Valiant Organics Limited

Annexure to the Report of the Board of Directors

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

As on March 31, 2024, the Company has the following ESOP Scheme / Plan:

Valiant Employee Stock Option Plan - 2022 ("ESOP 2022")

The disclosures pertaining to stock options granted by the Company under the aforesaid Scheme and as required under the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are provided herein below:

A. Relevant disclosures in terms of the Indian 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 regards from time to time. –

Please refer to note no. 35 of the notes to accounts forming part of the Standalone Financial Statements for 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 'Indian Accounting Standard 33- Earnings Per Share' issued by Central Government or any other relevant Indian accounting standards as issued from time to time.-

Please refer to note no. 34 of the notes to accounts forming part of the Standalone Financial Statements for FY 2023-24.

C. Details related to Valiant Employee Stock Option Plan- 2022 ("ESOP 2022")

A description of each ESOP that existed at any time during the year, including the general terms and conditions of each ESOP, including –

S. No.	Description	ESOP 2022 Scheme
1	Date of Shareholders' approval	The Company had adopted Valiant Employee Stock Option Plan- 2022 Scheme at the Shareholders Meeting held via Postal Ballot on June 15, 2022.
2	Total Number of Options approved under the plan	10,00,000
3	Vesting Requirements	The Vesting may occur in tranches or otherwise.
4	Exercise price or pricing formula	The Exercise Price of the options granted shall be Rs. 10/- each
5	Maximum Term of Options Granted	7 (Seven) years from the date of grant
6	Source of shares	Primary

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S. No.	Description	ESOP 2022 Scheme
7	Variation in terms of options	None

(i) Method used to account for ESOP – Fair Value-

The Company has account for ESOP basis fair value of options as per the Black-Scholes Option Pricing Model. For further details, refer to note no. 35 of the notes to accounts forming part of Standalone Financial Statements for FY 2023-24.

(ii) 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

(iii) Option movement during the year under ESOP 2023 Scheme;

Particulars	ESOP 2022 Scheme
Number of options outstanding at the beginning of the year	0
Number of options granted during the year	24,000
Number of options forfeited, cancelled / lapsed during the year	0
Number of options vested during the year	16,000
Number of options exercised during the year	16,000
Number of shares arising as a result of exercise of options during the year (including options that have been exercised during the year but the allotment was made post March 31, 2024)	16,000
Money realized by exercise of options during the year (INR), if scheme is implemented directly by the company	0
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	24,000
Number of options exercisable at the end of the year	0

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(iv) 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.- To be confirmed by accounts

Refer note no. 35 to notes to accounts forming part of the Standalone Financial Statements FY 2023-24.

(v) Employee wise details (Name of Employee, Designation, Number of Options granted during the year FY 2023-34, exercise price) 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	Designation	No. of stock options granted during the year
1.	Shri. Sathiababu K. Kallada	Executive Director	12,000
2.	Dr. Kiritkumar H. Desai	Non – Executive Director	12,000

(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 (FY 2023-24); and

None

(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.

Not Applicable

(vi) 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;

Refer note no. 35 to notes to accounts forming part of Standalone Financial Statements for FY 2023-24.

(b) the method used and the assumptions made to incorporate the effects of expected early exercise;

Not applicable as there is no early exercise option.

(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility;

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Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.

(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 price of the underlying share was also used in determining the fair value of option.

D. Details related to ESPS: Not Applicable
E. Details related to SAR: Not Applicable
F. Details related to GEBS/RBS: Not Applicable
G. Details related to Trust: Not Applicable