Annexure –II

Disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

1. The Board of Directors confirms that there have been no material changes in the scheme(s) during the year under review.

2. The scheme, i.e., "Vimta Labs Employee Stock Option Plan - 2021", is in compliance with the applicable regulations.

3. The Members of the Company, at their 31st Annual General Meeting held on 05th July 2021, approved the 'Vimta Labs Employee Stock Option Plan 2021' ('ESOP 2021') and the grant of stock options to eligible employees of the Company under the said plan, pursuant to which the Company obtained in-principle approval from the Stock Exchanges for 6,63,234 stock options; further, at the 35th Annual General Meeting held on 06th June 2025, the Members approved the issue of bonus equity shares in the ratio of 1:1 to eligible members as on the record date, i.e., 13th June 2025, consequent to which the Company obtained additional in-principle approvals for 5,18,260 stock options, aggregating to 11,81,494 stock options under ESOP 2021. The Board of Directors confirms that there have been no material changes to ESOP 2021 during the year under review, except for adjustments arising out of the aforesaid bonus issue, and that the scheme is in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

4. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI form part of the notes to the financial statements provided in this Annual Report.

5. The Company recognizes compensation expenses relating to share-based payments in the statement of profit and loss using fair value in accordance with IND AS 102, share based payments. The fair value determined at the grant date of the stock options is expensed on a straight-line basis over the vesting period, based on the Company's estimate of the equity instruments that will eventually vest, with a corresponding increase in share-based payments reserve in equity.

   At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the original estimates, if any, is recognised in statement of profit and loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share-based payments reserve in equity.

6. Disclosure on Diluted EPS as per the Indian Accounting Standards on issue of shares

Sl. No	Particulars	Vimta Labs Employee Stock Option Plan - 2021
1	Method of calculation of employee compensation	The Company has calculated the employee compensation cost using the fair value of the stock options.

Sl. No	Particulars	Vimta Labs Employee Stock Option Plan - 2021
2	Difference between the employee compensation cost so computed at (1) above and the employee compensation cost that shall have been recognised if it had used the fair value of the options.	Not applicable as the Company has calculated the employee compensation cost using the fair value of the stock options.
3	The impact of this difference on profits and on EPS of the Company	Not applicable as the Company has calculated the employee compensation cost using the fair value of the stock options.

7. Details related to Vimta Labs Employee Stock Option Plan -2021

<table>
<tr><th>Sl. No.</th><th>Description</th><th colspan="2">Year ended 31st March 2026</th></tr>
<tr><td>1</td><td>Date of shareholders' approval</td><td colspan="2">1. Vimta Labs Employee Stock Option Plan -2021
- Approved on 05th July 2021
- Bonus shares Approved on 06th June 2025 (35th AGM Bonus Issue was approved by the shareholders at the ratio of 1:1)</td></tr>
<tr><td rowspan="3">2</td><td rowspan="3">Total number of options approved under ESOPs</td><td>Original</td><td>6,63,234</td></tr>
<tr><td>Bonus</td><td>5,18,260</td></tr>
<tr><td>Total</td><td>11,81,494</td></tr>
<tr><td>3</td><td>Vesting requirements</td><td colspan="2">The minimum vesting period shall be at least 1 (one) year from the date of Grant
Vesting of the options shall take place over three to seven years from the date of Grant</td></tr>
<tr><td>4</td><td>Exercise price or pricing formula</td><td colspan="2">₹ 2 - Exercise price per option</td></tr>
<tr><td>5</td><td>Maximum term of options granted</td><td colspan="2">10 years</td></tr>
<tr><td>6</td><td>Source of shares (primary, secondary or combination)</td><td colspan="2">Primary</td></tr>
<tr><td>7</td><td>Variation of terms of options</td><td colspan="2">Nil</td></tr>
<tr><td>8</td><td>Method used to account for ESOS - Intrinsic or fair value</td><td colspan="2">The company has calculated the employee compensation cost using the fair value of the stock options</td></tr>
<tr><td>9</td><td>If the Company opted for Intrinsic Value, 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</td><td colspan="2">Not Applicable</td></tr>
<tr><td>10</td><td>The impact of this difference on profits and on EPS of the company on the current year profits (for the year grants)</td><td colspan="2">Nil</td></tr>
</table>

8. Details of ESOS during the financial year

Sl. No.	Description	Year ended 31st March 2026
1	Number of options outstanding at the beginning of the year (un-granted)	2,27,993 Options
2	Number of options granted during the year	74,699 Options in Tranche VIII; 42,589 Options in Tranche IX; 38,269 Options in Tranche X, out of the Total ESOPs approved - 11,81,494 Options During the financial year under review, pursuant to the bonus issue, the total adjusted eligible employee grants under the ESOP scheme stood at 3,41,099.
3	Number of options forfeited/lapsed during the year	1,10,628 (including Bonus:27,879) Options
4	Number of options vested during the year	2,00,161 Options
5	Number of options exercised during the year	1,82,059 Options exercised during the year. Total Options exercised till date – 3,08,761 options exercised since beginning of the scheme till the end of financial year under review.
6	Number of shares arising as a result of exercise of options	1,82,059 shares
7	Amount realized by exercise of options (₹)	₹ 3,64,118
8	Loan repaid by the Trust during the year from exercise price received	NA
9	Number of options outstanding at the end of the year (out of total number of options approved under ESOPs)	Total options granted and outstanding -5,18,899 Options Total Options ungranted – 3,53,834 Options Total Options Outstanding – 872733 Options
10	Number of options exercisable at the end of the year (out of total number of options approved under ESOPs)	1,87,033 Options
11	**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.**	

	Stock Options granted on	Weighted average exercise price (in ₹)	Weighted average Fair value (in ₹)
	19.09.2021	2.00	286.12
	11.05.2022	2.00	344.40
	26.10.2022	2.00	400.04
	30.10.2023	2.00	505.39
	17.07.2024	2.00	559.61
	08.11.2024	2.00	581.26
	24.01.2025	2.00	863.62
	28.04.2025	2.00	1153.00
	17.07.2025	2.00	473.15
	28.01.2026	2.00	509.05
12	**Employee wise details of options granted to**		
	a. Key managerial personnel	**Name-** Mr. Siva Rama Krishna Kambhampati **Designation-** Chief Financial Officer **Total Grants-** 20,496 options granted (During the financial year under review).	
	b. Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year	1. Rajesh Medisetty, President - Biologics (VLL-3-7604) – 30,000 options granted 2. Vala Kiran Kumar, General Manager, Analytical Pharma (VLL-3-5967) – 8007 options granted 3. Jagadeesh Kodali, Senior Vice President, Food Division (VLL-3-3689) - 36000 options granted (Only active options have been considered and grants forfeited on account of resignation of employees have not been taken into consideration.)	
	c. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants & conversions) of the Company at the time of grant	Nil	

13	Description of the method and significant assumptions used during the year to estimate the fair value of the options, including the following weighted average information	The Black Scholes option-pricing model was developed for estimating fair value of traded options that have no vesting restrictions and are fully transferable. Since option-pricing models require use of substantive assumptions, changes therein can materially affect fair value of options. The option pricing models do not necessarily provide a reliable measure of fair value of options.
14	**The main assumptions used in the Black Scholes option-pricing model during the year were as follows:**	
	(i) Weighted average values of share price	Refer point no. 11
	(ii) Exercise price	Refer point no.11
	(iii) Weighted Average Risk free interest rate	6%
	(iv) Weighted Average expected Life of Options	3.06 years
	(v) Weighted Average Expected Volatility	63.67%
	(vi) Weighted average expected dividend	80%
15	The method used and the assumptions made to incorporate the effects of expected early exercise	Nil
16	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	Expected volatility has been determined based on the historical volatility of the Company's share price, computed using average weekly closing prices over the expected life of the options
17	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	No

Place: Hyderabad
Date: 06th May 2026

Dr. Sivalinga Prasad Vasireddi
Executive Chairman
DIN: 00242288