AEQUS
ecosystems of efficiency

DISCLOSURES WITH RESPECT TO EMPLOYEE STOCK OPTION SCHEMES OF THE COMPANY PURSUANT TO REGULATION 14 OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AS ON MARCH 31, 2026

<table>
<tr><th>Sr. No</th><th colspan="2">Particulars</th><th>Aequs Employee Stock Option Plan 2025 (“ESOP 2025”/ “the Scheme”/ “Plan”)</th></tr>
<tr><td>1.</td><td colspan="2">Any material changes in the Plan and whether the Plan is in compliance with the regulations</td><td>The Company had consolidated all the existing Employee Stock Option Plans namely Aequs Employee Stock Option Plan, 2013, Aequs Employee Stock Option Plan, 2016, Aequs Employee Stock Option Plan, 2020 and Aequs Employee Stock Option Plan, 2022 (“Prior ESOP Plans”) into “Aequs Employee Stock Option Plan 2025” (“ESOP 2025”). The Shareholders had approved the Plan in their meeting held on May 13, 2025.

Subsequently, the Plan was ratified and amended pursuant to (i) a resolution passed by the Board of Directors at its meeting held on January 10, 2026 and by the Shareholders by way of a special resolution via Postal Ballot on March 27, 2026.

Further, the Plan is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.</td></tr>
<tr><td>2.</td><td colspan="3">The disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021 for Scheme 2023 are as follows:</td></tr>
<tr><td>A.</td><td colspan="3">Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time.

Members may refer to the audited financial statement prepared as per Indian Accounting Standards (Ind AS) for the financial year 2025-26, available on the website of the Company and accessible at https://www.aequs.com/investor/</td></tr>
<tr><td>B.</td><td colspan="3">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 –

Refer to Note No. 32 of Standalone Financial Statements for the year ended 31st March 2026.</td></tr>
<tr><td>C.</td><td colspan="3">Details related to the Plan:</td></tr>
<tr><td>(i)</td><td colspan="3">A description of the Plan that existed at any time during the year, including the general terms and conditions of the Plan, including -</td></tr>
<tr><td></td><td>(a)</td><td>Date of shareholders’ approval</td><td>The Shareholders had approved the Plan in their meeting held on May 13, 2025.

Subsequently, the Plan was ratified and amended pursuant to (i) a resolution passed by the Board of Directors at its meeting held on January 10, 2026 and by the Shareholders by way of a special resolution via Postal Ballot on March 27, 2026.</td></tr>
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	(b)	Total number of stock options approved under the Plan	A maximum of 2,04,00,000 (Two Crores Four Lakhs) options may be granted under the ESOP 2025, which on exercise would entitle not more than 2,04,00,000 (Two crores Four Lakhs) equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company, in one or more tranches, on such other terms and conditions as the Nomination and Remuneration Committee along with Aequs Stock Option Plan Trust, may decide from time to time, subject to any adjustment as may be required. It is pertinent to note that grant or exercise of any such stock options would not entail any creation, issue or offer or new shares in the Company as the corresponding shares are already allotted and residing in Stock Option Plan Trust. Out of such 2,04,00,000 (Two crores Four Lakhs) pool of stock options (for which underlying shares are held in said trust), 15,811,500 stock options are outstanding and corresponding shares are held in Trust as on March 31, 2026.
	(c)	Vesting requirements	The Vesting Period shall be for a maximum period of 7 (seven) years from the date of Grant and minimum shall be 1 (one) year from the date of Grant. Provided that, the vesting period for an option granted under Prior ESOP Schemes shall continue to vest in accordance with the terms as set out in the respective Prior ESOP Schemes and grant letters, while being within the minimum vesting period of 1 (one) year from the date of grant of an option and maximum vesting period of 7 (seven) years from the date of grant.
	(d)	Exercise price or pricing formula	Exercise Price for any stock option Grant shall be the last traded price of equity shares of Aequs Limited, on the recognized stock exchange having the highest trading volume on the trading day immediately preceding the date of grant of options by the Nomination & Remuneration Committee. The specific Exercise Price shall be intimated to the Option Grantee in the Offer Letter at the time of Grant. The Exercise Price for Options granted under the Prior ESOP Plans shall remain as per respective Grant Letters. The exercise price shall be in compliance with the accounting standards specified under the SBEB & SE Regulations, including any 'Guidance Note on Accounting for employee share-based Payments' issued in that regard from time to time.

	(e)	Maximum term of stock options granted	Options granted shall vest after minimum period of 1 (One) year and maximum period of 7 (Seven) years from the date of Grant of such Options. Maximum exercise period is 3 (Three) years from the date of vesting.
	(f)	Source of shares (primary, secondary or combination)	Primary & Secondary
	(g)	Variation in terms of stock options	During the year there was no variation in terms of the options.
(ii)	Method used to account for the Plan - Intrinsic or fair value		The Company uses fair value method to compute the cost of the Options granted and the fair value of options would be calculated as per the prescribed method under the applicable regulations.
(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

Sl. no.	Particulars	Details
1	Number of options outstanding at the beginning of the period	10,475,580
2	Number of options granted during the year 2025-26	3,215,000
3	Number of options forfeited / lapsed during the year 2025-26	1,251,374
4	Number of options vested during the year 2025-26	966,381
5	Number of options exercised during the year 2025-26	1,992,313
6	Number of shares arising as a result of exercise of options	1,992,313
7	Money realized by exercise of options (INR), if scheme is implemented directly by the company (including premium)	INR 44,212,513
8	Loan repaid by the Trust during the year from exercise price received	INR 44,026,562.20
9	Number of options outstanding at the end of the year	10,446,893
10	Number of options exercisable at the end of the year	2,321,952

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.	Refer to Note No. 10B of Standalone Financial Statements for the year ended 31st March, 2026.

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<td>vi.</td>
<td>Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to –

(a) senior managerial personnel;</td>
<td>(a) Options granted to senior managerial personnel during the year 2025-26:

<table>
<tr><th>Sl. No.</th><th>Name of Senior Managerial Employee</th><th>Designation</th><th>Number of options granted during the year</th></tr>
<tr><td>1</td><td>Mr. Kapil Mahajan</td><td>Chief Human Resource Officer</td><td>2,50,000</td></tr>
<tr><td>2</td><td>Mr. Mohamed Bouzidi</td><td>President – Aerospace</td><td>5,00,000</td></tr>
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<td>(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; and</td>
<td>(b) Employees who have been granted options during the year 2025-26 amounting to 5% or more of the options granted during the year 2025-26:

<table>
<tr><th>S. No.</th><th>Name of option grantee</th><th>Designation</th><th>Number of options granted during the year</th></tr>
<tr><td>1</td><td>Ms. Nayana Wali</td><td>Director of Wholly Owned Subsidiary of the Company</td><td>500,000</td></tr>
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<td>(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.</td>
<td>(c) Nil</td>
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<td>vii.</td>
<td>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;</td>
<td>(a) The Fair Value of the options has been done by an Independent Valuer on the date of grant using Black-Scholes-Merton Formula.

The Key Assumptions and the Fair Value are as:

➢ the weighted-average values of share price
INR 47.64 (for 49 grantees)
INR 52.2 (for 1 grantee)
➢ Exercise price: Rs. 74.64</td>
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<tr><td></td><td></td><td>➢ Expected volatility: 12.41% to 18.22%
➢ Expected Option life: Max. life is 4 years & Avg. life is 2.5 years
➢ Expected dividend yield (%): Nil
➢ The risk free interest rate: 5.82% to 6.23%</td></tr>
<tr><td></td><td>(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; and

(d) whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.</td><td>(b) Method: Black-Scholes-Merton Formula

The key assumptions of Black-Scholes-Merton model are:-

1. The price of underlying instrument follows geometric Brownian motion with constant drift and volatility, and price changes are log normally distributed.
2. It is possible to short sell the underlying stock.
3. There are no arbitrage opportunities.
4. Trading in stock is continuous.
5. There are no transaction costs or taxes.
6. It is possible to buy and sell any amount, even fractional, of the stock (securities are perfectly divisible).
7. It is possible to borrow and lend cash at a constant risk-free interest rate.

(c) Volatility used in the Black-Scholes-Merton option pricing model is average of annualized standard deviation of the continuously compounded rates of return of SENSEX and over the expected life of the option.

(d) No other features are incorporated.</td></tr>
<tr><td></td><td>Disclosures in respect of grants made in three years prior to IPO under each ESOS

Until all options granted in the three years prior to the IPO have been exercised or have lapsed, disclosures of the information specified above in respect of such options shall also be made.</td><td>Aequs Limited was listed on December 10, 2025.

Below is the total number of options granted during the three years prior to IPO:

<table><tr><th>S. No.</th><th>Financial year</th><th>Total No. of options granted</th></tr><tr><td>1</td><td>2022-23</td><td>275,000</td></tr><tr><td>2</td><td>2023-24</td><td>Nil</td></tr><tr><td>3</td><td>2024-25</td><td>3,043,821</td></tr></table></td></tr>
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