

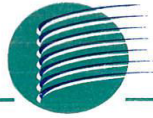
Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2023

- A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time: *The details are mentioned under note 49 of the standalone financial statements for the year ended March 31, 2023.*
- B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time: *The details are mentioned on under note 37 of the standalone financial statements for the year ended March 31, 2023.*
- C. **Details related to ESOS:**

(i)	A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including -	
(a)	Date of shareholders' approval	Orbit Exports Limited - Employees Stock Option Plan 2021 ('ESOP 2021') was approved by the shareholders at their Annual General Meeting dated September 29, 2021.
(b)	Total number of options approved under ESOS	10,00,000 (Ten Lakhs)
(c)	Vesting requirements	The Options granted shall vest so long as an eligible employee continues to be in the employment of the Company or the Subsidiary Company as the case may be, except in case of Retirement, Death & Permanent Disability. The Options granted under the Scheme shall vest in (Four) 4 tranches as under: (a) 25% of the options at the end of one year from the date of grant;



		<p>(b) 25% of the options at the end of two years from the date of grant;</p> <p>(c) 25% of the options at the end of three years from the date of grant;</p> <p>(d) 25% of the options at the end of four years from the date of grant.</p> <p>In any case, the vesting will be subject to completion of One (1) year from the date of the grant.</p>
(e)	Exercise price or pricing formula	Exercise price will be such price as may be decided by the Board and / or the NRC and shall have the power to vary the Exercise Price in such a manner so as to ensure that the Scheme remains attractive and beneficial to the Grantees.
(f)	Maximum term of options granted	All the options would vest not more than the 5 (five) years from the date of grant of such options.
(g)	Source of shares (primary, secondary or combination)	Primary
(h)	Variation in terms of options	Nil
(ii)	Method used to account for ESOS - Intrinsic or fair value.	Fair value
(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.	Not Applicable



(iv)	Option movement during the year (For each ESOS):	As stated below
(a)	Number of options outstanding at the beginning of the period	2,16,000
(b)	Number of options granted during the year	NIL
(c)	Number of options forfeited / lapsed during the year	18,000
(d)	Number of options vested during the year	54,000
(e)	Number of options exercised during the year	NIL
(f)	Number of shares arising as a result of exercise of options	NIL
(g)	Money realized by exercise of options (INR), if scheme is implemented directly by the company	NIL
(h)	Loan repaid by the Trust during the year from exercise price received	Not Applicable
(j)	Number of options outstanding at the end of the year	1,98,000
(k)	Number of options exercisable at the end of the year	1,98,000
E	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.	Not Applicable.
F	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -	
(a)	Senior managerial personnel	Not Applicable.
(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	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	Not Applicable.



	conversions) of the company at the time of grant	
G	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;	The details are mentioned under note 49 of the standalone financial statements for the year ended March 31, 2023.
(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;	The volatility is based on annualised standard deviation of the continuously compounded rates of return based on competitive stocks over a period of time.
(d)	whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	The expected life of share option is based on historical data.
