

**Statement Pursuant to Regulation 14 'Disclosure by the Board of Directors' of SEBI (Share Based Employee Benefits) Regulations, 2021**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1	The board of directors in its report shall disclose any material change in the scheme(s) and whether Scheme(s) is/are in compliance with the regulations	Refer to the page no. 114 of the Board's Report of the Integrated Annual Report 2023-24.
<b>A.</b>	Relevant disclosures has been made in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.	Please refer to Note No. 2.45 contained in the Notes to Accounts forming part of Annual Standalone Financial Statements for the Financial Year ended on March 31, 2024
<b>B.</b>	Diluted Earnings per Share (EPS) on issue of Shares on Exercise of Options calculated in accordance with Indian Accounting Standard (Ind AS) 33	Rs. 21.17/- (As per Note No.2.35 of Standalone Financials)
<b>C. Details related to ESOP/ RSU</b>		
<b>S. No.</b>	<b>Description</b>	<b>Rainbow Children's Medicare Limited – Employees Stock Unit Plan 2023 ("Stock Unit Plan 2023"/ "Plan")</b>
i.	Date of Shareholders' approval	May 6, 2023
	Total number of options approved under the Scheme and in force	4,00,000
	Vesting Requirements	Units granted shall not vest earlier than the minimum vesting period of 1 year and not later than maximum vesting period of 5 years from the date of grant.
	Exercise Price or Pricing Formula	Exercise price per unit shall be the face value of Shares of the Company as on Grant Date.
	Maximum term of options granted	5 Years
	Source of shares (primary, secondary or combination)	Primary
	Variation in terms of options	No variation
ii	<b>Method used to account for RSU</b>	Fair Value Method
iii	<b>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.</b>	Not applicable
iv	<b>Options movement during the year:</b>	
	Number of options outstanding at the beginning of the period	Nil
	Number of options granted during the year	3,12,414
	Number of options forfeited/ lapsed during the year	Nil
	Number of options vested during the year	Nil
	No. of options exercised during the year	Nil
	No. of shares arising as a result of exercise of options	Nil
	Money realized by exercise of options (INR) if scheme is implemented directly by the Company	Nil
	Loan repaid by the Trust during the year from exercise price received (in INR)	Not applicable
	No. of options outstanding at the end of the year	3,12,414
	No. of options exercisable at the end of the year	-

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.	a. Weighted average exercise price: ₹10 b. Weighted average fair value of options: ₹ 862.6
Vi	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to :	
	(a) Senior Management Personnel	A. Mr. Sanjeev Sukumaran, Chief Operating officer has been granted 2,75,000 Stock Units at an exercise price of ₹10/- per unit. B. Mr. Vikas Maheshwari, Chief Financial Officer has been granted 37,414 Stock Units at an exercise price of ₹10/- per unit.
	(b) Any other employees who received a grant in any one year of Options amounting to 5% or more of the Options granted during that year.	Yes: A.Mr. Sanjeev Sukumaran, Chief Operating officer was granted 2,75,000 Stock Units B. Mr. Vikas Maheshwari, Chief Financial Officer was granted 37,414 Stock Units
	(c) Identified employees who were granted Options 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.	None
vii	A description of the method and Significant assumption 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;  (b) the method used and the assumptions made to incorporate the effects of expected early exercise;  (c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and  (d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	The fair value at grant date is determined using the Black Scholes valuation option-pricing model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.  Please refer 2.45 contained in the Notes to Accounts forming part of Annual Standalone Financial Statements for the Financial Year ended on March 31, 2024