

Date: May 10, 2023

To
The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001
Scrip Code: 543396

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra – Kurla Complex
Bandra (East)
Mumbai 400 051
SYMBOL: PAYTM

To
The Company Secretary &
Chief Compliance Officer
One 97 Communications Limited
One Skymark, Tower-D
Plot No. H-10B, Sector 98
Noida 201 304

Dear Sir/ Madam,

Name of Company: One 97 Communications Limited

Sub: Filing of report under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”)

We, SVF India Holdings (Cayman) Limited, one of the shareholders of One 97 Communications Limited (the “**Company**”) hereby file the disclosures in the format prescribed under Regulation 29(2) of the SEBI Takeover Regulations, with respect to disposal of equity shares of the Company.

SVF India Holdings (Cayman) Limited has disposed of an aggregate of 13,103,148 equity shares of One 97 Communications Limited in a series of disposals undertaken between February 10, 2023 to May 8, 2023, with the disposal on May 8, 2023 breaching the 2% threshold specified in Regulation 29(2) of the SEBI Takeover Regulations.

I request you to please take these disclosures on record.

Yours sincerely,



Name: Karen Ellerbe
Designation: Director
SVF India Holdings (Cayman) Limited

DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	One 97 Communications Limited		
2. Name(s) of the acquirer Seller and Persons Acting in Concert (PAC) with the acquirer Seller	Seller: SVF India Holdings (Cayman) Limited PAC: Not applicable		
3. Whether the acquirer Seller belongs to Promoter/Promoter Group	Not applicable		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE")		
5. Details of the acquisition /disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of:			
a) Shares carrying voting rights	83,912,230	13.24%	13.24%
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer Seller to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
Total (a+b+c+d)	83,912,230	13.24%	13.24%
Details of acquisition/sale^(#)			
a) Shares carrying voting rights acquired /sold	13,103,148	2.07%	2.07%
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) Warrants / convertible securities / any other instrument that entitles the acquirer Seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired /sold	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer Seller	Nil	Nil	Nil
Total (a+b+c+/-d)	13,103,148	2.07%	2.07%

After the acquisition/ sale, holding of the Seller:			
a) Shares carrying voting rights	70,809,082	11.17%	11.17%
b) Shares encumbered with the acquirer Seller	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer Seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition disposal	Nil	Nil	Nil
Total (a+b+c+d)	70,809,082	11.17%	11.17%
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Mode for sale - Open market		
7. Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 10, 2023 to May 8, 2023 [#]		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	Number of Shares: 634,031,406* Amount (in ₹): 634,031,406 (Face value of ₹ 1/- per equity share)		
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Number of Shares: 634,031,406* Amount (in ₹): 634,031,406 (Face value of ₹ 1/- per equity share)		
10. Total diluted share/voting capital of the TC after the said acquisition sale	Number of Shares: 634,031,406* Amount (in ₹): 634,031,406 (Face value of ₹ 1/- per equity share)		

(*) Total share capital/ voting capital as per the latest Shareholding Pattern for the quarter ended March 31, 2023 uploaded by the TC on the Stock Exchanges is ₹ 633,788,217. Subsequently, the total share capital of the TC has increased to ₹ 634,031,406 pursuant to allotment of 86,681 equity shares by the TC on April 10, 2023 (upon exercise of options under employee stock option scheme of the TC) and 156,508 equity shares by the TC on April 28, 2023 (upon exercise of options under employee stock option scheme of the TC).

(**) Total diluted share / voting capital as per the latest Shareholding Pattern for the quarter ended March 31, 2023 uploaded by the TC on the Stock Exchanges is ₹ 633,788,217. Subsequently, the total share capital of the TC has increased to ₹ 634,031,406 pursuant to allotment of 86,681 equity shares by the TC on April 10, 2023 (upon exercise of options under employee stock option scheme of the TC) and 156,508 equity shares by the TC on April 28, 2023 (upon exercise of options under employee stock option scheme of the TC).

(#) The Seller has sold an aggregate of 13,103,148 equity shares of the TC in a series of disposals undertaken between February 10, 2023 to May 8, 2023. The disclosure obligation under Regulation 29(2) of the SEBI Takeover Regulations was triggered pursuant to the disposal of 433,501 equity shares of the TC on May 8, 2023, which coupled with the previous disposals, breached the 2% threshold.

[SIGNATURE PAGE ATTACHED SEPERATELY]

Yours sincerely,



Name: Karen Ellerbe
Designation: Director
SVF India Holdings (Cayman) Limited

Place: Cayman Islands

Date: May 10, 2023