

August 22, 2025

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code (BSE): 544203	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: ABDL
Reference No:- 53/ 2025-26	Reference No:- 53/ 2025-26

Sub: - Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') - Amendment to Sub-clause 3.2 of the ABD Employee Stock Option Scheme 2024' ("ESOS 2024")

Dear Sir/Madam,

The Nomination and Remuneration Committee ("**Committee**") of the Company, vide its Circular Resolution dated August 22, 2025, have inter alia, considered and approved amendment to **Sub-clause 3.2 of the ESOS 2024**, for the limited purpose of providing additional clarity regarding the quantum of options that may be granted **per employee, per grant, per year**, without altering the limits approved by the Shareholders, the details thereof is appended below.

Background:

The Shareholders of the Company have approved the 'ABD Employee Stock Option Scheme 2024' ("**ESOS 2024**"), including the maximum number of stock options that may be granted **per employee and in aggregate**, as specified in point (i) of the salient features in the Explanatory Statement annexed to the Postal Ballot Notice dated January 29, 2025.

The approved limit reads as follows:

"The maximum number of Options that may be granted **per Employee and in aggregate** shall vary depending upon the designation and the appraisal / assessment process, however, shall not exceed **45,00,000 (Forty-five Lakhs Only)** Options per eligible employee."

In-principle approval:

While submitting the in-principle approval application to the Stock Exchanges in accordance with Regulation 10(b) of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB Regulations**"), the Company was required to provide certain disclosures, including details on the "Maximum number of options to be granted **per employee per grant and in aggregate.**"

To align with this regulatory requirement and pursuant to the guidance received from the National Stock Exchange of India Limited (NSE), the Committee has approved amendments to **Sub-clause 3.2 of the ESOS 2024**.

Amendment to Sub-clause 3.2 of ESOS 2024 is as follows:

Original Clause	Amended Clause
3.2 The maximum number of Options that may be granted per Employee and in aggregate shall vary depending upon the designation and the appraisal / assessment process, however, shall not exceed 45,00,000 (Forty-five Lakhs Only) Options, per eligible employee.	<p>3.2 The maximum number of Options that may be granted per Employee and in aggregate shall vary depending upon the designation and the appraisal / assessment process, however, shall not exceed 45,00,000 (Forty-five Lakhs Only) Options, per eligible employees as approved by the Shareholder of the Company.</p> <p>However, the Committee, pursuant to its Resolution dated August 22, 2025, has resolved that the maximum number of Options that may be granted to any eligible Employee per grant per year shall not exceed 27,97,000 (Twenty-Seven Lakh Ninety-Seven Thousand) Options.</p> <p>Further, in case the number of Options per grant is equal to or exceeding 1% (one percent) of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of Grant of Option, the Company shall ensure compliance with the provisions outlined in Sub-clause 3.3 of this Scheme and all other Applicable Laws.</p>

The Company has not issued any options under ESOS 2024 for want of regulatory approval and the aforesaid amendment/insertion are clarificatory in nature and does not in any manner is prejudicial to the interests of the Employees.

The updated ESOS 2024 is being uploaded on the Website of the Company, at www.abdindia.com

Thanking you.

Yours sincerely,

For Allied Blenders and Distillers Limited

Sumeet Maheshwari
Company Secretary and Compliance Officer
Membership No. ACS 15145