

Disclosures with respect to Paramount Communications Limited Stock Incentive Plan, 2023 (“PCL SIP 2023”) of the Company pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021.

During the year there was no material change in the Paramount Communications Limited Stock Incentive Plan 2023 of the Company. The Scheme is in Compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021.

A. Relevant disclosures in terms of the 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.

Members may refer to the audited financial statement prepared as per Indian Accounting Standards (Ind AS) for the financial year 2023-24, available on www.paramountcables.com.

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 as per consolidated audited financial statements for the year ended March 31, 2024 is ₹ 3.29 .

C. Details related to Paramount Communications Limited Stock Incentive Plan, 2023 (“PCL SIP 2023”)

i. A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including-

S.No.	Particulars	PCL SIP 2023
1	Date of shareholders' approval	September 28, 2023
2	Total number of options approved under ESOS	5,40,000 and an additional 54,000 options (10% of the options granted) to be vested simultaneously, on achievement of performance criteria laid down by NRC
3	Vesting requirements	Options granted under the PCL SIP 2023 shall vest not earlier than 1 (One) year from the date of Grant. Options shall vest in three years in the ratio of 25%, 35% and 40% after one year from the date of grant.
4	Exercise price or pricing formula	₹ 5 per equity share
5	Maximum term of options granted	The Exercise Period in respect of a vested option shall be a maximum period of 2 years from the date of vesting of options.
6	Source of shares (primary, secondary or combination)	Primary
7	Variation in terms of options	None

ii. Method used to account for ESOS.

The Company has calculated the employee compensation cost using the fair value of the stock options (based on Black Scholes Valuation model).

iii. 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 fair value has been accounted.

iv. Option movement during the year, i.e. F.Y. 2023-24 (For each ESOS):

S.No.	Particulars	Details
1	Number of options outstanding at the beginning of the period	Nil
2	Number of options granted during the year	5,94,000
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	N.A.
9	Number of options outstanding at the end of the year	5,94,000
10	Number of options exercisable at the end of the year	N.A.

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.

Not applicable, no options were exercised during the year 2023-24.

vi **Employee wise details (including subsidiaries) (name of employee, designation, number of options granted during the year, 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	Options granted during the year	Grant price (Amount in ₹.)
1	Shambhu Kumar Agarwal	Chief Finance Officer	50,000	5.00
2	D. S. Muchhal	President (Operations)	1,00,000	5.00
3	Narendra Kumar Gupta	President (Accounts & Finance)	50,000	5.00
4	Deepak Manchanda	Vice President-Business Development	10,000	5.00
5	Arvind Kumar Gupta	GM- Procurement	25,000	5.00
6	B.P. Bhardwaj	GM-Commercial	20,000	5.00
7	P. PAL	GM-Works	75,000	5.00
8	Amit Jain	Sr. AGM	20,000	5.00
9	Rakesh kr. Singh	AGM	20,000	5.00
10	K Jagannath Rao	AGM- HR & Admin	10,000	5.00
11	Rajeev Kumar Singh	Sr.A.G.M (Prod.)	20,000	5.00
12	Rashi Goel	Company Secretary & Compliance officer	10,000	5.00
13	Deepak Srivastava	Vice President-Retail Sales	20,000	5.00
14	Rajiv Gupta	VP- MKTG	20,000	5.00
15	R S Tanwar	SR GM- MKTG	20,000	5.00
16	Manoj Kumar Varma	GM-Marketing	30,000	5.00
17	Anant Kumar Sinha	Manager-Projects	20,000	5.00
18	Himanshu Kumar	Manager-Mktg.	20,000	5.00

(b) any other employee of the Company (including subsidiaries) who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and

No

(c) identified employees (including subsidiaries) 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

vii A description of the method and significant assumptions used during the year to estimate the fair value of options granted during the financial year 2023-24:

The fair value at grant date is determined using the Black Scholes model which takes into account the SAR Base price, terms, the share price at grant date and expected volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the right.

Significant assumptions used to estimate the fair value of options:

Particulars	Grant date – November 07, 2023
Stock Price	63.65
Exercise Price	5
Expected Term to Maturity	Exercise Period – 2years Vesting period - 3 years
Volatility	58.5% - 60.7%
Risk Free Rate	6.86%- 6.96%
Dividend Yield	0%

Disclosures in respect of grants made in three years prior to IPO under each ESOS: Not Applicable