

Date: February 11, 2026

National Stock Exchange of India Limited
The Listing Department,
Exchange Plaza,
Bandra Kurla Complex,
Mumbai - 400 051

BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Symbol: LENSKART

Scrip Code: 544600

Sub.: Outcome of the Board Meeting held on February 11, 2026

Dear Sir/ Ma'am,

In accordance with the provisions of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("**SEBI LODR Regulations**"), we wish to inform you that the Board of Directors of the Company at its meeting held today approved the following businesses:

1. To consider and approve the ratification of Lenskart Employee Stock Option Plan, 2021 ("**Plan**"), as per SEBI (Share Based Employee Benefit and Sweat Equity) Regulations, 2021.
 - 1.1. To grant, issue and allot Employee Stock Options (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.
 - 1.2. The Plan shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route, for extending the benefits to the Eligible Employees as mentioned under the Plan, by the way of fresh allotment from the Company.
2. To approve the extension of the benefits of Lenskart Employee Stock Option Plan, 2021 to the Employees of the Group Company including Subsidiary Company(ies), Associate Company, in India or outside India, of the Company.
3. To consider and approve the amendment and ratification of Lenskart Employee Stock Option Plan, 2025 ("**Plan-2025**"), as per SEBI (Share Based Employee Benefit and Sweat Equity) Regulations, 2021.
 - 3.1 To grant, issue and allot Employee Stock Options (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.
 - 3.2 The Plan-2025 shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through Trust Route, for extending the benefits to the Eligible Employees as mentioned under the Plan-2025, by the way of fresh allotment from the Company and/or Secondary Acquisition from the market. However, primary mode of acquisition shall be Secondary Acquisition from the market.

4. To approve the extension of the benefits of Lenskart Employee Stock Option Plan-2025, to the Employees of the Group Company including Subsidiary Company(ies) or Associate Company, in India or outside India, of the Company.
5. To authorise conversion of pre-existing inter-company loans to equity in its wholly owned overseas subsidiaries, Lenskart Singapore Pte. Ltd. and NESO Brands Pte. Ltd.

The disclosures pursuant to SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as **Annexure – A**, **Annexure – B**, **Annexure – C**, and **Annexure – D** respectively.

The Board meeting commenced at 1:00 PM (IST) and concluded at 03:26 PM (IST).

The aforesaid details will also be hosted on the Company's website viz. <https://www.lenskart.com/corporate/investorrelations>.

Kindly take the same on record.

Thanking you,

Yours Sincerely,

For Lenskart Solutions Limited
(Formerly known as Lenskart Solutions Private Limited)

Ashish Kumar Srivastava
Company Secretary and Chief Compliance Officer
Membership No.: F5325

Place: Gurugram

Annexure – A

Details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/3762/2026 dated January 30, 2026.

Sl. No.	Particulars	Details
1.	Name of the Plan	Lenskart Employee Stock Option Plan, 2021 (“Plan”)
2.	Brief details of options granted	<p>The maximum number of options that may be granted are 2,60,40,528 (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.</p> <p>The Plan shall be implemented through direct route to extend the benefits to the Eligible Employees of the Company including the Employees and Directors of the Company, its Group Company including Subsidiary Company, Associate Company, in India or outside India, of the Company by the way of fresh allotment from the Company.</p>
3.	Whether the Plan is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes
4.	Total number of shares covered by these options	26,040,528 Employee Stock Options (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.
5.	Pricing Formula	Under this Plan, The Exercise Price shall be equal to the average closing price for 30 days prior to the Grant in the Stock Exchange where there is a highest trading volume during that period, subject to maximum discount of 25% on such price as may be determined by the Administrator.
6.	Options Vested	Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.
7.	Time within which option may be exercised	<p>After Vesting, Options can be exercised, either wholly or partly, anytime during exercise window, while in employment with the Company.</p> <p>Failure to exercise within such period, shall result in lapse of Vested options from the hands of Optionee.</p>

8.	Options exercised	Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.
9.	Money realized by exercise of Options	
10.	The total number of Shares arising as a result of exercise of Option	
11.	Options lapsed	
12.	Variation in terms of Options	
13.	Brief details of significant terms	<p>The Plan is administered by the Nomination and Remuneration Committee.</p> <p>The Plan shall be implemented through direct route to extend the benefits to the Eligible Employees of the Company including the Employees and Directors of the Company, its Group Company including Subsidiary Company, Associate Company, in India or outside India, of the Company by the way of fresh allotment from the Company.</p> <p>The grant of Options is based upon the eligibility criteria determined by the Committee.</p> <p>Employee Stock Options granted under Plan, other than performance-based options, shall vest not earlier than 2 (Two) years and not later than Vesting Period of 4 (Four) Years from the date of grant of such Options.</p> <p>After Vesting, Options can be exercised, either wholly or partly, anytime during exercise window, while in employment with the Company. Failure to exercise within such period, shall result in lapse of Vested options from the hands of Optionee.</p>
14.	Subsequent changes or cancellation or exercise of such Options	Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.
15.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options.	

Details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026

Sl. No.	Particulars	Details
1.	Name of the Plan	Lenskart Employee Stock Option Plan, 2025, (“ Plan-2025 ”)
2.	Brief details of options granted	<p>The maximum number of options that may be granted are 7,280,431 (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.</p> <p>The Plan-2025 shall be implemented through Trust Route to extend the benefits to the Eligible Employees of the Company including the Employees and Directors of the Company, its Group Company including Subsidiary Company, Associate Company, in India or outside India, of the Company by the way of fresh allotment from the Company and /or Secondary Acquisition from the market. However, primary mode of acquisition shall be Secondary Acquisition from the market.</p>
3.	Whether the Plan is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes
4.	Total number of shares covered by these options	7,280,431 Employee Stock Options (or such other adjusted figure for any bonus shares, split, consolidation, rights issue and buy-back of shares, merger, de-merger, spin-off, consolidation, amalgamation, sale of business (except to a subsidiary) or other reorganization of the capital structure of the Company as may be applicable from time to time), exercisable into be Equity Shares of face value Rs. 2/- each.
5.	Pricing Formula	Under this Plan-2025, The Exercise Price shall be equal to the average closing price for 30 days prior to the Grant in the Stock Exchange where there is a highest trading volume during that period, subject to maximum discount of 25% on such price as may be determined by the Administrator.
6.	Options Vested	Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.
7.	Time within which option may be exercised	After Vesting, Options can be Exercised either wholly or partly, anytime while in employment with the Company. The mode and manner in which Options can be

		<p>exercised shall be communicated to the Optionee individually. -</p> <ol style="list-style-type: none"> i. In case of exercise via Cash Mechanism, Optionee is required to submit the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any, to the Trust/Company. ii. In case of Exercise via Cashless Mechanism, Optionee is required to submit the Exercise application along with authorization letter to the Trust, to sell such number of Shares to fund the payment of the Exercise Price, the amount necessary to meet his tax obligations and other related expenses pursuant to Exercise of Options granted under the Scheme and transfer the remaining Shares to the Optionee. <p>Failure to comply within this time period, shall result in lapsing of Vested Options in the hands of Optionee and shall be added back to the pool.</p>
8.	Options exercised	<p>Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.</p>
9.	Money realized by exercise of Options	
10.	The total number of Shares arising as a result of exercise of Option	
11.	Options lapsed	
12.	Variation in terms of Options	
13.	Brief details of significant terms	<p>The Plan-2025 is administered by the Nomination and Remuneration Committee.</p> <p>The Plan-2025 shall be implemented through Trust Route to extend the benefits to the Eligible Employees of the Company including the Employees and Directors of the Company, its Group Company including Subsidiary Company, Associate Company, in India or outside India, of the Company by the way of fresh allotment from the Company and/or Secondary Acquisition from the market. However, primary mode of acquisition shall be Secondary acquisition from the Market.</p> <p>The grant of Options is based upon the eligibility criteria determined by the Committee.</p> <p>Employee Stock Options granted under Plan-2025, shall vest not earlier than 1 (One) year and not later than Vesting Period of 5 (Five) Years from the date of grant of such Options.</p>

		<p>After Vesting, Options can be Exercised either wholly or partly, anytime while in employment with the Company. The mode and manner in which Options can be exercised shall be communicated to the Optionee individually.</p> <ul style="list-style-type: none"> i. In case of exercise via Cash Mechanism, Optionee is required to submit the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any, to the Trust/Company. ii. In case of Exercise via Cashless Mechanism, Optionee is required to submit the Exercise application along with authorization letter to the Trust, to sell such number of Shares to fund the payment of the Exercise Price, the amount necessary to meet his tax obligations and other related expenses pursuant to Exercise of Options granted under the Scheme and transfer the remaining Shares to the Optionee. <p>Failure to comply within this time period, shall result in lapsing of Vested Options in the hands of Optionee and shall be added back to the pool.</p>
14.	Subsequent changes or cancellation or exercise of such Options	Not applicable as this outcome is pertaining to the date of approval of the Plan by the Board.
15.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options.	

Annexure – C

Sr. No.	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	Lenskart Singapore Pte. Ltd. (“ LK Singapore ”) As on March 31, 2025: Turnover: 30,046,932 SGD Net worth: 465,204,271 SGD
b	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Not Applicable LK Singapore is a wholly owned overseas subsidiary of Lenskart Solutions Limited (“ the Company ”). Loans extended in the past are now being converted into equity. The conversion is being done on an arm’s length basis. There is no fresh infusion of equity capital.
c	Industry to which the entity being acquired belongs	This is not an acquisition. LK Singapore is a wholly owned subsidiary of the Company. It is engaged in the business of, inter alia, retail sale of spectacles and other optical goods.
d	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<u>Object of converting pre-existing loans into equity:</u> LK Singapore continues to be a loss-making entity. As it is unable to service the principal and interest obligations, it is proposed to convert the outstanding unsecured loan. <u>Impact of acquisition:</u> Not applicable. This is not an acquisition and there is no fresh infusion of equity capital.
e	Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required for the acquisition.
f	Indicative time period for completion of the acquisition	Not Applicable
g	Nature of consideration whether cash consideration or share swap and details of the same	Not Applicable. This is not an acquisition and there is no fresh infusion of capital. The loans extended in the past are now being converted into equity capital.
h	Cost of subscription or the price at which the shares are subscribed	Not Applicable
i	Percentage of shareholding/ control by the Company and/or number of shares allotted	Not applicable. This is not an acquisition and there is no fresh infusion of equity capital. The loans extended in the past are now being converted into equity. LK Singapore is a wholly owned subsidiary of the Company.
j	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired	This is not an acquisition and there is no fresh infusion of capital. The loans extended in the past are now being converted into equity capital. Date of incorporation: September 4, 2018

Lenskart Solutions Limited
(Earlier known as Lenskart Solutions Private Limited)
Corporate Office: Ground Floor, Vipul Tech Square,
Golf Course Road, Sector- 43, Gurugram, Haryana 122009



	entity has presence and any other significant information (in brief)	Turnover: FY 24-25: 30,046,932 SGD FY 23-24: 26,055,168 SGD FY 22-23: 20,094,951 SGD
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Annexure – D

Sr. No.	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	NESO Brands Pte. Ltd. (“ NESO ”) As on March 31, 2025: Turnover- Nil Net worth- (2,899,074) SGD
b	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Not Applicable NESO is a wholly owned overseas subsidiary of Lenskart Solutions Limited (“ the Company ”). Loans extended in the past are now being converted into equity. The conversion is being done on an arm’s length basis. There is no fresh infusion of equity capital.
c	Industry to which the entity being acquired belongs	This is not an acquisition. NESO is a wholly owned subsidiary of the Company. It is engaged in the business of, inter alia, as online marketplaces for goods (including food).
d	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<u>Object of converting pre-existing loans into equity:</u> NESO continues to be a loss-making entity. As it is unable to service the principal and interest obligations, it is proposed to convert the outstanding unsecured loan. <u>Impact of acquisition:</u> Not applicable. This is not an acquisition and there is no fresh infusion of equity capital.
e	Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required for the acquisition.
f	Indicative time period for completion of the acquisition	Not Applicable
g	Nature of consideration whether cash consideration or share swap and details of the same	Not Applicable. This is not an acquisition and there is no fresh infusion of capital. The loans extended in the past are now being converted into equity capital.
h	Cost of subscription or the price at which the shares are acquired	Not Applicable
i	Percentage of shareholding/ control by the Company and/or number of shares allotted	Not applicable. This is not an acquisition and there is no fresh infusion of capital. The loans extended in the past are now being converted into equity capital. NESO is a wholly owned subsidiary of the Company.
j	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover,	This is not an acquisition and there is no fresh infusion of equity capital. The loans extended in the past are now being converted into equity. Date of incorporation: November 12, 2021

Lenskart Solutions Limited
(Earlier known as Lenskart Solutions Private Limited)
Corporate Office: Ground Floor, Vipul Tech Square,
Golf Course Road, Sector- 43, Gurugram, Haryana 122009



	country in which the acquired entity has presence and any other significant information (in brief)	Turnover: NIL
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