

Disclosure pursuant to Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SBEB Regulations) for the F.Y. 2023-24

The disclosures in pursuance of the SBEB Regulations are as under:

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 : **Relevant disclosures had been made in the Standalone and Consolidated Financial Statement for the FY 2023-24**

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 : **Not Applicable**

C. Details related to Employees Stock Option Scheme (ESOS):

NA

D. Details related to Employees Stock Purchase Scheme (ESPS):

NA

E. Details related to the SAR Scheme 2018:

(i) General terms and conditions of the SAR Scheme 2018:

S.no.	Particulars	Details
1	Date of shareholders' approval	September 27, 2018
2	Total number of shares approved under the SAR scheme	Not exceeding limit set forth with in the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3	Vesting requirements	The SARs shall vest after the expiry of 1 (one) year from the date of the grant, the full vesting of SARs shall take place as per the vesting schedule approved by the Committee.
4	SAR price or pricing formula	The higher closing of share price of the Company as on 25 th March, 2021, i.e., Rs. 71.40/- on National Stock Exchange of India Ltd. and BSE India Limited would be the floor / base price for above SAR.
5	Maximum term of SAR granted	NA
6	Method of settlement (whether in cash or equity)	The Member in their EGM held on 24 th November, 2023 approved the revision in the SAR Scheme inter alia change the settlement mechanism from Cash to equity settlement w.e.f. 24 th November, 2023.
7	Choice of settlement (with the company or the employee or combination)	NA
8	Source of shares (primary, secondary or combination)	Secondary



9	Variation in terms of scheme	<p>The Nomination & Remuneration Committee and Board of Directors in their respective meetings held on 26th October, 2023 approved the amendment in the SAR Scheme 2018 :</p> <p>(i) For the benefit of the employees to be able to receive such number of shares as may be equivalent to the Appreciation Value (defined under SAR Scheme 2018) corresponding to the SAR in favour of grantee pursuant to Regulation 23(2) of the SBEB Regulations; and</p> <p>(ii) For the purposes of certain tax planning for the Company.</p> <p>which was subsequently approved by the shareholders in the extraordinary general meeting held on 24th November, 2024.</p>
---	------------------------------	---

(ii) Method used to account for SAR - Intrinsic or fair value **-Fair Value**

(iii) Where the Company opts for expensing of SAR using the intrinsic value of SAR, the difference between employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value of SAR, impact of the difference at a. above on the EPS of the Company. **-Not Applicable**

(iv) SAR movement during the year

S.no.	Particulars	Details
1	Number of SARs outstanding at the beginning of the year	17,37,441
2	Number of SARs granted during the year	3,04,430
3	Number of SARs forfeited / lapsed during the year	NIL
4	Number of SARs vested during the year	NIL
5	Number of SARs exercised / settled during the year	5,40,530
6	Number of SARs outstanding at the end of the year	15,01,341
7	Number of SARs exercisable at the end of the year	11,96,911

(v) Employee-wise details (name of employee, designation, number of SAR granted during the year, exercise price) of SAR granted to —

a. Senior management:

Name	Designation	Number of SAR granted	Exercise Price (in Rs. Per SAR)
Shri Veeranan Chandrasekaran	President & Unit Head -Nashik	32,590	71.40

b. Any other employee who receives a grant in any one year of amounting to 5% or more of SAR granted during that year; and

Details enclosed as Annexure-A

c. Identified employees who were granted SAR, during any one year, equal to or exceeding 1% of the issues capital (excluding outstanding warrants and conversions) of the company at the time of grant.

Not Applicable

(vi) Disclosures in respect of grants made in three years prior to IPO under each SAR scheme – **Not applicable**

F. Details related to the GEB Scheme 2018



S. no	Particulars	Details
1	Date of shareholders' approval	September 27, 2018
2	Kind of benefits to be granted under the scheme	<ul style="list-style-type: none"> • loan for personal expenses; • marriages; • education; • children's marriage; • children's education; • self/ family's medical expenses; • healthcare benefits; • hospital care or benefits; • benefits in the event of sickness, accident, disability, death; • scholarship funds; or such other general employee benefit as may be prescribed by the Nomination & Remuneration Committee
3	Beneficiaries of the scheme	Eligible employees of the company and its subsidiaries
4	Total assets of the scheme	NIL
5	Quantum of holding in own shares / listed holding company shares (both absolute and in percentage)	NIL
6	Whether scheme is in compliance of regulation 26(2) / 27(3) of the regulations, as applicable	NA
7	Variation in terms of scheme	May be made by the Nomination & Remuneration Committee, provided it is not prejudicial to the interest of the eligible employees/ grantees.

G. Details related to the RB Scheme 2018:

S. no	Particulars	Details
1	Date of shareholders' approval	September 27, 2018



2	Kind of benefits to be granted under the scheme	<ul style="list-style-type: none"> • loan for personal expenses; • marriages; • education; • children's marriage; • children's education; • self/ family's medical expenses; • healthcare benefits; • hospital care or benefits; • benefits in the event of sickness, accident, disability, death; • scholarship funds; or such other general employee benefit as may be prescribed by the Nomination and Remuneration Committee
3	Beneficiaries of the scheme	Eligible employees of the company and its subsidiaries
4	Total assets of the scheme	NIL
5	Quantum of holding in own shares / listed holding company shares (both absolute and in percentage)	NIL
6	Whether scheme is in compliance of regulation 26(2) / 27(3) of the regulations, as applicable	NA
7	Variation in terms of scheme	May be made by the Nomination & Remuneration Committee, provided it is not prejudicial to the interest of the eligible employees/ grantees.

H. Details related to Trust:

(i) General information on all schemes

S. no	Particulars	Details
1	Name of the Trust	Samruddhi Employees Trust
2	Details of the Trustee(s)	AXIS Trustee Services Ltd.
3	Amount of loan disbursed by company / any company in the group, during the year	Rs. 15,00,00,000/-
4	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. 11,47,77,184/-
5	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	NIL
6	Any other contribution made to the Trust during the year	NIL

(ii) Brief details of transactions in shares by the Trust

1	Number of shares held at the beginning of the year;	20,54,905
2	Number of shares acquired during the year through secondary acquisition, also as a percentage of paid up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share;	NIL
3	Number of shares transferred to the employees / sold along with the purpose thereof;	4,93,656
4	Number of shares held at the end of the year.	15,61,249

(iii) In case of secondary acquisition of shares by the Trust

S. no	Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained
1	Held at the beginning of the year	No. of Shares: 20,54,905 Percentage of the shareholding: 0.64 %
2	Acquired during the year	Nil
3	Sold during the year	2,05,447

4	Transferred to the employees during the year	2,88,209
5	Held at the end of the year	No. of Shares: 15,61,249 Percentage of the shareholding: 0.48 %

For Jindal Saw Limited



**SUNIL K JAIN
COMPANY SECRETARY
FCS-3056**

SK

Annexure - A

Sl. No.	Name of the Employee	Designation	Number of SAR granted	Exercise Price (in Rs. Per SAR)
1	DILER SINGH	VICE PRESIDENT	34,745	71.40
2	SANJEEV CHAUDHARY	VICE PRESIDENT	22,691	71.40
3	KAMALA KANTA PARIDA	SENIOR GENERAL MANAGER	18,607	71.40
4	LALIT MOHAN GARG	ASSOCIATE VICE PRESIDENT	33,793	71.40
5	GLEN RODRIGUES	ASSOCIATE VICE PRESIDENT	30,939	71.40
6	DINESHCHANDRA SURESHCHANDRA PATIL	SENIOR GENERAL MANAGER	25,616	71.40
7	RAKESH SHARMA	GENERAL MANAGER	18,146	71.40
8	ANGSHUMAN BANDYOPADHYAY	SENIOR GENERAL MANAGER	27,306	71.40
9	SACHINKUMAR RAMESHCHANDRA PATEL	GENERAL MANAGER	21,657	71.40
10	RAJEEV GOYAL	VICE PRESIDENT - CORP. FINANCE	16,609	71.40

For Jindal Saw Limited



Sunil K Jain
Company Secretary
FCS-3056

