

Date: May 12, 2026

To,

The Manager  
Listing Department  
National Stock Exchange of India Limited (NSE)  
Exchange Plaza, 5th Floor  
Plot No. C/1, G-Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051  
**Symbol: SAGILITY**

The Manager  
Listing Department  
BSE Limited (BSE)  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001  
**Scrip Code: 544282**

Dear Sir/Ma'am,

**Sub: Approving Employee Stock Options and Performance Stock Units Scheme 2026**  
**Ref.: Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of the Company, at its meeting held today, i.e., May 12, 2026, has, inter alia, approved the 'Sagility Limited – Employee Stock Options and Performance Stock Units Scheme 2026' ("ESOS 2026" or "Scheme"), as recommended by the Nomination and Remuneration Committee ("NRC"), for grant of stock options to eligible Directors and employees of the Company and its subsidiaries, subject to the approval of shareholders, in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

The approval of the shareholders will be sought through a postal ballot.

The details as required under Regulation 30 of the Listing Regulations read with Section V-A of SEBI Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as an Annexure.

The above information is being made available on the website of the Company <https://sagility.com/>

This is for your information and record.

Thanking You,

**For Sagility Limited**

**Satishkumar Sakharayapattana Seetharamaiah**  
**Company Secretary & Compliance Officer**  
**M. No. A16008**

Encl: a/a

**Sagility Limited**

(Formerly Sagility India Limited, earlier Sagility India Private Limited)

Registered Office - No. 23 & 24, AMR Tech Park, Building 2A, First Floor Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru – 560068, Karnataka, India

Corporate Identification Number: L72900KA2021PLC150054

Tel. No.: 080-71251500, E-mail: [investorservices@sagility.com](mailto:investorservices@sagility.com), Website: [www.sagility.com](http://www.sagility.com)

## Annexure

### Disclosure details in relation to approval of Employee Stock Option Scheme

1	Particulars	Description
1	<b>Brief details of options granted</b>	Currently, no grants are made since ESOS 2026 is subject to approval of the shareholders.  A total pool of <b>3,09,10,845</b> [Three Crore Nine Lakh Ten Thousand Eight Hundred Forty-Five Only] Employee Stock Options (“ <b>Options</b> ”) and <b>12,36,43,222</b> [Twelve Crore Thirty-Six Lakh Forty-Three Thousand Two Hundred Twenty-Two Only] Performance Stock Units (“ <b>PSUs</b> ”) to be granted under ESOS 2026, which shall entitle 1 (one) fully paid-up equity share of face value of Rs. 10/- (Rupees Ten only) each against each Option/PSU exercised.
2	<b>Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)</b>	Yes, ESOS 2026 is in the compliance with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3	<b>Total number of shares covered by these options</b>	<b>15,45,54,067</b> [Fifteen Crore Forty-Five Lakh Fifty-Four Thousand Sixty-Seven Only] equity shares of face value of Rs. 10/- (Rupees Ten only) each fully paid-up representing 3.30% of the current paid-up capital of the Company.
4	<b>Pricing formula</b>	i. <b>For Options:</b> The exercise price per Option shall be determined by the Nomination and Remuneration Committee, provided that the exercise price per Option shall not be less than the market price of the Share of the Company as on grant date. ii. <b>For PSUs:</b> The exercise price per PSU shall be the face value of the Share of the Company as on grant date.
5	<b>Options vested</b>	Not applicable at this stage
6	<b>Time within which option may be exercised</b>	The exercise period for vested Options/PSUs shall be a maximum of <b>2 (Two)</b> years commencing from the date of each vesting or such other shorter period as may be prescribed by the Nomination and Remuneration Committee at the time of grant.
7	<b>Options exercised</b>	Not applicable at this stage
8	<b>Money realized by exercise of options</b>	Not applicable at this stage
9	<b>The total number of shares arising as a result of exercise of option</b>	Not applicable at this stage
10	<b>Options lapsed</b>	Not applicable at this stage
11	<b>Variation of terms of options</b>	Not applicable at this stage
12	<b>Brief details of significant terms</b>	Significant terms will be disclosed in the explanatory statement forming part of Postal Ballot Notice. Same will be made available on the website of the Company.
13	<b>Subsequent changes or cancellation or exercise of such options</b>	Not Applicable at this stage
14	<b>Diluted earnings per share pursuant to issue of equity shares on exercise of options</b>	Not Applicable at this stage

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