time of joining shall vest over a period of 4 year in the following manner:

- i 25% of the Option at the end of one year from the date of grant;
- ii 25% of the Option at the end of second year from the date of grant;
- iii 25% of the Option at the end of third year from the date of grant; and
- iv 25% of the Option at the end of fourth year from the date of grant.

The Options granted by the Committee as a performance bonus shall vest over a period of 2 years in the following manner:

- i 50% of the Option at the end of one year from the date of grant; and
- ii 50% of the Option at the end of second year from the date of grant.

D. Exercise price or pricing formula

Exercise Price shall be determined by the Committee as on date of Grant which shall be subject to such discount as the Board or committee may determine at the time of grant based on (a) if the Shares of the Company are listed on any recognized stock exchange(s) in India, the latest available closing price of the Share prior to such date, (b) if the shares are listed on more than one recognized stock exchange(s) in India, the latest available closing price of the share prior to such date on the stock exchange(s) where there is highest trading volumes on the said date and (c) if shares are not listed, then the prices shall be determined by the Board/Committee. The same shall be subject to any fair and reasonable adjustments that may be made on account of corporate actions of the Company in order to comply with the applicable rules and Regulations including Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as may be applicable.

E. Maximum term of options granted

15 Years

F. Source of shares

Primary

G. Variation in terms of options

As the company was planning to come out with an IPO, therefore, last amendment was made to comply with the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended (“SEBI SBEB Regulations”). Under the Scheme, share-based benefits are granted to the eligible employees by granting stock options (“Options”), with a view to attract and retain talent and encouraging employees to align their individual performances with the Company’s broader growth objectives.

ii) Method used to account for EDSOP 2015

The options were priced at fair value on the date of grant by using Black Scholes model.

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 be disclosed

Not Applicable

iv) Option movement during the year

Particulars	Details
Number of options outstanding at the beginning of the period	1,449,517
Number of options granted during the year	1,234,798
Number of options forfeited / lapsed during the year	76,980
Number of options vested during the year	405,601
Number of options exercised during the year	2,23,500
Number of shares arising as a result of exercise of options	23,83,835
Money realized by exercise of options (INR), if scheme is implemented directly by the company	22,35,000
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	23,83,835
Number of options exercisable at the end of the year	10,73,264

- 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.**

Please refer to the note no. 37 of the financial statements.

- 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 as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;**

Name of Employee	Designation	No of Options Granted	Exercise Price
Manu Dhir	Chief Operating Officer	40,500	144.00
Sumit Lakhani	Deputy Chief Executive Officer	51,100	144.00
		293,849	90.00
		125,000	273.10
Deepayan Sen	Head- Real Estate and Leasing	67,500	144.00
		75,000	273.10
Amit Kumar	Company Secretary and Compliance Officer	26,200	144.00
Ravi Dugar	Chief Financial Officer	25,000	144.00

- b. **any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during the year**

Not Applicable

- 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.**

Not Applicable

Particulars	FY 2020-21	FY 2021-22	FY 2022-23
conversions) of the Company at the time of grant (Other than KMP/SMP)			
Difference between employee compensation cost calculated using the intrinsic value of stock options and the employee compensation cost that shall have been recognised if the Company had used fair value of options and impact of this difference on profits and EPS of the Company	Not applicable since the options were priced at fair value on the date of grant by using Black Scholes model.		
Description of the pricing formula and the method and significant assumptions used during the year to estimate the fair values of options, including weighted-average information, namely, risk-free interest rate, expected life, expected volatility, expected dividends and the price of the underlying share in market at the time of grant of the option	As per details below [^]		

[^] Ceased to be an employee at a later date post grant

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Grant Date	October 1, 2020	Grant Date	April 1, 2021	Grant Date	July 1, 2022	December 9, 2022
Exercise price (INR)	27.78	Exercise price (INR)	27.78	Exercise price (INR)	27.21-162.00	144.00
Dividend yield (%)	0.00%	Dividend yield (%)	0.00%	Dividend yield (%)	0.00%	0.00%
Expected life (years)	11 to 14	Expected life (years)	11 to 14	Expected life (years)	6 to 9	6 to 9
Expected volatility (standard dev - annual) (%)	85.00	Expected volatility (standard dev - annual) (%)	85.00	Expected volatility (standard dev - annual) (%)	50.00	50.00
Risk free interest rate (%)	6.65-6.87	Risk free interest rate (%)	7.02-7.16	Risk free interest rate (%)	7.38-7.58	7.38-7.58

Grant Date	May 1, 2023	Grant Date	July 1, 2023	September 1, 2023	December 1, 2023
Exercise price (INR)	144.00	Exercise price (INR)	90.00	144.00	273.10
Dividend yield (%)	0.00%	Dividend yield (%)	0.00%	0.00%	0.00%
Expected life (years)	6 to 7	Expected life (years)	6 to 7	6 to 9	6 to 9
Expected volatility (standard dev - annual) (%)	50.00	Expected volatility (standard dev - annual) (%)	50.00	50.00	50.00
Risk free interest rate (%)	7.38-7.44	Risk free interest rate (%)	7.31	7.31	7.31

For and on behalf of the Board

of Awfis Space Solutions Limited

Sd/-

Sd/-

**Place: New Delhi
Date : 28-08-2024**

**Amit Ramani
Managing Director
DIN: 00549918**

**Rajesh Kharabanda
Director
DIN: 01495928**