DISCLOSURE AS REQUIRED UNDER SEBI (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AS ON MARCH 31, 2020

A. Employee Stock Option Scheme

Sr. No	Particulars	ESOP 2010	ESOP 2012	ESOP 2014
1	Date of Shareholders' Approval	October 29, 2010	February 09, 2012	September 11, 2014
2	Total number of options approved under thescheme	14,00,000 Equity Shares of face value Rs. 10/- each	4,00,000 Equity Shares of face value Rs. 10/- each	4,00,000 Equity Shares of face value Rs. 10/- each
3	Vesting Requirements	The first vesting of the stock options shall happen only on completion of one year from the date of grant. Maximum vesting period is five years from the date of Grant	The first vesting of the stock options shall happen only on completion of one year from the date of grant. Maximum vesting period is five years from the date of Grant	The first vesting of the stock options shall happen only on completion of one year from the date of grant. Maximum vesting period is five years from the date of Grant
4	Exercise Price or Pricing Formula	Rs. 71/- per option	Rs. 228/- per option	Rs. 425.60/- per option
5	Variation in terms of Options	-	-	-
6	Source of Shares	Primary	Primary	Primary
7	Maximum Term of Options Granted	5 years from the date of Grant		

B. Options/ RSU's Movement During the year

Particulars	Year ended March 31, 2020		Year ended March 31, 2019		Year ended March 31, 2020		Year ended March 31, 2019		Year ended March 31, 2020		Year ended March 31, 2019	
	No. of share options	Weighted average Exercise price (in Rs.)	No. of share options	Weighted average Exercise price (in Rs.)	No. of share options	Weighted average Exercise price (in Rs.)	No. of share options	Weighted average Exercise price (in Rs.)	No. of share options	Weighted average Exercise price (in Rs.)	No. of share options	Weighted average Exercise price (in Rs.)
PLAN	**ESOP 2010**				**ESOP 2012**				**ESOP 2014**			
Outstanding	-	-	-	-					3,76,800		3,76,800	

options at the beginning of the year												
No. of Options Granted during the year	-	-	-	-	-	-	-	-	-	-	-	-
No. of Options Exercised during the year and No. of shares arising as a result of exercise of options	-	-	-	-	-	-	-	-	-	-	-	-
No. of Options Lapsed / Cancelled during the year	-	-	-	-	-				-	3,76,800		-
No. of Options Cancelled revoked during the year	-	-	-	-	-	-	-	-	-	-	-	-
No. of Options Vested during the year	-	-	-	-	-	-	-	-	-	-	-	-
No. of Options Outstanding at the end of the year	-	-	-	-		-			-	-	3,76,800	
No. of Options Exercisable at	-	-	-	-	-	-			-	-	3,76,800	-

the end of the year												
Money realised by exercise of options during the year (in Rs.)	-	-	-	-	-	-	-	-	-	-	-	-

C. Employee-wise details of options granted during the year to:

		ESOP 2010	**ESOP 2012**	**ESOP 2014**
(i)	Senior Managerial Personnel	NIL	NIL	NIL
(ii)	Employees who were granted, during any one year, options Amounting to 5% or more of the options granted during the year	NIL	NIL	NIL
(iii)	Identified employees who were granted options during anyone year, equal or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	NIL	NIL	NIL
		-	-	-

D.	Diluted Earnings Per Share pursuant to issue of shares on exercise of options calculated in accordance withIndian Accounting Standard (IND AS)	Consolidated: (6.65) Standalone: (6.78)
E.	Method used to account for ESOS-	Black Scholes model
F.	Method and Assumptions used to estimate the fair value of options granted during the year: NA	
	Particulars	**As at March 31, 2020**
	Weighted average grant date share price	NA
	Weighted average exercise price	NA
	Dividend yield %	NA
	Expected life	NA
	Risk free interest rate	NA
	Volatility	NA

Volatility: Volatility is a measure of the amount by which a price hedge fluctuated or is expected to fluctuate during the period. The measure of volatility is used in Black Scholes option-pricing model is the annualised standard deviation of the continuously compounded rates of return on the stock over a period of time. Company considered the daily historical volatility of the Company's stock price on NSE over the expected life of each vest.

Risk free rate: The risk free rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on zero coupon yield curve for government securities.

Expected life the Options: Expected life or the options is the period for which the Company expects the options to be live. The minimum life of stock options is the minimum period before which the options cannot be exercised and the maximum life of the option is the maximum period after which the options cannot be exercised. The Company have calculated expected life as the average of the minimum and the maximum life of the options.

Dividend yield: Expected dividend yield has been calculated as a total of interim and final dividend declared in last year preceding date of grant.

G.	For options outstanding at the end of the year, the period, the rangeofexercisepricesandweightedaverageremaining contractuallife (vesting period + exercise period). If the range of the exercise pricesis wide,theoutstandingoptionsshouldbedividedintoranges thataremeaningfulforassessingthenumberand timingofadditionalshares thatmaybeissuedandcashthatmaybereceivedupone xerciseofthose options:	
H.	For other instruments granted during the year (i.e., other than stock options) • Number and weighted average fair value of those instruments at the grantdate • Fair Value determination incase (a) Fair value not measured on the basis of an observable market price (b)whether and how expected dividends wereincorporated (c) whether and how any other features wereincorporated	No other instruments were granted during the year
I.	For employee share-based payment plans that were modified / varied during the period – • Explanation of those modifications/variations • Incremental fair value granted (as a result of those modifications/ variations)-Information on	

	how those incremental fair value granted was measured, consistently with the requirements set out in point 7of SEBI (Share based employee benefits) Regulations,2014.	
J.	Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any otherrelevant accounting standards as prescribed from time totime.	Members may refer the relevant Notes in Audited Financials Statement of the Company prepared for Financial Year 19-20.

For **Tree House Education and Accessories Limited**

Sd/-
Jugal Shah
Executive Director
DIN:08334114