



SKY
GOLD & DIAMONDS
— MAKE IN BHARAT , FOR THE WORLD —

9th February 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai 400051

Scrip Code: 541967

Trading Symbol: SKYGOLD

Subject: Grant of options, Modification in Vesting Schedules and Allotment of Equity Shares of Rs. 10/- each under SKY GOLD LIMITED-EMPLOYEE STOCK OPTION PLAN 2024 ("SKY GOLD – ESOP 2024") of M/s. Sky Gold and Diamonds Limited (Formerly known as Sky Gold Limited) (the "Company").

Dear Sir/Madam,

We wish to inform you that the Nomination and Remuneration Committee of the Board of Directors of the Company ("NRC") at its meeting held today i.e., on 9th February 2026, had approved the following:

1. Grant of Options

The NRC has approved grant of 13,230 Stock Options to eligible employee of the Company under the Sky Gold Limited - Employee Stock Option Plan 2024 ("SKY GOLD – ESOP 2024").

The relevant disclosure as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure I**.

2. Modification in Vesting Schedule of ESOPs

With reference to the Intimation dated 3rd February 2025 with respect to grant of option to eligible employee and pursuant to the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, we hereby inform you that the NRC has approved the modification in the vesting schedule of stock options granted to an eligible employee under the SKY GOLD LIMITED-EMPLOYEE STOCK OPTION PLAN 2024 ("SKY GOLD – ESOP 2024").

The modification pertains only to the vesting schedule of stock options already granted and does not result in any change in the total number of stock options granted or the exercise price. The revised vesting schedule continues to comply with the minimum vesting period prescribed under the aforesaid regulations.

All other terms and conditions of the ESOP Scheme and the grant letter remain unchanged.

The relevant disclosure as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure II**.

3. Allotment of 10,000 fully paid-up equity shares of face value of Rs. 10/- each.

The NRC has approved issue and allotment of 10,000 (Ten Thousand) fully paid-up equity shares of face value of Rs. 10/- each under Sky Gold Limited - Employee Stock Option Plan 2024 ("SKY GOLD – ESOP 2024") of the Company pursuant to exercise of Options by the eligible employee.

The equity shares so allotted under the Scheme shall rank pari-passu with the existing equity shares of the Company in all respects including dividend.

Further, we would like to inform that the Company has obtained the necessary in-principle approvals from BSE Limited and National Stock Exchange of India Limited.

Accordingly, post allotment, the paid-up equity share capital of the Company stands increased as under:

FROM	TO
Rs. 1,54,86,38,840/- comprising of 15,48,63,884 equity shares of Rs. 10/- each fully paid up	Rs. 1,54,87,38,840/- comprising of 15,48,73,884 equity shares of Rs. 10/- each fully paid up.

Disclosure of Information as required under SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as "Annexure-III" and Disclosure under Part E of Schedule-I pursuant to Regulation 10(c) of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is enclosed as "Annexure-IV".

The NRC Meeting commenced at 10:03 A.M. IST and concluded at 10:10 A.M. IST.

This outcome is also being made available on the Company's website at: www.skygold.co.in

We request you to kindly take note of the same and take into your records.

Thanking You,

Yours faithfully,

For Sky Gold and Diamonds Limited
(Formerly known as Sky Gold Limited)

Mangesh Chauhan
Managing Director
DIN: 02138048
Place: Navi Mumbai
Enclosed: As above



ANNEXURE I

The details as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable SEBI Circulars – Grant of Options.

Sr. No.	Particulars	Description
1.	Brief details of options granted/ESOP	13,230 (Thirteen Thousand Two Hundred and Thirty) Options are granted by the Nomination and Remuneration Committee to eligible employees under the "SKY Gold - ESOP 2024".
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2012?	Yes
3.	Total number of shares covered by these options	13,230 (Thirteen Thousand Two Hundred and Thirty) Equity Shares (each stock option is convertible into one equity share) of face value of Rs. 10/- each of the Company.
4.	Exercise price	Exercise Price is Rs. 10/- per option.
5.	Time within which the options can be exercised	Options granted shall vest after a minimum period of one (1) year from the date of grant, subject to the terms of the Plan.
6.	Options Vested	The Options granted to any Employee shall vest within the Vesting Period in the manner as set forth in the Grant letter subject to a maximum period of 5 years from the date of grant and subject to the terms of the ESOP Scheme Plan and such other parameters as may be determined by NRC as mentioned in the Grant Letter.
7.	Options exercised,	Not Applicable at this stage.
8.	Money realized by exercise of options,	Not Applicable at this stage.
9.	The total number of shares arising as a result of exercise of options,	Not Applicable at this stage.
10.	Options lapsed	Not Applicable at this stage.
11.	Brief details of significant terms	1. Each Option when exercised would be converted into One (1) Equity Share of face value of Rs. 10/- each. 2. Lock-in period shall not be applicable. 3. Administration of the scheme by the Nomination and Remuneration Committee.
12.	Subsequent changes/ cancellation/ exercise of such options	Not Applicable at this stage.
13.	Diluted earnings per share pursuant to issue of equity shares on exercise of options, etc.	Not Applicable at this stage.



ANNEXURE II

The details as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Master Circular dated November 11, 2024 – Modification in Vesting Schedule of ESOPs are as under:

Sr. No.	Particulars	Description
1.	Brief details of options granted/ESOP	1,00,000 (One Lakh) Options are granted by the Nomination and Remuneration Committee to eligible employees under the "SKY Gold - ESOP 2024".
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021?	Yes
3.	Total number of shares covered by these options	1,00,000 Equity Shares.
4.	Exercise price	The exercise price per share payable by the eligible employee is Rs. 10/-
5.	Options Vested	10,000 Options Vested on 2 nd February 2026.
6.	Time within which the options can be exercised	The vesting schedule has been modified as under: Original Vesting Schedule: <ul style="list-style-type: none">• 10% of the options granted would vest at the expiry of every 12 Months for the first three years• 30% of the options granted would vest at the expiry of 12 Months for the fourth year and• 40% of the options granted would vest at the expiry of 12 Months for the fifth year. Revised Vesting Schedule: <ul style="list-style-type: none">• 10% of the options granted would vest at the expiry of 12 Months for the first year. (Already vested and exercised – no change)• 18% of the options granted would vest at the expiry of 12 Months for the second year• 27% of the options granted would vest at the expiry of 12 Months for the third year• 18% of the options granted would vest at the expiry of 12 Months for the fourth year• 27% of the options granted would vest at the expiry of 12 Months for the fifth year
7.	Options exercised,	10,000 Options exercised
8.	Money realized by exercise of options,	Rs. 1,00,000/- (Indian Rupees One Lakh)
9.	The total number of shares arising as a result of exercise of options,	10,000 Equity Shares



10.	Options lapsed	Not Applicable
11.	Variation of terms of options	Modification in the vesting schedule of stock options granted to the eligible employee, as approved by the Nomination and Remuneration Committee, with reference to the grant of stock options intimated on 3rd February 2025.
12.	Brief details of significant terms	The modification is beneficial to the employee, does not prejudice shareholders' interest, complies with the minimum vesting period of one year under SEBI (SBEB & Sweat Equity) Regulations, 2021, and the total number of options granted remains unchanged.
13.	Subsequent changes or cancellation or exercise of such options	Except for the above modification in the vesting schedule and exercise of 10,000 options, there are no further changes, cancellations or exercises.
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options, etc.	The impact on diluted earnings per share, if any, will be accounted for and disclosed in accordance with applicable accounting standards in the financial statements of the relevant period.



Annexure III

Details pursuant to SEBI Circular dated July 13, 2023, and SEBI Master Circular dated November 11, 2024 – Allotment of Equity Shares under SKY GOLD LIMITED-EMPLOYEE STOCK OPTION PLAN 2024 (“SKY GOLD – ESOP 2024”)

Sr. No.	Particulars	Description
1.	Type of securities proposed to be issued	Equity Share of Rs. 10/- each
2.	Type of Issue	Equity shares being issued on exercise of ESOP
3.	Total number of securities proposed to be listed	10,000 Equity Shares
4.	Brief details of options granted/ESOP	Same as mentioned in the intimation dated 3 rd February 2025
5.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021?	Yes
6.	Total number of shares covered by these options	Allotment of 10,000 fully paid-up equity shares upon exercise of equal number of options.
7.	Exercise price	The exercise price per share payable by the eligible employees is Rs. 10/- pursuant to SKY GOLD LIMITED-EMPLOYEE STOCK OPTION PLAN 2024 (“SKY GOLD – ESOP 2024”)
8.	Options Vested	10,000 Options Vested on 2 nd February 2026.
9.	Time within which the options can be exercised	Within five years from the date of vesting.
10.	Options exercised,	10,000 Options exercised
11.	Money realized by exercise of options,	Rs. 1,00,000/- (Indian Rupees One Lakh)
12.	The total number of shares arising as a result of exercise of options.	10,000 Equity Shares



Annexure – IV

Disclosure under Part E of Schedule- I pursuant to Regulation 10(c) of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

Sr. No.	Particulars	Description
1.	Company name and address of Registered Office:	<ul style="list-style-type: none">• Sky Gold and Diamonds Limited (Formerly known as Sky Gold Limited)• Plot No. D-222/2 TTC Industrial Area, MIDC, Shirawane, Navi Mumbai, Darave, Thane, Maharashtra, India, 400706
2.	Name of the recognised Stock Exchanges on which the company's shares are listed:	<ul style="list-style-type: none">• BSE Limited (BSE)• National Stock Exchange of India Limited (NSE)
3.	Filing date of the statement referred in regulation 10(b) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 with the recognised Stock Exchange:	For 1,00,000 Equity Shares BSE: 19 th July 2024 NSE: 19 th July 2024 For 9,00,000 Equity Shares (pursuant to Bonus issue in the ratio 9:1) BSE: 21 st December 2024 NSE: 21 st December 2024
4.	Filing Number, if any:	For 1,00,000 Equity Shares <ul style="list-style-type: none">• BSE: DCS/IPO/AK/ESOP-IP/3296/2024-25 dated 13th August 2024• NSE: NSE/LIST/43022 dated 14th August 2024 For 9,00,000 Equity Shares (pursuant to Bonus issue in the ratio 9:1) <ul style="list-style-type: none">• BSE: DCS/IPO/AK/ESOP-IP/3484/2024-25 dated 15th January 2025• NSE: NSE/LIST/46097 dated 16th January 2025
5.	Title of the Scheme pursuant to which shares are issued, if any:	SKY GOLD LIMITED-EMPLOYEE STOCK OPTION PLAN 2024 ("SKY GOLD – ESOP 2024")
6.	Kind of security to be listed:	Equity Shares
7.	Par value of the shares:	Rs. 10/- each
8.	Date of issue of shares:	9 th February 2026
9.	Number of shares issued:	10,000 Equity Shares
10.	Share Certificate No., if applicable:	NA
11.	Distinctive number of the share, if applicable:	154863885 to 154873884
12.	ISIN Number of the shares if issued in Demat:	INE01IU01018
13.	Exercise price per share:	Rs. 10/-



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14.	Premium per share:	Not applicable
15.	Total issued shares after this issue:	15,48,73,884 equity shares
16.	Total issued share capital after this issue:	Rs. 1,54,87,38,840/-
17.	Details of any lock-in on the shares:	Not applicable
18.	Date of expiry of lock-in:	Not applicable
19.	Whether shares are identical in all respects to existing shares? If not, when will they become identical? :	All the equity shares of the Company allotted pursuant to exercise of stock options shall rank pari-passu with the existing equity shares of the Company.
20.	Details of listing fees, if payable:	Not applicable for the current allotment.