

**Disclosure under Regulation 14 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB Regulations”) for FY22**

| <b>Sl. No.</b> | <b>Particulars</b>   |  |
|----------------|--|--|
| <b>1.</b>      | <b>A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including:</b>  |  |
|                | a) Date of shareholders’ approval  | 27-Jul-2016  |
|                | b) Total number of options approved under ESOS   | 6,870,296  |
|                | c) Vesting requirements  | The options will vest over a period of up to four years.   |
|                | d) Exercise price or pricing formula   | INR 5 per option   |
|                | e) Maximum term of options granted   | <p><b>Grant I to III:</b><br/>Vested options can be exercised after August 1, 2020, and within a period of 2 years from that date.</p> <p><b>Grant IV:</b> Vested options can be exercised after October 3, 2020, and within a period of 2 years from that date.</p> <p><b>Grant V:</b> Vested options can be exercised after May 31, 2025, and within a period of 2 years from that date.</p> |
|                | f) Source of shares (primary, secondary or combination)  | Primary  |
|                | g) Variation of terms of options   | None   |
| <b>2.</b>      | <b>Method used to account for ESOS – Intrinsic or fair value</b>   |  |
|                |  | Fair value   |
|                | a) The difference between the employee compensation cost so computed using Intrinsic Value method and the employee compensation cost that shall have been recognized if it had used the fair value of the options. | Not Applicable   |
|                | b) The impact of this difference on profits and on EPS of the Company  | Not Applicable   |
| <b>3.</b>      | <b>Option movement during the year (For each ESOS):</b>  |  |
|                | a) Number of options outstanding at the beginning of the period  | 696,334  |
|                | b) Number of options granted during the year   | 1,421,973  |
|                | c) Number of options forfeited/lapsed during the year  | 65,994   |
|                | d) Number of options vested during the year  | 1,443  |
|                | e) Number of options exercised during the year   | 547,473  |
|                | f) Number of shares arising as a result of exercise of options   | 547,473  |
|                | g) Money realized by exercise of options (INR), if scheme is implemented directly by the Company   | 27,22,365  |

| Sl. No.                                | Particulars  |   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|--|--|---|-------------|------------------------|------------------|------------------------------------|-----------|------------------|-------------------------------|-----------|----------------------|--|------------|-------------------|------------------------------------|-----------|--|------------------------------|-----------|--------|
|  | h) Loan repaid by the Trust during the year from exercise price received   | Nil   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | i) Number of options outstanding at the end of the year  | 1,504,840   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | j) Number of options exercisable at the end of the year  | 144,824   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| 4.                                     | Weighted-average exercise prices and weighted average fair values of options.  | <p>Weighted average exercise price per Option: INR 5 per option.</p> <p>Weighted average fair value per Option:</p> <table border="1"> <thead> <tr> <th>Grant</th> <th>Grant date</th> <th>Market price</th> </tr> </thead> <tbody> <tr> <td>Plan II (ESOP 2016): Grant I</td> <td>01-Aug-16</td> <td>95.41</td> </tr> <tr> <td>Plan II (ESOP 2016): Grant II</td> <td>03-Jan-18</td> <td>561.09</td> </tr> <tr> <td>Plan II (ESOP 2016): Grant III</td> <td>29-01-2018</td> <td>561.09</td> </tr> <tr> <td>Plan II (ESOP 2016): Grant IV</td> <td>13-Dec-18</td> <td>379.66</td> </tr> <tr> <td>Plan II (ESOP 2016): Grant V</td> <td>20-Apr-21</td> <td>357.91</td> </tr> </tbody> </table> | Grant       | Grant date             | Market price     | Plan II (ESOP 2016): Grant I       | 01-Aug-16 | 95.41            | Plan II (ESOP 2016): Grant II | 03-Jan-18 | 561.09               | Plan II (ESOP 2016): Grant III               | 29-01-2018 | 561.09            | Plan II (ESOP 2016): Grant IV      | 13-Dec-18 | 379.66                                 | Plan II (ESOP 2016): Grant V | 20-Apr-21 | 357.91 |
| Grant                                  | Grant date   | Market price  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Plan II (ESOP 2016): Grant I           | 01-Aug-16  | 95.41   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Plan II (ESOP 2016): Grant II          | 03-Jan-18  | 561.09  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Plan II (ESOP 2016): Grant III         | 29-01-2018   | 561.09  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Plan II (ESOP 2016): Grant IV          | 13-Dec-18  | 379.66  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Plan II (ESOP 2016): Grant V           | 20-Apr-21  | 357.91  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| 5.                                     | Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to –   |   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | a) Senior managerial personnel.  |   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | <table border="1"> <thead> <tr> <th>Name</th> <th>Designation</th> <th>No. of Options granted</th> </tr> </thead> <tbody> <tr> <td>Mr. Dhiraj Singh</td> <td>Chief Executive Officer, SIS India</td> <td>75,000</td> </tr> <tr> <td>Mr. Devesh Desai</td> <td>Group Chief Financial Officer</td> <td>45,000</td> </tr> <tr> <td>Mr. Tapash Chaudhuri</td> <td>Chief Executive Officer (Security Solutions)</td> <td>20,000</td> </tr> <tr> <td>Mr. Brajesh Kumar</td> <td>Chief Financial Officer- SIS India</td> <td>20,000</td> </tr> <tr> <td>Mr. Vamshidhar Guthikonda<sup>@</sup></td> <td>President (M &amp; A)</td> <td>15,000</td> </tr> </tbody> </table> <p><i>@ 15,000 Options granted to Mr. Vamshidhar Guthikonda forfeited during the year on account his resignation.</i></p> <p><i>Note: The Exercise price of each option is INR 5 (face value) per equity share.</i></p> | Name  | Designation | No. of Options granted | Mr. Dhiraj Singh | Chief Executive Officer, SIS India | 75,000    | Mr. Devesh Desai | Group Chief Financial Officer | 45,000    | Mr. Tapash Chaudhuri | Chief Executive Officer (Security Solutions) | 20,000     | Mr. Brajesh Kumar | Chief Financial Officer- SIS India | 20,000    | Mr. Vamshidhar Guthikonda <sup>@</sup> | President (M & A)            | 15,000    |        |
| Name                                   | Designation  | No. of Options granted  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Mr. Dhiraj Singh                       | Chief Executive Officer, SIS India   | 75,000  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Mr. Devesh Desai                       | Group Chief Financial Officer  | 45,000  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Mr. Tapash Chaudhuri                   | Chief Executive Officer (Security Solutions)   | 20,000  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Mr. Brajesh Kumar                      | Chief Financial Officer- SIS India   | 20,000  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| Mr. Vamshidhar Guthikonda <sup>@</sup> | President (M & A)  | 15,000  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | 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; and   | <p><b>Name:</b> Mr. Dhiraj Singh<br/> <b>Designation:</b> Chief Executive Officer (India)<br/> <b>No. of options granted:</b> 75,000<br/> <b>Exercise Price:</b> INR 5 per share</p>  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
|  | 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.   | None  |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |
| 6.                                     | A description of the method and significant assumptions used during the year to estimate the fair value of   | The fair value at grant date is determined using the Black Scholes Model.   |             |                        |                  |                                    |           |                  |                               |           |                      |  |            |                   |                                    |           |  |                              |           |        |

| Sl. No.  | Particulars   |  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|--|---|--|--|----------------|-------------------------|--|------------------------|-------------------------|-----------------------------|-----------|--------------------------|---------|-------|-------|----------------------------------|-----------|--------|------|--|----------------|-------------------------------|-----------|--------|------|-------|-------|------------------------------|-----------|--------|------|-------|-------|-----------------------------|-----------|--------|------|-------|-------|
|  | options including the following information:  |  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | a) the weighted-average values of share price   | Weighted average exercise price per Option: INR 410.30 (post-split)  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | b) the weighted-average values of exercise price  | Weighted average exercise price per Option: INR 5 per option.  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | c) the weighted-average values of expected volatility   | Refer below table  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | d) the weighted-average values of expected option life  | Refer below table  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | e) the weighted-average values of expected dividends  | Refer below table  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | f) the weighted-average values of the risk-free interest rate   | Refer below table  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
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| Grant  | Grant Date  | Volatility   | Average life of the options (in Years) | Dividend Yield | Risk-free interest rate |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Plan II (ESOP 2016) Grant I                        | 01-Aug-16   | 29.18%   | 5.00                                   | 1.75%          | 7.10%                   |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Plan II (ESOP 2016) Grant II                       | 03-Jan-18   | 30.94%   | 2.58                                   | 0.25%          | 6.91%                   |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Plan II (ESOP 2016) Grant III                      | 29-Jan-18   | 31.27%   | 2.51                                   | 0.25%          | 6.92%                   |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Plan II (ESOP 2016) Grant IV                       | 13-Dec-18   | 36.21%   | 2.81                                   | 0.25%          | 7.16%                   |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Plan II (ESOP 2016) Grant V                        | 20-Apr-21   | 46.02%   | 5.12                                   | 0.00%          | 5.55%                   |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | g) The method used and the assumptions made to incorporate the effects of expected early exercise   | Not Applicable   |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | h) How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility   | The volatility used in the Black Scholes Option Pricing model is the annualised standard deviation of the continuously compounded rates of return on the stock over a period. The period considered for the working is commensurate with the expected life of the Options and is based on the daily volatility of the Company's stock price on NSE. There are no market conditions attached to the grant and vest. |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | i) Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition  | Not Applicable   |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| 7.   | Disclosures in respect of grants made in three years prior to IPO under each ESOS until all options granted in the three years prior to the IPO have been exercised or have lapsed, disclosures of the information specified above in respect of such options shall also be made.   |  |  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
|  | <b>ESOP 2016</b> <table border="1"> <thead> <tr> <th>Date of Grant</th> <th>1-Aug-2016</th> <th>1-Jan-2018</th> <th>13-12-2018</th> </tr> </thead> <tbody> <tr> <td>No. of Options granted</td> <td>673,864</td> <td>19,470</td> <td>3,000</td> </tr> <tr> <td>No. of Options Exercised</td> <td>537,340</td> <td>5,790</td> <td>3,000</td> </tr> <tr> <td>No. of Options Lapsed/ forfeited</td> <td>5,480</td> <td>-</td> <td>-</td> </tr> <tr> <td><b>No. outstanding option as on March 31, 2022</b></td> <td><b>131,044</b></td> <td><b>13,680</b></td> <td><b>-</b></td> </tr> </tbody> </table>   |  | Date of Grant                          | 1-Aug-2016     | 1-Jan-2018              | 13-12-2018                             | No. of Options granted | 673,864                 | 19,470                      | 3,000     | No. of Options Exercised | 537,340 | 5,790 | 3,000 | No. of Options Lapsed/ forfeited | 5,480     | -      | -    | <b>No. outstanding option as on March 31, 2022</b> | <b>131,044</b> | <b>13,680</b>                 | <b>-</b>  |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| Date of Grant                                      | 1-Aug-2016  | 1-Jan-2018   | 13-12-2018                             |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| No. of Options granted                             | 673,864   | 19,470   | 3,000                                  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| No. of Options Exercised                           | 537,340   | 5,790  | 3,000                                  |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| No. of Options Lapsed/ forfeited                   | 5,480   | -  | -                                      |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |
| <b>No. outstanding option as on March 31, 2022</b> | <b>131,044</b>  | <b>13,680</b>  | <b>-</b>                               |                |                         |  |                        |                         |                             |           |                          |         |       |       |                                  |           |        |      |  |                |                               |           |        |      |       |       |                              |           |        |      |       |       |                             |           |        |      |       |       |

| Sl. No. | Particulars   |  |
|---------|---|--|
| 8.      | Diluted Earnings Per Share (EPS) on issue of shares pursuant to issue of shares on exercise of option calculated in accordance with Ind AS 33 – “Earnings Per Share”.                           | INR 7.20 per share.  |
| 9.      | Relevant disclosures 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 | The same has been appropriately disclosed in the note 27 of the Standalone financial statements for the year ended March 31, 2022, which is available on the website of the Company viz., <a href="http://www.sisindia.com">www.sisindia.com</a> . |