

Annexure – I

Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as on 31st March, 2018:

A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.

Equity settled stock options granted to employees pursuant to the Company's stock option schemes are accounted for as per the intrinsic value method prescribed by Employee Stock Option Scheme and permitted by the SEBI guidelines, 1999 and the Guidance Note on Share Based Payment issued by the Institute of Chartered Accountants of India (ICAI). The intrinsic value of the option being excess of market value of the underlying share at the date of grant of option, over its exercise price is recognised as deferred employee compensation with a credit to Employees Stock Options Outstanding Account. The deferred employee compensation is amortized to Statement of Profit and Loss on straight line basis over the vesting period of the option. In case of forfeiture of option which is not vested, amortised portion is reversed by credit to employee compensation expense. In a situation where the stock option expires unexercised, the related balance standing to the credit of the employees Stock Options Outstanding Account are transferred to the General Reserve.

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 ICAI or any other relevant accounting standards as prescribed from time to time :. Rs.4.42

C. Details related to Employee Stock Option Schemes (ESOS) of the Company:

Sr. No.	Particulars	ESOS - 2011 Stock options
i. A description of each ESOS that existed at any time during the year, including the general terms and condition of each ESOS , including -		
a.	Date of shareholder's approval	24 th March, 2011
b.	Total number of option approved under ESOS	3,48,000
c.	Vesting requirement	Not earlier than one year and not more than three years from the date of grant of options.
d.	Exercise price or pricing formula	The Exercise Price has been the closing price of the Company's Share on the Bombay Stock Exchange Ltd. (the 'BSE') on the day immediately preceding the date of Grant, or the average price of the Company's Share in the twenty six weeks preceding the date of Grant based on the daily Closing Price on the BSE, or such other Price as may be determined by the Compensation Committee. (Exercise Price : Rs. 11/-)
e.	Maximum term of options granted	Three years from the date of vesting of options
f.	Source of shares	Primary
g.	Variation in terms of options	Nil

Sr. No.	Particulars	ESOS - 2011 Stock Options
ii. Method used to account for ESOS – Intrinsic or fair value		
	<p>The Company has calculated the employee compensation cost using the intrinsic value method of accounting to account for options issued under the ESOS.</p> <p>The intrinsic value of the stock option was Nil as the exercise price exceeds the market price on the date of the Grant. Therefore the Company has not recognized any expense in respect of Employee Stock Option during the Financial Year ended March 31, 2018.</p>	
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	Employee Compensation Cost: <ul style="list-style-type: none"> • intrinsic value based Rs. Nil • Fair value based Rs. Nil • Difference Rs. Nil
	The impact of this difference	N.A.
	-On profits -On EPS	Net Profit Rs. 353.14 lacs Earnings per shares - Basic Rs. 4.42 Diluted Rs. 4.42
iv. Option (including options and restricted stock units) movement during the year:		
	Number of options outstanding at the beginning of the year	2,00,000
	Number of options granted during the year	Nil
	Number of options forfeited / lapsed during the year	84,200
	Number of options vested during the year	Nil
	Number of options exercised during the year	Nil
	Number of shares arising as a result of exercise of options	Nil
	Money realised by exercise of options (INR), if Scheme is implemented directly by the Company	Nil
	Loan repaid by the Trust during the year from exercise price received	Not Applicable
	Number of options outstanding at the end of the year	1,15,800
	Number of options exercisable at the end of the year	1,15,800
v. Weighted-average exercise prices and weighted-average fair values of options		
	Weighted- average exercise prices :-	
	i. Equal or exceed to market price of the stock	-
	ii. Less than the market price of the Stock	Rs.11.00
	Weighted-average fair values of options :-	
	i. Equal or exceed to the market price of the stock	-
	ii. Less than the market price of the stock.	Rs. 8.68

Sr. No.	Particulars	ESOS - 2011 Stock Options
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	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 employee 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
vii. 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:	Rs. 11.00
	Range of exercise price:	Rs. 11.00
	Expected volatility:	87%
	Expected option life:	3 years
	Expected dividends:	5%
	The risk-free interest rate:	8.9%
	Any other inputs to the mode	-
b	Method used and the assumptions made to incorporate the effects of expected early exercise	Black – Scholes Method
c	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	The following factors have been considered: <ul style="list-style-type: none"> • The Closing price of the Company's shares on the BSE Limited (BSE) on the date previous to grant date. • Adjustment of the aforesaid closing price for the expected dividend yield over the expected life of the options. • Zero coupon Government Bond rate representing the risk free interest rate as on date of grant. • Implied volatility of the Company's stock price on BSE based on the price data of last one year upto the date of grant. • Exercise price has been adopted as given by the Company.
d	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	

On behalf of the Board

Place : Kolkata
Date : May 19, 2018

Ratan Lal Gaggar
Chairman