

SESL/BM-02/OUTCOME/2025-26

June 30, 2025

BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers,
Dalal Street,
Mumbai-400 001.

National Stock Exchange of India Limited
Listing Department
Registered Office: "Exchange Plaza",
C-1, Block G, Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code: 532051

Scrip Code: SWELECTES

Dear Sir / Madam,

Sub: Outcome of the Board Meeting held on June 30, 2025

Pursuant to Regulation 30 of Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors at its meeting held today, inter alia, considered and approved the following:

1. SWELECT ESOP Scheme 2025

SWELECT ESOP Scheme 2025 ("Scheme") for grant of 3,03,175 options to the Eligible Employees of the Company including the employees of subsidiary companies, associate companies, joint ventures and group companies of the Company, in India or outside India, under the Scheme subject to approval of the Shareholders of the Company as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ["SEBI SBEB Regulations"]

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 is given as an Annexure.

2. Addendum to the Notice of 30th Annual General Meeting (AGM) of the Company to be held on 25th July, 2025.

The Board of Directors have also approved the addendum to the notice of the 30th AGM containing the Resolution and Explanatory statement for obtaining the shareholders' approval with regard to SWELECT ESOP Scheme 2025.

The meeting commenced at 11:30 Hrs and ended at 16:30 Hrs

We request you to kindly take on record the above intimation.

Thanking you,
Yours faithfully,
For SWELECT Energy Systems Limited

R. Chellappan
Managing Director
Enc.: as above

ANNEXURE

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023.

| S.No | Particulars | Company Remarks |
|------|---|--|
| 1. | Brief details of options granted | A total of 3,03,175 options (not exceeding 2 % of the paid up capital of the company as on 31 March 2025) have been approved for grant pursuant to SWELECT ESOP Scheme 2025 to the eligible employees of the Company. |
| 2. | Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable); | Yes |
| 3. | Total number of shares covered by these options | 3,03,175 equity shares of Rs.10 each, pursuant to SWELECT ESOP Scheme 2025. |
| 4. | Pricing formula/Exercise price | The Grant Price/ Exercise Price shall be neither less than the face value of the share nor more than the fair market value of the share on the Date of Grant |
| 5. | Options vested | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |
| 6. | Time within which option may be exercised | All Options upon vesting shall be exercisable within a period of three years from the date of Vesting |
| 7. | Options exercised | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |
| 8. | Money realized by exercise of options | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors |
| 9. | The total number of shares arising as a result of exercise of option; | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |
| 10. | Options lapsed | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |
| 11. | Variation of terms of options | There is no variation in terms of option. |
| 12. | Brief details of significant terms | <p>SWELECT ESOP Scheme 2025 will be administered by the Nomination and Remuneration Committee which shall act as Compensation Committee.</p> <p>SWELECT ESOP Scheme 2025 will involve new issue of equity shares of the company and will not involve any secondary acquisition.</p> <p>SWELECT ESOP Scheme 2025 shall be implemented directly by the Company. The Nomination and Remuneration Committee (NRC) is designated as the Compensation Committee (CC) by the Board for this purpose and they would independently administer and implement such Scheme.</p> <p>The grant of Options is based upon the eligibility criteria as mentioned in the Scheme.</p> <p>The Eligible Employees will be entitled to Equity Shares of the Company on exercise of Options as per the terms provided under SWELECT ESOP Scheme 2025.</p> |
| 13. | Subsequent changes or cancellation or exercise of such options. | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |
| 14. | Diluted earnings per share pursuant to issue of equity shares on exercise of options. | Not Applicable, as this outcome is pertaining to approval of the Scheme by the Board of Directors. |