



November 24, 2025

**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 Postal Ballot Notice dated October 15, 2025**

Dear Sir / Ma'am,

This is in continuation to our earlier intimation dated October 15, 2025 and October 24, 2025 informing about the notice of Postal Ballot dated October 15, 2025 ("Notice") seeking approval of Members of the Company in respect of the item set out in the Notice through remote e-voting system.

We wish to inform you that, based on the scrutinizer's report dated November 24, 2025, on the Postal Ballot, the Members of the Company have duly, have passed the following resolution as set out in the Notice:

| S. No. | Description of Resolution                                                                                                                                                                               | Type of resolution | % of votes in favour (rounded off upto 2 decimal points) | % of votes against (rounded off upto 2 decimal points) |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|----------------------------------------------------------|--------------------------------------------------------|
| 1      | To approve transfer of the Offline Merchants Payment Business of One 97 Communications Limited ("Company / OCL") to Paytm Payments Services Limited ("PPSL"), a wholly owned subsidiary of the Company. | Special            | 100.00                                                   | 0.00                                                   |

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**.

One 97 Communications Limited

compliance.officer@paytm.com

[www.paytm.com](http://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



This disclosure will also be hosted on the Company's website at <https://ir.paytm.com/postal-ballot> 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**  
**FCS 4810**

*Encl.: As above*

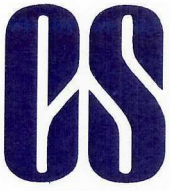
| General information about company                                                           |                               |
|---------------------------------------------------------------------------------------------|-------------------------------|
| Scrip code                                                                                  | 543396                        |
| NSE Symbol                                                                                  | PAYTM                         |
| MSEI Symbol                                                                                 | NOTLISTED                     |
| ISIN                                                                                        | INE982J01020                  |
| Name of the company                                                                         | ONE 97 COMMUNICATIONS LIMITED |
| Type of meeting                                                                             | Postal Ballot                 |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 23-11-2025                    |
| Start time of the meeting                                                                   |                               |
| End time of the meeting                                                                     |                               |

| Scrutinizer Details                       |                   |
|-------------------------------------------|-------------------|
| Name of the Scrutinizer                   | Ashok             |
| Firms Name                                | VAPN & Associates |
| Qualification                             | CS                |
| Membership Number                         | A55136            |
| Date of Board Meeting in which appointed  | 15-10-2025        |
| Date of Issuance of Report to the company | 24-11-2025        |

| Voting results                                                               |            |
|------------------------------------------------------------------------------|------------|
| Record date                                                                  | 17-10-2025 |
| Total number of shareholders on record date                                  | 874709     |
| No. of shareholders present in the meeting either in person or through proxy |            |
| a) Promoters and Promoter group                                              |            |
| b) Public                                                                    |            |
| No. of shareholders attended the meeting through video conferencing          |            |
| a) Promoters and Promoter group                                              |            |
| b) Public                                                                    |            |
| No. of resolution passed in the meeting                                      | 1          |
| Disclosure of notes on voting results                                        |            |

| Resolution(1)                                                            |                               |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                                                                                                                                                                                 |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                                                                                                                                                                                      |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To approve transfer of the Offline Merchants Payment Business of One 97 Communications Limited (“Company / OCL”) to Paytm Payments Services Limited (“PPSL”), a wholly owned subsidiary 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                                                                                                                                                                                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                                                                                                                                                                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                                                                                                                                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 0                  | 0                   | 0                                                                                                                                                                                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public-Institutions                                                      | E-Voting                      | 494460879          | 421013638           | 85.146                                                                                                                                                                                                  | 421013638                | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |
|                                                                          | Total                         | 494460879          | 421013638           | 85.146                                                                                                                                                                                                  | 421013638                | 0                      | 100                                  | 0                                  |
| Public- Non Institutions                                                 | E-Voting                      | 144646853          | 65938192            | 45.5856                                                                                                                                                                                                 | 65928223                 | 9969                   | 99.9849                              | 0.0151                             |
|                                                                          | Poll                          |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |
|                                                                          | Postal Ballot (if applicable) |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |
|                                                                          | Total                         | 144646853          | 65938192            | 45.5856                                                                                                                                                                                                 | 65928223                 | 9969                   | 99.9849                              | 0.0151                             |
| Total                                                                    |                               | 639107732          | 486951830           | 76.1924                                                                                                                                                                                                 | 486941861                | 9969                   | 99.998                               | 0.002                              |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                                                                                                                                                                                         |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                                                                                                                         |                          |                        |                                      |                                    |

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



# VAPN & ASSOCIATES

COMPANY SECRETARIES

## SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS

(THROUGH REMOTE E-VOTING)

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,

The Chairman

**ONE 97 COMMUNICATIONS LIMITED**

CIN: L72200DL2000PLC108985

**Reg. Off:-** First Floor, Devika Tower,

Nehru Place, New Delhi-110019

**Corp. Off:-** Paytm Corporate Office, One Skymark,  
Tower-O, Plot No. H-10B, Sector- 98, Noida - 201 304

**Sub: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolution set-out in the Postal Ballot Notice dated October 15, 2025**

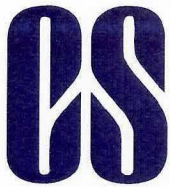
Dear Sir,

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 ("the Company")** on October 15, 2025 for the purpose of scrutinizing the postal ballot through remote e-voting process in a fair and transparent manner in respect of the resolution mentioned in the Postal Ballot Notice dated October 15, 2025 ("**Notice**") issued under the provisions of Section 108 and 110 of the Companies Act, 2013 ("**Act**") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and to submit a report thereon to the Company on the resolution forming part of the Notice.

### **1. Management Responsibility**

The management of the Company is responsible for ensuring compliance under the provisions of Section 108, 110 and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force read with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and other





relevant circulars including General Circular No. 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025, and/or any other circulars issued from time to time by the Ministry of Corporate Affairs ("MCA") (collectively referred to as the "MCA Circulars") and applicable SEBI Circulars, other applicable laws, rules and regulations, if any, in respect of postal ballot through remote e-voting.

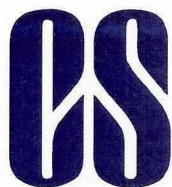
## 2. Scrutiniser's Responsibility

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the remote e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the 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.

## 3. Dispatch of Notice

- (i) 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 resolution 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 MUFG Intime India Private Limited (*formerly known as Link Intime India Private Limited*), the Registrar and Share Transfer Agent ("MUFG Intime India Private Limited/MIPL/RTA") as on Friday, October 17, 2025 ("Cut-off Date").
- (ii) The Notice was also placed on the website of the Company at <https://ir.paytm.com/> and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and on the website of RTA and NSDL.
- (iii) The Company completed the dispatch of Notice by e-mail on Friday, October 24, 2025. In accordance with the MCA Circulars, no physical copy of the Notice, Postal Ballot Form, and prepaid business reply envelope was dispatched to the members. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot.





#### 4. Newspaper Publication for Notice

The Company had published advertisements in Financial Express and Jansatta, newspapers on October 25, 2025, regarding the completion of the dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.

#### 5. Cut-off Date

The Members of the Company as on the "Cut-off Date" i.e., Friday, October 17, 2025, were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off Date.

#### 6. Postal Ballot Process

- (i) The Company has appointed NSDL for providing the electronic voting facility for conducting Remote E-Voting by the Members.
- (ii) Remote e-voting commenced on **Saturday, October 25, 2025 at 9.00 A.M. (IST) and ended on Sunday, November 23, 2025, at 5.00 P.M. (IST)**, and the e-voting module was blocked by NSDL thereafter.
- (iii) The Votes cast through remote e-voting process were thereafter unblocked and downloaded on Sunday, November 23, 2025, at 05: 04 P.M. (IST) from the portal of NSDL, and was witnessed by two witnesses, Mr. Rohit Saini and Mr. Hitesh Deepak, who are not in the employment of the Company and / or the NSDL. They have signed below in confirmation of the same.

*Rohit Saini*

Rohit Saini

*Hitesh Deepak*

Hitesh Deepak

- (iv) All the data of remote e-voting i.e. the results of e-voting along with the list of shareholders who voted "For" and "Against" on the resolution were derived from report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.





- (v) I have scrutinized and reviewed the remote e-voting based on the data downloaded from the NSDL e-voting system, at <https://www.evoting.nsdl.com>.
- (vi) The members have cast their votes through remote e-voting for resolution set out in said Notice, and all votes cast up to Sunday, November 23, 2025 at 5.00 P.M. (IST), i.e., the last date and time fixed by the Company for postal ballot process have been considered for the purpose of this report.

**7. Postal Ballot Result**

Based on the data downloaded from official website of NSDL, I now submit my report on the results of the remote e-voting in respect of the Special Resolution as under:

**Resolution No. 1 - Special Resolution**

To approve transfer of the Offline Merchants Payment Business of One 97 Communications Limited ("Company / OCL") to Paytm Payments Services Limited ("PPSL"), a wholly owned subsidiary of the Company

| Result for Resolution of Item No. 1 contained in the Notice |                                    |                             |                       |                  |
|-------------------------------------------------------------|------------------------------------|-----------------------------|-----------------------|------------------|
| Mode of Voting                                              | Particulars                        | Number of Members who voted | Number of votes caste | % of Votes Caste |
| Postal Ballot (E-Voting)                                    | Votes cast in favour of Resolution | 2,616                       | 48,69,41,861          | 100              |
|                                                             | Votes against the resolution       | 139                         | 9,969                 | 0                |
|                                                             | Invalid Votes                      | 0                           | 0                     | 0                |
| Total                                                       |                                    | 2,755                       | 48,69,51,830          | 100              |

**RESULT**

Based on the aforesaid results, I report that the **Special Resolution** as contained in item No. 1 of the Notice dated October 15, 2025, has been passed with requisite majority.





# VAPN & ASSOCIATES

COMPANY SECRETARIES

## Notes

- (i) For preparation of this report, Permanent Account Number (PAN) based consolidation of folios of Individual Shareholders has not been done.
- (ii) The relevant records related to this postal ballot activity will be handed over to the Authorized Person of the Company for safekeeping.
- (iii) Based on such results, I hereby certify that the resolution as set out in the Notice has been approved and passed on with the requisite consent of the members.
- (iv) The resolution specified in the Notice is deemed to be passed on the last date of remote e-voting i.e., Sunday, November 23, 2025, at 5.00 P.M. (IST).
- (v) The figures in percentage have been rounded off to 2 decimal points.

Thanking you,  
Yours faithfully,

**Ashok**

**Practicing Company Secretary**  
ACS No: 55136 | COP No: 20599

*Ashok 24/11/2025*

**Partner**

**VAPN & Associates**

**Practicing Company Secretaries**

ICSI Unique Code: P2015DE045500

Peer Review Certificate No.7429/2025

ICSI UDIN: A055136G002001157



Countersigned by:

**For One 97 Communications Limited**



**Sunil Kumar Bansal**

**Company Secretary and Compliance Officer**

Membership No.: F 4810

(Under Authority by the Chairman)

**Date: November 24, 2025**

**Place: New Delhi**

## Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of NSDL (iv) Any other Statutory Authorities. 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.