



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised two Star Export House

Registered Office: Office No. 3, Level 2, Centrium, Phoenix Market City,
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India, 400 070.

Email: business@thevanitycase.com, **Website:** www.hindustanfoodslimited.com

Tel. No.: +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: March 6, 2025

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
--	--

Dear Sir /Madam,

Sub.: Outcome of Board Meeting

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), further to our letter dated March 3, 2025, We wish to inform you that based on the recommendations of the Nomination and Remuneration Committee ("**NRC**"), the Board of Directors of the Company at its Meeting held today i.e., Thursday, March 6, 2025 has inter alia considered and approved Employee Stock Option Scheme ("**HFL ESOS 2025**") for the Employees of the Company, its Subsidiaries or its Associate Companies. The same shall be subject to the approval of the Shareholders of the Company.

The details as required under Regulation 30 of the Listing Regulations read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are enclosed herewith as "**Annexure – I**".

The Board Meeting commenced at 2:40 p.m. and concluded at 3:45 p.m.

We request you to take the above on record.

Thanking you,
Yours faithfully,
For HINDUSTAN FOODS LIMITED

Bankim Purohit
Company Secretary and Legal Head
ACS 21865

Encl.: As above





Annexure I

Disclosure of Details with respect to Employee Stock Option Scheme under Regulation 30 read with Para B of Part A of Schedule III of the Listing Regulations and SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024:

Sr. No.	Particulars	Description
1	Brief details of options granted	Currently, no grants are made since HFL ESOS 2025 is subject to approval of the Shareholders. However, the total number of stock options proposed to be granted under HFL ESOS 2025 shall not exceed 10,00,000 (Ten Lakhs) to the eligible Employees under the HFL ESOS 2025.
2	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (if applicable)	HFL ESOS 2025 shall be in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3	Total number of shares covered by these options	The total number of stock options to be granted to the Eligible Employees under the HFL ESOS 2025 shall not exceed 10,00,000 (Ten Lakhs) Shares of face value of Rs. 2/- (Rupees Two) each fully paid-up in one or more tranches.
4	Pricing formula	<p>The Exercise Price per Option shall be determined by the Nomination and Remuneration Committee subject to conforming to the accounting policies determined in accordance with applicable accounting standards. The minimum Exercise Price shall not be less than the face value of Share of the Company on the date of such Grant.</p> <p>The specific exercise price shall be specified in the letter to be issued at the time of grant.</p>
5	Options vested	Not applicable at this stage
6	Time within which options may be exercised	The exercise period for vested options shall be a maximum of 5 (Five) years from the date of vesting of options.
7	Options exercised	Not applicable at this stage
8	Money realized by exercise of options	
9	The total number of shares arising as a result of exercise of option	



10	Options lapsed	
11	Variation of terms of options	
12	Brief details of significant terms	<p>The HFL ESOS 2025 contemplates grant of options to the employees of the Company or its Subsidiary Company(ies) or its Associate Company (ies) (whether now or hereafter existing, whether incorporated in India or overseas, whether working in India or outside India)</p> <p>The NRC of the Company shall act as Compensation Committee for the supervision of HFL ESOS 2025.</p> <p>The Options shall vest not earlier than minimum period of 1 (One) year and not later than maximum period of 5 (Five) years from the Date of Vesting.</p> <p>Detailed terms will be disclosed as explanatory statement forming part of the Notice for seeking Shareholders approval.</p>
13	Subsequent changes or cancellation or exercise of such options	Not applicable at this stage
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	