

DISCLOSURE PURSUANT TO REGULATION 14 OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 FOR THE FINANCIAL YEAR 2017-18

Eros Employee Stock Option Scheme 2009										Eros - Employee Stock Option Scheme 2017		
	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	Total	
Date of Shareholders Approval	4 December 2009								28 September 2017			
Total number of options approved under the Scheme	5% of the issued paid up share capital as on Grant Date as on 28 September 2017											
Grant Dates	17-Dec-09	12-Aug-10	1-Jul-12	14-Oct-13	12-Nov-14	12-Feb-15	9-Feb-16	10-Feb-17	14-Nov-17	8-Feb-18		
(a) Eros Employee Stock Option Scheme 2009 Options Granted during the year 2009-2010 (Refer to Column A), Options Granted during the year 2010-2011 (Refer Column B), Options Granted during the year 2012-2013 (Refer Column C), Options Granted during the year 2013-2014 (Refer column D), Options Granted during the year 2014-2015 (Refer column E), Options Granted during the year 2014-2015 (Refer column F), Options Granted during the year 2015-2016 (Refer column G), Options Granted during the year 2016-2017 (Refer column H)	17,29,512	83,628	5,71,160	3,00,000	5,52,961	1,39,000	9,66,009	2,82,227	8,22,190	41,824	54,88,511	
(b) Pricing Formula Discount to Fair Value	At a Discount ranging from Nil to 50% to Fair value (₹ 175/-)	At a Discount ranging from 20% to 50% to Fair value (₹ 175/-)	At a Discount of 57.15% to Fair Value (₹ 175/-)	At Nil Discount to Fair Value	At a Discount of 94 % to Fair Value (₹ 284/-)	At a Discount of 98% to Fair Value (₹ 376/-)	At a Discount of 95% to Fair Value (₹ 190/-)	At a Discount of 95% to Fair Value (₹ 188/-)	At a Discount of approx 95% to Fair Value (₹ 200.6/-)	At a Discount of approx 95% to Fair Value (₹ 190.45/-)		
(c) Options vested	10,46,552	79,128	5,71,160	1,80,000	4,86,864	84,666	6,37,411	1,21,529	-	-	32,07,310	
(d) Options exercised	10,19,791	76,128	3,60,000	60,000	4,67,660	84,666	5,08,202	87,460	-	-	26,63,907	
(e) Total number of shares arising as a result of exercise of options	10,19,791	76,128	3,60,000	60,000	4,67,660	84,666	5,08,202	87,460	-	-	26,63,907	
(f) Options lapsed (as at 31 March 2018)	7,09,070	7,500	-	1,20,000	51,730	46,000	93,822	86,701	85,747	-	12,00,570	
(g) Variation in terms of options	Fair value of ESOP 2009 scheme is revised from ₹ 200 to ₹ 175	Fair value of ESOP 2009 scheme is revised from ₹ 200 to ₹ 175	Market value of ESOP scheme is revised from ₹ 200 to ₹ 175	Not Applicable	Not Applicable	Not Applicable	Applicable	Applicable	Applicable	Not Applicable	Not Applicable	
	Ballot dated 21 December 2010	Ballot dated 21 December 2010	Postal Ballot dated 21 December 2010									

Eros Employee Stock Option Scheme 2009

Eros - Employee Stock Option Scheme 2017

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Total number of options approved under the Scheme	5% of the issued paid up share capital as on Grant Date										
Grant Dates	17-Dec-09	12-Aug-10	1-Jul-12	14-Oct-13	12-Nov-14	12-Feb-15	9-Feb-16	10-Feb-17	14-Nov-17	8-Feb-18	
(h) Vesting requirements	<p>The vesting period for the grant shall be as follows: For eligible employees as identified by the Nomination and Remuneration Committee and at their sole discretion:</p> <ul style="list-style-type: none"> •20% of the options shall vest on the completion of 12 months from the grant date •20% of the options shall vest on the completion of 24 months from the grant date •30% of the options shall vest on the completion of 36 months from the grant date •30% of the options shall vest on the completion of 48 months from the grant date <p>Notwithstanding anything to the contrary in this plan, the Nomination and Remuneration Committee may be entitled to in its absolute discretion, to vary or alter the Vesting Date from employee to employee or class, as it may deem fit.</p>										
(i) Maximum term of options granted	<p>The term of each option is as specified by the Nomination and Remuneration Committee at the Grant Date and as stated in the Agreement. However, the options shall not be exercised after the period of ten years from the date of grant or finishing of all stock allocated for the employee stock options, whichever is earlier.</p>										
(j) Source of Shares (primary, secondary or combination)	Primary	Primary	Primary	Primary	Primary	Primary	Primary	Primary	Primary	Primary	Primary
(k) Money realized by exercise of options (upto 31 March 2018)	13,95,42,885	66,09,600	2,70,00,000	90,00,000	46,76,600	8,46,660	50,82,020	8,74,600	-	-	19,36,32,365
(l) Total number of options in force (as at 31 March 2018)	651	-	2,11,160	1,20,000	33,571	8,334	3,63,985	1,08,066	7,36,443	41,824	16,24,034
(m) Employee wise details of options granted to Senior Management	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below
2 Employees to whom more than 5% options granted during the year	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below	Detailed below
3 Employees to whom options more than 1% of issued capital granted during the year	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
(n) Diluted EPS, pursuant to issue of shares on exercise of options	The diluted EPS will be ₹ 8.03 per share, lower by i.e. ₹ 0.12										
(o) Method of calculation of employee compensation cost	Calculation is based on fair value method										
1											
2	28.09	88.18	100.00	-	282.35	376.20	189.95	188.00	200.60	190.45	

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Date of Shareholders Approval	4 December 2009	17-Dec-09	12-Aug-10	1-Jul-12	14-Oct-13	12-Nov-14	9-Feb-16	10-Feb-17	14-Nov-17	28 September 2017			
Total number of options approved under the Scheme	5% of the issued paid up share capital as on Grant Date	5% of issued, paid up and subscribed capital as on 28 September 2017											
Grant Dates	17-Dec-09	12-Aug-10	1-Jul-12	14-Oct-13	12-Nov-14	12-Feb-15	9-Feb-16	10-Feb-17	14-Nov-17	8-Feb-18			
3	Difference between the above and employee compensation cost that shall have been recognized if it had used the fair value of the options	118.42	91.14	75.00	150.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00
4	Impact of this difference on Profits and on EPS of the Company	Not Applicable.											
(p)	Weighted average exercise price (in ₹)	114.64	95.25	122.19	55.49	284.07	379.69	189.19	179.37	193.28	183.28		
2	Weighted average fair value of options based on Black Scholes methodology (in ₹)												
(q)	Significant assumptions used to estimate fair value of options including weighted average												
1	Risk free interest rate	6.30%	6.50%	8.36%	8.57%	8.50%	7.74%	7.49%	6.51%	6.90%	7.38%		
2	Expected life	5.25 years	5.25 years	5.5 years	4.5 years	3.0-4.5 years	3.5-6.5 years	3.5-5.5 years	3.5-5.5 years	3.5-5.5 years	3.5-5.5 years		
3	Expected volatility (based in competitor companies volatility)	75%	60%	44%	35%	40.11%	37.84%	46.46%	48.66%	56.53%	53.15%		
4	Expected dividends	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
5	Closing market price of share on a date prior to date of grant (Fair market value in absence of listing) (in ₹)	175	175	168.65	144.75	291.45	386.3	199.95	199.85	200.75	190.5		

None of the Employees are granted stock options more than 5% of the capital of the Company.

Options granted to Senior Management Personnel	Options Granted	Option Exercised	Options Lapsed	Options in Force
Grant Dated 14 November 2017				
Kumar Ahuja	58,236	-	-	58,236
Abhishek Kanoj	7,360	-	-	7,360
Nandu Ram Ahuja	36,157	-	-	36,157