

Details Of Esop / Restricted Stock Unit Plan

1. Tejas Networks Limited Employees Stock Option Plan – 2014 (“ESOP Plan 2014”)

The Company pursuant to resolutions passed by the Board and the Shareholders, dated May 29, 2014 and September 24, 2014, respectively, has adopted ESOP Plan 2014. ESOP Plan 2014 was subsequently modified pursuant to the Shareholders’ resolutions dated March 28, 2016 and November 19, 2016. Pursuant to ESOP Plan 2014, options to acquire Equity Shares may be granted to eligible employees (as defined in ESOP Plan 2014). The aggregate number of Equity Shares, which may be issued under ESOP Plan 2014, shall not exceed 71,01,767 Equity Shares. The ESOP Plan 2014 is compliant with the SEBI Regulations and the Companies Act, 2013.

The details of the ESOP Plan 2014 as on March 31, 2019 are given below:

ESOP Plan 2014	
Options granted	69,26,635
Options vested	68,69,919
Options exercised	44,21,613
Total number of shares arising as a result of exercise of option	44,21,613
Options lapsed	64,953
Exercise price	₹ 65.00
Variation of terms of options	Pursuant to a resolution of the Board of Directors dated March 2, 2016 and a resolution of the Shareholders dated March 28, 2016, the size of the ESOP pool was amended. Further, pursuant to a resolution of the Board of Directors dated September 23, 2016 and a resolution of the Shareholders dated November 19, 2016, the exercise period under ESOP 2014 was amended in order to ensure compliance with the SEBI Regulations. Further, amendments were made to the definitions of ‘employee’, ‘promoter’, ‘promoter group’ and ‘independent director’ to ensure compliance with the SEBI Regulations and the Companies Act, 2013.
Money realized by exercise of options	₹ 28.74 crore
Total number of options in force	24,40,069
Employee wise details of options granted to:	No options were granted to the KMP’s during the year
(i) Key managerial personnel	
(ii) Any other employee who receives a grant of options amounting to 5% or more of options granted during the year.	Nil
(iii) Identified employees who were granted option equal to or exceeding 1% of the issued capital of the Company at the time of grant.	Nil

2. Tejas Networks Limited Employees Stock Option Plan – 2014-A (“ESOP Plan 2014 - A”)

The Company pursuant to resolutions passed by the Board and the Shareholders, dated June 27, 2016 and July 25, 2016, respectively has adopted ESOP Plan 2014-A. ESOP Plan 2014-A was subsequently modified pursuant to the Shareholders resolution dated November 19, 2016. Pursuant to ESOP Plan 2014-A, options to acquire Equity Shares may be granted to eligible employees (as defined in ESOP Plan 2014-A). The aggregate number of Equity Shares, which may be issued under ESOP Plan 2014-A, shall not exceed 20,00,000 Equity Shares. ESOP Plan 2014-A is compliant with the SEBI Regulations and the Companies Act, 2013.

The details of the ESOP Plan 2014-A as on March 31, 2019 are given below:

ESOP Plan 2014-A	
Options granted	19,78,215
Options vested	14,34,700
Options exercised	4,36,841
Total number of shares arising as a result of exercise of option	4,36,841
Options lapsed	64,947
Exercise price	₹ 85/-
Variation of terms of options	Pursuant a resolution of the Board of Directors dated September 23, 2016 and a resolution of the Shareholders dated November 19, 2016, the exercise period under ESOP 2014A was amended in order to ensure compliance with the SEBI Regulations. Further, amendments were made to the definitions of ‘employee’, ‘promoter’, ‘promoter group’ and ‘independent director’ to ensure compliance with the SEBI ESOP Regulations and the Companies Act, 2013.
Money realized by exercise of options	₹ 3.71 crore
Total number of options in force	14,76,427
Employee wise details of options-granted to:	No options were granted to the KMP’s during the year
(i) Key managerial personnel	
(ii) Any other employee who receives a grant of options amounting to 5% or more of options granted during the year.	Nil
(iii) Identified employees who were granted option equal to or exceeding 1% of the issued capital of the Company at the time of grant.	Nil

3. Tejas Networks Limited Employees Stock Option Plan – 2016 (“ESOP Plan 2016”)

The Company pursuant to resolutions passed by the Board and the Shareholders, dated August 02, 2016 and August 29, 2016, respectively has adopted ESOP 2016. ESOP 2016 was subsequently amended pursuant to the Shareholders resolution dated November 19, 2016. Pursuant to ESOP 2016, options to acquire Equity Shares may be granted to eligible employees (as defined in ESOP 2016). The aggregate number of Equity Shares, which may be issued under ESOP 2016, shall not exceed 50,00,000 Equity Shares. The ESOP plan 2016 is compliant with the SEBI Regulations and the Companies Act, 2013.

The details of the ESOP Plan 2016 as on March 31, 2019 are given below:

ESOP Plan 2016	
Options granted	26,26,415
Options vested	15,49,959
Options exercised	4,81,982
Total number of shares arising as a result of exercise of option	4,81,982
Options lapsed	1,19,888
Exercise price	Weighted average exercise price of options granted - ₹ 86.29/-
Variation of terms of options	Pursuant to a resolution of the Board of Directors dated September 23, 2016 and a resolution of the Shareholders dated November 19, 2016, the exercise period under ESOP 2016 was amended in order to ensure compliance with the SEBI Regulations. Further, amendments were made to the definitions of ‘employee’, ‘promoter’, ‘promoter group’ and ‘independent director’ to ensure compliance with the SEBI ESOP Regulations and the Companies Act, 2013.
Money realized by exercise of options	₹ 4.15 crore
Total number of options in force	20,24,545
Employee wise details of options granted to:	No options were granted to the KMP's during the year
(i) Key managerial personnel	
(ii) Any other employee who receives a grant of options amounting to 5% or more of options granted during the year.	Nil
(iii) Identified employees who were granted option equal to or exceeding 1% of the issued capital of the Company at the time of grant.	Nil

4. Tejas Restricted Stock Unit Plan – 2017 (“RSU 2017”)

The Company pursuant to resolutions passed by the Board and the Shareholders, dated August 02, 2017 and September 27, 2017, respectively has adopted RSU 2017. The Plan provides alternatives to grant stock units incentives such as RSU's and subject to applicable laws and conditions for exercise, the Eligible Employees shall be entitled to receive equity shares on exercise of such RSU's. The total number of RSU's to be granted to the Eligible Employees under RSU 2017 shall not exceed 30,00,000 (Thirty Lakhs). The RSU 2017 is compliant with the SEBI Regulations and the Companies Act, 2013.

The details of the RSU 2017 as on March 31, 2019 are given below:

RSU 2017		
RSU granted		10,43,340
RSU vested		8,622
RSU exercised		4,127
Total number of shares arising as a result of exercise of RSU		4,127
RSU lapsed*		18,290
Exercise price		10.00
Variation of terms of RSU		Nil
Money realized by exercise of RSU		₹ 41,270/-
Total number of units in force		10,20,923
Employee-wise detail of RSU's granted to:	Sanjay Nayak#	55,000
(i) Key managerial personnel	Arnob Roy	48,000
	Venkatesh Gadiyar	32,000
	N R Ravikrishnan	10,000
(ii) Any other employee who receives a grant of RSU amounting to 5% or more of RSU granted during the year.	Nil	
(iii) Identified employees who were granted RSU equal to or exceeding 1% of the issued capital of the Company at the time of grant.	Nil	

Note: The Company does not intend to grant further ESOPs to employees as it had formulated the Restricted Stock Unit Plan.

*RSU lapsed can be re-issued and will form part of RSU pool to be granted

RSU granted amounting to 5.45% of the total RSU granted during the year.