

Pioneer Investcorp Limited

Proposed Disclosure to be made in Directors Report

Employee Stock Option Scheme

The stock options granted to the employees currently operate under the name "Pioneer Investcorp Limited Employee Stock Option Scheme, 2007 (ESOS 2007)".

The Disclosures of the Scheme, as on 31st March 2024, in terms of Clause 12 of SEBI (Employee Stock Option and Employee Stock Purchase Scheme) Guidelines, 1999, w.e.f. 1 April, 2005, are as follows:-

Particulars	ESOP Scheme-2007 (Reissued)
Total grants authorized by the Plan (No.)	13,14,000
Pricing formula on date of grant	It is the closing market price of the Shares of the Company at Bombay Stock Exchange Limited prior to the day on which the Options were granted.
Variation in terms	No variations made in the terms of the options granted.
Options Outstanding at the beginning of the year (Nos)	821000
Options granted during the year (Nos)	0
Weighted Average Price per option granted (₹)	0
Options vested as of March 31, 2023 (Nos)	821000
Options exercised during the year (Nos)	0
Money raised on exercise of options (Based on the exercise price of options) (₹)	0
Options forfeited and lapsed during the year (Nos)	2,19,250
Total number of options in force at the end of the year (Nos)	601750
Grant to Senior Management (Nos) (Name & Options in Nos)	1 person from the Senior Management is holding options under the scheme. Details of the same are enlisted below: Sushant Kumar - 375000
Employees receiving options exceeding 5% of the total number of options granted.	Sushant Kumar
Employees granted options equal to or exceeding 1% of the issued capital.	Sushant Kumar
Basic EPS on issue of shares on exercise of ESOP calculated in accordance with Ind AS 33. (₹)	1.98
Diluted EPS on issue of shares on exercise of ESOP calculated in accordance with Ind AS 33. (₹)	1.98
Where the company has calculated the employee compensation cost using the intrinsic value of the stock 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 profit and ESOP of the Company shall also be disclosed.	Increase in profit by ₹ 14,88,920 Increase in Basic EPS - ₹ 0.12 Increase in Diluted EPS - ₹ 0.12
Weighted Average exercise prices and weighted-average fair values of option shall be disclosed separately for option whose exercise price either equals or exceeds or is less than the market price of the stock.	Exercise Price - ₹ 19.80 Fair Value - ₹ 7.69
A description of the method and significant assumptions used during the year to estimate the fair value of options, including the following weighted average information: (a) Risk free interest rate (b) Expected life (c) Expected Volatility (d) Expected dividends (e) Price of the underlying share in the market at the time of option grant	6.66% 7 - 10 Years 6.83% 0.51% ₹ 19.80

Options In Force

Particulars	ESOP Scheme 2007 (Reissued)	
	Number of Options	Weighted Average Exercise Price
Outstanding at the beginning of the year	821000	19.80
Granted	0	NA
Lapsed & Forfeited	2,19,250	19.80
Exercised	0	NA
Outstanding at the end of the year	6,01,750	19.80
Vested at the end of the year	6,01,750	19.80

Vested Options Outstanding

Particulars	ESOP Scheme 2007 (Reissued)	
	Number of Options	Weighted Average Exercise Price
Vested Options Outstanding at the beginning of the year	8,21,000	19.80
Vested during the year	0	NA
Exercised during the year	0	NA
Lapsed during the year	2,19,250	19.80
Vested Options Outstanding at the end of the year	6,01,750	19.80

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Fair Value Methodology

The fair value of options used to compute pro-forma net income and earnings per share have been estimated on the date of each grant, on or after the date of the 'Guidance Note on Accounting for Employee Share-based Payments', issued by the Council of the Institute of Chartered Accountants of India, became applicable, i.e., 1 April, 2005, using the black-scholes option pricing model. The various assumptions considered in the pricing model for the aforementioned ESOPs granted are

Particulars	
Dividend Yield	0.42 % - 2.29%
Expected Volatility	6.83% - 64.36%
Risk free interest rate	6.66% - 8.00%
Expected life of the option	7 - 10 Years

Impact of fair value method on net profit and EPS

Had compensation cost for the company's stock option plans outstanding been determined based on the fair value approach the Company's net profit and earnings per share would have been as per the pro-forma amounts indicated below

Particulars	2024
Net Profit/(Loss) - (as reported) (₹)	2,43,48,762
Add: Stock based employee Compensation cost determined under the intrinsic value based method (as reported) (₹)	-
Less: Stock based employee Compensation cost determined under the fair value based method (pro-forma) (₹)	(14,88,920)
Net Profit/(Loss) - (pro-forma) (₹)	2,58,37,682
Basic Earnings per Share before Exceptional items (as reported) ₹	1.98
Diluted Earnings per Share before Exceptional items (as reported) ₹	1.98
Basic Earnings per Share before Exceptional items (pro-forma) ₹	2.10
Diluted Earnings per Share before Exceptional items (pro-forma) ₹	2.10

Options In Force

Particulars	ESOP Scheme 2007 (Reissued)	
	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	8,21,000	19.80
Granted	0	NA
Lapsed & Forfeited	2,19,250	19.80
Exercised	0	NA
Outstanding at the end of the year	6,01,750	19.80
Vested at the end of the year	6,01,750	19.80

Vested Options Outstanding

Particulars	ESOP Scheme 2007 (Reissued)	
	Number of Options	Weighted Average Exercise Price (₹)
Vested Options Outstanding at the beginning of the year	8,21,000	19.80
Vested during the year	0	19.80
Exercised during the year	0	NA
Lapsed during the year	2,19,250	NA
Vested Options Outstanding at the end of the year	6,01,750	19.80