

**Wanbury Limited**

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23rd June, 2025

To, The Manager - Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 524212	To, The Manager - Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Plot No. C/1, G - Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051. Scrip Symbol: WANBURY
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Dear Sir / Madam,

Sub.: Outcome of the Board Meeting held on June 23, 2025

This is with reference to the above-mentioned subject, we would like to inform you that the Board of Directors of the Company at its meeting held today i.e. Monday, June 23, 2025 has considered and approved the following:

- a) In terms of provisions of Regulation 30 of the SEBI (LODR) Regulations, 2015 read with relevant provisions of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (collectively referred to as "SEBI Circulars"), issued by the Securities and Exchange Board of India, we wish to inform you that grant of 2,74,000 stock options (ESOP's) to employee/s of the Company as approved by the Nomination and Remuneration Committee ("NRC") and Board of Directors of the Company under Wanbury Limited Employee Stock Option Plan 2016 ("WANBURY ESOP 2016") and in this regard, we enclose the general terms and conditions details of the said grant, as necessitated vide SEBI Circulars as **Annexure - I**.
- b) Allotment of 1,06,500 Equity Shares of the Company to eligible employees of the Company who have exercised their Vested Options under WANBURY ESOP 2016 as approved by the NRC and the Board of Directors of the Company.
- c) Accordingly, the paid-up share capital of the Company will increase from Rs. 32,77,04,980/- (Rupees Thirty-Two Crore, Seventy-Seven Lakhs, Four Thousand, Nine Hundred and Eighty only) divided into 3,27,70,498 (Three Crores, Twenty-Seven Lakhs, Seventy Thousand, Four Hundred and Ninety-Eight) equity shares of face value of Rs. 10 /- (Rupees Ten only) each to Rs. 32,87,69,980/- (Rupees Thirty-Two Crore, Eighty-Seven Lakhs, Sixty-Nine Thousand, Nine Hundred Eighty only) divided into 3,28,76,998 (Three Crores, Twenty-Eight Lakhs, Seventy-Six Thousand, Nine Hundred and Ninety-Eight) equity shares of face value of Rs. 10 /- (Rupees Ten only) each.



In regards to above, we enclose the general terms and conditions details of the said exercise, as necessitated vide SEBI Circulars are disclosed below and the details as necessitated by Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as 'ANNEXURE - A'.

The Meeting of the Board of Directors commenced at 3:00 P.M. and concluded at 5:30 P.M.

We request you to take this information on your records.

Thanking you,

Yours truly,
For Wanbury Limited



Jitendra J. Gandhi
Company Secretary

Encl.: a/a.

ANNEXURE - I

Disclosures about Options to purchase securities including, Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB Regulations, 2021”) at the time of instituting the scheme and vesting or exercise of options and Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as under:

Sr. No.	Disclosures	Particulars
a)	Brief details of options granted	2,74,000 stock options (ESOP’s) granted to eligible employees of the Company. Each option upon exercise would be entitled for allotment of one equity share of Rs. 10/- each of the Company.
b)	Whether the scheme is in terms of SEBI SBEB Regulations, 2021 (if applicable)	Yes, the WANBURY ESOP 2016 is in terms of SEBI SBEB Regulations, 2021.
c)	Total number of shares covered by these options	2,74,000 equity shares of Rs 10/- each of the Company.
d)	Pricing formula	Rs. 10/- (Rupees Ten only) per option upon exercise of stock option
e)	Options Vested: Options granted under Wanbury ESOP 2016 would vest not earlier than one year and not later than three years from the date of grant of such options. As decided by the Nomination & Remuneration Committee, the following is the vesting schedule for 2,74,000 stock options : Part A (40% of total grant of stock options) - Loyalty : 109,600 options and Part B (60% of total grant of stock options) - Performance : 1,64,400 options granted to eligible employees of the Company: <ul style="list-style-type: none"> • At the end of the 1st year from the Grant date - 25% of Part A and Part B • At the end of the 2nd year from the Grant date - 30% of Part A and Part B • At the end of the 3rd year from the Grant date - 45% of Part A and Part B 	
f)	Time within which options may be exercised	The vested options are exercisable within a period of 2 (two) years from the date of vesting of the options.
g)	Options exercised	N.A.
h)	Money realized by exercise of Options	N.A.
i)	The total number of shares arising as a result of exercise of option	N.A.
j)	Options lapsed	N.A.
k)	Variation of terms of options	N.A.
l)	Brief details of significant terms	N.A.
m)	Subsequent changes or cancellation or exercise of such options	N.A.
n)	Diluted earnings per share pursuant to issue of equity shares on exercise of options	N.A.



ANNEXURE - II

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 concerning Options to purchase securities including, Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB and SE Regulations, 2021") at the time of Instituting the scheme and vesting or exercise of options and issuance of securities:

Sr. No.	Disclosures	Particulars
a)	Brief details of options granted	The present instance is an allotment of 1,06,500 equity shares of face value of Rs.10 (Rupees Ten only) ("Equity Shares") pursuant to exercise of 1,06,500 vested options. The brief terms of the WANBURY ESOP 2016 for which present allotment is being made is attached herewith as 'Annexure - A'
b)	Whether the scheme is in terms of SEBI SBEB Regulations, 2014 (if applicable)	Yes, the scheme is in terms of SEBI SBEB Regulations, 2014
c)	Total number of shares covered by these options	The total number of Equity Shares covered by these options in this instance is allotment of 1,06,500 Equity Shares pursuant to exercise of 1,06,500 vested options
d)	Pricing formula	The exercise price for 1,06,500 vested options, is Rs. 10/- (Rupees Ten only) per option which were granted on 24 th January, 2024.
e)	Vested Options	NA as the intimation is towards allotment of shares pursuant to exercise of ESOPs
f)	Time within which options may be exercised	NA as the intimation is towards allotment of shares pursuant to exercise of ESOPs
g)	Options exercised	1,06,500 vested options are being exercised by the Option Grantee.
h)	Money realized by exercise of Options	Total amount of Rs. 10,65,000 /- (Rupees Ten Lakhs and Sixty-Five Thousand) are realized by exercise of options mentioned in Sr. No. (a).
i)	The total number of shares arising as a result of exercise of option	Total 1,06,500 Equity Shares
j)	Options lapsed	NA as the intimation is towards allotment of shares pursuant to exercise of ESOPs
k)	Variation of terms of options	Not applicable



l)	Brief details of significant terms	<p>The equity shares arising on exercise of the options will rank pari-passu with all other equity shares of the Company for the time being in issue.</p> <p>The equity shares arising on exercise of the options shall not be subject to any lock-in restriction except such restrictions as may be imposed pursuant to requirements under the applicable laws.</p>
m)	Subsequent changes or cancellation or exercise of such options	There are no subsequent changes or cancellation or exercise of options
n)	Diluted earnings per share pursuant to issue of equity shares on exercise of options	The diluted earnings per share pursuant to issue of Equity Shares upon exercise of options is (Rs.8.98).
o)	type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares of face of Rs. 10/- each
p)	type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Allotment of Equity Shares pursuant to exercise of options.
q)	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	1,06,500 Equity Shares

For Wanbury Limited

Jitendra J. Gandhi
Company Secretary



ANNEXURE - A

Notification for Issue of Shares Under Wanbury Limited Employees Stock Option Plan 2016 ("WANBURY ESOP 2016")

Sr. No.	Particulars	Details
1.	Company name and address of Registered Office	Wanbury Limited Registered Office: BSEL Tech Park, 'B; Wing, 10 th Floor, Sector 30A, Opp. Vashi Railway Station, Vashi, Navi Mumbai - 400703, Maharashtra, India.
2.	Name of the Stock Exchanges on which the Company's shares are listed	BSE Limited ("BSE") and National Stock Exchange of India ("NSE")
3.	Filing date of the statement referred in regulation 10(b) of the SEBI SBEBS Regulations, 2014	3 rd January, 2020
4.	Filing Number, if any	BSE - In principle Application Number: 102745 NSE - In principle Application Number: 22820
5.	Title of the Scheme pursuant to which shares are issued, if any	Wanbury Limited Employee Stock Option Plan 2016 ("WANBURY ESOP 2016")
6.	Kind of security to be listed	The Equity Shares of face value of Rs.10/- (Rupees Ten only) per share ("Equity Shares") are already listed on the stock exchange as mentioned in Sr. no (2) above.
7.	Par value of the shares	Rs.10/- (Rupees Ten only) per share
8.	Date of allotment of shares	23 rd June, 2025
9.	Number of shares allotted :	1,06,500 equity shares
10.	Share Certificate No., if applicable	Not Applicable
11.	Distinctive number of the share, if applicable :	32770499 to 32876998 (Both inclusive)
12.	ISIN Number of the shares if issued in Demat :	INE107F01022
13.	Exercise price per share:	Rs.10/- (Rupees Ten only) per share
14.	Premium per share :	Nil, since options are granted at par
15.	Total Issued shares after this issue :	3,28,76,998 (Three Crores, Twenty-Eight Lakhs, Seventy-Six Thousand, Nine Hundred and Ninety-Eight) equity shares



16.	Total Issued share capital after this issue:	Rs. 32,87,69,980/- (Rupees Thirty-Two Crore, Eighty-Seven Lakhs, Sixty-Nine Thousand, Nine Hundred Eighty only)
17.	Details of any lock-in on the shares :	Not Applicable
18.	Date of expiry of lock-in :	Not Applicable
19.	Whether shares identical in all respects to existing shares if not, when will they become identical? :	Yes
20.	Details of listing fees, if payable :	Not Applicable

For Wanbury Limited

Jitendra J. Gandhi
Company Secretary

