



November 22, 2022

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.: Voting Results of Postal Ballot through remote e-voting

Dear Sir/ Ma'am,

This is in continuation to our earlier intimation dated October 21, 2022 informing about the notice of Postal Ballot dated August 27, 2022 ("Notice") seeking approval of members of the Company in respect of the items set out in the Notice through remote e-voting system.

We wish to inform you that, based on the scrutinizer report dated November 22, 2022 on the Postal Ballot, the members of the Company have duly passed the following resolutions as set out in the Notice:

S. No.	Description of Resolution	Type of Resolution	% of votes in favour	% of votes against
1.	Approval for appointment of Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN:00361030), as an Independent Director of the Company	Special Resolution	99.99	0.01
2.	Approval for payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN:00361030), as an Independent Director of the Company	Special Resolution	93.71	6.29

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

- Details of consolidated voting results in the format specified under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, enclosed as **Annexure I**; 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 II**.

This disclosure will also be hosted on the Company's website viz. www.paytm.com and website of Link Intime India Private Limited viz. <https://instavote.linkintime.co.in/>

Kindly take the same on record.

Thanking you

Yours Sincerely,

For **One 97 Communications Limited**

Amit Khara

Company Secretary & Compliance Officer

Encl.: As above

One 97 Communications Limited

compliance.officer@paytm.com

www.paytm.com

Corporate Office - One Skymark, Tower-D, Plot No. H-10B, Sector-98, Noida-201304

T: +91120 4770770 F: +91120 4770771 **CIN:** L72200DL2000PLC108985

Registered Office - 136, First Floor, Devika Tower, Nehru Place, New Delhi-110019

Details of Postal Ballot Voting Results
Disclosure as per Regulation 44 of the SEBI Listing Regulations

One 97 Communications Limited	
Date of Postal Ballot Notice	August 27, 2022
Remote E-voting Period	October 22, 2022 to November 20, 2022
Record date/Cut-off date	October 14, 2022
Total number of shareholders as on record date/ Cut-off date	11,33,344
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public	
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Not Applicable
Public	



Resolution No. 1								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for appointment of Mr. Gopalasamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an 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	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	50,74,09,973	46,12,79,774	90.91	46,12,77,774	2,000	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	50,74,09,973	46,12,79,774	90.91	46,12,77,774	2,000	99.99	0.01
Public- Non Institutions	E-Voting	14,15,29,354	8,89,59,831	62.86	8,88,82,875	76,956	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	14,15,29,354	8,89,59,831	62.86	8,88,82,875	76,956	99.91	0.09
Total		64,89,39,327	55,02,39,605	84.79	55,01,60,649	78,956	99.99	0.01



Resolution No. 2								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for payment of remuneration to Mr. Gopalasamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an 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	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	50,74,09,973	46,12,79,774	90.90	42,67,58,553	3,45,21,221	92.51	7.49
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	50,74,09,973	46,12,79,774	90.90	42,67,58,553	3,45,21,221	92.51	7.49
Public- Non Institutions	E-Voting	14,15,29,354	8,89,59,802	62.85	8,88,79,037	80,765	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	14,15,29,354	8,89,59,802	62.85	8,88,79,037	80,765	99.91	0.09
Total		64,89,39,327	55,02,39,576	84.79	51,56,37,590	3,46,01,986	93.71	6.29



SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS
(THROUGH REMOTE E-VOTING)
FOR
ONE 97 COMMUNICATIONS LIMITED

To,
The Chairman
One 97 Communications Limited
CIN: L72200DL2000PLC108985
First Floor, Devika Tower, Nehru Place,
New Delhi- 110019

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot Process

I, Ankit Singhi, Partner of M/s PI & Associates, Practicing Company Secretaries (FRN: P2014UP035400), was appointed as a Scrutinizer by the Board of Directors of One 97 Communications Limited ("**the Company**") vide circular resolution passed on August 27, 2022, for the purpose of scrutinizing the e-voting/postal ballot process in a fair and transparent manner in respect of the resolutions mentioned in the notice of Postal Ballot dated August 27, 2022 ("**Notice**") under the provisions of Section 108 and 110 of the Companies Act, 2013 ("**Act**") read with Rule 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("**Rules**") and in accordance with the terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 03/2022 dated May 5, 2022 (collectively referred to as the "**MCA Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations**,"



Page 1 of 6

CORPORATE OFFICE

2015”) 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 following resolutions forming part of the Notice:-

S.No.	Type of Resolution	Particulars
1.	Special Resolution	Approval for appointment of Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an Independent Director of the Company.
2.	Special Resolution	Approval for payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an Independent Director of the Company.

In connection with the above-referred matter, I submit my report as under:

1. In compliance with above referred MCA Circulars, the Company had sent the Notice along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolutions mentioned therein electronically by email to all the members of the Company, whose names appeared on the register of members/ list of beneficial owners as received from Link Intime India Pvt Ltd (“RTA”) as on Friday, October 14, 2022 (“cut-off date”).
2. The Company completed the dispatch of Notice by e-mail on Friday, October 21, 2022. In accordance with the MCA Circulars, no physical copy of the Notice, Postal Ballot Form, and pre-paid business reply envelope was dispatched to the members in view of the present situation of COVID 19. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot.
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 October 22, 2022 regarding the completion of the dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.



4. The remote e-voting period commenced on Saturday, October 22, 2022, at 09:00 A.M. (IST) and ended on Sunday, November 20, 2022, at 05:00 P.M. (IST), both days inclusive for the purpose of postal ballot, via e-voting platform facilitated by Link Intime India Private Limited ("**Authorized Agency**") to provide remote e-voting facility viz.: <https://instavote.linkintime.co.in>.
5. The members of the Company holding shares as on the cut-off date were entitled to vote on the resolutions as contained in the Notice and have voted through the e-voting facility only as per the MCA circulars. Members have cast their votes on the designated platform, viz.: <https://instavote.linkintime.co.in>.
6. The remote e-voting was unblocked on Sunday, November 20, 2022, after 5:00 PM (IST) in the presence of two witnesses who are not in employment of the Company.
7. Thereafter, the details containing *inter-alia* and a list of the members who voted "For" or "Against" on the resolutions were derived from the report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
8. The members have cast their votes through remote e-voting for resolutions set out in said Notice, and all votes cast up to Sunday, November 20, 2022, at 05:00 P.M., i.e., the last date and time fixed by the Company for postal ballot process have been considered for the purpose of this report.
9. The detailed result of the postal ballot (through remote e-voting) is annexed herewith in **Annexure A**.
10. The relevant records related to this postal ballot activity will be handed over to the Company Secretary of the Company for safekeeping.
11. Based on such results, I hereby certify that the resolutions as set out in Notice have been approved and passed by the requisite consent of the members.



12. The resolutions specified in the Notice are deemed to be passed on the last date of remote e-voting i.e., Sunday, November 20, 2022.

Countersigned by

Authorised Signatory
One 97 Communications Limited



Thanking You
For PI & Associates
Company Secretaries



Ankit Singhi
Partner

FCS No.: 11685

C P No.: 16274

PR: 1498/2021

UDIN: F011685D002015601

Date: November 22, 2022

Place: New Delhi

Item No. 1: Approval for appointment of Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an Independent Director of the Company

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
E – Voting	1,610	55,01,60,649	99.99%	309	78,956	0.01%	Nil	
Postal Ballot	Not Applicable							
Total	1,610	55,01,60,649	99.99%	309	78,956	0.01%	Nil	

Result: The special resolution has been passed with requisite consent.



Item No. 2: Approval for payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an Independent Director of the Company

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution*			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
E – Voting	1,400	51,56,37,590	93.71%	519	3,46,01,986	6.29%	Nil	
Postal Ballot	Not Applicable							
Total	1,400	51,56,37,590	93.71%	519	3,46,01,986	6.29%	Nil	

Result: The special resolution has been passed with requisite consent.

