



September 13, 2024

BSE Limited

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

National Stock Exchange of India Limited

The Listing Department,
Exchange Plaza Bandra,
Kurla Complex,
Mumbai - 400 051

Scrip Code: 543396

Symbol: PAYTM

Sub.: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results and Scrutinizer's Report of the 24th Annual General Meeting of the Company

Dear Sir/ Ma'am,

We wish to inform you that the Members at the 24th Annual General Meeting ("AGM") of the Company held on Thursday, September 12, 2024, at 09:00 a.m. (IST) through Video Conferencing / Other Audio Visual Means, have duly passed the following resolutions as set out in the Notice of AGM:

S. No.	Description of Resolution	Type of Resolution	% of votes in favour	% of Votes against
1.	Receipt, consideration and adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon	Ordinary Resolution	99.97	0.03
2.	Approval for re-appointment of Mr. Ravi Chandra Adusumalli (DIN: 00253613), who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution	88.73	11.27
3.	Approval for the appointment of Mr. Rajeev Krishnamuralilal Agarwal (DIN: 07984221) as a Non-Executive Independent Director of the Company	Special Resolution	99.64	0.36
4.	Approval for the framework for payment of remuneration to Non-Executive Independent Directors of the Company	Ordinary Resolution	99.56	0.44
5.	Approval for the payment of remuneration to Mrs. Pallavi Shardul Shroff (DIN: 00013580), Non-Executive Independent Director of the Company	Ordinary Resolution	88.63	11.37



S. No.	Description of Resolution	Type of Resolution	% of votes in favour	% of Votes against
6.	Approval for the payment of remuneration to Mr. Ashit Ranjit Lilani (DIN: 00766821), Non-Executive Independent Director of the Company	Ordinary Resolution	88.57	11.43
7.	Approval for the payment of remuneration to Mr. Neeraj Arora, (DIN: 07221836) Non-Executive Independent Director of the Company	Ordinary Resolution	89.22	10.78
8.	Approval for the payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030) Non-Executive Independent Director of the Company	Ordinary Resolution	88.57	11.43
9.	Approval for the payment of remuneration to Mr. Rajeev Krishnamuralil Agarwal, (DIN: 07984221) Non-Executive Independent Director of the Company	Ordinary Resolution	99.55	0.45

In view of the above, please find enclosed herewith the following documents:

- Details of voting results in the format specified under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as **Annexure A**; and
- Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, enclosed as **Annexure B**.

This disclosure will also be hosted on the Company's website at <https://ir.paytm.com/> and on the website of National Securities Depository Limited at <https://www.evoting.nsdl.com>.

Kindly take the same on record.

Thanking you

Yours Sincerely,
For **One 97 Communications Limited**

Sunil Kumar Bansal
Company Secretary and Compliance Officer

Encl.: As above

[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	543396
NSE Symbol	PAYTM
MSEI Symbol	NOTLISTED
ISIN	INE982J01020
Name of the company	One 97 Communications Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-09-2024
Start time of the meeting	09:00 AM
End time of the meeting	11:23 AM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

Name of the Scrutinizer	Ashok
Firms Name	M/s. VAPN & Associates
Qualification	CS
Membership Number	A55136
Date of Board Meeting in which appointed	13-08-2024
Date of Issuance of Report to the company	13-09-2024

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	05-09-2024
Total number of shareholders on record date	1084056
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	214
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	Add Notes

[Prev](#)

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	400805524	144747	99.9639	0.0361
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	400805524	144747	99.9639
Public- Non Institutions	E-Voting	173125007	73608089	42.5173	73594550	13539	99.9816	0.0184
	Poll		12566	0.0073	12545	21	99.8329	0.1671
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620655	42.5246	73607095	13560	99.9816
Total		636384447	474570926	74.5730	474412619	158307	99.9666	0.0334
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Ravi Chandra Adusumalli (DIN: 00253613), as Director laible to retire by rotation, being eligible offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	347487561	53462710	86.6660	13.3340
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	347487561	53462710	86.6660
Public- Non Institutions	E-Voting	173125007	73608072	42.5173	73585685	22387	99.9696	0.0304
	Poll		12566	0.0073	12555	11	99.9125	0.0875
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620638	42.5246	73598240	22398	99.9696
Total		636384447	474570909	74.5730	421085801	53485108	88.7298	11.2702
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Mr. Rajeev Krishnamuralilal Agarwal (DIN: 07984221) as a Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	399246160	1704111	99.5750	0.4250
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	399246160	1704111	99.5750
Public- Non Institutions	E-Voting	173125007	73607845	42.5172	73590428	17417	99.9763	0.0237
	Poll		12566	0.0073	12555	11	99.9125	0.0875
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620411	42.5244	73602983	17428	99.9763
Total		636384447	474570682	74.5730	472849143	1721539	99.6372	0.3628
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)
[Validate](#)

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the framework for payment of remuneration to Non-Executive Independent Directors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	398879854	2070417	99.4836	0.5164
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	398879854	2070417	99.4836
Public- Non Institutions	E-Voting	173125007	73606795	42.5166	73580648	26147	99.9645	0.0355
	Poll		12566	0.0073	12545	21	99.8329	0.1671
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73619361	42.5238	73593193	26168	99.9645
Total		636384447	474569632	74.5728	472473047	2096585	99.5582	0.4418
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mrs. Pallavi Shardul Shroff (DIN: 00013580), Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	347079984	53870287	86.5643	13.4357
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	347079984	53870287	86.5643
Public- Non Institutions	E-Voting	173125007	73606637	42.5165	73521069	85568	99.8837	0.1163
	Poll		12566	0.0073	12545	21	99.8329	0.1671
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73619203	42.5237	73533614	85589	99.8837
Total		636384447	474569474	74.5728	420613598	53955876	88.6306	11.3694
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mr. Ashit Ranjit Lilani (DIN: 00766821), Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	346766097	54184174	86.4861	13.5139
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	346766097	54184174	86.4861
Public- Non Institutions	E-Voting	173125007	73607865	42.5172	73525695	82170	99.8884	0.1116
	Poll		12566	0.0073	12555	11	99.9125	0.0875
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620431	42.5244	73538250	82181	99.8884
Total		636384447	474570702	74.5730	420304347	54266355	88.5652	11.4348
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mr. Neeraj Arora, (DIN: 07221836) Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	349879984	51070287	87.2627	12.7373
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	349879984	51070287	87.2627
Public- Non Institutions	E-Voting	173125007	73607865	42.5172	73522246	85619	99.8837	0.1163
	Poll		12566	0.0073	12555	11	99.9125	0.0875
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620431	42.5244	73534801	85630	99.8837
Total		636384447	474570702	74.5730	423414785	51155917	89.2206	10.7794
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030) Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	346766097	54184174	86.4861	13.5139
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	346766097	54184174	86.4861
Public- Non Institutions	E-Voting	173125007	73607852	42.5172	73525909	81943	99.8887	0.1113
	Poll		12566	0.0073	12545	21	99.8329	0.1671
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620418	42.5244	73538454	81964	99.8887
Total		636384447	474570689	74.5730	420304551	54266138	88.5652	11.4348
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

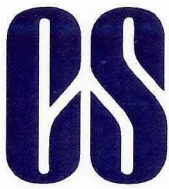
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mr. Rajeev Krishnamuralilal Agarwal, (DIN: 07984221) Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	463259440	400950271	86.5498	398885712	2064559	99.4851	0.5149
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		463259440	400950271	86.5498	398885712	2064559	99.4851
Public- Non Institutions	E-Voting	173125007	73607909	42.5172	73525796	82113	99.8884	0.1116
	Poll		12566	0.0073	12555	11	99.9125	0.0875
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		173125007	73620475	42.5245	73538351	82124	99.8884
Total		636384447	474570746	74.5730	472424063	2146683	99.5477	0.4523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



VAPN & ASSOCIATES

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
One 97 Communications Limited
CIN: L72200DL2000PLC108985
Reg. Off:- First Floor, Devika Tower,
Nehru Place, New Delhi - 110 019
Corp. Off:- Paytm Corporate Office, One Skymark,
Tower-D, Plot No. H-10B, Sector- 98, Noida - 201 304

Sub: Consolidated Scrutinizer's Report on remote E-voting and E-voting process conducted during the 24th Annual General Meeting ("AGM") of One 97 Communications Limited held on Thursday, September 12, 2024 at 09:00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

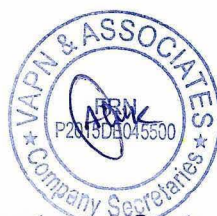
Dear Sir,

I, Ashok, Partner of M/s. VAPN & Associates, Practicing Company Secretaries (FRN: P2015DE045500) was appointed as a Scrutinizer by the Board of Directors of **One 97 Communications Limited ("Company")** on August 13, 2024 for the purpose of scrutinizing the process of voting through electronic means i.e., remote e-voting and e-voting at AGM of the Company, in a fair and transparent manner, held on **Thursday, September 12, 2024 at 09:00 a.m. (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of various circulars including General Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 07, 2023, issued by SEBI ("**SEBI Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolution(s) forming part of the AGM Notice dated August 13, 2024 ("**AGM Notice**").

Further to the above, I submit my report as under:

1. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI Listing Regulations relating to e-voting on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.





2. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting at AGM) is restricted to making a consolidated scrutinizer's report based on the votes cast **"in favor" or "against"** on the resolution(s) contained in the AGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (**"NSDL"**), being an agency authorized under the Act and the Rules made thereunder, and engaged by the Company to provide an e-voting facility (i.e., remote e-voting and e-voting at AGM).

3. Dispatch of Notice convening the AGM and Newspaper Advertisements:

3.1. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with the Annual Report for the financial year 2023-24 (**"Annual Report"**) was sent only through electronic mode to those members whose email address is registered with the Company / Link Intime India Private Limited, Registrar and Transfer Agent of the Company (**"RTA"**)/ Depositories/ Depository Participant(s).

3.2. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice and Annual Report were also placed on the website of the Company at <https://ir.paytm.com/agm> and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of RTA and NSDL.

3.3. The Company had published an advertisement in Financial Express (all India editions in English language) and Jansatta (all India editions in Hindi language) newspapers on August 18, 2024, as prescribed in Clause IV of the General Circular No. 20/2020 dated May 05, 2020 issued by the MCA. The advertisement contained all the required information as provided under clause IV (a) to (g) of Part A of the said circular.

3.4. The Company had also published an advertisement in Financial Express (all India editions in English language) and Jansatta (all India editions in Hindi language) newspapers on August 22, 2024, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014. The advertisement contained all the required information as specified in sub rule 4(v) of the said rule.

4. Cut-off date:

The Members of the Company as on the **"Cut-off date"** i.e., Thursday, September 05, 2024 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolution(s) as set out in the AGM Notice.





5. Remote e-voting process:

5.1. Agency

The Company has appointed NSDL for providing the electronic voting facility for conducting remote e-voting and e-voting at the AGM by the Members of the Company.

5.2. Remote e-voting period

The remote e-voting period commenced on Monday, September 09, 2024, from 09:00 a.m. (IST) and concluded on Wednesday, September 11, 2024, at 05:00 p.m. (IST).

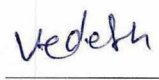
6. E-voting at the AGM:

The Members who were present in the AGM through VC/OAVM facility and had not cast their votes on the resolutions during the remote e-voting period and were otherwise not barred from doing so, were allowed to cast their votes through e-voting system during the AGM.

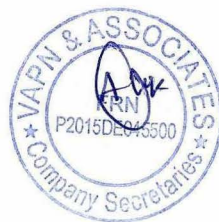
7. Counting Process:

7.1. After the conclusion of the AGM and closure of e-voting at 11:23 a.m. (IST), the votes cast through e-voting (i.e. remote e-voting and e-voting at AGM) were unblocked and downloaded from the e-voting website of NSDL at around 11:44 a.m. (IST) on Thursday, September 12, 2024 in the presence of two witnesses, Ms. Meenu Sharma and Mr. Vedesh Sharma, who are not in employment of the Company. The said witnesses have signed below to confirm that e-voting (i.e. remote e-voting and e-voting at AGM) was unblocked in their presence:


(Meenu Sharma)


(Vedesh Sharma)

7.2. I submit herewith the Consolidated Scrutinizer's Report on the results of the e-voting (i.e. remote e-voting and e-voting at AGM), based on the reports generated from NSDL e-voting system, summary of the total votes cast "**In Favour**" or "**Against**" all the resolutions proposed in the Notice of the AGM, scrutinized on test check basis and relied upon by me, are as under:





VAPN & ASSOCIATES

COMPANY SECRETARIES

CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,572	47,44,00,074	16	12,545	1,588	47,44,12,619	99.97
Dissent	79	1,58,286	2	21	81	1,58,307	0.03
Total	1,651	47,45,58,360	18	12,566	1,669	47,45,70,926	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the AGM Notice has been **passed with requisite majority**.

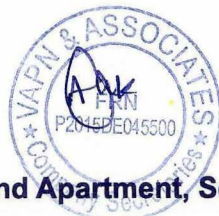
Item No. 2 – Ordinary Resolution

To re-appoint Mr. Ravi Chandra Adusumalli (DIN: 00253613), as Director liable to retire by rotation, being eligible offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,407	42,10,73,246	17	12,555	1,424	42,10,85,801	88.73
Dissent	247	5,34,85,097	1	11	248	5,34,85,108	11.27
Total	1,654	47,45,58,343	18	12,566	*1,672	47,45,70,909	100.00

* 6 Members out of 1,672 Members holding 27,08,600 Equity Shares have partially cast their votes for 24,38,047 Equity Shares in favour and for 2,70,553 Equity Shares in against.

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the AGM Notice has been **passed with requisite majority**.



Page | 4

Office : B-5/41, Vivekanand Apartment, Sector-8, Rohini, Delhi-110085

Contact us on +91 49058932, 45040789

e-mail : info@vapn.in

www.vapn.in



VAPN & ASSOCIATES

COMPANY SECRETARIES

SPECIAL BUSINESS:

Item No. 3- Special Resolution

To approve the appointment of Mr. Rajeev Krishnamuralil Agarwal (DIN: 07984221), as a Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,495	47,28,36,588	17	12,555	1,512	47,28,49,143	99.64
Dissent	151	17,21,528	1	11	152	17,21,539	0.36
Total	1,646	47,45,58,116	18	12,566	*1,664	47,45,70,682	100.00

* 5 Members out of 1,664 Members holding 26,63,187 Equity Shares have partially cast their votes for 25,55,150 Equity Shares in favour and for 1,08,037 Equity Shares in against.

Result: - Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 3** of the AGM Notice has been **passed with requisite majority**.

Item No. 4- Ordinary Resolution

To approve the framework for payment of remuneration to Non- Executive Independent Directors of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,480	47,24,60,502	16	12,545	1,496	47,24,73,047	99.56
Dissent	163	20,96,564	2	21	165	20,96,585	0.44
Total	1,643	47,45,57,066	18	12566	1,661	47,45,69,632	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the AGM Notice has been **passed with requisite majority**.





Item No. 5- Ordinary Resolution

To approve payment of remuneration to Mrs. Pallavi Shardul Shroff (DIN: 00013580), Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,406	42,06,01,053	16	12,545	1,422	42,06,13,598	88.63
Dissent	236	5,39,55,855	2	21	238	5,39,55,876	11.37
Total	1,642	47,45,56,908	18	12,566	1,660	47,45,69,474	100.00

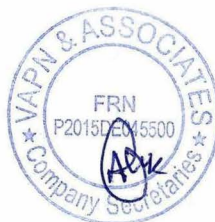
Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the AGM Notice has been **passed with requisite majority**.

Item No. 6- Ordinary Resolution

To approve payment of remuneration to Mr. Ashit Ranjit Lilani (DIN: 00766821), Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,406	42,02,91,792	17	12,555	1,423	42,03,04,347	88.57
Dissent	239	5,42,66,344	1	11	240	5,42,66,355	11.43
Total	1,645	47,45,58,136	18	12,566	1,663	47,45,70,702	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 6** of the AGM Notice has been **passed with requisite majority**.





Item No. 7- Ordinary Resolution

To approve payment of remuneration to Mr. Neeraj Arora, (DIN: 07221836) Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,410	42,34,02,230	17	12,555	1,427	42,34,14,785	89.22
Dissent	235	5,11,55,906	1	11	236	5,11,55,917	10.78
Total	1,645	47,45,58,136	18	12,566	1,663	47,45,70,702	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 7** of the AGM Notice has been **passed with requisite majority**.

Item No. 8- Ordinary Resolution

To approve payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030) Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,408	42,02,92,006	16	12,545	1,424	42,03,04,551	88.57
Dissent	236	5,42,66,117	2	21	238	5,42,66,138	11.43
Total	1,644	47,45,58,123	18	12,566	1,662	47,45,70,689	100.00

Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 8** of the AGM Notice has been **passed with requisite majority**.





Item No. 9- Ordinary Resolution

To approve payment of remuneration to Mr. Rajeev Krishnamuralilal Agarwal, (DIN: 07984221) Non-Executive Independent Director of the Company.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,453	47,24,11,508	17	12,555	1,470	47,24,24,063	99.55
Dissent	192	21,46,672	1	11	193	21,46,683	0.45
Total	1,645	47,45,58,180	18	12,566	1,663	47,45,70,746	100.00


Result: - Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 9** of the AGM Notice has been **passed with requisite majority**.

Notes:

- (i) Aforesaid resolutions contained in the AGM Notice are passed with the requisite majority by the Members of the Company as specified under the Companies Act, 2013.
- (ii) The figures in percentage have been rounded off to 2 decimal points.
- (iii) All electronic data and relevant records of e-voting will remain in my custody until the Chairman considers, approves, and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020


Ashok
Partner (Scrutinizer)
ACS No: 55136 | COP No: 20599
ICSI UDIN: A055136F001215889



Date: September 13, 2024
Place: New Delhi



VAPN & ASSOCIATES

COMPANY SECRETARIES

Countersigned by:
For One 97 Communications Limited



Sunil Kumar Bansal
Company Secretary and Compliance Officer
One 97 Communications Limited
Membership No. F 4810
(Under Authority by the Chairman)

Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) placing on the website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

