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DISCLOSURES WITH RESPECT TO EMPLOYEE STOCK OPTION PLAN OF THE COMPANY PURSUANT TO REGULATION 14 OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AS ON MARCH 31, 2026

During FY 2025-26, the Company had the following Employee Stock Option Schemes (collectively called as 'ESOP Schemes'):

1. **Elin Electronics Employee Stock Option Plan 2024**.

During the financial year under review there has been no material change in the Employee Stock Option Schemes ('ESOP Schemes') of the Company and the same are in compliance with the Companies Act, 2013 read with rules made thereunder and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other SEBI Regulations, if any.

Disclosures required under Regulation 14 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, are as under:

A. Relevant disclosures in terms of 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 No.47 of the Standalone financial Statements forming part of the Annual Report FY 2025-26.

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.

Diluted EPS for the year ended March 31, 2026 is disclosed in Note 32 of Standalone Financial Statements forming part of Annual Report for the financial year ended March 31, 2026.

C. Details related to ESOP:

1. **Elin Electronics Employee Stock Option Plan 2024.**

i. Description of each ESOP that existed any time during the year, including general terms and conditions of the scheme is as follows:

Sr. No.	Particulars	Elin Electronics Employee Stock Option Plan 2024.
1.	Date of Shareholder Approval	September 30, 2024
2.	Total number of options approved under ESOP	5,00,000
3.	Vesting Requirement	2,50,000 granted ESOPs shall vest as follows: 1st year - 40% (1,00,000 ESOPs i.e. out of 1,00,000 ESOP's 50,000 subject to Company's performance) 2nd year - 20% (50,000 ESOPs) 3rd year - 20% (50,000 ESOPs) 4th year - 20% (50,000 ESOPs)
4.	Exercise Price or Pricing Formula	78
5.	Maximum term of options granted	4 years
6.	Source of Share (primary, Secondary or combination)	Primary
7.	Variation in terms of options	NIL

2. **Method used to account for Employee Stock Option Plan 2024:** **Fair Value computed as per Black-Scholes option pricing method.**

3. 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

4. **Option Movement during the financial year 2025-26:**

Particulars	Details
Number of options outstanding at the beginning of the period i.e. April 1, 2025	250000

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Baddi
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Bhiwadi
C-2, C-3 & C5-C6
Elcina Manufacturing
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Number of options granted during the year	NIL
Number of options forfeited / lapsed during the year	200000*
Number of options vested during the year	50,000
Number of options exercised during the year	50,000
Number of shares arising as a result of exercise of options	50,000
Money realized by exercise of options (INR), if scheme is implemented directly by the company	Rs.39,00,000
Loan repaid by the Trust during the year from exercise price received	NIL
Number of options outstanding at the end of the year i.e. March 31, 2026	4,50,000
Number of options exercisable at the end of the year	NIL

*Pursuant to clause 3.4 of ESOP 2024, the cancelled options shall be added back to the option pool and will be available for future grants, in accordance with the applicable law.

5. 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:

Weighted-average exercise prices	78
Weighted-average fair values of options	157.31

6. Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to – As mentioned below

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: **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 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: **NIL**

7. 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:

Sr. No.	Particulars	2025-2026
1.	Weighted average value of share price	**INR 90.13**
2.	exercise price	**INR 78**
3.	expected volatility	**41.30% to 45.7%**
4.	expected option life (years)	**1.25 to 4.25**
5.	expected dividend	**1%**
6.	the risk- free interest rate	**6.67% to 6.74%**

b) **Method used and the assumptions made to incorporate the effects of expected early exercise**: Black Scholes Pricing Method

c) **How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility:** The expected volatility for the options issued by the company has been determined after observing the historical volatility of the Company and few listed peers for the relevant period.

d) **Whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition**: Yes, the features are mentioned below:

a. **Share Price on the date of grant**
b. **Expected volatility for relevant term**
c. **Risk-free interest rate**
d. **Expected option life**

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8. **Disclosure in respect of grant made in three years prior to IPO under each scheme:** NIL

9. **Details related to ESPS:** NIL

10. **Details related to SAR's:** NIL

11. **Details related to GEBS/RBS:** NIL

12. **Details related to trust:** NIL

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