

The Company had granted stock options during the financial year 2024-25. Disclosure as required under Regulation 14 of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 and Part-F of Schedule I to the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 are as under:

(a) Name of the ESOP Plan	<i>Bluestone Jewellery and Lifestyle- Employee Stock Option Plan 2014</i>
(b) Date of shareholders' approval	May 09, 2014
(c) Total number of options approved under ESOS	7,484,330
(d) Vesting requirements	<p>The ESOPs granted under the ESOP 2014 Plan would vest not less than 1 year and not more than 7 years from the date of grant of the ESOPs, subject to continued employment with the Company.</p> <p>In the event of death or permanent incapacity of an employee, the minimum vesting period of one year shall not be applicable.</p> <p>The Nomination and Remuneration Committee ("NRC") has the powers to specify certain parameters based on time and individual performance or Company performance, subject to which the ESOPs would vest.</p> <p>The specific vesting percentage, schedule and conditions subject to which vesting would take place would be outlined in the letter of grant given to the ESOP grantee at the time of grant of ESOPs.</p> <p>The NRC may, at its sole discretion, accelerate vesting of any ESOPs, subject to compliance with the minimum vesting period prescribed under applicable law.</p>
(e) Exercise price or pricing formula	<p>Exercise Price" means the price, if any, payable by an ESOP grantee in order to exercise the ESOPs granted to him/her in pursuance of the ESOP 2014 Plan.</p> <p>The exercise price shall be determined by the NRC as per the applicable laws, at the time of granting ESOPs and shall be mentioned in the letter of grant.</p>
(f) Maximum term of options granted	The ESOPs granted shall be capable of being exercised within a period of ten years from the date of vesting of the respective ESOPs. This is subject to certain scenarios outlined in the ESOP 2014 Plan (in which case the ESOPs will be exercised/settled in the manner so prescribed in the ESOP 2014 Plan) in the event of (a)

	Resignation/ Termination (other than due to misconduct or breach of company policies/ terms of employment), (b) Termination due to misconduct or due to breach of policies or the terms of employment, (c) Retirement, (d) Death, (e) Termination due to Permanent Incapacity, (f) Abandonment of Employment without Company's consent, (g) Long Leave, and (h) Other reasons apart from those mentioned above.
(g) Source of shares (primary, secondary or combination)	Primary
(h) Variation in terms of options	No modifications were made to the schemes during the year except change in the maximum vesting period from 4 years to 7 years

(II) Method used to account for ESOS - Intrinsic or fair value.

	<i>The Company has recognized compensation cost using fair value method of accounting. The Company has recognized stock option compensation cost of INR 512.39 million in the statement of profit and loss for the financial year 2024-25.</i>
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(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.

	The Company accounted for employee compensation cost on the basis of fair value of the options.
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(IV) Option movement during the year

Number of options outstanding at the beginning of the period	2,446,853
Options granted	2,056,016
Options forfeited / lapsed	50,403
Options vested	903,797
Options exercised	1,500,243
The total number of shares arising as a result of exercise of option	1,500,243
Money realized by exercise of options	Rs. 1,500,243
Loan repaid by the Trust during the year from exercise price received	Not applicable
Number of options outstanding at the end of the year/total number of options in force	3,548,669
Number of options exercisable at the end of the year	2,376,602

Employee wise details of options granted during the year:

<ul style="list-style-type: none"> Senior management 	<p>Granted during the financial year 2024-25:</p> <p>Mr. Rumit Dugar - 547,232</p> <p>Mr. Sudeep Nagar - 311,419</p> <p>Mr. Vipin Sharma - 407,786</p> <p>Mr. Harshit Desai - 158,785</p> <p>Mr. Mikhil Raj - 158,785</p> <p>Mr. Tarun Rajput - 103,807</p> <p>Mr. Gaurav Sachdeva - 118,519 (Senior Managerial Personnel with effect from July 15, 2025)</p>
<ul style="list-style-type: none"> Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year 	<p>Nil</p>
<ul style="list-style-type: none"> Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant. 	<p>Granted during the financial year 2024-25 (basis only outstanding equity shares):</p> <p>Mr. Rumit Dugar - 547,232</p> <p>Mr. Vipin Sharma - 407,786</p> <p><i>Note: No employee granted $\geq 1\%$ of issued capital on fully diluted basis (post- Compulsory Convertible Preference Shares - conversion)</i></p>
<p>Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with Accounting Standard (AS) 20 "Earnings Per Share".</p>	<p>Rs. (79.74)</p>
<p>Where the company has calculated the employee compensation cost using the intrinsic value of the stock 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.</p>	<p>The Company accounted for employee compensation cost on the basis of fair value of the options.</p>
<p>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</p>	<p>Weighted-average exercise prices - Rs. 1</p> <p>Weighted-average fair value - Rs. 540.29</p>
<p>The number and weighted average exercise prices of stock options</p> <p>Opening balance</p> <p>Granted during the year</p> <p>Exercised during the year</p> <p>Forfeited during the year</p> <p>Expired during the year</p> <p>Closing balance</p> <p>Exercisable at the end of the year</p>	<p>2,446,853</p> <p>2,056,016</p> <p>1,500,243</p> <p>-</p> <p>50,403</p> <p>3,548,669</p> <p>2,376,602</p> <p>The weighted average exercise price is Rs. 1.</p>

i. the weighted average values of share price,	Rs. 540.29
ii. the weighted average values of exercise price	Rs. 1
iii. expected volatility	41.57%
iv. expected Option life	4-7 years
v. expected dividends	Nil
vi. risk-free interest rate	6.44%
vii. Method used and the assumptions made to incorporate the effects of expected early exercise;	Black Scholes Merton method is used for fair valuation of ESOP.
viii. how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility;	During the year, the Company was unlisted as at the date of preparation of the financial results for the period ended 31 March 2025. Accordingly, the expected volatility used for valuation purposes has been determined based on the historical volatility of comparable listed entities (peer group), as the Company's own share price information was not available.
ix. whether and how any other features of the options granted were incorporated into measurement of fair value, such as a market condition.	The following factors have been considered (a) Share Price (b) Exercise price (c) Historical volatility (d) Excepted option life (e) Dividend Yield
x. the price of the underlying share in market at the time of option grant.	Rs. 315 to Rs. 578