

**DATE: 9<sup>TH</sup> AUGUST, 2022**

To  
Manager - Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai-400051



**REF: WEALTH FIRST PORTFOLIO MANAGERS LIMITED**

**SCRIP CODE: WEALTH**

**Subject: Approval of Employee Stock Option Scheme, 2022 (ESOS, 2022)**

Based on recommendation from the Nomination and Remuneration Committee and further subject to the Shareholders approval at the ensuing 20<sup>th</sup> Annual General Meeting of the Company, the Board has considered and approved Wealth First Employee Stock Option Scheme, 2022 ("WF ESOS, 2022") and implementation of same either through "Wealth First Employee Welfare Trust" or any other Trust to be formed for this purpose, to create and grant stock options upto 5,32,750 (Five Lakhs Thirty Two Thousd and Seven Hundred and Fifty) constituting 5% of the Paid Up Equity Shares of the Company as on 31<sup>st</sup> March, 2022, stock options, each convertible into 1 (one) Equity Share of the Company having face value of Rs. 10/- (Rupees Ten Only) per Equity Share.

The details required as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 will be disclosed in the explanatory statement forming part of notice of ensuing Annual General Meeting ("AGM") of the Company.

The Disclsoure pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 for the issuance of securities under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed herewith as **Annexure - A**.

The meeting was commenced at 04:40 P.M and concluded at 07:10 P.M.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

**FOR AND ON BEHALF OF WEALTH FIRST PORTFOLIO MANAGERS LIMITED**

**ASHISH SHAH  
MANAGING DIRECTOR  
DIN: 00089075**



**Encl: Annexure - A**

**Wealth First Portfolio Managers Limited**

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**CIN No. - L67120GJ2002PLC040636**

**ANNEXURE - A**

**Disclosure pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015**

1.	Name of the Scheme	Wealth First Employee Stock Option Scheme, 2022 (WF ESOS, 2022).  ESOP Scheme is intended to motivate the key work force seeking their contribution to the corporate growth, to create an employee ownership culture, to attract new talents and to retain them for ensuring sustained growth. It has been designed to reward, attract, motivate and retain eligible employees and Directors of the Company, for their high level of individual performance and for their efforts to improve the financial performance and achieve sustained growth of the Company and creation of shareholder's value by aligning the interests of the eligible employees with the long-term interests of the Company.
2.	Brief Details of options granted	Total number of Options to be granted under the Scheme shall not exceed 5,32,750 (Five Lakhs Thirty Two Thousand Seven Hundred and Fifty) constituting 5% of the Paid Up Equity Shares of the Company as on 31 <sup>st</sup> March, 2022.  Under the ESOP Scheme, the eligible employees shall be granted Employee Stock Options in the form of Options which will be exercisable into Equity Shares of Rs. 10/- each of the Company (the "Equity Shares").  The maximum number of Equity Shares to be issued and allotted under the ESOS, 2022 shall be limited to 5,32,750 (Five Lakhs Thirty Two Thousand Seven Hundred and Fifty) Equity Shares of face value of Rs. 10/- each fully paid-up of the Company.  The ESOP Plan would be implemented either through "Wealth First Employee Welfare Trust" or any other Trust to be formed for this purpose.
3.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2014	Yes
4.	Pricing Formula	Subject to SEBI Regulations, the Compensation Committee, in its absolute discretion, shall determine the Exercise Price of the Options granted under the Plan, as it may deem appropriate in conformity with the applicable accounting policies, if any, provided that the Exercise Price shall not be less than the face value of the Shares and not higher than the prevailing Market Price (on Stock Exchange with highest volume) of the Shares of the Company as on the Grant Date.
5.	Brief details of significant terms	The Options would vest not earlier than 1 (one) year and not later than 5 (Five) years from the date of grant of options or such other period as may be determined by the Compensation Committee.
6.	Provision of loan to the ESOP Trust	The Company shall make loans with interest/ without interest from time to time, to fund the ESOP Trust which shall be utilized



		for the sole purpose of purchase of equity shares of the Company from the from fresh issue. Such loans to the ESOP Trust shall not exceed the limit of 5% (five percent) of the aggregate of paid-up share capital and free reserves of the Company.
7	Whether the scheme involves new issue of shares by the company or secondary acquisition by the Trust or both	New issue of shares by the company to the Trust.
8	Eligibility	<p>Following classes of employees shall be eligible to participate in the ESOP Scheme, in line with SBEB Regulations 2(i):</p> <ol style="list-style-type: none"> <li>1. An employee of the Company working in India or out of India; or</li> <li>2. A Director of the company, whether a whole-time director or not, including a non-executive director who is not a member of the promoter group but excluding an independent director; or</li> <li>3. An Employee as defined in sub-clauses (1) or (2) of a group company including a subsidiary or its associate company, in India or outside India, or of a holding Company of the company, but excludes <ol style="list-style-type: none"> <li>(a) an employee who is a Promoter or belongs to the Promoter Group; or</li> <li>(b) a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than 10% of the issued and subscribed Shares of the Company.</li> </ol> </li> </ol> <p>The eligibility of an employee shall be determined by the Compensation Committee.</p>

