

ANNEXURE C

Disclosure with respect to Employee stock option scheme of the Company

THE DISCLOSURES IN COMPLIANCE WITH CLAUSE 14 SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021

Sr. No.	Particulars	SoftTech ESOP 2017
1.	Description of each Employee Stock Option Scheme (ESOS) that existed at any time during the year, including the general terms and conditions of each ESOS, including -	
a.	Date of shareholders' approval	22.09.2017
b.	Total number of options approved under ESOS	1,40,000
c.	Vesting requirements	All the options shall vest in accordance with schedule set out in grant letter
d.	Exercise price or pricing formula	The Board or Nomination and Remuneration committee decides Exercise price at the time of grant.
e.	Maximum term of options granted	5 years from the date of grant
f.	Source of shares (primary, secondary or combination)	Primary
g.	Variation in terms of options	NIL
2.	Method used to account for ESOS - Intrinsic or fair value	Intrinsic
3.	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.	Note no. 2 (xii) of notes to accounts
4.	Option movement during the year (For each ESOP):	
a.	Number of options outstanding at the beginning of the period	NIL
b.	Number of options granted during the year	NIL
c.	Number of options forfeited / lapsed during the year	NIL
d.	Number of options vested during the year	NIL
e.	Number of shares arising as a result of exercise of options	NIL
f.	Money realized by exercise of options (INR), if scheme is implemented directly by the company	NIL

g.	Loan repaid by the Trust during the year from exercise price received	Not Applicable
h.	Number of options outstanding at the end of the year	NIL
i.	Number of options exercisable at the end of the year	NIL
5.		
i.	Weighted average fair value of options granted during the year whose	
	A	Exercise price is equals to market price
	B	Exercise price is greater than market price
	C	Exercise price is lesser than market price
ii.	Weighted average exercise price of options granted during the year whose	
	A	Exercise price is equals to market price
	B	Exercise price is greater than market price
	C	Exercise price is lesser than market price
6.	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -	NIL
a.	Senior Managerial Personnel	NIL
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	NIL
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	NIL
7.	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:	
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	Note no. 2 (xii) of notes to accounts

b.	the method used and the assumptions made to incorporate the effects of expected early exercise	Not applicable
c.	how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	Not applicable
d.	whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	Not applicable
8.	Disclosures in respect of grants made in three years prior to IPO under each ESOS Until all options granted in the three years prior to the IPO have been exercised or have lapsed, disclosures of the information specified above in respect of such options shall also be made	The Company has approved the 'SoftTech Employees Stock Option Plan 2017' in the Annual General Meeting held for the Financial Year ended 31st March, 2017, which was later ratified in the AGM dated 28 th September, 2018 and 30 th September, 2019. Current disclosure is with respect to SoftTech ESOP 2017 which was approved before IPO. No other scheme was in force in the Company prior to the Initial Public Offering of shares.

For and on behalf of the Board of Directors
SOFTTECH ENGINEERS LIMITED

Sd/-
VIJAY GUPTA
CHAIRMAN & MANAGING DIRECTOR
DIN: 01653314
DATE: 14.08.2024
PLACE: PUNE