

**DISCLOSURE UNDER REGULATION 14 (PART F OF SCHEDULE I)
OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021.**

Sl. No.	Particulars	Disclosure
A.	Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employees share-based payments' issued in that regard from time to time.	Disclosed in Note 48 of Notes to Standalone Financial Statements for F.Y 2024-25
B.	Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time.	Disclosed in Note 35 of Notes to Standalone Financial Statements for F.Y 2024-25
C.	Details related to ESOS	Not applicable
D.	Details related to ESPS	As at 31 st March 2024, the Company had in place Employees Share Purchase Scheme, namely, Godfrey Phillips Employees Share Purchase Scheme-2023 (hereinafter referred to as "ESPS 2023"). Additionally, during the Financial Year 2024-25, the Company had implemented another share-based employee long term incentive plan for eligible employees by the name "Godfrey Phillips Employees Share Purchase Scheme-2024" (hereinafter referred to as "ESPS 2024").
(i)	The following details on ESPS 2024 under which allotments/transfers were made during the year:	
(a)	Date of shareholders' approval	19 th December 2024
(b)	Number of shares issued/transferred	1,71,500 Equity Shares were offered and accepted by eligible employees during the year.
(c)	The price at which such shares are issued	Rs. 1600 per share.

(d)	Lock-in period	<p>For 1/4th of Shares Offered: One year from the date of transfer to their respective DEMAT account. For next 1/4th of Shares Offered: Two years from the date of transfer to their respective DEMAT account. For next 1/4th of Shares Offered: Three years from the date of transfer to their respective DEMAT account. For balance 1/4th of Shares Offered: Four years from the date of transfer to their respective DEMAT account.</p>													
(ii)	The details regarding allotment made under each ESPS, as at the end of the year:	<table border="1"> <thead> <tr> <th data-bbox="726 448 1388 488">Particulars</th> <th data-bbox="1388 448 2030 488">ESPS 2024</th> </tr> </thead> <tbody> <tr> <td data-bbox="726 488 1388 597">The details of the number of shares issued/transferred under ESPS</td> <td data-bbox="1388 488 2030 597">1,71,500 Equity Shares were offered and accepted by eligible employees during the year.</td> </tr> <tr> <td data-bbox="726 597 1388 675">The price at which such shares were issued/transferred</td> <td data-bbox="1388 597 2030 675">Rs. 1600 per share.</td> </tr> <tr> <td data-bbox="726 675 1388 1300"> Employee-wise details of the shares issued to; <ul style="list-style-type: none"> <li data-bbox="779 748 1388 935">i. “senior management” as defined under regulation 16(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; <li data-bbox="779 967 1388 1114">ii. any other employee who is issued shares in any one year amounting to 5% or more shares issued during that year; <li data-bbox="779 1146 1388 1292">iii. identified employees who were issued shares during any one year equal to or exceeding 1% of the issued capital of the company at the time of issuance; </td> <td data-bbox="1388 675 2030 1300"> <p>1,00,000 Equity Shares</p> <p>NIL</p> <p>NIL</p> </td> </tr> <tr> <td data-bbox="726 1300 1388 1409">Consideration received against the issuance of shares, if scheme is implemented directly by the company.</td> <td data-bbox="1388 1300 2030 1409">Not applicable</td> </tr> <tr> <td data-bbox="726 1409 1388 1500">Loan repaid by the Trust during the year from exercise price received:</td> <td data-bbox="1388 1409 2030 1500">Rs. 27,44,00,000/-</td> </tr> </tbody> </table>	Particulars	ESPS 2024	The details of the number of shares issued/transferred under ESPS	1,71,500 Equity Shares were offered and accepted by eligible employees during the year.	The price at which such shares were issued/transferred	Rs. 1600 per share.	Employee-wise details of the shares issued to; <ul style="list-style-type: none"> <li data-bbox="779 748 1388 935">i. “senior management” as defined under regulation 16(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; <li data-bbox="779 967 1388 1114">ii. any other employee who is issued shares in any one year amounting to 5% or more shares issued during that year; <li data-bbox="779 1146 1388 1292">iii. identified employees who were issued shares during any one year equal to or exceeding 1% of the issued capital of the company at the time of issuance; 	<p>1,00,000 Equity Shares</p> <p>NIL</p> <p>NIL</p>	Consideration received against the issuance of shares, if scheme is implemented directly by the company.	Not applicable	Loan repaid by the Trust during the year from exercise price received:	Rs. 27,44,00,000/-	
Particulars	ESPS 2024														
The details of the number of shares issued/transferred under ESPS	1,71,500 Equity Shares were offered and accepted by eligible employees during the year.														
The price at which such shares were issued/transferred	Rs. 1600 per share.														
Employee-wise details of the shares issued to; <ul style="list-style-type: none"> <li data-bbox="779 748 1388 935">i. “senior management” as defined under regulation 16(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; <li data-bbox="779 967 1388 1114">ii. any other employee who is issued shares in any one year amounting to 5% or more shares issued during that year; <li data-bbox="779 1146 1388 1292">iii. identified employees who were issued shares during any one year equal to or exceeding 1% of the issued capital of the company at the time of issuance; 	<p>1,00,000 Equity Shares</p> <p>NIL</p> <p>NIL</p>														
Consideration received against the issuance of shares, if scheme is implemented directly by the company.	Not applicable														
Loan repaid by the Trust during the year from exercise price received:	Rs. 27,44,00,000/-														
E.	Details related to SAR	Not applicable													

F.	Details related to GEBS / RBS	Not applicable																					
G.	Details related to Trust The following details, <i>inter alia</i> , in connection with transactions made by the Trust meant for the purpose of administering the schemes under the regulations are to be disclosed:																						
(i)	General information on all schemes	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Name of the Trust</td> <td>Godfrey Phillips ESPS Trust</td> </tr> <tr> <td>2.</td> <td>Details of the Trustee(s)</td> <td>Ms. Sakshi Anand Mr. Sachin Sharma Mr. Rishabh Maheshwari</td> </tr> <tr> <td>3.</td> <td>Amount of loan disbursed by company / any company in the group, during the year</td> <td>Rs. 16,90,00,000/-</td> </tr> <tr> <td>4.</td> <td>Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year</td> <td>Rs. (50,65,018/-)</td> </tr> <tr> <td>5.</td> <td>Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee</td> <td>Nil</td> </tr> <tr> <td>6.</td> <td>Any other contribution made to the Trust during the year.</td> <td>Nil</td> </tr> </tbody> </table>	Sl. No.	Particulars	Details	1.	Name of the Trust	Godfrey Phillips ESPS Trust	2.	Details of the Trustee(s)	Ms. Sakshi Anand Mr. Sachin Sharma Mr. Rishabh Maheshwari	3.	Amount of loan disbursed by company / any company in the group , during the year	Rs. 16,90,00,000/-	4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. (50,65,018/-)	5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	Nil	6.	Any other contribution made to the Trust during the year.	Nil
Sl. No.	Particulars	Details																					
1.	Name of the Trust	Godfrey Phillips ESPS Trust																					
2.	Details of the Trustee(s)	Ms. Sakshi Anand Mr. Sachin Sharma Mr. Rishabh Maheshwari																					
3.	Amount of loan disbursed by company / any company in the group , during the year	Rs. 16,90,00,000/-																					
4.	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Rs. (50,65,018/-)																					
5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	Nil																					
6.	Any other contribution made to the Trust during the year.	Nil																					
(ii)	Brief details of transactions in shares by the Trust.																						
(a)	Number of shares held at the beginning of the year;	2,11,500																					
(b)	Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid up equity capital as at	Nil																					

	the end of the previous financial year, along with information on weighted average cost of acquisition per share;			
(c)	Number of shares transferred to the employees /sold along with the purpose thereof;	2,11,500 shares were transferred to eligible employees.		
(d)	Number of shares held at the end of the year.	Nil		
(iii)	In case of secondary acquisition of shares by the Trust		Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained.
		Held at the beginning of the year	2,11,500	0.41%
		Acquired during the year	Nil	Nil
		Sold during the year	Nil	Nil
		Transferred to the employees during the year	2,11,500	0.41%
		Held at the end of the year	Nil	Nil