



InterGlobe Aviation Limited

Disclosures pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014 for the year 2018-19

- A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share- based payments' issued by ICAI or any other relevant accounting standards - please refer to note no. 37 of the notes forming part of the standalone financial statements for the financial year ended March 31, 2019
- B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations, as disclosed, in accordance with the Accounting Standard 20 - Earnings per share issued by ICAI or any other relevant accounting standards, as prescribed from time to time - Rs. 4.06 (please also refer to note no. 35 of the notes forming part of the standalone financial statements for the financial year ended March 31, 2019)
- C. Details related to Employee Stock Option Scheme of the Company:

InterGlobe Aviation Limited - Employees Stock Option Scheme 2015 ("Scheme")

- i. A description of Scheme that existed during the year, including the general terms and conditions of the Scheme including:

S.no.	Particulars	Details of Scheme
a.	Date of shareholders' approval	Pursuant to the approval of the shareholders at the Extraordinary General Meeting held on June 25, 2015, the Company had adopted the Scheme which was amended by the shareholders through special resolution passed through Postal Ballot on September 07, 2016.

b.	Total number of options approved under the Scheme	3,107,674 options approved under the Scheme				
c.	Total number of options granted	1514,587 options granted on October 30, 2015	332,026 options granted on October 30, 2015	420,530 options granted on October 30, 2015	353,299 options granted on September 16, 2016	100,000 options granted on August 23, 2018
d.	Vesting Requirements	Graded vesting over a period of four years with 15%, 20%, 30% and 35% of the options granted, vesting at the end of 1 st year, 2 nd year, 3 rd year and 4 th year from the grant date.	Four and half years after the date of grant, subject to certain market conditions being met.	Graded vesting over a period of four years with 15%, 20%, 30% and 35% of the options granted, vesting at the end of 1 st year, 2 nd year, 3 rd year and 4 th year from the grant date.	Graded vesting over a period of four years with 10%, 20%, 35% and 35% of the options granted, vesting at the end of 1 st year, 2 nd year, 3 rd year and 4 th year from the grant date.	Graded vesting over a period of four years with 15%, 20%, 30% and 35% of the options granted, vesting at the end of 1 st year, 2 nd year, 3 rd year and 4 th year from the grant date.
d.	Exercise price per option (Rs.)	765	765	10	10	1049.95
e.	Maximum term of options granted	Four years from the respective vesting date	Four years from the vesting date	One year from the respective vesting date	The options vested may be exercised within	Four years from the respective vesting date

					15 March of the calendar year following the calendar year in which the applicable vesting occurs, but in any event no Option will be Exercised later than 7 (seven) years after the Date of Grant or 3 (three) months after termination of employment of the Optionee.	
f.	Source of shares	Primary				
g.	Variation in terms of options	The Scheme was amended by the shareholders through special resolution passed through postal ballot on September 07, 2016				

ii. **Method used to account for Scheme** : Fair Value

iii. Where the Company opts for expensing of the options using the intrinsic value of options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the Company shall be disclosed : not applicable

iv. Option movement during the year 2018-19:

Particulars	Details
Number of options outstanding at the beginning of the year	16,10,457
Number of options granted during the year	1,00,000
Number of option forfeited / lapsed during the year	765,946
Number of options vested during the year	304,273
Number of options exercised during the year	112,660
Number of shares arising as a result of exercise of options *	Nil
Money realized by exercise of options, if scheme implemented directly by the Company	Nil
Loan repaid by the trust during the year from exercise price received	not applicable
Number of options outstanding at the end of the year	831,851
Number of options exercisable at the end of the year	231,215

v. Weighted - average exercise prices and weighted - average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock

(Rs. per option)

Particulars	(A)	(B)	(C)	(D)	(E)
Weighted - average exercise prices	Rs. 765	Rs. 765	Rs. 10	Rs. 10	Rs. 1049.95
Weighted - average fair values of options	Rs. 360 - 488	Rs. 448	Rs. 756 – 758	Rs. 737 – 820	Rs. 347-485

vi. Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to-

Particulars	Details
Senior managerial personnel	Priya Mehra, General Counsel 100,00 stock options were granted at an exercise price of Rs. 1049.95
Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and	None
Identified employees who were granted options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	None

vii. A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

a) The weighted - average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model:

Particulars	(A)	(B)	(C)	(D)	(E)
Share price	Rs. 765	Rs. 765	Rs. 765	Rs. 868	Rs. 1049.95
Exercise price	Rs. 765	Rs. 765	Rs. 10	Rs.10	Rs. 1049.95
Expected volatility	60.0% - 61.1%	62.4%	60.5% - 66.7%	52.7%	15%
Expected option life	3 - 6 years	2 years	1.5 – 4.5 years	1.25 – 4.25 years	3 – 6 years
Expected dividends	0%	0%	0%	3.62%	0.54%
The risk-free interest rate	7.5%	7.5%	7.5%	7.5%	7.5%
Any other inputs to the model	refer note below*				

b) The method used and the assumptions made to incorporate the effects of expected early exercise: refer note below*

c) How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility : refer note below*

d) Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as market condition : refer note below*

***Note:**

The risk-free interest rates are determined based on current yield to maturity of Government Bonds with 10 years residual maturity. Expected volatility calculation is based on historical daily closing stock prices of competitors / Company using standard deviation of daily change in stock price. The minimum life of stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which the options cannot be exercised. The expected life has been considered based on average sum of maximum life and minimum life and may not necessarily indicative of exercise patterns that may occur. Dividend yield has been calculated taking into account expected rate of dividend on equity share price as on grant date basis past trends. For the measurement of grant date fair value certain market conditions were considered in the method of valuation.

Disclosures in respect of grant made in three years prior to IPO under each ESOS until all options granted in three years prior to the IPO have been exercised or have lapsed and Disclosures in respect of grants made in three years prior to IPO under each ESOS specified above in respect of such options: There are no options except as disclosed above.