

Annexure – D

Disclosures with respect to Employee Stock Option Plan 2024 of the Company, pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as on March 31, 2026:

a) Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 including the ‘Guidance note on accounting for employee share-based payments’ issued in that regard from time to time

Members may refer to the audited financial statement prepared as per Indian Accounting Standard (Ind-AS) for the Financial Year 2025-26.

b) Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of options calculated in accordance with Ind-AS 33

Diluted EPS (after exceptional item) for the year ended March 31, 2026 is ₹ 92.84 calculated in accordance with Ind-AS 33 (Earnings per Share).

c) Details related to D. P. Abhushan Limited Employee Stock Option Plan 2024

Description	ESOP 2024
Date of shareholders’ approval	December 22, 2024
Number of options approved under ESOP:	
Stock option(s) exercisable into not exceeding 200000 (Two Lakh only) exercisable into not more than 200000 (Two Lakhs Only) Equity Share(s) to eligible employees of the Company, with every 1 (One) Option giving the right but not obligation to the holder, to subscribe to, 1 (One) fully paid-up Equity Share of Face Value Rupees 10/- (Rupee Ten only) each, of the Company.	
Vesting requirements:	
As per ESOP 2024, Vesting Period shall commence from the Grant Date subject to minimum of 1 (One) year from the Grant Date and a maximum of 5 (Five) years from the Grant Date, at the discretion of and in the manner prescribed by the Nomination and Remuneration Committee and set out in the Grant Letter.	
Exercise price or pricing formula:	
The Nomination and Remuneration Committee, on the basis of Valuation report has determined exercise price to be Rs. 10/- per option and the Fair Value of the options has been determined to be Rs. 1,466.08/- using Black-Scholes option pricing formula.	
Maximum term of options granted	5 (Five) years from the Grant Date
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options / Material changes in the scheme	None
Method used to account for ESOP	The Company shall use the Intrinsic Value Method or Fair Value Method as per applicable Accounting Standards and other regulatory provisions for valuation of Stock Based Instruments granted
Where the company opts for expensing of the options using the intrinsic value of the options, 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. The impact of this difference on profits and on EPS of the company shall also be disclosed	Not applicable

Description	ESOP 2024				
Option movement during the year	Particulars		Details		
	Number of options outstanding at the beginning of the period		0		
	Number of options granted during the year		62300		
	Number of options forfeited / lapsed during the year		4800		
	Number of options vested during the year		0		
	Number of options exercised during the year		0		
	Number of shares arising as a result of exercise of options		0		
	Money realized by exercise of options (INR), if scheme is implemented directly by the company		0		
	Loan repaid by the Trust during the year from exercise price received		0		
	Number of options outstanding at the end of the year		57500		
	Number of options exercisable at the end of the year		0		
Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.		No options exercised during the year.			
Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -					
1.	Key managerial personnel and senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;	Name of employee	Designation	Number of options granted during the year	Exercise price
		Harshwardhan Maheshwari	General Manager-Inventory	3000	Rs. 10/-
2.	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	Name of employee	Designation	Number of options granted during the year	Exercise price
		Rishabh Bhandari	Branch Manager	5000	Rs. 10/-
3.	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.	Nil			
A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:					
(a)	the 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;	(a) The weighted-average values of:			
		i	Share price (Rs.)	1,474.70	
		ii	Exercise price, (Rs.)	10.00	
		iii	Expected volatility (%)	42.49%	
		iv	Expected option life(years)	2.56	
		v	Expected dividends (Rs.)	0.00%	
		vi	The risk-free interest rate (%)	5.84%	
		vii	any other inputs to the model;		
Assumption:					
1. Stock Price: We have considered the closing Equity price as on NSE on the date one day prior to grant date					
2. Exercise Price: We have considered the exercise price as per the information provided by the Company					
3. Volatility: The historical volatility over the expected life has been considered to calculate the fair value.					
4. Time to Maturity: Time to Maturity / Expected Life of options is the period for which the Company expects the options to be live.					
5. Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero-coupon yield curve for Government Securities.					
6. Expected dividend yield: Expected dividend yield has been calculated as dividend paid divided by market price as on the date of grant.					

Description	ESOP 2024
(b) the method used and the assumptions made to incorporate the effects of expected early exercise;	Not Applicable
(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	The expected price volatility is determined using annualized standard deviation (a measure of volatility used in Black-Scholes-Merton option pricing) and the historic volatility based on remaining life of the options.
(d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	Nil

Registered office:

138, Chandani Chowk, Ratlam,
Madhya Pradesh – 457 001, India

Place: Ratlam

Date: August 22, 2026

Santosh Kataria

Chairman & Managing Director
DIN: 02855068

By order of the Board of Directors

For, D. P. ABHUSHAN LIMITED

CIN: L74999MP2017PLC043234

Anil Kataria

Whole time Director
DIN 00092730