

**Disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021**

The disclosures pertaining to stock options granted by the Company under the NH ESOP Plan, 2015 and as required under the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, are provided herein below:

A. Details related to ESOP

(i) Summary of status of ESOP

(a)	Date of shareholders' approval	12 th September 2015
(b)	Total number of options approved under ESOP	9,97,947
(c)	Vesting requirements	All vested options shall be respectively exercised in one or more tranches within a period of 4 (four) years from the date of first Vesting, failing which the Options shall lapse.
(d)	Exercise price or pricing formula	Exercise Price: ₹ 10 per option. Pricing Formula: The options are granted at face value of ₹ 10 per equity share. The number of options granted to each eligible employee are determined by his length of service and current responsibility handled and future potential contribution.
(e)	Maximum term of options granted	4 years
(f)	Source of shares (primary, secondary or combination)	Secondary Market
(g)	Variation in terms of options	Nil

(ii) Method used to account for ESOP - **Fair Value**. Refer to note no. 40 of Consolidated Financial Statements.

B. Option movement during the year (for each ESOP):

Particulars	Details
Number of options outstanding at the beginning of the period	1,43,917
Number of options granted during the year	Nil
Number of options forfeited / lapsed during the year	Nil
Number of options vested during the year	Nil
Number of options exercised during the year	1,13,917
Number of shares arising as a result of exercise of options	1,13,917
Money realized by exercise of options (INR), if scheme is implemented directly by the company	11,39,170
Loan repaid by the Trust during the year from exercise price received	NA
Number of options outstanding at the end of the year	30,000
Number of options exercisable at the end of the year	30,000

C. Employee wise details (Name of employee, Designation, Number of options vested during the year, exercise price) of options vested with:

(a)	Senior Managerial personnel	1. Dr. Emmanuel Rupert, Managing Director & Group CEO <ul style="list-style-type: none"> Options vested during the year – 0 Options exercised during the year – 1,13,917 shares of total vesting Exercise price – Rs. 10
(b)	Any other employee who receives a grant of options in any one year of option amounting to 5% or more of options granted during that year	None
(c)	Identified employees who were granted option, 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

D. 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;	Refer note no. 40 of consolidated financial statements.
(b)	The method used, and the assumptions made to incorporate the effects of expected early exercise;	Method- Black Scholes Valuation option pricing model
(c)	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	Refer note no. 40 of consolidated financial statements.
(d)	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	Not Applicable

E. Disclosures in respect of grants made in three years prior to IPO under each ESOP: Not Applicable

F. Disclosures in respect of transactions made by Trust under ESOP Scheme

(i) General information on the scheme

Sr. No.	Particulars	Details
1	Name of the Trust	Narayana Health Employees Benefit Trust
2	Details of the Trustee(s)	Mr. Nagarajan Anantharaman & Mr. Jairam E. S.
3	Amount of loan disbursed by company/any company in the group, during the year	NA
4	Amount of loan outstanding (repayable to company/any company in the group) as at the end of the year	NA
5	Amount of loan, if any, taken from any other source for which company/any company in the group has provided any security or guarantee	NA

6	Any other contribution made to the Trust during the year	NA
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(ii) Brief details of transactions in shares by the Trust

1.	Number of shares held at the beginning of the year;	14,04,886
2.	Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid-up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share;	0
3.	Number of shares transferred to the employees / sold along with the purpose thereof;	1,13,917*
4.	Number of shares held at the end of the year.	12,90,969

* Signifies shares that were exercised and transferred during the Financial Year 2022-23

(iii) In case of secondary acquisition of shares by the Trust

Number of shares	As a percentage of paid-up equity capital as at the end of the year immediately preceding the year in which shareholders' approval was obtained
Held at the beginning of the year	Not applicable
Acquired during the year	
Sold during the year	
Transferred to the employees during the year	
Held at the end of the year	