

SEC/LODR/145/2025-26

July 30, 2025

<b>The Manager</b> The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u>	<b>The Manager</b> Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, <u>Mumbai – 400 001</u>
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**Re: Scrip Symbol: FEDERALBNK/ Scrip Code: 500469**

Dear Sir,

Sub: Outcome of the Board Meeting - Reg 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30, 42 and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), we wish to inform you that the Board of Directors of the Bank, at its meeting held on Wednesday, July 30, 2025, has, inter-alia, taken following decisions:

- a. Approved the adoption of **“The Federal Bank Limited Employee Stock Option Scheme 2025 (ESOS 2025) and The Federal Bank Limited Employee Stock Incentive Scheme 2025 (ESIS 2025)** in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, subject to approval of the shareholders of the Bank.

The Bank will seek approval of the shareholders for the aforesaid Schemes at the ensuing Annual General Meeting.

The details required to be disclosed as provided in Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/ 0155 dated November 11, 2024, is set out in **Annexure I**.

- b. Approved the convening of the 94<sup>th</sup> Annual General Meeting (AGM) of the Bank on Friday, August 29, 2025, at 11 am by way of Video Conferencing (“VC”) Audio-Visual Means (“OVAM”) in order to seek the approval of the shareholders pertaining to items specified in the AGM Notice.
- c. The Register of Members and Share Transfer Books of the Bank will remain closed from Saturday, August 23, 2025, to Friday, August 29, 2025 (both days inclusive) for the purpose of AGM, E-voting and Final Dividend, for the financial year ended March 31, 2025.

Symbol	Stock Exchange	Type of Security	Book Closure	Record Date	Purpose
500469	BSE Limited	Equity Shares	Saturday, August 23, 2025, to Friday, August 29, 2025	Nil	Annual General Meeting, E-Voting and Final Dividend
FEDERALBNK	National Stock Exchange of India Limited		(both days inclusive)		

Further, the Bank has fixed Friday, August 22, 2025, as the cut-off date for ascertaining the names of the Shareholders, holding shares either in physical form or in dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the AGM and to receive the final dividend, if declared in the AGM

The aforesaid meeting commenced at 3:03 pm and concluded at 07:31 pm.

Thanking you,

Yours faithfully,

**For The Federal Bank Limited**

**Samir P Rajdev**  
 Company Secretary

## Annexure I

Disclosure pursuant to in Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/ 0155 dated November 11, 2024

SI No.	Particulars	Description
1)	Brief details of options granted	Not applicable
2)	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes
3)	Total number of shares covered by these options	<p>The Options to be granted under <b>The Federal Bank Limited Employee Stock Option Scheme 2025 (ESOS 2025)</b> shall not exceed 2,45,58,291 Options (which represents 1 % of the paid-up equity shares of the Bank as on March 31, 2025) (as adjusted for any changes in the capital structure of the Bank) exercisable into one equity share of having face value of ₹ 2/- each for one option.</p> <p>The Options to be granted under <b>The Federal Bank Limited Employee Stock Incentive Scheme 2025 (ESIS 2025)</b> shall not exceed 1,47,34,974 Options (which represents 0.60% of the paid-up equity shares of the Bank as on March 31, 2025) (as adjusted for any changes in the capital structure of the Bank) exercisable into one equity share of having face value of ₹ 2/- each for one option.</p>
4)	Pricing formula	<p><b>ESOS 2025</b></p> <p>The exercise price for options shall be the fair market value of the shares under this scheme and shall be determined by the NRC pursuant to Regulation 17 and other provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.</p> <p><b>ESIS 2025</b></p> <p>The exercise price for options shall be the face value of the equity shares i.e. ₹2 per option.</p>

5)	Time within which option may be exercised	<p><b>ESOS 2025</b></p> <p>The eligible employees shall be entitled to exercise the options within 5 years from the date of vesting of such options or such period as may be determined by the NRC.</p> <p><b>ESIS 2025</b></p> <p>The eligible employees shall be entitled to exercise the options within 3 years from the date of vesting of such options or such period as may be determined by the NRC.</p>
6)	Brief details of significant terms	<p>The options under ESOS 2025 and ESIS 2025 will be directly issued by the Bank to the eligible employees of the Bank as may be decided by the NRC.</p> <p>NRC will act as the Compensation Committee for the implementation and administration of the Schemes (i.e. ESOS 2025 and ESIS 2025).</p> <p>The vesting period shall be minimum 1 year and maximum 5 years for ESOS 2025; and minimum 1 year and maximum 4 years for ESIS 2025, from the grant of options or such period as may be decided by the NRC from time to time.</p> <p>The vesting under ESIS 2025 is linked to Bank's performance and / or individual performance or such other parameters as may be decided by the NRC.</p>

**Note:** Since options have not yet been granted, details such as Options granted, Options vested, Options exercised, Money realized by exercise of Options, Total number of shares arising as a result of exercise of options, Options lapsed, Variation of Terms of options, subsequent changes/cancellation/exercise of such Options, diluted earnings per share pursuant to issue of equity shares on exercise of Options etc. specified by SEBI are not applicable as of now and hence, not mentioned.