

**DISCLOSURE PURSUANT TO REGULATION 14 OF SEBI (SHARE BASED EMPLOYEE BENEFITS  
AND SWEAT EQUITY) REGULATIONS, 2021 FOR FY 2024-25**

- 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 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 year 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.**

Diluted EPS (after exceptional item) for the year ended March 31, 2024 is ₹ 5.00 calculated in accordance with Ind-AS 33 (Earnings per Share).

- C. Details related to the Praveg Employee Stock Option Plan 2024 ("ESOP 2024")**

- i. A description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including**

Sr. No.	Particulars	Details of the ESOP Plan 2024
1	General terms and conditions of 2024 Plan:	
	(a) Date of shareholders' approval	March 30, 2024
	(b) Total number of options approved under ESOP Plan 2024	The Shareholders' of the Company through Extra ordinary General meeting approved on March 30, 2024, issue of such number of Options not exceeding 25,000 (Twenty-five Thousand Only), convertible into not more than 25000 (Twenty-five Thousand Only) shares of face value of INR 10/- each.
	(c) Vesting requirements	<p>All the Options granted on any date shall vest on expiry of the minimum period of 1 (one) year from the date of grant of Options and not later than maximum Vesting Period of 4 (Four) years from the date of the Grant of such Options.</p> <p>The vesting dates in respect of the Options granted under the ESOP Plan shall be determined by the NRC and may vary from an employee to employee or any class thereof and/or in respect of the number or percentage of Options to be vested.</p> <p>Options shall vest essentially based on continuation of employment/ service as per requirement of SEBI SBEB &amp; SE</p>

**PRAVEG LIMITED**

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		Regulations. Apart from that the NRC may prescribe achievement of any performance condition(s) for vesting.
	(d) Exercise price or pricing formula	The options will be granted at a discount as determined by the Compensation Committee, to the market price, being latest available closing price, prior to the date of the meeting of the Compensation Committee, in which options are granted, on the stock exchange on which the shares of the Company are listed, subject to the minimum of the face value per share of Rs. 10/-.
	(e) Maximum term of options granted	Options granted under this Plan would Vest not later than maximum Vesting Period of 4 (Four) years from the date of the Grant of such Options.
	(f) Source of shares (primary, secondary or combination)	The ESOP Plan 2024 envisages issue of fresh/ primary shares by the Company.
	(g) Variation in terms of options	No variation/modification/amendment was made in the terms of options during the financial year 2024-25.

**ii. Method used to account for ESOS**

Fair Value

- iii. 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

**iv. Option movement during the year, i.e. FY 2024-25 (For each ESOS):**

Sr. No.	Particulars	Details
1	Number of options outstanding at the beginning of the period	Nil
2	Number of options granted during the year	3969
3	Number of options forfeited / lapsed during the year	Nil
4	Number of options vested during the year	Nil
5	Number of options exercised during the year	Nil
6	Number of shares arising as a result of exercise of options	N.A.
7	Money realized by exercise of options (INR), if scheme is implemented directly by the company	N.A.
8	Loan repaid by the Trust during the year from exercise price received	N.A.
9	Number of options outstanding at the end of the year	3969
10	Number of options exercisable at the end of the year	Nil

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- v. **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.**

The fair value at Grant Date is determined using “Black Scholes Model”. Members may refer to the audited financial statement for the year 2024-25 for further details.

- vi. **Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted during the year**

- a) Senior managerial personnel as defined under Regulation 16(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015: None
- b) Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year: Refer Annexure for Employee details
- c) 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: None

- vii. **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;
- (b) the method used and the assumptions made to incorporate the effects of expected early exercise;
- (c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility;
- (d) whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition

**The fair value at Grant Date is determined using “Black Scholes Model”. Members may refer to the audited financial statement for the year 2024-25 for further details.**

**D. Disclosures in respect of grants made in three years prior to IPO under each ESOS: Not Applicable**

**E. Details related to Trust: Not Applicable**

*Note: There was no change in the ESOP Plan 2024 since its implementation and the ESOP Plan 2024 is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.*

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**Employee wise details for Options granted dated February 11, 2025:**

<b>Name</b>	<b>Designation</b>	<b>Options Granted</b>
Dipali Mandaliya	Asst. Manager	73
Jagdish Purabiya	Peon	34
Valsingh Bariya	Sr. Executive	52
Shirish Patel	Sr. Executive	42
Ashok Thakur	Asst. Manager	55
Raju Desai	Peon	108
Jitendra Senma	Sr. Executive	241
Manish Koshti	Sr. Executive	197
Rajesh Parekh	Asst. Manager	423
Mukesh Bhavsar	Asst. Manager	575
Nityaprakash Asodiya	Sr. Manager	1062
Mahesh Patel	Asst. General Manager	603
Kanu Thakor	Peon	504
		<b>3969</b>