

EL/SEC/2025-26/ 11

May 06, 2025

Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring Rotunda
Building, P J Towers, Dalal Street, Fort,
Mumbai - 400 001

The Manager, Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Script Code: 543533

Symbol: EMUDHRA

Dear Sir/Madam,

Sub: Intimation under Regulation 30 read with Schedule III of the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- eMudhra ESOP/RSU Scheme 2025" ("2025 Scheme")

Pursuant to the provisions of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held today, i.e., May 06, 2025, has considered and approved the adoption of the **"eMudhra ESOP/RSU Scheme 2025" ("2025 Scheme")**, in accordance with the Companies Act, 2013 and rules made thereunder and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, subject to the approval of the shareholders of the Company at the ensuing Annual General Meeting.

The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure- A**.

This information will also be available on the website of the Company at www.emudhra.com

This is for your information and records.

Thanking You

Yours faithfully,

For eMudhra Limited

Johnson Xavier
Company Secretary & Compliance Officer
Membership No. A28304

Encl.: As Above


Annexure- A

Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Description
1	Brief details of options granted	On the recommendation of the Nomination & Remuneration Committee, the Board of Directors has approved the “eMudhra ESOP/RSU Scheme 2025” (“2025 Scheme”), which is subject to the approval of the shareholders. However, no options have been granted under the new scheme till now.
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the eMudhra ESOP/RSU Scheme 2025 is in terms of SEBI (SBEB&SE) Regulations, 2021.
3	Total number of shares covered by these options	Maximum of up to 4,00,000 (Four Lakhs) RSUs, and maximum of up to 20,00,000 (Twenty Lakhs) ESOPs, are proposed to be granted.
4	Pricing formula	For Vested RSUs it would be equivalent to the face value of the Equity Shares; and For Vested ESOPs it would be the latest available closing price on a Recognized Stock Exchange on which the Equity Shares are listed on the date immediately prior to the Grant Date. If the Equity Shares are listed on more than one Recognized Stock Exchange, then the closing price on the Recognized Stock Exchange having higher trading volume shall be considered.
5	Options vested	Not Applicable at this stage
6	Time within which option may be exercised	The ESOPs/RSUs granted to an employee shall be capable of being Exercised within 3 years from the date of last vesting subject to applicable laws.

eMudhra Limited

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CIN - L72900KA2008PLC060368



7	Options exercised	Not Applicable
8	Money realized by exercise of options	Not Applicable
9	The total number of shares arising as a result of exercise of option	Not Applicable
10	Options lapsed	Not Applicable
11	Variation of terms of options	Not Applicable
12	Brief details of significant terms	<p>Under the “eMudhra ESOP/RSU Scheme 2025”, a maximum of up to 4,00,000 (Four Lakhs) RSUs, and a maximum of up to 20,00,000 (Twenty Lakhs) ESOPs, are proposed to be granted to eligible employees and directors of the Company and its subsidiaries.</p> <p>Each ESOPs/RSUs, when exercised, would be converted into one Equity Share of ₹5/- each fully paid-up, amounting to a maximum of 24,00,000 Equity Shares. The ESOPs/RSUs would vest not earlier than one year and not later than four years from the date of grant, subject to continued employment and, where applicable, performance parameters specified by the Nomination and Remuneration Committee (“NRC”).</p> <p>The Exercise Price for RSUs shall be equivalent to the face value of the Equity Shares, and for ESOPs, it shall be the latest available closing price on a Recognized Stock Exchange on the date immediately prior to the Grant Date.</p> <p>The ESOPs/RSUs shall be exercised within three years from the date of last vesting in one or more tranches as determined by the NRC. The maximum number of RSUs per employee shall not exceed 50,000 and ESOPs shall not exceed 2,00,000, with the total number of ESOPs/RSUs under the scheme capped at 24,00,000.</p>

eMudhra Limited



		<p>The scheme will be implemented directly by the Company and administered by the NRC without any involvement of a Trust or secondary acquisition.</p> <p>The Company shall conform to the accounting policies specified under Regulation 15 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and ESOPs/RSUs will be accounted under Ind AS 102. Valuation shall be based on fair value or any other method prescribed under applicable laws. The shares allotted pursuant to exercise of ESOPs/RSUs shall not be subject to any lock-in period.</p>
13	Subsequent changes or cancellation or exercise of such options	Not Applicable
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable