

**DISCLOSURE UNDER REGULATION 14 (PART F OF SCHEDULE I)
OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021.**

Sl. No.	Particulars	Disclosure
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 employees share-based payments' issued in that regard from time to time.	Disclosed in Note 48 of Notes to Standalone Financial Statements for F.Y 2023-24.
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.	Disclosed in Note 35 of Notes to Standalone Financial Statements for F.Y 2023-24.
C.	Details related to ESOS	Not applicable
D.	Details related to ESPS	During the Financial Year 2023-24, the Company had implemented a share-based employee long term incentive plan for select employees by the name "Godfrey Phillips Employees Share Purchase Scheme-2023" (hereinafter referred to as "ESPS 2023").
(i)	The following details on each ESPS under which allotments were made during the year:	
(a)	Date of shareholders' approval	7 th January 2024
(b)	Number of shares issued	40,000 Equity Shares were offered and accepted by eligible employees during the year.
(c)	The price at which such shares are issued	Rs. 983 per share.

(d)	Lock-in period	For 1/3 rd of Shares Offered: One year from the date of transfer to their respective DEMAT account. For next 1/3 rd of Shares Offered: Two years from the date of transfer to their respective DEMAT account. For balance 1/3 rd of Shares: Two and Half years from the date of transfer to their respective DEMAT account.	
(ii)	The details regarding allotment made under each ESPS, as at the end of the year:	Particulars	Details
		The details of the number of shares issued under ESPS	40,000 Equity Shares were offered and accepted by eligible employees during the year.
		The price at which such shares were issued	Rs. 983 per share.
		Employee-wise details of the shares issued to;	
		i. “senior management” as defined under regulation 16(1)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;	7,000 Equity Shares
		ii. any other employee who is issued shares in any one year amounting to 5% or more shares issued during that year;	NIL
		iii. identified employees who were issued shares during any one year equal to or exceeding 1% of the issued capital of the company at the time of issuance;	NIL
		Consideration received against the issuance of shares, if scheme is implemented directly by the company.	Not applicable
		Loan repaid by the Trust during the year from exercise price received:	Rs. 3,93,20,000/-
E.	Details related to SAR	Not applicable	
F.	Details related to GEBS / RBS	Not applicable	
Note: Excludes shares which were either not accepted or surrendered by the employees.			

G.	Details related to Trust The following details, <i>inter alia</i> , in connection with transactions made by the Trust meant for the purpose of administering the schemes under the regulations are to be disclosed:																							
(i)	General information on all schemes	<table><tr><th>Sl. No.</th><th>Particulars</th><th>Details</th></tr><tr><td>1.</td><td>Name of the Trust</td><td>Godfrey Phillips ESPS Trust</td></tr><tr><td>2.</td><td>Details of the Trustee(s)</td><td>Ms. Sakshi Anand Mr. Sachin Sharma Mr. Rishabh Maheshwari</td></tr><tr><td>3.</td><td>Amount of loan disbursed by company /any company in the group, during the year</td><td>Rs. 70,00,00,010</td></tr><tr><td>4.</td><td>Amount of loan outstanding (repayable to company /any company in the group) as at the end of the year</td><td>Rs. 45,60,95,510</td></tr><tr><td>5.</td><td>Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee</td><td>Nil</td></tr><tr><td>6.</td><td>Any other contribution made to the Trust during the year.</td><td>Rs. 10,000</td></tr></table>		Sl. No.	Particulars	Details	1.	Name of the Trust	Godfrey Phillips ESPS Trust	2.	Details of the Trustee(s)	Ms. Sakshi Anand Mr. Sachin Sharma Mr. Rishabh Maheshwari	3.	Amount of loan disbursed by company /any company in the group , during the year	Rs. 70,00,00,010	4.	Amount of loan outstanding (repayable to company /any company in the group) as at the end of the year	Rs. 45,60,95,510	5.	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	Nil	6.	Any other contribution made to the Trust during the year.	Rs. 10,000
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(ii)	Brief details of transactions in shares by the Trust.																							
(a)	Number of shares held at the beginning of the year;	Nil																						
(b)	Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition , also as a percentage of paid up equity capital as at the end of the previous financial year,	2,11,500 Equity Shares (0.41 % of Equity Share Capital) were purchased from the open market at a weighted average cost of Rs. 3,132.61 per Share.																						

	along with information on weighted average cost of acquisition per share;			
(c)	Number of shares transferred to the employees / sold along with the purpose thereof;	Nil		
(d)	Number of shares held at the end of the year.	2,11,500		
(iii)	In case of secondary acquisition of shares by the Trust		Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained.
		Held at the beginning of the year	Nil	Nil
		Acquired during the year	2,11,500	0.41%
		Sold during the year	Nil	Nil
		Transferred to the employees during the year	Nil	Nil
		Held at the end of the year	2,11,500	0.41%