



Ref.: 1/ 2021-22

## ADDENDUM TO THE NOTICE OF TWENTY FIRST ANNUAL GENERAL MEETING

To  
All Members of One97 Communications Limited

### **Change in mode of participation in the Twenty First (21<sup>st</sup>) Annual General Meeting ('AGM') from physical participation to participation through Video Conferencing ('VC')/Other Audio Visual Mode ('OAVM')**

This is an addendum to the Notice dated June 5, 2021 ('**Original Notice**') convening the 21<sup>st</sup> AGM of the members of **One 97 Communications Limited ('Company')** on **Wednesday, June 30, 2021 at 11.00 AM (IST)** at Hotel Crowne Plaza, Plot No. 1, Community Centre, Okhla I, New Delhi -110020. In view of unprecedented situation due to Covid-19 pandemic and ongoing government restrictions on the movement and congregation of persons in Delhi-NCR Region, it has been decided to hold the 21<sup>st</sup> AGM of the Company with participation of members through virtual mode only in place of physical mode as provided in the Original Notice.

By this addendum, notice is hereby given that the **21<sup>st</sup> AGM of the Company** scheduled to be held on **Wednesday, June 30, 2021 at 11.00 AM shall now be held through VC/OAVM** in compliance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder read with general circular nos. 14/2020, 17/2020, 20/2020 and 02/21 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs (collectively referred as 'MCA Circulars').

**Members may kindly take note that no physical AGM will be taken place at the venue provided in the Original Notice and members can join and participate in the AGM through VC/OAVM facility only.**

Detailed instructions for attending the AGM through VC/OAVM and e-voting at the AGM is given in the Notes to this addendum.

It is reiterated that apart from the manner of participation in and voting at the AGM to be held through VC/OAVM and consequential amendment in few notes to the Original Notice, entire contents of the Original Notice, including the date, time and business to be transacted at the AGM, explanatory statement, relevant disclosures etc. shall remain the same.

This addendum forms integral part of the Original Notice and the Original Notice should be read in conjunction with this addendum.

**Regd. Off.:**  
**One 97 Communications Limited**  
**First Floor, Devika Tower,**  
**Nehru Place, New Delhi-110019**  
**CIN: U72200DL2000PLC108985**  
**Website: [www.One97.com](http://www.One97.com)**

**Place: New Delhi**  
**Date: June 26, 2021**

**By order of the Board of the Directors**  
**For One 97 Communications Limited**

**Sd/-**  
**Amit Khara**  
**Company Secretary**

## NOTES:

1. In view of the continuing restrictions on the movement of persons at several places in the country due to COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021 (hereinafter collectively referred to as 'MCA Circulars') allowed the companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2021. Given the ongoing situation in the Delhi/NCR, it would be difficult to convene meeting at the venue of the meeting as was mentioned in the Original Notice dated June 5, 2021. Accordingly, the Company would be conducting the AGM through VC/OAVM and in this connection it has availed the services of Link Intime India Private Limited ('LIPL') for providing the VC/OAVM facility.
2. Since, this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Accordingly, Notes 1, 6 and 7 of the Original Notice dealing with the Proxy Form, Attendance Slip be considered as not relevant.
3. Corporate members intending to participate in the proceedings of the AGM are requested to send a certified copy of their board resolution or any other document validly executed by its director or other authorized signatories/persons, authorizing their representative to participate and cast their vote through e-voting on their behalf at the AGM at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in).
4. Members who have not registered their email address are requested to register the same with the Company's Registrar and Share Transfer Agents/ Depository Participant(s) for sending future correspondence.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ('Act') and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and other document referred in MCA Circulars will be available electronically for inspection by the members during the AGM. All documents referred to in Original Notice dated June 5, 2021 and Explanatory Statement will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. June 30, 2021. Members seeking to inspect such documents can send an email to [compliance@paytm.com](mailto:compliance@paytm.com).
6. Members may note that the VC/OAVM Facility allows participation of atleast 1,000 members on a first-come first-served basis. The large members (i.e. members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 21<sup>st</sup> AGM without any restriction on account of first-come first-served principle.
7. Members are informed that in case of joint holders attending the AGM through VC/OAVM, only such joint holder who is first in the order of names will be entitled to vote.
8. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request latest by Monday, June 28, 2021 upto 5.00 PM, mentioning their name, demat account number/folio number, email id, mobile number at [compliance@paytm.com](mailto:compliance@paytm.com).
9. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers depending upon the availability of time, for smooth conduct of the AGM.
10. The Company has also provided the facility to the members to ask questions to the panellist via active chat-board during the AGM and the same would be responded by the Company appropriately.
11. Members may note that this Addendum to the Original Notice has been uploaded on the website of the Company at [www.One97.com](http://www.One97.com). The Original Notice and the Addendum can also

be accessed from the website of Company at [www.One97.com](http://www.One97.com) and LIPL (agency for providing the remote e-voting facility and e-voting facility at the AGM) i.e. <https://instavote.linkintime.co.in>. Note 8 to the Original Notice stands modified to the aforesaid effect.

12. The Chairman of the AGM shall, at the AGM and at the end of the discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer and e-voting agency i.e. LIPL by use of e-voting (Insta Poll) for all those members who are present at the AGM but have not cast votes by availing the remote e-voting facility. Note 18 to the Original Notice stands modified to the aforesaid effect.

13. **Instructions with respect to remote e-voting shall remain same as mentioned in Note 19 of the Original Notice.**

14. **Instructions for the members to attend and vote at the AGM electronically:**

**Process and manner for attending the AGM through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

➤ Select the “Company” and ‘Event Date’ and register with your following details:

A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.

- Shareholders/ members holding shares in CDSL demat account shall provide **16 Digit Beneficiary ID**
- Shareholders/ members holding shares in NSDL demat account shall provide **8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

➤ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also contact at email: [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Tel: 022-49186175 for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting (AGM) through InstaMeet:**

1. Members who would like to speak during the meeting must register their request 2 days in advance with the Company;
2. Member will get confirmation on first cum first basis depending upon the provision made by the Company;
3. Member will receive “speaking serial number” once they mark attendance for the AGM;
4. Other member may ask questions to the panellist, via active chat-board during the AGM;
5. Please remember your speaking serial number and start your conversation with panellist by switching on video mode and audio of your device; and

6. Speaker shareholder will be allowed to ask question within specified time frame.

**Instructions for Shareholders/ Members to Vote during the AGM through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/ Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:** Shareholders/ Members, who will be present in the AGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the AGM will be eligible to attend/ participate in the AGM through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

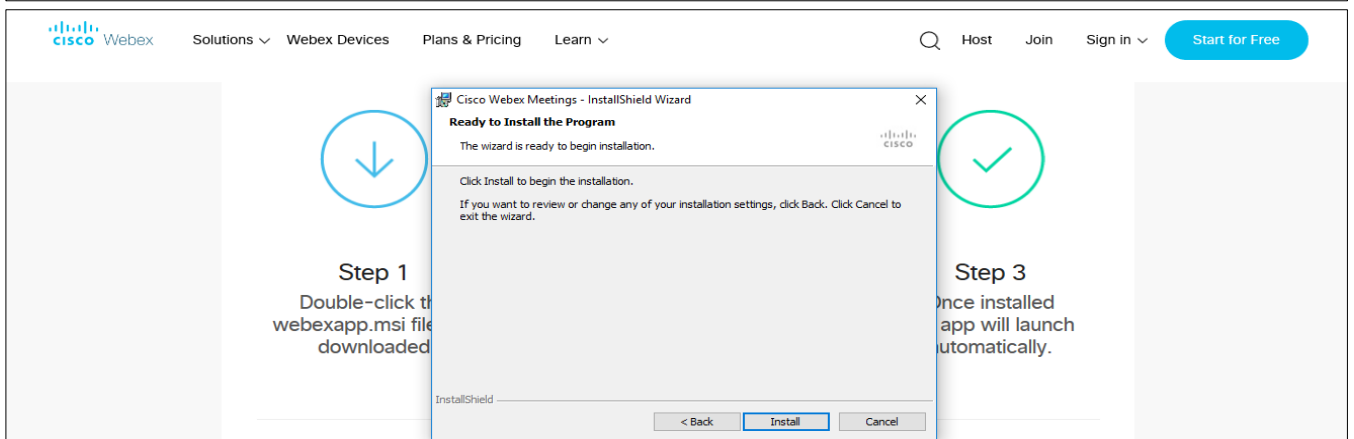
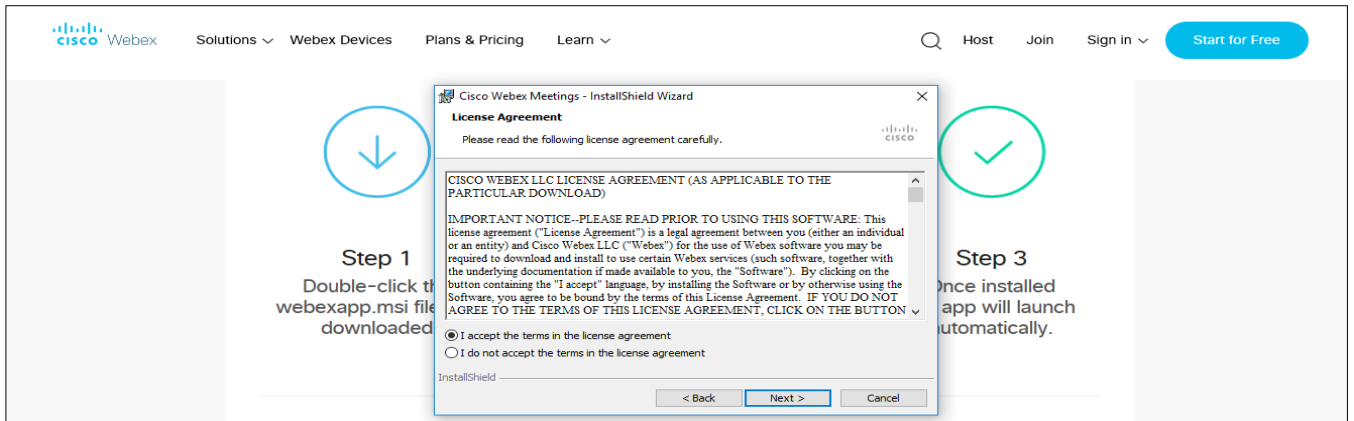
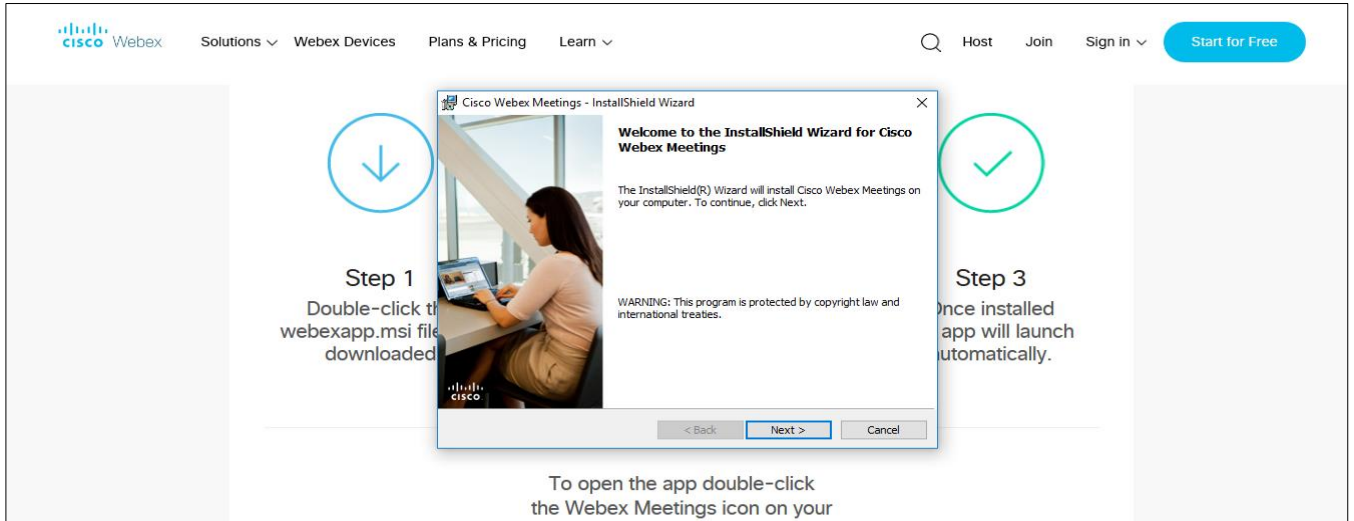
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET**

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, Shareholders/ Members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

The image shows a sequence of screenshots from the Webex website. The top screenshot displays the 'Webex Meetings' and 'Webex Teams' sections. The 'Webex Meetings' section includes a 'Download for Windows' button, which is highlighted with a black arrow. Below this, a three-step installation guide is shown: Step 1 (Download icon) 'Double-click the webexapp.msi file you downloaded', Step 2 (Pencil icon) 'The Webex Meetings setup wizard will launch. Follow the instructions to set up.', and Step 3 (Checkmark icon) 'Once installed the app will launch automatically.'. Below the steps, text says 'To open the app double-click the Webex Meetings icon on your desktop.' with a downward arrow. The bottom screenshot shows a Windows file dialog box asking 'What do you want to do with webexapp.msi (88.1 MB)? From: akamaicdn.webex.com', with 'Run' and 'Save' buttons highlighted.



- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

<b>Step 1</b>	<b>Enter your First Name, Last Name and Email ID and click on Join Now.</b>
<b>1 (A)</b>	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
<b>1 (B)</b>	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or <a href="#">Run a temporary application</a> . Click on <a href="#">Run a temporary application</a> , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

**Event Information:**

Event status: English : Mumbai Time

Date and time:

Duration:

Description:

By joining this event, you are accepting the Cisco Webex [Terms of Service](#) and [Privacy Statement](#).

**Join Event Now**

You cannot join the event now because it has not started.

First name:

Last name:

Email address:

Event password:

**Join Now**

[Join by browser](#) **NEW!**

If you are the host, [start your event](#).