

August 23, 2023

Scrip Code – 535789

IBULHSGFIN/EQ

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited

‘Exchange Plaza’
Bandra Kurla Complex, Bandra (East)
Mumbai - 400 051

Sub: Disclosure pursuant to Regulation 7(2)(b) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended

Dear Sirs,

With reference to the disclosures received from Pragati Employee Welfare Trust and Mr. Saket Bahuguna, please find enclosed, in the prescribed format, the Company’s disclosure pursuant to Regulation 7(2)(b) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

In accordance with the Company’s existing employee benefit scheme i.e. Indiabulls Housing Finance Limited Stock Appreciation Rights [SARs] Plan 2019, SARs administered by Pragati Welfare Trust were awarded and vested in eligible employees of the Company in tranches over a period of three years from 2021 to 2023. However, high taxation involved with SARs compensation both at the trust level as well as in the hands of employees, and due to market factors, the SAR grantees did not make any request to the Company for sale of underlying shares, and subsequently surrendered the SARs. Accordingly, the unappropriated underlying equity shares of the Company which were acquired by the Pragati Employee Welfare Trust for the benefit of SAR grantees, have been sold by EWT in compliance with applicable provisions of the SEBI (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, as amended (the “SBEB Regulations”).

It is vital that as the Company pursues growth, employees are retained and motivated. It is also important at the same time that costs are kept in check. The key expense components of a non-bank lender are interest expenses, operating expenses and credit costs. Of these three, only operating expenses are in the immediate control of the Company. Employee compensation expenses form as much as 70% of the Company’s operating expenses. Through the last five years – a period of repair and transition for the Company – the Company has been successful in rationalising costs and aligning it with its asset-light business model.

In the past, the Company’s main means of employee reward and compensation was through wage increment. The Company is seeking to change this to being largely stock linked. An effective stock options based compensation will ensure that the long-term interests of key employees that drive the Company’s business, is intertwined with that of the Company.

Accordingly, in the upcoming AGM the Company will put up a new stock based compensation plan for shareholder approval. Towards employee compensation, this proposed plan will replace the SARs Plan. The only extant stock-based compensation scheme in effect i.e. IHFL ESOS-2013 is ten year old. A new stock benefit scheme of meaningful quantum will give the Company an effective means to reward its employees and will also serve as an employee retention tool as significant wealth of employees will be locked in with the growth of the Company.

Please take the aforesaid disclosure made, on record.

Thanking you,

Yours truly,

For **Indiabulls Housing Finance Limited**

Amit Jain

Company Secretary

Encl: as above

FORM C
SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6 (2) - Continual Disclosure]

Name of the Company: **Indiabulls Housing Finance Limited (IBH)**

ISIN of the Company: **INE148I01020**

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoter/ member of the promoter group/ designated person/ Directors/ immediate relative to/ others etc.)	Securities held prior to acquisition/ disposal/ Pledge		Securities acquired / Disposed / Pledged				Securities held post acquisition/ disposal / Pledge		Date of allotment advice/ acquisition of shares/ disposal of shares, specify		Date of intimation to Company	Mode of acquisition / disposal (on market/ public/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Exchange on which the trade was executed
		Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of shareholding	Type of securities (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value (Rs.)	Transaction Type (Purchase/ sale Pledge / Revocation / Invocation/ Others-please specify)	Type of security (For eg. - Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Pragati Employee Welfare Trust, PAN: AABTI7859L, Address: 5th Floor, Building No.27, KG Marg, Connaught Place, New Delhi-110001 Phone No. 9899933995	other	Equity Shares	2,30,00,000 (4.88%)	Equity Shares	6,939,497	1,116,654,967.39	Sale	Equity Shares	1,60,60,503 (3.41%)	17-08-2023	21-08-2023	21-08-2023	Market Sale	NSE & BSE
Pragati Employee Welfare Trust, PAN: AABTI7859L, Address: 5th Floor, Building No.27, KG Marg, Connaught Place, New Delhi-110001 Phone No. 9899933995	other	Equity Shares	1,60,60,503 (3.41%)	Equity Shares	4,660,503	721,671,760.31	Sale	Equity Shares	1,14,00,000 (2.42%)	22-08-2023	22-08-2023	22-08-2023	Market Sale	NSE & BSE
Saket Bahuguna PAN: AGTPB2007R Address: First Floor 22, Nizamuddin East, New Delhi Ph: 9810637100	Erstwhile Designated Person	Equity Shares	41,400 (0.010%)	Equity Shares	41,400	6,954,377.40	Sale	Equity Shares	Nil	17-08-2023	17-08-2023	21-08-2023	Market Sale	NSE

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(ii) Value of transaction excludes taxes/brokerage/any other charges.

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

	Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
	Type of Contract	Contract Specifications	Buy		Sell		
			Notional Value	No. of Units (contracts* lot size)	Notional Value	No. of Units (contracts* lot size)	
16	17	18	19	20	21	22	
Pragati Employee Welfare Trust	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Pragati Employee Welfare Trust	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Saket Bahuguna	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

For Indiabulls Housing Finance Limited

Amit Jain
Company Secretary

Date: August 23, 2023
Place: Gurugram