

September 01st, 2025

To,
The Manager,
Corporate Services,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

NSE Symbol: MAXPOSURE

**Subject: Disclosure under Regulation 30 read with Schedule III of SEBI Listing Regulations-
Maxposure Limited Employee Stock Option Scheme – 2025**

Dear Sir/ Madam,

In accordance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. Monday, 01st September, 2025 interalia, has considered, noted and approved the following(s):

1. Considered and approved Maxposure Limited Employee Stock Option Scheme – 2025 ("*Scheme*"), brief details of which are as under:
 - 1.1 The Option Pool of the Scheme shall be 5,00,000 (Five Lakhs) Employee Stock Options ("*Options*") (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time and as defined in the scheme) exercisable into be 5,00,000 (Five Lakhs) Equity Shares of face value Rs. 10/- each.
 - 1.2 The Scheme shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route, for extending the benefits to the Eligible Employees by the way of fresh allotment from the Company.
2. Considered and approved the grant of Options to Employees of the Subsidiary Company, in India or outside India, of the Company under Maxposure Limited Employee Stock



Delhi | Mumbai | Bengaluru | Chennai | Kolkata | Hyderabad

Maxposure Limited

#TheAddress, Plot No 62,
Okhla Phase-3, New Delhi-110020, India
Tel +91-11-43011111, Fax +91-11-43011199
CIN L22229DL2006PLC152087

finance@maxposuremedia.com

maxposuremedia.com

Option Scheme – 2025.

3. Appointed M/s Corporate Professionals Capital Private Limited, a category I Merchant Banker for implementation of the Scheme in terms of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Disclosure of information pursuant to Regulation 30, read with Schedule III of SEBI Listing Regulations, and with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, pertaining to item No. 1 is enclosed as ANNEXURE-A.

The meeting was originally scheduled at 4:30 P.M., however, commenced at 4:40 P.M. (through video conferencing hosted from the registered office of the Company) and concluded at 05:35 P.M.

Please take the aforesaid on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Maxposure Limited


Priya Kesari
Company Secretary and Compliance Officer
ACS 22710



ANNEXURE A

Details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

| Sl. No. | Particulars | Details |
|---------|---|--|
| 1. | Name of the Scheme | Maxposure Limited Employee Stock Option Scheme – 2025 (“Scheme”) |
| 2. | Brief details of options granted | 5,00,000 (Five Lakhs) Employee Stock Options convertible into 5,00,000 (Five Lakhs) Equity Shares of face value of Rs. 10/- each. The Scheme shall be implemented through direct route to extend the benefits to the Eligible Employees by the way of fresh allotment from the Company. However, no grant has been made under the Scheme, as on date. |
| 3. | Whether the Scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable) | Yes |
| 4. | Total number of shares covered by these options | 5,00,000 (Five Lakhs) Equity Shares of face value of Rs. 10/- each (Each Option is convertible into one Equity Share of the Company). |
| 5. | Pricing Formula | Under this Scheme, the Exercise Price will be decided by the Committee at the time of Grant and shall be linked with the Market Price as defined in the Scheme. The Committee has the power to provide suitable discount on such price as arrived above. However, in any case the Exercise Price shall not go below the face value of the Share of the Company. |
| 6. | Options Vested | Not Applicable, as this outcome is pertaining to date of approval of Board of Directors. |



| | | |
|-----|---|--|
| 7. | Time within which option may be exercised | After Vesting, Options can be exercised in full, within a maximum exercise period of 3 (Three) months from the date of respective Vesting, after submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any |
| 8. | Options exercised | Not Applicable, as this outcome is pertaining to date of approval of Board of Directors. |
| 9. | Money realized by exercise of Options | |
| 10. | The total number of Shares arising as a result of exercise of Option | |
| 11. | Options lapsed | |
| 12. | Variation in terms of Options | |
| 13. | Brief details of significant terms | <p>The Scheme is administered by the Nomination and Remuneration Committee.</p> <p>The Scheme shall be implemented through direct route to extend the benefits to the Eligible Employees by the way of fresh allotment from the Company.</p> <p>The grant of Options is based upon the eligibility criteria as mentioned in the Scheme.</p> <p>The Vesting Period shall commence for a period of 1 (One) year from the Grant Date and shall extend upto a maximum period of 4 (Four) years from the Grant Date, at the discretion of and in the manner prescribed by the Committee and set out in the Grant Letter.</p> <p>The granted Options once vested shall entitle the Option holder to acquire equal number of Equity Shares, upon payment of exercise price, applicable taxes and other charges, if any, in accordance with terms and conditions of the Scheme.</p> <p>After Vesting, Options can be exercised in full, within</p> |



| | | |
|-----|--|---|
| | | a maximum exercise period of 3 (Three) months from the date of respective Vesting, after submitting the Exercise application. |
| 14. | Subsequent changes or cancellation or exercise of such Options | Not Applicable, as this outcome is pertaining to date of approval of Board of Directors. |
| 15. | Diluted earnings per share pursuant to the issue of equity shares on exercise of Options. | |

