

Disclosure pursuant to Regulation 14 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended for the financial year ended on March 31, 2025

A. Disclosures in terms of Guidance note on accounting for employee share-based payments issued by ICAI:
Disclosed in the Notes to financial statements – Refer to Note 33 (Share Based Payments) of Standalone Financials Statements 2024-25.

B. Diluted earnings per share: 0.70/-

C. Details related to Employee Stock Option Scheme:

Sr. No.	Description	Particulars			
1.	Name of the Scheme	AGC Networks Employee Stock Option Scheme 2015 (ESOP Scheme 2015)			
		Grant 1	Grant 2	Grant 3	Grant 4
2.	Date of Shareholder Approval	21.04.2015	21.04.2015	21.04.2015	21.04.2015
3.	Total No of Options Approved Under the Scheme	71,16,615			
4.	Date of Grant	14.05.2015	19.05.2016	15.06.2018	19.10.2020
5.	Options Granted	50,24,330	16,01,240	8,53,995	3,15,000
6.	Vesting Schedule	Refer Table G	Refer Table G	Refer Table G	Refer Table G
7.	Exercise Price or Pricing Formula	Rs. 16/-	Rs. 11/-	Rs. 21.40/-	Rs. 85/-
8.	Maximum term of Options Granted	5 Years			
9.	Source of Shares	Primary			
10.	Variation in terms of options	None			
11.	Method used for accounting ESOS	Fair Value			
12.	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.	Not Applicable			

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13.	Diluted earnings per share pursuant to issue of shares on exercise of option calculated in accordance with (Ind-AS) Earnings Per Share	0.70	0.70	0.70	0.70
14.	Weighted Average exercise price and weighted average fair value	Nil and Nil respectively	Nil and Nil respectively	2.98 and 2.00 respectively	73.15 and 37.12 respectively

D. Options movement during the year ended 31.03.2025

Sr. No.	Particulars	Details
1.	Options outstanding at the beginning of the year	4,15,500
2.	Options granted during the year	NIL
3.	Options forfeited/ lapsed during the year	NIL
4.	Options vested during the year	1,03,950
5.	Options exercised during the year	49,500
6.	Loan repaid by the Trust during the year from exercise price received	Not Applicable
7.	No. of shares arising as a result of exercise of options during the year	49,500
8.	Options outstanding at the end of the year	3,66,000
9.	Options exercisable at the end of year	2,58,900
10.	Money realized by exercise options (in Rs.)	10,59,300

E. Employee-wise details of:

Sr. No.	Particulars	Details
1.	Options granted to Senior Managerial Personnel	No options were granted during the year FY2025
2.	Options granted to any other employee during the year amounting to 5% or more of options granted during the year	None
3.	Options granted to any employee equal to or exceeding 1% of the issued capital of the company at the time of grant	During the financial year, there was no grant made to any employee or Director equal to or exceeding 1% of the issued capital of the company at the time of grant.



F. Description of the method and significant assumptions used during the year to estimate fair value of options including the following information:

- a) 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;
- b) the method used and the assumptions made to incorporate the effects of expected early exercise;
- c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and
- d) whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.

G. Vesting Schedule

% of securities to vest	Timeframe
33% of total granted securities	Upon the expiry of 36 months from the date of the grant.
33% of total granted securities	Upon the expiry of 48 months from the date of the grant.
34% of total granted securities	Upon the expiry of 60 months from the date of the grant.

BLACK BOX LIMITED

Registered Office: 501, 5th Floor, Building No. 9, Airoli Knowledge Park, MIDC Industrial Area, Airoli, Navi Mumbai 400 708, India

BLACKBOX.COM | CIN: L32200MH1986PLC040652 | Tel: +91 22 6661 7272