



Factory & Corporate Office :

Kantharia Industrial Estate.

Survey No.: 90/3/2/B, Opp. Sopara Phata Police Station, At & Post-Pelhar,

N. H. No.8, Taluka - Vasai, Dist-Palghar, Pin: 401208.

CIN: L74140MH2010PLC205904

Phone: +91 8087042862

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400051

Symbol: NAMAN

Dear Sir / Ma'am,

Subject: Outcome of Board Meeting held on Friday, March 07, 2025 as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 and other applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("SEBI Listing Regulations") read with circulars / notifications / directions issued if any, and in connection with our prior intimation dated March 03, 2025, we wish to inform you that the Board of Directors ("Board") of the Naman In-Store India Limited ("Company") at its meeting held on Friday, March 07, 2025, has considered and approved the following:

1. Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510) as an Additional Director designated as an Independent Director of the Company.

The information in regard to the abovementioned change in the Board composition in terms of Regulation 30 read with Schedule III - Para A (7) of Part A of the Listing Regulations (as applicable) and SEBI Circulars bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed herewith as **Annexure-1**.

2. Approval of the draft Employee Stock Option Scheme ("ESOS") along with the creation of ESOS Pool for the Eligible Employees of the Company.

3. Approval of the draft Employee Stock Option Scheme ("ESOS") along with the creation of ESOS Pool for the Eligible Employees of the Group Company(ies) including Holding, Subsidiary and Associate Company(ies) of the Company, if any.

4. Approval of the grant of options to the identified employees, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and



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conversions) of the Company at the time of grant of options, subject to the Shareholders for their approval.

The information in regard to the abovementioned Approval of the Employee Stock Option Scheme ("ESOS") and approval of the grant of options in terms of Regulation 30 read with Schedule III - Para A (7) of Part A of the Listing Regulations (as applicable) and SEBI Circulars bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed herewith as **Annexure-2**.

5. Approval of the draft notice of Postal Ballot.

The intimation of postal ballot notice circulation will be given separately to Members of the Company pursuant to SEBI Listing Regulations.

The Meeting commenced at 3:33 p.m. (IST) and concluded at 3:58 p.m. (IST).

The above is for your information and records.

Your's sincerely

For Naman In-Store (India) Limited

Ms. Foram Desai

DIN: 08768092

Whole Time Director

Annexure - 1

Information to Investors

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510) as an Additional Director designated as an Independent Director of the Company.
2.	Date of appointment/ cessation (as applicable) & term of appointment	Date of Appointment: March 07, 2025 Term of Appointment: Five consecutive years.
3.	Brief profile of Mr. Rakeshkumar Dinesh Mishra	Mr. Rakesh D. Mishra is a Practicing Company Secretary, LL.B., MBA in Finance and is an Independent director registered with MCA. Rakesh is Proprietor of Rakesh Mishra and Associates, a multifaceted consulting firm in Companies Act, FEMA and Listing Compliance. He is a corporate advisor to various companies. He has a decade of experience in the compliance management system with expertise in Companies Act, Foreign Exchange Management Act, structuring and regulatory affairs. His experience is gained by extensive working with International firms. He has extensive experience of handling business transactions from Initial Start up to Foreign Direct Investment. He advises corporates, in lot of intricate transactions.
4.	Disclosure of relationships between directors	There is no relationship of the Appointed Director with the existing Directors.



Annexure - 2
Information to Investors

Sr. No.	Particulars	Details
1.	Brief details of options granted	The aforesaid Board Meeting was held for approval for institution of ESOS and no options have been granted as of this date.
2.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
3.	Total number of shares covered by these options	7,00,000 (Seven Lakhs) Options exercisable into equal number of Equity Shares in the Company ("Pool of Options" or "ESOS Pool"), would be available for grant to the Eligible Employees, in one or more tranches.
4.	Pricing formula	<p>The Exercise Price shall be as may be decided by the Board/Committee as is allowed under the Companies Act, and SEBI (SBEB) Regulations, 2021, which in any case will not be lower than the face value of the equity Shares of the Company on the date of such Grant. Further the Exercise Price can be different for different set of Employees for Options granted on same / different dates. Once granted, the Exercise Price of the Options may be varied by Committee to account for any rights issues, mergers, stock splits, bonus issue or share consolidations etc</p> <p>The Committee may re-price the Options, which are not exercised whether or not they have been vested if the Options were rendered unattractive due to fall in the price of the shares in the market, provided that the Committee shall ensure that such re-pricing shall not be detrimental to the interest of Employees and shall be subject to approvals as may be required.</p>

5.	Options vested	The aforesaid Board Meeting was held for institution of ESOS and no options have been vested as of this date.
6.	Time within which option may be exercised	The Exercise Period shall commence from the date of vesting and shall not be longer than 5 years. The ESOS contains the different exercise periods for cases of Employment and separation from employment/ service. The Committee shall have power to determine the fixed period within which the Vested Options shall be exercised by the Option Grantee.
7.	Options exercised	The aforesaid Board Meeting was held for institution of ESOS and no options have been exercised as of this date.
8.	Money realized by exercise of options	
9.	The total number of shares arising as a result of exercise of option	
10.	Options lapsed	The aforesaid Board Meeting was held for institution of ESOS and no options have been lapsed as of this date.
11.	Variation of terms of options	The aforesaid Board Meeting was held for institution of ESOS and there has been no variation of terms of options as of this date.
12.	Brief details of significant terms	Authority and Ceiling: The Company will grant 700,000 options (referred to as the "ESOS Pool") to eligible employees in one or more tranches.
13.	Subsequent changes or cancellation or exercise of such options	The aforesaid Board Meeting was held for institution of ESOS and there has been no Subsequent changes or cancellation or exercise of such options.
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	The aforesaid Board Meeting was held for institution of ESOS and no options have been exercised as of this date.