amagi

DISCLOSURE UNDER SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 FOR THE YEAR ENDED MARCH 31, 2026

Schedule I Part F

S. No	Description	Details
	Any material changes in the Plan and whether the Plan is in compliance with the regulations.	There were no material changes in Amagi Employee Stock Option Plan 2025and it is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
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 disclosures are provided in Note 37 to the Standalone Financial Statement of the Company for the year ended March 31, 2026.
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 disclosures are provided in Note 32 to the Standalone Financial Statement of the Company for the year ended March 31, 2026.
C	**<u>Details related to ESOS</u>**	
(i)	A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS	Amagi Employee Stock Option Plan 2025 ("**ESOP Plan 2025**" or "**the Plan**").
(a)	Date of Shareholder's Approval	ESOP Plan 2025 was originally adopted by the Shareholders on June 18, 2025. Subsequently, the Plan was ratified by the Shareholders through postal ballot on April 03, 2026, post listing of the equity shares of the Company on the stock exchanges.
(b)	Total number of options approved under ESOS	23,013,130 Options
(c)	Vesting requirements	These Options will generally vest between a minimum of 1 (one) to a maximum of 6 (six) years from the grant date, as determined by the Board based on the Committee's recommendation. The Options granted under the Prior ESOP Plans* shall continue to vest in accordance with the terms of their respective plans. The Board/Committee may also prescribe performance criteria for vesting, subject to satisfaction of which the Options would vest (as may be stated in the Grant Letter).
(d)	Exercise price or pricing formula	The Exercise Price per Option shall be determined by the Committee but shall not be less than the face value of the Share and shall not be more than fair market value of the share as on the date of grant of such Options. The Exercise Price for Options granted under the Prior ESOP Plans shall remain as specified in their respective Grant Letters, which would not be less than the face value and more than the fair market value of the share as on the date of grant of such Options.
(e)	Maximum term of options granted	The maximum vesting period shall not exceed more than 6 (six) years from the Grant date.
(f)	Source of shares (primary, secondary or combination)	Primary
(g)	Variation in terms of options	Not applicable

(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)**	
	Number of options outstanding at the beginning of the period	1,74,85,863
	Number of options granted during the year	44,10,621
	Number of options forfeited / lapsed during the year	(9,60,045)
	Number of options vested during the year	19,59,659
	Number of options cancelled during the year	(21,43,639)
	Number of options exercised during the year	0
	Number of shares arising as a result of exercise of options	0
	Money realized by exercise of options (INR), if scheme is implemented directly by the company	0
	Loan repaid by the Trust during the year from exercise price received	Not applicable
	Number of options outstanding at the end of the year	1,87,92,800
	Number of options exercisable at the end of the year	1,22,51,272
(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.	**Time based vesting:** Fair value of option on date of grant: ₹271.91 - ₹586.01 Weighted average exercise price: ₹184.95 **Performance based grants:** Fair value of option on date of grant : ₹344.77 - ₹362.04 Weighted average exercise price : ₹433.45 **IPO based grants:** Fair value of option on date of grant : ₹361.30 - ₹381.04 Weighted average exercise price : ₹433.45
(vi)	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to	Please refer to ***Annexure 1***
(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	Please refer to ***Annexure 1***
(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	Please refer to ***Annexure 1***
(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.	Please refer to ***Annexure 1***

(vii)	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:	Model used for Tenure Linked and Performance Linked (Non-Market) Options - Black Scholes Option Pricing Model Variable influencing fair value of options are: 1. Share price 2. Exercise price 3. Volatility 4. Risk-Free Rate 5. Expected Dividend Yield 6. Expected Life of Option
(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	**Time based vesting:** Fair value of option on date of grant : ₹271.91 - ₹586.01 Dividend yield (%) : 0.00% Risk-free interest rate (%) : 5.47% - 7.58% Volatility (%) : 42%-50% Weighted average exercise price : ₹184.95 Weighted average contractual life (years) : 0.70 - 7.00 **Performance based grants:** Fair value of option on date of grant : ₹344.77 - ₹362.04 Dividend yield (%) : 0.00% Risk-free interest rate (%) : 6.45% Volatility (%) : 42% Weighted average exercise price : ₹433.45 Weighted average contractual life (years) : 7.47-7.77 **IPO based grants:** Fair value of option on date of grant : ₹361.30 - ₹381.04 Dividend yield (%) : 0.00% Risk-free interest rate (%) : 6.35% - 6.45% Volatility (%) : 42% Weighted average exercise price : ₹433.45 Weighted average contractual life (years) : 6.33-7.33
(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; and	Median volatility of the industry analysis was considered to arrive at the volatile %.
(d)	whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	Market linked grants were incorporated into the measurement of fair value.
(viii)	Details related to Trust	The ESOP Plan 2025 is administered directly by the Company and no trust has been established for the implementation or administration of the Scheme.

**"Prior ESOP Plans" shall mean Stock Options Plan 2009, Stock Options Plan 2015 (Phase-I), Stock Options Plan 2015 (Phase-II), Stock Options Plan 2017 (Phase-I), Stock Option Plan 2017 (Phase-II), ESOP IV Phase-I, ESOP IV Phase-II, ESOP IV Phase-III, 2023 ESOP V – New Hire Grant, 2023 ESOP V – Performance Grant and Converted ESOP Schemes viz., Amagi 2020 Stock Appreciation Rights Scheme I, Amagi 2020 Stock Appreciation Rights Scheme II and Amagi 2020 Stock Appreciation Rights Scheme III.*

The Company, in its Extra-ordinary General Meeting dated June 18, 2025 has consolidated all the Prior ESOP Plans of the Company into a single scheme i.e. Amagi Employee Stock Option Plan 2025 in conformity with the provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

ANNEXURE 1

Employee wise details 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

S. No	Name of the Employee	Designation	Number of Options granted during the year	Exercise price
1	Baskar Subramanian	Managing Director and Chief Executive Officer	Nil	0
2	Arunachalam Srinivasan Karapattu	Director and President - Global Business	Nil	0
3	Srividhya Srinivasan	Chief Technology Officer	Nil	0
4	Vijay NP	Chief Financial Officer	6,48,000	433.46
5	Rajagopal Govindakrishnan	Chief Operating Officer	2,88,000	433.46
6	N Prasad	Chief People Officer	2,88,000	433.46
7	Sridhar Muthukrishnan	Company Secretary and Compliance Officer	23,028	433.46

(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

S. No	Name of the Employee	Designation	Number of Options granted during the year	Exercise price
1	Vijay NP	Chief Financial Officer	6,48,000	433.46
2	Sangeeta Chakraborty	Chief Revenue Officer	5,36,760	433.46
3	N Prasad	Chief People Officer	2,88,000	433.46
4	Rajagopal Govindakrishnan	Chief Operating Officer	2,88,000	433.46

(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.

S. No	Name of the Employee	Designation	Number of Options granted during the year	Exercise price
1	Vijay NP	Chief Financial Officer	6,48,000	433.46
2	Sangeeta Chakraborty	Chief Revenue Officer	5,36,760	433.46