

June 18, 2019

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.

National Stock Exchange of India Ltd.,
Exchange Plaza, C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051.

Scrip ID: KPITTECH
Scrip Code: 542651

Symbol: KPITTECH
Series: EQ

Kind Attn: The Manager,
Department of Corporate Services

Kind Attn: The Manager,
Listing Department

Subject: Disclosure of events or information under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015.

Dear Sir / Madam,

In compliance of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, we wish to inform you that the Board of Directors of the Company, at their meeting held on June 17, 2019, considered and approved the following resolutions, subject to the approval of Members by way of passing special resolution/s:-

- A. Adoption of "KPIT Technologies Limited- Employee Stock Option Scheme 2019A" ('KPIT-ESOS-2019A' / 'ESOS' / 'ESOS 2019A'). The details of the same are given herein below:

a) brief details of Options granted	37,93,923 (Thirty Seven Lakhs Ninety-Three Thousand Nine Hundred and Twenty Three) Options to the eligible employees of the Company or its subsidiary company(ies) as determined by the Nomination & Remuneration (HR) Committee ('Committee')
b) whether the scheme is in terms of SEBI (Share Based Employee Benefits) Regulations, 2014 (if applicable);	Yes
c) total number of shares covered by these Options;	Not more than the number of Options which shall be granted

KPIT Technologies Ltd. (Formerly KPIT Engineering Ltd.)
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Phase-III, Maan, Taluka-Mulshi, Hinjawadi, Pune-411057, India.
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d) pricing formula;	<p>The Exercise price per Option shall be equal to the Market Price of an Equity Share of the Company.</p> <p>“Market price” under the SEBI (Share Based Employee Benefits) Regulations, 2014 (“SBEB”) means the closing price of the Company’s equity share on the stock exchange on which the equity shares of the Company are listed, on the trading day immediately prior to the date of grant of options. If such shares are listed on more than one stock exchange, then the closing price on the stock exchange having higher trade volume shall be considered as the market price.</p>
e) Options vested;	Nil
f) time within which Option may be exercised;	The vested Options shall be excisable within a period of 5 (Five) years from the date of vesting of such Options.
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;	37,93,923 (Thirty Seven Lakhs Ninety-Three Thousand Nine Hundred and Twenty Three)
j) Options lapsed;	Nil
k) brief details of significant terms;	The aforesaid Options shall vest over a maximum period of 4 (Four) years from the date of grant.
l) subsequent changes or cancellation or exercise of such Options;	Nil
m) diluted earnings per share pursuant to issue of equity shares on exercise of Options.	Options are yet to be exercised
n) conversion ratio	Each Option shall carry the right to be issued one share of the Company.

B. Adoption of “KPIT Technologies Limited- Employee Stock Purchase Scheme 2019” (“ESPS 2019” or “Scheme”). The details of the same are given herein below:

a) brief details of Options granted;	No Options are granted. However, offer of 40,000 (Forty Thousand) equity shares of face value of Rs.10/- (Rupees Ten) each of the Company made to the eligible employees of the Company, its subsidiary company(ies), as determined by the Committee for transfer from trust's existing shareholding comprising of equity shares acquired from primary/fresh issue and secondary market.
b) whether the scheme is in terms of SEBI (Share Based Employee Benefits) Regulations, 2014 (if applicable);	Yes
c) total number of shares covered by these Options;	Not applicable to the Scheme. There are no Options granted under the Scheme.
d) pricing formula;	The Offer Price per equity share shall be the price, which shall not be less than the face value of equity share of the Company at the time of offer.
e) Options vested;	Not applicable to the Scheme. The term 'vesting' under Reg. 2(1)(zi) of the SEBI (Share Based Employee Benefits) Regulations, 2014 does not apply to the Part B (ESPS) of SEBI (SBEB) Regulations.
f) time within which Option may be exercised;	Not applicable to the Scheme. The term 'exercise period' under Reg. 2(1)(j) of the SEBI (Share Based Employee Benefits) Regulations, 2014 does not apply to the Part B (ESPS) of SEBI (SBEB) Regulations. Further, the offer period under the Scheme within which employees may accept the allotment of equity shares does not qualify as an 'exercise period under Reg. 2(1)(j) of the SEBI (Share Based Employee Benefits) Regulations, 2014.


g) Options exercised;	Not applicable to the Scheme. The concept of 'exercise' under Reg. 2(1)(i) of the SEBI (Share Based Employee Benefits) Regulations, 2014 does not apply to the Part B (ESPS) of SEBI (SBEB) Regulations.
h) money realized by exercise of Options;	Not applicable to the Scheme.
i) the total number of shares arising as a result of exercise of Option;	Not applicable to the Scheme. The Scheme being Part B scheme under the SEBI (Share Based Employee Benefits) Regulations, 2014, allots shares outright.
j) Options lapsed;	Not applicable to the Scheme. There are no Options granted under the Scheme.
k) brief details of significant terms;	The equity shares transferred from trust's existing shareholding comprising of equity shares acquired from primary/fresh issue and secondary market pursuant to the Scheme shall not be transferable in any manner for a minimum period of 1 (one) year.
l) subsequent changes or cancellation or exercise of such Options;	Not applicable to the Scheme. There are no Options granted under the Scheme.
m) diluted earnings per share pursuant to issue of equity shares on exercise of Options.	Not applicable to the Scheme.
n) conversion ratio	Not applicable to the Scheme.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For KPIT Technologies Limited
(Formerly KPIT Engineering Limited)


Nida Deshpande
Company Secretary & Compliance Officer

