TAC Infosec Limited
CIN: L72900PB2016PLC045575
Reg. Office: 08th Floor, Plot No. C-203,
Industrial Focal Point, Phase 8B,
Mohali, Punjab -160055,
Punjab, India Ph. +91 99888 50821
Email: company.secretary@tacsecurity.com

Disclosures pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021

SEBI vide its notification dated August 13, 2021, had issued the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021 ('SEBI Regulations').

The disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021 for the TAC Employee Stock Option Scheme- 2024 are as follows:

S. No	Particulars	Details
1.	**The Board of Directors in their report shall disclose any material change in the scheme(s) and whether the scheme(s) is / are in compliance with the regulations.**	There is no material change in the scheme during the financial year 2025-26 and the scheme is in compliance with the regulations.
2.	**Further, the following details, inter alia, shall be disclosed on the Company's website and a web-link thereto shall be provided in the report of Board of Directors.**	
A.	**Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time:**	The accounting for employee share -based payments has been done in accordance with 'Guidance note on accounting for employee share-based payments'
B.	**Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time:**	Disclosed under Page No. 81 and Page No. 53 of the Annual Report of the Company for the Financial Year 2025-26.
C.	**Details related to ESOS:**	
(i)	**A description of each ESOS that existed at any time during the year, including the**	**Annexure A**

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	general terms and conditions of each ESOS, including	
(ii)	**Method used to account for ESOS - Intrinsic or fair value.**	ESOPs are issued at Face Value.
(iii)	**Where the company opts for expensing of the options using the intrinsic value of the 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 also be disclosed.**	Not applicable
(iv)	**Option movement during the year (For each ESOS):**	**Annexure B**
(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.**	Weighted average exercise Price is Rs. 10/- and Weighted average fair value of options is Rs. 1630/- of 33,520 options.
(vi)	**Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted**	**Annexure C**
7	**A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:**	**Annexure D**
D.	**Details related to ESPS**	Not Applicable
E.	**Details related to SAR**	Not Applicable
F.	**Details related to GEBS / RBS**	Not Applicable
G.	**Details related to Trust**	Not Applicable

Annexure A

Description of each ESOP that existed at any time during the year, including the general terms and conditions of each ESOP, including –

S. No.	Particulars	Details
1.	**Date of shareholders' approval**	September 08, 2024
2.	**Total number of options approved under ESOP**	2,00,000
3.	**Vesting requirements**	The minimum period of Vesting shall be 1 (one) year and not later than the maximum vesting period of 5 (five) years from the date of grant of such Options. The Nomination and Remuneration Committee has power to determine the vesting period which may vary for the eligible employees which will be specified in their Grant Letter, based on the criteria that will be specifically determined by the Committee.
4.	**Exercise price or pricing formula**	Each option is exercisable for one (1) equity shares of face value of Rs. 10/- each fully paid up on payment to the Company for such Shares at a price to be determined in accordance with ESOP Scheme 2024.
5.	**Maximum term of options granted**	As per respective grant letters
6.	**Source of shares (primary, secondary or combination)**	Primary
7.	**Variation in terms of options**	No variation in the scheme during financial year 2025-26

Annexure B

Option movement during the year (For each ESOP):

S. No.	Particulars	Details
1.	**Number of options outstanding at the beginning of the period**	1,08,400
2.	**Number of options granted during the year**	2000
3.	**Number of options forfeited / lapsed during the year**	12700
4.	**Number of options vested during the year**	33,520
5.	**Number of options exercised during the year**	33,520
6.	**Number of shares arising as a result of exercise of options**	33,520
7.	**Money realized by exercise of options (INR), if scheme is implemented directly by the company**	3,35,200
8.	**Loan repaid by the Trust during the year from exercise price received**	Not Applicable
9.	**Number of options outstanding at the end of the year**	62,180
10.	**Number of options exercisable at the end of the year**	5,000

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Annexure C

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

The statement containing Employee wise details (name of employee, designation, number of options granted during the year, exercise price) forms part of the disclosure.

Any member interested in obtaining a copy of the said statement may write to the Company Secretary and the said annexure is also open for inspection at the Registered Office of the Company.

Annexure D

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

S. No.	Particulars	Details
1	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;	Company has granted shares at a face value i.e. at price of Rs. 10 the requirement to disclose the method and assumptions used for fair value estimation is not applicable.
2	The method used and the assumptions made to incorporate the effects of expected early exercise;	
3	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	
4	Whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.	