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HIMACHAL FUTURISTIC COMMUNICATIONS LTD.
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HFCL/SEC/18-19/
 16th October, 2018

To

The Secretary The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot no. C-1, Block G Bandra Kurla Complex, Bandra (East) Mumbai- 400 051	The Secretary BSE Limited 27 th Floor Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400 001
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Dear Sir,

Sub: Outcome of the meeting of Nomination, Remuneration and Compensation Committee held on 15th October, 2018 – Grant of Employee Stock Options and Restricted Stock Units

This is further to our earlier letters dated 22nd August, 2017, 26th August, 2017 and 25th September, 2017 on the aboe subject.

In accordance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we hereby inform you that the Nomination, Remuneration and Compensation Committee of the Company at its meeting held on 15th October, 2018 has approved the grant of Performance Based 70,49,000 Employee Stock Options ("Options") and 70,49,000 Restrictive Stock Units ("RSUs"), each convertible into equal number of equity shares of the Company of face value of Re.1/- each, to the eligible employees of the Company and its subsidiary company i.e. HTL Limited under the Himachal Futuristic Communications Limited (HFCL) Employees' Long Term Incentive Plan – 2017 ("HFCL Plan 2017").

The Terms of grant inter-alia are as under:

Sr. No.	Particulars	Details
1	Brief details of Options granted	Grant of 70,49,000 Options
2	Brief details of RSUs granted	Grant of 70,49,000 RSUs
3	whether the SHEME is in terms of SEBI (SBEB) Regulations, 2014 (if applicable);	Yes
4	Total number of shares covered by these Options and RSUs;	1,40,98,000
5	Pricing formula for Options	Prevailing fair market value of per share, i.e., the closing market price of the share of the Company as on the National Stock Exchange of India immediately prior to the date of grant. Accordingly Options



		have been granted at a price of Rs.20.65 per Option.														
6	Pricing formula for RSUs	Re.1/- per RSU														
7	Vesting Schedule	<p>Options:</p> <table border="1"> <thead> <tr> <th>% Options to be Vested</th> <th>Year</th> </tr> </thead> <tbody> <tr> <td>40% of the Options granted</td> <td>End of the 1st year from the date of grant</td> </tr> <tr> <td>30% of the Options granted</td> <td>End of the 2nd year from the date of grant</td> </tr> <tr> <td>30% of the Options granted</td> <td>End of the 3rd year from the date of grant</td> </tr> </tbody> </table> <p>RSUs:</p> <table border="1"> <thead> <tr> <th>% RSU to be Vested</th> <th>Year</th> </tr> </thead> <tbody> <tr> <td>70% of the RSUs granted</td> <td>End of the 3rd year from the date of grant</td> </tr> <tr> <td>30% of the RSUs granted</td> <td>End of the 4th year from the date of grant</td> </tr> </tbody> </table>	% Options to be Vested	Year	40% of the Options granted	End of the 1 st year from the date of grant	30% of the Options granted	End of the 2 nd year from the date of grant	30% of the Options granted	End of the 3 rd year from the date of grant	% RSU to be Vested	Year	70% of the RSUs granted	End of the 3 rd year from the date of grant	30% of the RSUs granted	End of the 4 th year from the date of grant
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8	Time within which Options/RSUs may be exercised;	<p>Options to be exercised</p> <p>The vested options shall be exercised within 5 years from the date of respective vesting. The exercise may be made in full or in tranches within the exercise period.</p> <p>RSUs to be exercised</p> <p>The vested RSUs shall be exercised within 5 years from the date of respective vesting. The exercise may be made in full or in tranches within the exercise period.</p>														

The above may kindly be taken on your records.

Thanking you,

Yours faithfully,
For **Himachal Futuristic Communications Limited**


(Manoj Baid)
Vice-President (Corporate) &
Company Secretary

