



13th November, 2024

To

Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex
Bandra (E), Mumbai 400051
(Symbol: DTL)

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Adoption of Employee Stock Option Scheme 2024

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) we wish to inform you that the Board of Directors (“the Board”), at their meeting held on 13th November, 2024, accorded approval for:

Adoption of Employee Stock Option Scheme 2024 of the Company i.e. “Diensten Tech Limited – Employee Stock option Plan,2024”, which is in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SBEB Regulations”). A maximum of 5,78,245 (five lakhs seventy-eight thousand two hundred forty-five) Options may be offered under the ESOS 2024, which will be available for grant to eligible employees of the Company under the Scheme. Each option (after it is vested) will be exercisable for one Equity share at a discounted share value of Rs.90 (ninety) each fully paid-up, subject to approval of the Shareholders of the Company. The disclosure pursuant to SEBI Circular bearing reference no. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as Annexure I. The meeting of the Board of Directors commenced at 3:30 P.M and Concluded at 5:00 P.M.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For and on behalf of
Diensten Tech Limited

Sonia Vaid
Company Secretary and Compliance officer
Membership Number: A68854

As above Encl:

Annexure I

Disclosure pursuant to SEBI Circular bearing reference no. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023

Serial No.	Particulars	Details
1	Brief details of options granted	Maximum of 5,78,245 (five lakhs seventy-eight thousand two hundred forty-five) Options to the eligible employees of the Company under Diensten Tech Limited- Employee Stock Option Plan 2024 "ESOP 2024".
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the scheme is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3	Total number of shares covered by ESOP 2024	A maximum of 5,78,245 (five lakhs seventy-eight thousand two hundred forty-five) Options may be offered under the ESOS 2024, which will be available for grant to eligible employees of the Company under the Scheme. Each option (after it is vested) will be exercisable for one Equity share at a discounted share value of Rs.90 (ninety) each fully paid-up, subject to approval of the Shareholders of the Company.
4	Pricing formula	<p>The Exercise Price would be decided at the Committee's discretion in line with SEBI Regulations and subject to conforming to the accounting policies specified in regulation 15 of SBEB regulations. The Exercise price shall not exceed the fair market value as on the Date of Grant and shall not be below the Face Value of the share.</p> <p>Such exercise price will be intimated to the eligible employee at the time of Grant of Options to them. Provided that, the Company may reprice the Options which are not exercised, whether or not they have been vested, if the ESOP Plan were to be rendered unattractive due to fall in the price of the Shares in the market.</p> <p>However, the Company will ensure that such repricing will not be detrimental to the interest of the employees and the approval of the shareholders of the Company in general meeting has been obtained for such repricing.</p>
5	Options vested/Vesting Schedule	The Options granted shall vest not before 1 year and not after maximum vesting period of 4 years from the date of grant of such options.

6	Time within which Options may be exercised	The employees shall be entitled to exercise the Options from time to time and such period shall not exceed a period of four (4) years from the date of the respective Vesting of the Options. There shall be a minimum period of one year between the Grant Date and Vesting of Options.
7	Options Exercised	N.A.
8	Money realized by exercise of options	N.A.
9	The total number of shares arising as a result of exercise of option	N.A.
10	Options lapsed	N.A.
11	Variation of terms of options	N.A.
12	Brief details of significant terms	<p>1)The NRC shall administer the ESOS 2024.</p> <p>2) While Granting the Options, the NRC would take into consideration the Grade, performance, merit, length of service, future potential contribution, conduct of the Employee and such other relevant factors as may be deemed appropriate by it. The NRC will determine the quantum/ proportion of Options that may be granted.</p> <p>3) Options shall be granted based on one or more of the pre-defined performance conditions as may be determined by the NRC on a Grade-to-Grade basis or case-to-case basis or otherwise as applicable for the function / role or such other conditions as the NRC may deem fit. The NRC may vary the conditions, and the weightages assigned to each of such conditions. The number of Options made available to a particular Grade / class / cadre of Employees may vary at the discretion of the NRC.</p> <p>4) Every grant of Options shall be governed by a vesting schedule and such other terms, as determined by the NRC at the time of each grant.</p> <p>5) The employees shall be entitled to exercise the Options from time to time and such period shall not exceed a period of four (4) years from the date of the respective Vesting of the Options.</p> <p>6) The Company shall issue shares upon exercise of vested Options, subject to fulfilment of certain condition(s) including payment of exercise price and satisfaction of tax obligations.</p>
13	Subsequent changes or cancellation or exercise of such options	N.A.
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options.	N.A.