

DETAILS OF EMPLOYEE STOCK OPTION SCHEMES / PLAN
Disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India
(Share Based Employee Benefits) Regulations, 2014

- A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI form part of the notes to the financial statements provided in this Annual Report.
- 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 form part of the notes to the financial statements provided in this Annual Report.
- C. i. Grandeur Employee Stock Option Scheme II, 2016(GPLESOS II, 2016) - The shareholders vide postal ballot results declared on 8th November, 2016 have approved, an issue of 7,50,000 stock options convertible into equity shares of Rs.10/- each that could be granted to the Eligible Employees of the Company. The Nomination and Remuneration Committee in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, framed detailed schemes in this regard. Consequently, Company has also received in –principle Approval from the BSE Limited on 23rd December, 2016.

Details of the Scheme:

S.No. Description	Grandeur Employee Stock Option Scheme II, 2016(GPLESOS II, 2016)
1. Date of shareholders' approval	8th November, 2016
2. Total number of options approved under ESOS.	7,50,000 options
3. Vesting requirements	After One year but not later than Two years from the date of grant of such Options.
4. Exercise price or pricing formula	The Exercise Price shall be equal to face value of shares i.e. Rs. 10 per Option (or) shall not be less than seventy five percent (75%) of the "Market Price" as per the ESOP Regulations (or) any other price as decided by the Compensation and Remuneration Committee.
5. Maximum term of options/shares granted.	Options granted under this GPLESOS II 2016 would Vest after One year but not later than Two years from the date of grant of such Options.
6. Source of shares (primary, secondary or combination)	Primary
7. Variation of terms of options/shares	Nil
8. Method used to account for ESOS/ESPS	Intrinsic

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 as on the date.

Option movement during the year:

S. No.	Particulars	Details
1.	Number of options/shares outstanding at the beginning of the year	7,50,000
2.	Number of options/shares granted during the year	Nil
3.	Number of options forfeited/ lapsed during the year*	Nil
4.	Number of options vested during the year	Nil
5.	Number of options exercised during the year	Nil
6.	Number of shares arising as a result of exercise of options	Nil
7.	Money realized by exercise of options (INR), if scheme is implemented directly by the company	Nil
8.	Loan repaid by the Trust during the year from exercise price received	NA
9.	Number of options outstanding at the end of the year	7,50,000
10.	Number of options/Shares exercisable at the end of the year	7,50,000
11.	Weighted-average exercise	NA
12.	Weighted-average fair values	NA
13.	Employee wise details of options granted to	NA
a.	Key managerial personnel	-
b.	Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year	-
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.	-

A description of the method and significant assumptions used during the year to estimate the fair value of options- Not Applicable as on the date

ii. Grandeur Employees Stock Purchase Scheme 2017” (“GPL-ESPS 2017”)- The shareholders of the Company at the Extra Ordinary General Meeting held on 25th March, 2017 had approved issue and grant of 7,50,000 Equity Shares of ₹10 each under “Grandeur Employees Stock Purchase Scheme 2017” (“GPL-ESPS 2017”). The Company has also received all the required approvals from BSE Limited for the issue and allotment of 7,50,000 Equity Shares.

As per the provisions of Section 67 of the Companies Act, 2013 read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014, Members of the Company gave their consent for the provision of money by Company to the Grandeur Products Limited Employees Welfare Trust for the purposes of subscribing to and/ or hold the shares of the Company, in one or more tranches, under the Grandeur Employees Stock Purchase Scheme 2017 of the Company (“GPL-ESPS 2017”).

In terms of the scheme company has provided loan of ₹ 61,19,600 to Grandeur Products Limited Employees Welfare Trust (GPL Trust) for acquiring the shares of the Company. And subsequently the Company has issued and allotted 6,11,960 Equity Shares of ₹10 each to Grandeur Products Limited Employees Welfare Trust (GPL Trust).

The GPL-ESPS 2017 shall be administered by Grandeur Products Limited Employees Welfare Trust (GPL Trust) under the supervision of the Nomination and Remuneration Committee.

i. Details of the Scheme

S.No. Description	Grandeur Employees Stock Purchase Scheme 2017” (“GPL-ESPS 2017”)
1. Date of shareholders’ approval	25th March, 2017
2. Number of shares issued	7,50,000 (Out of 7,50,000, 6,11,960 Equity Shares has been allotted to Grandeur Products Limited Employees Welfare Trust on 31st March, 2017)
3. The price at which such shares are issued	The Purchase Price of the shares shall not be less than the face value of the shares and which may such amount as may be determined by the Board of Trustees of the Trust in consultation with the Board of Directors of the Company and the Nomination and Remuneration Committee of the Company.
4. Lock-in period	The equity shares issued under GPL-ESPS 2017 shall be locked in for a minimum period of one year from the date of allotment as per SEBI Regulations and also as per the provisions of this Scheme.

ii. The following details regarding allotment made under each ESPS, as at the end of the year :

S. No.	Particulars	Details
1.	The details of the number of shares issued under ESPS	6,11,960
2.	The price at which such shares are issued	₹ 10
3.	Employee wise details of options granted to	NA
	a. Key managerial personnel	-
	b. Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year	-
	c. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants & conversions) of the Company at the time of grant	-
	Consideration received against the issuance of shares, if scheme is implemented directly by the company	The Scheme has been implemented by Company through Grandeur Products Limited Employees Welfare Trust (GPL Trust). And the Company has given loan of Rs. 61,19,600 to GPL Trust for the acquisition of 6,11,960 Equity Shares of the Company at the price of Rs. 10 each.
	Loan repaid by the Trust during the year from exercise price received	No Loan repayment has been received yet.