

February 10, 2026

Ref.: SSFB/CS/99/2025-26

To,  
**National Stock Exchange of India Limited**  
 The Listing Department  
 Exchange Plaza, C-1,  
 Block G, Bandra Kurla Complex,  
 Bandra (E), Mumbai - 400051

**BSE Limited**  
 The Corporate Relationship Department  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street,  
 Fort, Mumbai - 400 001

Symbol: **SURYODAY**

Scrip Code: **543279**

Dear Sir/ Madam,

**Sub: Grant of Stock Options to the employees of Suryoday Small Finance Bank Limited ("the Bank") under Suryoday ESOP Scheme - 2019**

Pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), we wish to inform that the Nomination and Remuneration Committee of the Board ("**NRC**") at its meeting held on February 10, 2026, has approved the grant of **85,000 Employee Stock Options ("ESOPs" or "Options")** of Rs. 10 each at the grant price of **Rs. 181.30 (Rupees One Hundred Eighty-One and Thirty paise)** per ESOP to the eligible employees of the Bank, subject to necessary regulatory compliances, as applicable.

The disclosure required under Regulation 30 of SEBI Listing Regulations read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and latest being SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and other relevant Circulars issued by SEBI from time to time in this regard, , are as follows:

Sr. No.	Particulars	Details
1	Brief details of options granted	Grant of <b>85,000</b> ESOPs to the eligible employees of the Bank, based on approval granted by the NRC on <b>February 10, 2026</b> , in accordance with Suryoday ESOP Scheme -2019.
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021	Suryoday ESOP Scheme - 2019 is in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
3	Total number of shares covered by these options	Each ESOP carries the right to apply for and be allotted 1 (One) Equity Share of face value of Rs. 10 each of the Bank. Accordingly, not exceeding <b>85,000</b> Equity Shares of Rs. 10 each of the Bank shall be issued against these Options, if exercised on vesting.
4	Pricing formula	<b>The Grant / Exercise Price of Options</b> shall be the previous day's closing price of the Bank's shares on the Stock Exchange in which the highest volumes of the Bank's shares are traded (" <b>Fair Market Price</b> "); provided that in case Fair Market Price of the Shares is lesser than the Book Value of such shares – based on the last Audited Results of the Bank, then in such a case the "Fair Market Price" shall deemed to be the Book Value of such shares based on the last Audited Results of the Bank and accordingly the Grant / Exercise Price of Options shall be the Book Value of such shares based on the last Audited Results of the Bank.

**SURYODAY SMALL FINANCE BANK LIMITED**

**Registered Office:** 1101, Sharda Terraces, Plot. 65, Sector 11, CBD Belapur, Navi Mumbai – 400614, Maharashtra Tel: 022-40435800

**Corporate Office:** 7<sup>th</sup> Floor, Seawoods Grand Central, Tower No. 1, Plot No. R-1, Sector 40, Seawoods, Navi Mumbai – 400 706

**E Mail:** info@suryodaybank.com / **Web:** https://suryoday.bank.in/ **CIN:** L65923MH2008PLC261472 / **GSTIN NO:** 27AAMCS5499J1ZG



		Accordingly, grant price for ESOPs is taken as <b>Rs. 181.30 (Rupees One Hundred Eighty-One and Thirty paise)</b> per option to the eligible employees of the Bank.
5	Options vested	<p>Upon the Option Grantee continuing in the employment of the Bank and upon compliance with the terms of the Suryoday ESOP Scheme -2019 and the Letter of Grant, the Options granted by the Bank would vest in the Option Grantee.</p> <p>The NRC shall in its absolute discretion, subject to compliance of applicable Laws, determine the Vesting Period for the Options granted pursuant to this Scheme, provided that the Options granted to Employees pursuant to this Scheme shall vest within a maximum period of Five (5) years from the Grant Date and there shall be a minimum period of One (1) year between the Grant Date and vesting of these Options. Further, the vesting schedule and conditions thereof, as decided by the NRC, shall be outlined in the grant letter of the respective Options grantee.</p> <p>In case of performance based vesting, the options would vest on achievement of performance parameters as determined by the Compensation Committee. The specific Vesting schedule and conditions subject to which Vesting would take place would be outlined in the Letter of Grant given to the Option Grantee at the time of grant of Options.</p>
6	Time within which option may be exercised	<p>All Options vested shall be exercised by the Option Grantee within the Exercise Period which is 3 (three) years from the date of vesting.</p> <p>There shall be an aggregate of 4 (four) Exercise windows in a financial year, and every Exercise window will be kept open for a minimum period of 10 (ten) days.</p> <p><i>It is hereby clarified that the Option Grantee may exercise the Options vested in him/her during the Exercise windows about which all the Option Grantees will receive advance intimation from the Company.</i></p> <p>All unexercised Options shall lapse after the expiry of 3 (three) years from the date of vesting thereof and accordingly no rights under the Letter of Grant shall survive on such lapse. There will be no separate communication intimating the lapse of Options.</p> <p>In the event of a resignation of an Option Grantee from the services of the Company (without such Employee having engaged in misconduct or breach of employment terms), the Options granted but not vested as on that day under the Suryoday ESOP Scheme- 2019 shall expire. However, all Options which have already been vested as on that date shall be exercisable by the Option Grantee within 90 days from the last date of service or the last date of the Exercise Period, whichever is earlier.</p>

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7	Options exercised	N.A.
8	Money realized by exercise of options	N.A.
9	The total number of shares arising as a result of exercise of option	N.A.
10	Options lapsed	N.A.
11	Variation of terms of options	N.A.
12	Brief details of significant terms	Suryoday ESOP Scheme-2019 (“ <b>ESOP Scheme 2019</b> ”) was approved initially by the Members of the Bank at their Annual General Meeting held on September 26, 2019 and thereafter, amended Scheme was approved by the Members at their Extra Ordinary General Meeting held on July 27, 2020. Further, in terms of Regulation 12(1) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2011 {erstwhile SEBI (Share Based Employee Benefits) Regulations, 2014} as amended, the ratification to the ESOP Scheme-2019 was also approved by the Members of the Bank at their Annual General Meeting held on September 20, 2021. Further, modification in Suryoday ESOP Scheme 2019 was approved by the Members at their Annual General Meeting held on September 12, 2024.
13	Subsequent changes or cancellation or exercise of such options	N.A.
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	N.A.

The above information shall also be available on the Bank's website at <https://suryoday.bank.in/investor-corner/#disclosure-to-stock-exchanges>.

The above is submitted for your kind information and appropriate dissemination.

Thanking You,

**For Suryoday Small Finance Bank Limited**

**Krishna Kant Chaturvedi**  
**Company Secretary & Compliance Officer**

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