

**DISCLOSURE PURSUANT TO REGULATION 14 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 FOR FY22:**

**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 2012) including the 'Guidance note on accounting for employee share-based payments:**

The disclosure is provided in Notes 35 to the Audited Financial Statements of the Home First Finance Company India Limited ('the Company') for the year ended March 31, 2022.

**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 ICAI or any other relevant accounting standards as prescribed from time to time.**

Rs. 20.85 per share

**C. Details related to Employee Stock Option Schemes (ESOS) of the Company**

**ESOP 2012 Scheme**

i.	Description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including:-					
	Particulars	ESOP 2012 Scheme				
a.	Date of shareholders' approval	Board Approval- March 14, 2012 Amendments/Ratification- September 7, 2017 November 22, 2019 and March 18, 2020. Date of ratification post IPO- August 5, 2021				
		Tranche 1	Tranche 2	Tranche 3	Tranche 4	Tranche 5
b.	Total number of options approved under ESOS	2,908,180 options				
c.	Vesting Requirement	Vesting over 4 years as per ESOP policy				
d.	Exercise Price or Pricing Formula (Rs.)	47.83	47.83	56.23	56.23	56.23
e.	Maximum time of Options granted	Ten (10) years from the date of each vesting				
f.	Source of shares	Primary				
g.	Variations in terms of options	Nil				
ii.	<b>Method used to account for ESOS - Intrinsic or fair value:</b>	Fair Value Method determined based on Black - Scholes - Merton formula.				
iii.	<b>Where the Company opts for expensing the options using the intrinsic value of the Options:</b>	Not applicable				
a.	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.					

b.	The impact of this difference on profits and on EPS of the Company					
<b>iv.</b>	<b>Option movement during the year (For each ESOS)</b>					
	Number of options outstanding at the beginning of the Period	5,000	45,000	225,000	215,000	35,000
	Number of options granted during the year	-	-	-	-	-
	Number of options forfeited/lapsed during the year	-	-	-	-	-
	Number of options vested during the year	-	-	-	-	-
	Number of options exercised during the year	5,000	37,500	13,500	-	-
	Number of shares arising as a result of exercise of options	5,000	37,500	13,500	-	-
	Money realized by exercise of options (Rs.)	239,130	1,793,475	759,051	-	-
	Number of options outstanding at the end of the year	-	7,500	211,500	215,000	35,000
	Number of Options exercisable at the end of the year	-	7,500	211,500	215,000	35,000
<b>v.</b>	<b>Weighted-average exercise prices and weighted-average fair values of option</b>					
<b>a.</b>	<b>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.</b>					
	Exercise price equals market price on the date of grant					
	Fair Value of options granted (Rs.)	1st year- 8.80	1st year- 8.40	1st year- 5.80	1st year- 9.60	1st year- 9.20
		2nd year- 13.00	2nd year- 12.60	2nd year- 10.20	2nd year- 14.40	2nd year- 13.80
		3rd year- 16.60	3rd year- 16.00	3rd year- 14.00	3rd year- 18.20	3rd year- 17.80
		4th year- 19.60	4th year- 19.00	4th year- 17.40	4th year- 21.60	4th year- 21.00
	Exercise Price (Rs.)	47.83	47.83	56.23	56.23	56.23
<b>vi.</b>	<b>Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted:-</b>					
a.	Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	No options have been granted by the Company during the year.				
b.	Any other employee who receives a grant in any one year of option					

	amounting to 5% or more of option granted during the year	
c.	Identified employee 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	
<b>vii.</b>	<b>A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:-</b>	
a.	the weighted-average values of share price (in Rs)	No options have been granted by the Company during the year.
	exercise price:(In Rs)	
	expected volatility	
	expected option life	
	Expected dividend	
	the risk-free interest rate	
	any other inputs to 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 to 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 market condition	

### ESOP Scheme II

<b>i.</b>	<b>Description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including:-</b>				
	<b>Particulars</b>	<b>ESOP Scheme II</b>			
a.	Date of shareholders' approval	Date of Institution of Scheme- February 28, 2018. Date of amendments – June 12, 2019, November 22, 2019, March 18, 2020 and October 15, 2020 Date of ratification post IPO- August 5, 2021			
		<b>Tranche 1</b>	<b>Tranche 2</b>	<b>Tranche 3</b>	<b>Tranche 4</b>
b.	Total number of options approved under ESOS	4,125,290 options			

c.	Vesting Requirement	Vesting over 6 years as per ESOP policy				
d.	Exercise Price or Pricing Formula (Rs.)	117.24	117.24	139.30	223.20	334.73
e.	Maximum time of Options granted	Ten (10) years from the date of each vesting				
f.	Source of shares	Primary				
g.	Variations in terms of options	The Scheme was amended on October 15, 2020 pursuant to the Share Subscription and Purchase Agreement dated October 1, 2020 entered by the Company.				
ii.	<b>Method used to account for ESOS - Intrinsic or fair value:</b>	Fair Value Method determined based on Black - Scholes - Merton formula.				
iii.	<b>Where the Company opts for expensing the options using the intrinsic value of the Options:</b>	Not applicable				
a.	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.					
b.	The impact of this difference on profits and on EPS of the Company					
iv.	<b>Option movement during the year (For each ESOS)</b>					
	Number of options outstanding at the beginning of the Period	17,86,534	2,49,765	13,88,791	28,000	1,54,500
	Number of options granted during the year	-	-	-	-	-
	Number of options forfeited/lapsed during the year	7,370	-	69,909	5,033	8,300
	Number of options vested during the year	3,64,440	49,981	2,45,972	4,759	26,265
	Number of options exercised during the year	53,744	40,676	75,149	2,592	3,815
	Number of shares arising as a result of exercise of options	53,744	40,676	75,149	2,592	3,815
	Money realized by exercise of options (Rs.)	63,01,052	47,68,936	1,04,67,963	5,78,534	12,76,980
	Number of options outstanding at the end of the year	17,25,420	2,09,089	12,43,733	20,375	1,42,385
	Number of Options exercisable at the end of the year	11,21,293	77,461	3,82,911	6,926	22,450
v.	<b>Weighted-average exercise prices and weighted-average fair values of option</b>					
a.	<b>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.</b>					
	Exercise price equals market price on the date of grant					

		1st year- 17.60	1st year- 17.80	1st year- 21.40	1st year- 27.00	1st year- 55.88
	Fair Value of options granted (Rs.)	2nd year- 26.60	2nd year- 27.40	2nd year- 32.40	2nd year- 38.80	2nd year- 72.09
		3rd year- 34.20	3rd year- 35.40	3rd year- 41.40	3rd year- 50.40	3rd year- 85.42
		4th year- 41.00	4th year- 42.60	4th year- 49.60	4th year- 61.80	4th year- 99.63
		5th year- 47.00	5th year- 48.80	5th year- 56.60	5th year- 74.40	5th year- 114.22
		6th year- 52.00	6th year- 54.40	6th year- 63.60	6th year- 84.40	6th year- 131.13
	Exercise Price (Rs.)	117.24	117.24	139.30	223.20	334.73
<b>vi.</b>	<b>Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted:-</b>					
a.	Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	No options have been granted by the Company during the year.				
b.	Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during the year					
c.	Identified employee 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					
<b>vii.</b>	<b>A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:-</b>					
a.	the weighted-average values of share price (in Rs)	No options have been granted by the Company during the year.				
	exercise price:(In Rs)					
	expected volatility					
	expected option life					
	Expected dividend					
	the risk-free interest rate					
	any other inputs to 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 to 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 market condition	

## ESOP 2021

<b>i.</b>	<b>Description of each ESOS that existed at any time during the year, including the general terms and conditions of each ESOS, including:-</b>	
	<b>Particulars</b>	<b>Tranche 1</b>
a.	Date of shareholders' approval	November 26, 2021
b.	Total number of options approved under ESOS	1,969,283 options
c.	Vesting Requirement	Vesting over 3 to 4 years as per ESOP policy
d.	Exercise Price or Pricing Formula (Rs.)	851.10
e.	Maximum time of Options granted	Three (3) years from the date of each vesting
f.	Source of shares	Primary
g.	Variations in terms of options	Nil
ii.	<b>Method used to account for ESOS - Intrinsic or fair value:</b>	Fair Value Method determined based on Black - Scholes - Merton formula.
iii.	<b>Where the Company opts for expensing the options using the intrinsic value of the Options:</b>	Not applicable
a.	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.	
b.	The impact of this difference on profits and on EPS of the Company	
<b>iv.</b>	<b>Option movement during the year (For each ESOS)</b>	
	Number of options outstanding at the beginning of the Period	-
	Number of options granted during the year	9,25,000
	Number of options forfeited/lapsed during the year	15,800
	Number of options vested during the year	-
	Number of options exercised during the year	-
	Number of shares arising as a result of exercise of options	-
	Money realizes by exercise of options (Rs.)	-
	Number of options outstanding at the end of the year	9,09,200

	Number of Options exercisable at the end of the year	-
<b>v.</b>	<b>Weighted-average exercise prices and weighted-average fair values of option</b>	
<b>a.</b>	<b>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.</b>	
	Exercise price equals market price on the date of grant	
	Fair Value of options granted (Rs.)	1st year- 209.46 2nd year- 253.73 3rd year- 289.84 4th year- 329.76
	Exercise Price (Rs.)	851.10
<b>vi.</b>	<b>Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted:-</b>	
<b>a.</b>	Senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company has granted options to Senior Management Personnel at an exercise price of Rs. 851.10 per option. The details of employees whom options have been granted are available for inspection at the registered office of the Company. Alternatively, the same can be obtained by writing to the Company Secretary at <a href="mailto:corporate@homefirstindia.com">corporate@homefirstindia.com</a>
<b>b.</b>	Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during the year	The details of employees that have been granted options in one year amounting to 5% or more of the total granted options during the year are available for inspection at the registered office of the Company. Alternatively, the same can be obtained by writing to the Company Secretary at <a href="mailto:corporate@homefirstindia.com">corporate@homefirstindia.com</a>
<b>c.</b>	Identified employee 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
<b>vii.</b>	<b>A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:-</b>	
<b>a.</b>	the weighted-average values of share price (Rs)	851.10
	exercise price:(Rs)	851.10
	expected volatility	26.20% to 28.09%
	expected option life	Options life (vesting period plus exercise period) ranges from 2.8 to 5.8 years
	Expected dividend	Nil
	the risk-free interest rate	1st year- 5.00% 2nd year- 5.39% 3rd year- 5.71% 4th year- 5.98%
	any other inputs to model	Nil



b.	the method used and the assumptions made to incorporate the effects of expected early exercise;	Expected average life is modelled on the average exercise tenor of the options under the respective schemes / grants which is the best estimate of the Management of the Company.
c.	how expected volatility was determined, including an explanation to the extent to which expected volatility was based on historical volatility;	Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black - Scholes Model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time. Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of the Company's publicly traded equity shares and similar companies listed on the Stock exchange.
d.	whether and how any other features of the options granted were incorporated into the measurement of fair value, such as market condition	The fair value is calculated using Black Scholes Option pricing model

**Disclosures in respect of grants made in three years prior to IPO under each ESOS**

Disclosures made in Point C above, covers all the details of ESOS schemes required to be disclosed in respect of grants made in three years prior to IPO, including the general terms and conditions of each ESOS.

- D. Details related to ESPS:** Nil / Not applicable
- E. Details related to SAR:** Nil / Not applicable
- F. Details related to GEBS / RBS:** Nil / Not applicable
- G. Details related to Trust:** Nil / Not applicable