

November 09, 2023

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Scrip Code: 543689	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: UNIPARTS
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Sub : Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We wish to inform you that in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at its meeting held today i.e., November 9, 2023, have interalia approved:

1. Adoption and grant of:-

- employee stock options to eligible employees of the Company under Uniparts India Limited – Employee Stock Option Scheme 2023 (“ESOS 2023”/ “Scheme”) (“New Scheme”)
- employee stock options to the eligible employees of subsidiary company(ies) of the Company under ‘Uniparts India Limited – Employee Stock Option Scheme 2023’ (“ESOS 2023”/ “Scheme”)
- employee stock option equal or more than 1% of Issued Capital to the identified employees.

subject to approval of the Shareholders of the Company and such other regulatory / statutory approvals as may be necessary.

The disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as **Annexure - A.**

2. Adoption, amendment and ratification of:-

- a. Uniparts Employee Stock Option Plan 2007

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b. Grant of employee stock options to the employees of Subsidiary Company(ies) of the Company under 'Uniparts Employee Stock Option Plan 2007.

subject to approval of the Shareholders of the Company and such other regulatory / statutory approvals as may be necessary.

The disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as **Annexure - B.**

The approval of the Shareholders pertaining to above matters shall be obtained through Postal Ballot.

We request you to take the above on record and disseminate the same on your website.

Thanking You,

Yours faithfully,

For Uniparts India Limited

Jatin Mahajan
Company Secretary and Compliance Officer

Encl: As above

Annexure A

ESOS 2023

a)	brief details of Options granted	9,02,675 (Nine Lakh Two Thousand Six Hundred Seventy-Five) employee stock options (“Options”) to be granted to the eligible employees as determined by the Nomination and Remuneration Committee.
b)	whether the scheme is in terms of SEBI (SBE) Regulations, 2021 (if applicable)	Yes, the scheme is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
c)	total number of shares covered by these options	9,02,675 (Nine Lakh Two Thousand Six Hundred Seventy-Five) Options exercisable into not more than 9,02,675 (Nine Lakh Two Thousand Six Hundred Seventy-Five) equity shares of face value of Re. 10/- (Rupee Ten Only) each fully paid-up.
d)	pricing formula	The Exercise Price per Option shall be determined by the Nomination and Remuneration Committee which shall be up to a maximum of 25% (twenty-five percent) discount to Market Price of Share as on the date of Grant.
e)	options vested	Nil
f)	time within which option may be exercised	The Exercise Period in respect of the vested Options shall be subject to a maximum period of 3 (three) years from the date of last vesting.
g)	options exercised	Nil
h)	money realized by exercise of options	Nil
i)	the total number of shares arising as a result of exercise of option	Nil
j)	options lapsed	Nil
k)	variation of terms of options	Not Applicable
l)	brief details of significant terms	The Company will issue and grant up to 9,02,675 (Nine Lakh Two Thousand Six Hundred Seventy-Five) which is equivalent to 2% of issued and paid-up capital of the Company.
m)	subsequent changes or cancellation or exercise of such options	Not Applicable
n)	diluted earnings per share pursuant to issue of equity shares on exercise of options	Options are yet to be exercised

Annexure B

Uniparts Employee Stock Option Plan 2007

a)	brief details of Options granted	Uniparts Employee Stock Option Plan 2007 (“the Scheme”) contemplates issue of remaining 23,291 Equity Shares (Twenty Three Thousand Two Hundred Ninety One)] options and any options which will be forfeited/ lapsed/ cancelled as per the terms of the Scheme.
b)	whether the scheme is in terms of SEBI (SBE) Regulations, 2021 (if applicable)	Yes, the Scheme is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
c)	total number of shares covered by these options	Number of Options to be granted in point (a) above shall be exercisable into equivalent number of equity shares of face value of Re. 10/- (Rupee Ten Only) each fully paid-up.
d)	pricing formula	The Exercise Price per Option shall be determined by the Nomination and Remuneration Committee which shall not be lesser than the face value of the Share as on date of Grant of such Option.
e)	options vested	Nil*
f)	time within which option may be exercised.	The Exercise Period in respect of the vested Options shall be subject to a maximum period of 3 (three) years from the date of last vesting.
g)	options exercised	The Company is yet to grant options against forfeited shares under ESOP Scheme, 2007.
h)	money realized by exercise of options	
i)	the total number of shares arising as a result of exercise of option	
j)	options lapsed	
k)	variation of terms of options	Not Applicable
l)	brief details of significant terms	The Company contemplates to issue forfeited shares. This scheme was implemented before IPO, therefore as per the requirement of Regulation 12 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, this scheme will be ratified with the approval of shareholders by way of special resolution.

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		Also, amendment as to exercise period is contemplated which shall also be placed before shareholders for the approval. This amendment shall be prospective and shall be applicable to future grantees who may be granted options or shares under the Plan. This amendment is not detrimental to the interest of the existing option grantees.
m)	subsequent changes or cancellation or exercise of such options	Not Applicable
n)	diluted earnings per share pursuant to issue of equity shares on exercise of options	Options are yet to be exercised*

* Options contemplated in this Annexure are yet to granted.