

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24219TG1986PLC016607

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACN6932H

(ii) (a) Name of the company

NACL INDUSTRIES LIMITED

(b) Registered office address

PLOT NO.12-A, "C"- BLOCK, LAKSHMI TOWERS,
NO.8-2-248/1/7/78, NAGARJUNA HILLS, PANJAGUTTA
HYDERABAD
Telangana
500082



(c) *e-mail ID of the company

cs-nacl@naclind.com

(d) *Telephone number with STD code

04024405100

(e) Website

www.naclind.com

(iii) Date of Incorporation

11/11/1986

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	BSE Limited	1
	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72200TG1987PLC007288

Pre-fill

Name of the Registrar and Transfer Agent

XL SOFTECH SYSTEMS LIMITED

Registered office address of the Registrar and Transfer Agents

3, SAGAR SOCEITY, RD NO.2, BANJARA HILLS,
HYDERABAD-5

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

29/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KLR PRODUCTS LIMITED	U24239TG2003PLC041387	Holding	57.3
2	LR RESEARCH LABORATORIES I +	U73100TG2011PTC076023	Subsidiary	100
3	NACL MULTICHEM PRIVATE LIM +	U24299TG2020PTC140342	Subsidiary	100
4	NACL SPEC-CHEM LIMITED	U24290TG2020PLC140201	Subsidiary	100
5	NAGARJUNA AGRICHEM (AUST +		Subsidiary	100
6	NASENSE LABS PRIVATE LIMTE +	U24231TG1995PTC019809	Associate	26

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	250,000,000	198,307,464	198,307,464	198,307,464
Total amount of equity shares (in Rupees)	250,000,000	198,307,464	198,307,464	198,307,464

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	250,000,000	198,307,464	198,307,464	198,307,464
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	250,000,000	198,307,464	198,307,464	198,307,464

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	3,170,160	193,047,598 +	196217758	196,217,758 +	196,217,758 +	
Increase during the year	0	2,089,706	2089706	2,089,706	2,089,706	72,217,921
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	509,706	509706	509,706	509,706	12,177,921
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	1,580,000	1580000	1,580,000	1,580,000	60,040,000
Conversion of Warrants						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify						
At the end of the year	3,170,160	195,137,304	198307464	198,307,464	198,307,464	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE295D01020

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

16,401,600,000

(ii) Net worth of the Company

4,839,500,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	12,705,860	6.41	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	114,209,999	57.59	0	
10.	Others	0	0	0	
	Total	126,915,859	64	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	43,704,124	22.04	0	
	(ii) Non-resident Indian (NRI)	629,867	0.32	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	3,711,771	1.87	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	21,930,206	11.06	0	
10.	Others Trust, Clearing Members and + +	1,415,637	0.71	0	
	Total	71,391,605	36	0	0

Total number of shareholders (other than promoters)

22,852

**Total number of shareholders (Promoters+Public/
Other than promoters)**

22,855

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ARES DIVERSIFIED	C/O TRI-PRO ADMINISTRATOR LTD + +			2,949,132	1.48
DOVETAIL INDIA FUND + +	DBS BANK LIMITED, GROUND FLOOR + +			706,847	0.35
QUADRATURE CAPITAL + +	JPMORGAN CHASE BANK, INDIA S + +			55,792	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	14,544	22,582
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	1	0	1	0	6.41
B. Non-Promoter	1	7	1	6	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	6	0	5	0	0
C. Nominee Directors representing	0	2	0	2	0	7.99
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	2	0	2	0	7.99
Total	1	10	1	9	0	14.4

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mrs.K.Lakshmi Raju	00545776	Director	12,705,860	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr.Sudhakar Kudva	02410695	Director	0	
Mr.N.Vijayaraghavan	02491073	Director	0	
Mr.Raghavender Mateti	06826653	Director	0	
Mr.N.Sambasiva Rao	06400663	Director	0	
Ms.Veni Mocherla	08082163	Director	0	
Mr.Atul Churiwal	00180595	Nominee director	255,325	
Mr.Rajesh Kumar Agarwal	00210719	Nominee director	15,625,000	
Mr.Ramkrishna Mudholkar	00012850	Director	0	
Mr.M.Pavan Kumar	01514557	Managing Director	49,667	
Mr.R.K.S.Prasad	AFSPR7017P	CFO	110,301	
Mr.Satish Kumar Subudhi	AQLPS2002H	Company Secretary	257,829	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr.K.Dorairaj	00902788	Director	09/09/2021	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	24/07/2021	18,925	70	57.88

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2021	11	11	100
2	05/08/2021	11	11	100
3	24/09/2021	10	10	100
4	29/10/2021	10	10	100
5	28/01/2022	10	9	90
6	21/03/2022	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

17

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/05/2021	4	4	100
2	Audit Committee	04/08/2021	4	4	100
3	Audit Committee	28/10/2021	4	4	100
4	Audit Committee	27/01/2022	4	4	100
5	Nomination and Remuneration	04/08/2021	4	4	100
6	Nomination and Remuneration	24/01/2022	3	3	100
7	Risk Management	19/11/2021	3	3	100
8	Risk Management	30/03/2022	3	3	100
9	Corporate Social Responsibility	28/05/2021	5	5	100
10	Compensation and Payouts	25/06/2021	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)

1	Mrs.K.Lakshmi	6	6	100	12	9	75	
2	Mr.Sudhakar K	6	6	100	17	17	100	
3	Mr.N.Vijayarag	6	6	100	17	16	94.12	
4	Mr.Raghavend	6	6	100	15	15	100	
5	Mr.N.Sambasi	6	6	100	4	4	100	
6	Ms.Veni Moch	6	6	100	1	1	100	
7	Mr.Atul Churiw	6	6	100	0	0	0	
8	Mr.Rajesh Kur	6	5	83.33	0	0	0	
9	Mr.Ramkrishna	6	5	83.33	0	0	0	
10	Mr.M.Pavan K	6	6	100	8	8	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr.M.Pavan Kumar	Mr.M.Pavan Kur	16,417,400	0	2,136,475		18,553,875
	Total		16,417,400	0	2,136,475		18,553,875

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr.R.K.S.Prasad	Chief Financial C	8,243,902	0	1,698,303	0	9,942,205
2	Mr.Satish Kumar S	Vice President -	4,689,769	0	1,811,599	0	6,501,368
	Total		12,933,671	0	3,509,902	0	16,443,573

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs.K.Lakshmi Raju	Chairperson-Non	0	0	0	265,000	265,000
2	Mr.Sudhakar Kudva	Independent Dir	0	0	0	370,000	370,000
3	Mr.N.Vijayaraghava	Non-Executive [0	0	0	355,000	355,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	Mr.Raghavender Ma	Independent Dir	0	0	0	345,000	345,000
5	Mr.Atul Churiwal	Nominee Directo	0	0	0	150,000	150,000
6	Mr.Rajesh Kumar A	Nominee Directo	0	0	0	125,000	125,000
7	Mr.N.Sambasiva Ra	Independent Dir	0	0	0	225,000	225,000
8	Mr.Ramkrishna Muc	Independent Dir	0	0	0	140,000	140,000
9	Ms.Veni Mocherla	Independent Dir	0	0	0	180,000	180,000
10	Mr.K.Dorairaj	Independent Dir	0	0	0	65,000	65,000
	Total		0	0	0	2,220,000	2,220,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

K.V.CHALAMA REDDY

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

5451

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

16

dated

03/07/2019

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

01514557

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

9085

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

List Committee Meetings.pdf
List of Shareholders.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

List of Committee Meetings FY 2021 – 22

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1)	Compensation Committee Meeting	10/01/2022	4	3	75
2)	Compensation Committee Meeting	31/01/2022	4	3	75
3)	Compensation Committee Meeting	17/03/2033	4	3	75
4)	Banking Committee Meeting	17/11/2021	5	5	100
5)	Banking Committee Meeting	21/12/2021	5	5	100
6)	Banking Committee Meeting	21/03/2022	5	5	100
7)	Banking Committee Meeting	30/03/2022	5	4	80

EMPLOYEE STOCK OPTION SCHEME (ESOS) DISCLOSURE

[Pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014]

I) General Disclosures

Disclosure under "Guidance note in Accounting for the employee share based payments" or any other applicable Accounting Standards (AS): For details please refer to notes to Financial Statements, forming part of this Annual Report 2020-21 which can be accessed through the web link: <https://naclind.com/investor-relations/>.

II) Description of ESOS existed during the year:

S. No.	Particulars	ESOS-2015	ESOS-2020
1)	Date of Shareholder's Approval	September 28, 2015.	September 07, 2020
2)	Total Number of Options approved	11,50,000 (Eleven Lakhs fifty Thousand Only) options. The Option holder is eligible to receive one equity share of Re.1/- each for every option granted.	20,00,000 (Twenty Lakhs Only) options. The Option holder is eligible to receive one equity share of Re.1/- each for every option granted.
3)	Vesting Requirements	There shall be a minimum period of one year between the grant of Options and vesting of Options. The vesting of Options spreads over a maximum period of five years after the aforesaid one year from the date of grant. The vested options can be exercised within two years from the date of vesting.	There shall be a minimum period of one/two year(s) between the grant of Options and vesting of Options. The vesting of Options spreads over a maximum period of three years after the aforesaid one/two year(s) from the date of grant. The vested options can be exercised within one year from the date of vesting.
4)	Pricing Formula	As decided by the Compensation Committee from time to time at the time of grant, subject to a minimum of face value of shares. The exercise price for the Options already granted is Rs.8/- per Options.	The Compensation Committee is empowered to fix the exercise price considering inter-alia the market price of shares as defined in the SEBI SBEB Regulations and the discount to be offered, which is subject to a minimum of face value of the equity shares of the Company
5)	Maximum term of Options granted	5 years (to be counted after one year from the date of grant as aforesaid)	3 years (to be counted after one/two year(s) from the date of grant as aforesaid)
6)	Sources of Shares	Fresh issue of shares.	Fresh issue of shares.
7)	Variation in terms of ESOS Scheme	NIL	Considering the Company's planned further growth, expansion of its existing manufacturing capacity, and setting up of new greenfield project in Dahej, the Company is expecting new hirings which includes various senior-level employees. In order to incentivize those Senior Employees (in various phases of the recruitment process) and extending the benefit to eligible employees of the Subsidiary Company(ies) by way of making them participative and availing the benefits under the ESOS 2020 Scheme, the Board of Directors of the Company, in its meeting held on March 21, 2022, based on the recommendations of the Compensation Committee and subject to the approval of the members of the Company in this regard, approved the amendment to the existing ESOS - 2020 Scheme by way of increasing the number of



S. No.	Particulars	ESOS-2015	ESOS-2020
7)	Variation in terms of ESOS Scheme		Options by about 5,00,000 (five lakhs only), thereby the total envisaged number Options increases to 25,00,000 (twenty-five lakhs only) from the existing 20,00,000 (twenty lakhs only) Options, and to amend the other provisions of the ESOS 2020 Scheme, which is in line with the new Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("ESOS Regulations"). The approval of shareholders is being sought by way of postal ballot notice dated July 28, 2022.
8)	Methods used for accounting of ESOS	Intrinsic Value	Intrinsic Value
9)	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.	Nil	Nil

III) Option Movement during the year:

S. No.	Particulars	ESOS-2015	ESOS-2020
1)	Number of Options outstanding at the beginning of the year	2,01,250	16,50,000
2)	Number of Options granted during the year	10,203	4,10,000
3)	Number of Options forfeited/lapsed during the year	10,203	70,000
4)	Number of Options vested during the year	99,707	4,76,667
5)	Number of Options exercised during the year	99,707	4,09,999
6)	Number of shares arising as a result of exercise of options	99,707	4,09,999
7)	Money realized by exercise of option (INR) if scheme is implemented directly by the Company.	7,97,656	1,18,89,971
8)	Loan repaid by the Trust during the year form exercise price received.	N.A.	NA.
9)	Number of Options outstanding at the end of the year	101543	15,80,001
10)	Number of Options exercisable at the end of the year	-	66,668

IV) Calculation of fair value.

A) ESOS – 2015:

- Weighted average fair value of options granted during the year whose exercise price is less than market price ₹81.

Note: The fair value has been calculated using the Black Scholes Option pricing model. For details of the same along with the assumptions used in the model, the Note No 14.4 to the Standalone Financial Statements forming part of this Annual Report may be referred.

- Weighted average exercise price of options granted during the year whose exercise price is less than market price: ₹8/-

B) ESOS – 2020:

- Weighted average fair value of options granted during the year whose exercise price is less than market price ₹31 – ₹32.

Note: The fair value has been calculated using the Black Scholes Option pricing model. For details of the same along with the assumptions used in the model, the Note No 14.5 to the Standalone Financial Statements forming part of this Annual Report may be referred.

- ii) Weighted average exercise price of options granted during the year whose exercise price is less than market price: ₹29/-

V) Employee wise details of option granted during the year:

- a) Details of grant made during the FY 2021-22 to Key Managerial Personnel and Senior Managerial Personnel:

1) ESOS-2015 Scheme:

S. No.	Name of the Eligible Employee	Designation	No. of Options Grants
1)	Mr. M. Pavan Kumar	Managing Director	10,203

The exercise price for all the aforesaid options granted is ₹8/- (Rupees Eight Only) per option.

2) ESOS-2020 Scheme:

S. No	Name of the Eligible Employee	Designation	Exercise Price	No. of options granted
1)	Mr. Amit Tandon	Vice President – Domestic Sales & Marketing	₹67	65,000
2)	Mr. Bhoopal Meka	DGM- R&D	₹67	50,000
3)	Dr.A.Kuppusamy	Sr. GM – Registration and Regulatory Affairs	₹82	60,000
4)	Mr. Praveen Dubey	Sr. GM- Institutional Business	₹82	60,000
5)	Mr. V Venkata Narasimha Raju	DGM -Sales & Marketing	₹82	50,000
6)	Mr. Joshi Kishor Gangadhar	DGM -SCM	₹82	50,000
7)	Dr. Sunil Kumar Singh	R&D Head	₹71	60,000
8)	Mr. Subhanjan Das	GM - SCM	₹71	5,000
9)	Mr. Satish Kumar Subudhi	Vice President – Legal & Company Secretary	₹71	5,000
10)	Mr. Harish Bijlwan	Sr.Vice President – Operations & Technology	₹71	5,000

- b) Any other employee who receives a grant in any one year of options amounting to 5% or more of options granted during the year: Nil.
- c) Identified employees who were granted options in 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: Nil



VI) A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

S. No	Particulars	ESOS-2015	ESOS-2020
1)	Weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model.	Please refer to Note No 14.4 & 14.5 to the Standalone Financial Statements forming part of this Annual Report.	
2)	Method used and the assumptions made to incorporate the effects of expected early exercise.	Black Scholes Method	
3)	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of the Company's publicly traded equity shares.	
4)	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition		

For and on behalf of the Board

Place: Hyderabad
Date: August 24, 2022

M. Pavan Kumar
Managing Director & CEO
(DIN: 01514557)

Raghavender Mateti
Director
(DIN: 06826653)