



February 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

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

Dear Sir / Madam,

This is in continuation to our earlier intimation dated January 20, 2022 informing about notice of Postal Ballot dated December 30, 2021 (“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 February 22, 2022 on the Postal Ballot, the members of the Company have duly passed the special resolutions as set out in the Notice approving the following:

Item No.	Description of Special Resolution
1	Amendment and ratification of One 97 Employees Stock Option Scheme 2019
2	Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of subsidiary companies of the Company
3	Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of group companies of the Company

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](http://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

**One 97 Communications Limited**  
[compliance.officer@paytm.com](mailto:compliance.officer@paytm.com)  
[www.paytm.com](http://www.paytm.com)

**Corporate Office** - B 121, Sector 5, Noida 201301, India  
T: +91 120 4770770 F: +91 120 4770771 **CIN:** L72200DL2000PLC108985  
**Registered Office** - 136, First Floor, Devika Tower, Nehru Place, New Delhi-110019

<b>General information about company</b>		
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)		19-02-2022
Start time of the meeting		-
End time of the meeting		-



<b>Scrutinizer Details</b>	
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	30-12-2021
Date of Issuance of Report to the company	22-02-2022



<b>Voting results</b>	
Record date	14-01-2022
Total number of shareholders on record date	1097113
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	3
Disclosure of notes on voting results	



## One 97 Communications Limited

Resolution Required : (Special)			1 - Amendment and ratification of One 97 Employees Stock Option Scheme 2019					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	61746244	51207855	82.9327	16784259	34423596	32.7767	67.2233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51207855</b>	<b>82.9327</b>	<b>16784259</b>	<b>34423596</b>	<b>32.7767</b>	<b>67.2233</b>
Public Non Institutions	E-Voting	586527415	515900309	87.9584	510004041	5896268	98.8571	1.1429
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>515900309</b>	<b>87.9584</b>	<b>510004041</b>	<b>5896268</b>	<b>98.8571</b>	<b>1.1429</b>
<b>Total</b>		<b>648273659</b>	<b>567108164</b>	<b>87.4797</b>	<b>526788300</b>	<b>40319864</b>	<b>92.8903</b>	<b>7.1097</b>



## One 97 Communications Limited

Resolution Required : (Special)			2 - Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of subsidiary companies of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	61746244	51207855	82.9327	16546868	34660987	32.3131	67.6869
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51207855</b>	<b>82.9327</b>	<b>16546868</b>	<b>34660987</b>	<b>32.3131</b>	<b>67.6869</b>
Public Non Institutions	E-Voting	586527415	515900316	87.9584	510003679	5896637	98.8570	1.1430
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>515900316</b>	<b>87.9584</b>	<b>510003679</b>	<b>5896637</b>	<b>98.8570</b>	<b>1.1430</b>
<b>Total</b>		<b>648273659</b>	<b>567108171</b>	<b>87.4797</b>	<b>526550547</b>	<b>40557624</b>	<b>92.8483</b>	<b>7.1517</b>





## One 97 Communications Limited

Resolution Required : (Special)			3 - Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of group companies of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	61746244	51207855	82.9327	16546868	34660987	32.3131	67.6869
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51207855</b>	<b>82.9327</b>	<b>16546868</b>	<b>34660987</b>	<b>32.3131</b>	<b>67.6869</b>
Public Non Institutions	E-Voting	586527415	515900309	87.9584	510003421	5896888	98.8570	1.1430
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>515900309</b>	<b>87.9584</b>	<b>510003421</b>	<b>5896888</b>	<b>98.8570</b>	<b>1.1430</b>
<b>Total</b>		<b>648273659</b>	<b>567108164</b>	<b>87.4797</b>	<b>526550289</b>	<b>40557875</b>	<b>92.8483</b>	<b>7.1517</b>



**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/Ma'am,

**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 resolution passed at the Board Meeting held on December 30, 2021, 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 December 30, 2021 ("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) and in accordance with the terms of General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021 and 20/2021 dated December 08, 2021 (collectively referred to as the "MCA Circulars") 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:



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S.No.	Type of Resolution	Particulars
1.	Special Resolution	Amendment and Ratification of One 97 Employees Stock Option Scheme 2019
2.	Special Resolution	Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of subsidiary companies of the Company
3.	Special Resolution	Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of group companies 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 dated December 30, 2021 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, January 14, 2022 ("cut-off date").
2. The Company had completed the dispatch of Notice by e-mail on Thursday, January 20, 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 and NCR edition in Hindi language), newspapers on January 21, 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, January 21, 2022 at 09:00 A.M. (IST) and ended on Saturday, February 19, 2022 at 05:00 P.M. (IST) both days inclusive for the

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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 resolution 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, February 19, 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 resolution 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, February 19, 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 special resolutions as set out in Notice have been approved and passed by the requisite consent of the members.



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12. The resolution specified in the Notice shall be deemed to be passed on the last date of remote e-voting i.e. Saturday, February 19, 2022.

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



**Ankit Singhi  
Partner**

**FCS No.: 11685**

**C P No.: 16274**

**PR: 1498/2021**

**UDIN: F011685C002666623**



**Date: February 22, 2022**

**Place: New Delhi**

**Annexure- A**

**Item No. 1: Amendment and Ratification of One 97 Employees Stock Option Scheme 2019**

**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	Percentage of votes to total votes cast
<b>E – Voting</b>	399	52,67,88,300	92.89%	307	4,03,19,864	7.11%	0		
<b>Postal Ballot</b>	Not Applicable								
<b>Total</b>	<b>399</b>	<b>52,67,88,300</b>	<b>92.89%</b>	<b>307</b>	<b>4,03,19,864</b>	<b>7.11%</b>	<b>0</b>		

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



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**Item No. 2:** Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of subsidiary companies 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	Percentage of votes to total votes cast
<b>E – Voting</b>	382	52,65,50,547	92.85%	324	4,05,57,624	7.15%	0		
<b>Postal Ballot</b>	Not Applicable								
<b>Total</b>	<b>382</b>	52,65,50,547	92.85%	<b>324</b>	4,05,57,624	7.15%	<b>0</b>		

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



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**Item No. 3: Approval to extend the benefits under One 97 Employees Stock Option Scheme 2019 to the employees of group companies 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	Percentage of votes to total votes cast
<b>E – Voting</b>	378	52,65,50,289	92.85%	329	4,05,57,875	7.15%	0		
<b>Postal Ballot</b>	Not Applicable								
<b>Total</b>	<b>378</b>	<b>52,65,50,289</b>	<b>92.85%</b>	<b>329</b>	<b>4,05,57,875</b>	<b>7.15%</b>	<b>0</b>		

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



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