



March 29, 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

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

Dear Sir / Madam,

This is in continuation to our earlier intimation dated February 24, 2022 informing about notice of Postal Ballot dated February 23, 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 that, based on the scrutinizer report dated March 29, 2022 on the Postal Ballot, the members of the Company have duly passed the resolutions as set out in the Notice approving the following:

Item No.	Description of Resolution	Type of Resolution
1	Approval of Material Related Party Transactions with Paytm Payments Bank Limited	Ordinary Resolution
2	Approval for right to nominate Directors as required under Article 113 of Article of Association of the Company	Special Resolution

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 & Disclosure Requirements) Regulations, 2015 — Annexure I
- Report of the scrutinizer – Annexure II

The voting results and scrutinizer report 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>.

Request you to kindly take the same on record.

Thanking you

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



Amit Khera
Company Secretary & Compliance Officer

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)	26-03-2022
Start time of the meeting	
End time of the meeting	





Scrutinizer Details	
Name of the Scrutinizer	Ankit Singhi
Firms Name	P I & Associates, Company Secretaries
Qualification	CS
Membership Number	F11685
Date of Board Meeting in which appointed	23-02-2022
Date of Issuance of Report to the company	29-03-2022





Voting results	
Record date	18-02-2022
Total number of shareholders on record date	1219928
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	2
Disclosure of notes on voting results	





One 97 Communications Limited								
Date of the Postal Ballot			March 26, 2022					
Total number of shareholders on record date			1219928					
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:			N.A					
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:			N.A					
Resolution Required : (Ordinary)			1 - Approval of Material Related Party Transactions with Paytm Payments Bank Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			N.A.					
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	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	52435165	43986370	83.8872	14257984	29728386	32.4146	67.5854
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43986370	83.8872	14257984	29728386	32.4146	67.5854
Public Non Institutions	E-Voting	596089025	82954149	13.9164	77052878	5901271	92.8861	7.1139
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82954149	13.9164	77052878	5901271	92.8861	7.1139
Total		648524190	126940519	19.5738	91310862	35629657	71.9320	28.0680

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	-
Public Insitutions	-
Public - Non Insitutions	113262230





One 97 Communications Limited								
Date of the Postal Ballot			March 26, 2022					
Total number of shareholders on record date			1219928					
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:			N.A					
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:			N.A					
Resolution Required : (Special)			2 - Approval for right to nominate Directors as required under Article 113 of Article of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			N.A.					
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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	52435165	43986370	83.8872	29767674	14218696	67.6748	32.3252
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43986370	83.8872	29767674	14218696	67.6748	32.3252
Public Non Institutions	E-Voting	596089025	462750430	77.6311	462742147	8283	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		462750430	77.6311	462742147	8283	99.9982	0.0018
Total		648524190	506736800	78.1369	492509821	14226979	97.1924	2.8076

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



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 February 23, 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 February 23, 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 and 20/2021 dated December 8, 2021 (collectively referred to as the "MCA Circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the

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CORPORATE OFFICE

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www.piassociates.co.in



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.	Ordinary Resolution	Approval of Material Related Party Transactions with Paytm Payments Bank Limited
2.	Special Resolution	Approval for right to nominate Directors as required under Article 113 of Article of Association 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, February 18, 2022 (“cut-off date”).
2. The Company had completed the dispatch of Notice by e-mail on Thursday, February 24, 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 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 advertisement in Financial Express (All India editions in English language) and Jansatta (Delhi-NCR edition in Hindi language), newspapers on February 25, 2022 regarding completion of 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 Friday, February 25, 2022 at 09:00 A.M. (IST) and ended on Saturday, March 26, 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 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 Saturday, March 26, 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*, list of the members, who voted "For" or "Against" on the resolutions were derived from report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
8. The members have casted their votes through remote e-voting for resolutions set out in said Notice and all votes casted up to Saturday, March 26, 2022 at 05:00 P.M., i.e. the last date and time fixed by the Company for postal ballot process has 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 safe keeping.
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. Saturday, March 26, 2022.

**Thanking You
For PI & Associates
Company Secretaries**



**Ankit Singhi
Partner
FCS No.: 11685
C P No.: 16274
PR: 1498/2021
UDIN: F011685C003233002**

**Date: March 29, 2022
Place: New Delhi**

For One 97 Communications Limited

Company Secretary

Annexure- A

Item No. 1: Approval of Material Related Party Transactions with Paytm Payments Bank Limited

Type of Resolution: Ordinary 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	557	9,13,10,862	71.9320%	155	3,56,29,657	28.0680%	1*	11,32,62,230
Postal Ballot	Not Applicable							
Total	557	9,13,10,862	71.9320%	155	3,56,29,657	28.0680%	1	11,32,62,230

* Invalid votes represent the votes cast by member in favour of the resolution, however, these have not been considered in view of the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015.

Note: A total of 26,65,34,128 votes were held by members who abstained from voting and hence, not considered in the abovementioned table. Out of this, related parties holding 26,65,33,878 votes abstained from voting in view of the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015 (Related party members can either abstain or vote against the resolution).

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



Item No. 2: Approval for right to nominate Directors as required under Article 113 of Article of Association 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	582	49,25,09,821	97.1924%	139	1,42,26,979	2.8076%	0	0
Postal Ballot	Not Applicable							
Total	582	49,25,09,821	97.1924%	139	1,42,26,979	2.8076%	0	0

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

