



September 12, 2024

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 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 24th Annual General Meeting of the Company

Dear Sir/ Ma'am,

In furtherance to our letter dated August 21, 2024, we wish to inform you that the 24th Annual General Meeting ("AGM") of the Members of the Company was held on Thursday, September 12, 2024, at 09:00 a.m. (IST) through video conferencing/ other audio-visual means.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III thereto, please find enclosed the summary of proceedings of the AGM.

We are also attaching herewith the presentation made to the Members at the AGM.

This disclosure will also be hosted on the Company's website viz. <https://ir.paytm.com/>.

Kindly take the same on record.

Thanking you

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

Sunil Kumar Bansal
Company Secretary and Compliance Officer

Encl.: As Above



Summary of Proceedings of the 24th Annual General Meeting of One 97 Communications Limited

The 24th Annual General Meeting (“AGM”) of the Members of One 97 Communications Limited (“Company”) was held on Thursday, September 12, 2024 at 09:00 a.m. (IST) through video conferencing (“VC”) / other audio visual means (“OAVM”) in compliance with the provisions of the Companies Act, 2013 read with rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The AGM commenced at 09:00 a.m. (IST) and concluded at 11:23 a.m. (IST) (including time allowed for e-voting at the AGM).

Directors present through VC:

1. Mr. Vijay Shekhar Sharma - Chairman, Managing Director and Chief Executive Officer and Member of the Risk Management Committee and the Corporate Social Responsibility Committee, participated from Dubai, UAE.
2. Mr. Gopalamudram Srinivasaraghavan Sundararajan - Non-Executive Independent Director and Chairman of the Audit Committee, the Risk Management Committee and the Corporate Social Responsibility Committee, participated from Chennai, India.
3. Mr. Ashit Ranjit Lilani - Non-Executive Independent Director and Chairman of the Nomination and Remuneration Committee and Member of the Risk Management Committee and the Stakeholders' Relationship Committee, participated from Palo Alto, California, USA.
4. Mr. Rajeev Krishnamuralil Agarwal - Non-Executive Independent Director and Chairman of the Stakeholders' Relationship Committee and Member of the Audit Committee and Risk Management Committee, participated from Mumbai, India.
5. Mr. Ravi Chandra Adusumalli, Non-Executive Director and Member of the Nomination and Remuneration Committee and the Corporate Social Responsibility Committee, participated from Salt Lake, Utah, USA.
6. Mr. Madhur Deora - Executive Director, President and Group Chief Financial Officer and Member of the Stakeholders' Relationship Committee, participated from Mumbai, India

In Attendance:

Mr. Sunil Kumar Bansal - Company Secretary and Compliance Officer, participated from Noida, India.

Other Representatives:

1. Mr. Yogender Seth, Partner, M/s. S.R. Batliboi & Associates LLP, Statutory Auditor;
2. Mr. Nitesh Latwal, Partner, M/s. PI & Associates, Secretarial Auditors for FY 2023-24; and
3. Mr. Ashok Kumar and Mr. Prabhakar Kumar, Partners, M/s. VAPN & Associates, Practicing Company Secretaries, Scrutinizer for the AGM.

Members present:

214 Members attended the AGM through VC/ OAVM.



Mr. Vijay Shekhar Sharma, Chairman, Managing Director and Chief Executive Officer of the Company, chaired the proceedings of the AGM.

Mr. Sunil Kumar Bansal, Company Secretary and Compliance Officer of the Company welcomed the Members present at the AGM. Since the requisite quorum was present, Mr. Bansal, with the permission of the Chairman, called the meeting to order. The proceedings of the AGM were deemed to be conducted at the registered office of the Company.

The statutory registers and other required documents mentioned in the Notice of the AGM were available for inspection electronically by the Members of the Company.

A video message from Mr. Vijay Shekhar Sharma to the Members was played at the AGM. Thereafter, he welcomed the Members at the AGM and introduced the Directors present. He informed the Members that Mrs. Pallavi Shardul Shroff, Non-Executive Independent Director and Member of the Audit Committee and the Nomination and Remuneration Committee, was unable to attend the AGM due to her other commitments.

Further, he requested Mr. Bansal to provide general instructions to the Members regarding the AGM.

Mr. Bansal confirmed the presence of authorised representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizer at the AGM.

Mr. Bansal then informed that the Annual Report for FY 2023-24 along with the Notice of the AGM were served only through electronic mode to all the Members whose email addresses were registered with the Company/ RTA /Depositories /Depository Participants.

Mr. Bansal also informed that the remote e-voting facility was made available to all the Members holding shares as on the cut-off date i.e., Thursday, September 05, 2024. The remote e-voting period commenced from Monday, September 09, 2024, at 09:00 a.m. (IST) and concluded on Wednesday, September 11, 2024 at 05:00 p.m. (IST) and the facility for e-voting was also provided at the AGM to all those Members who had not cast their votes through remote e-voting.

Mr. Sharma then addressed the Members at the meeting. Thereafter, Mr. Madhur Deora made a brief presentation on the operations and performance of the Company for FY 2023-24.

Mr. Bansal informed the Members that since the Notice of the AGM and Annual Report for FY 2023-24, containing the audited financial statements along with the reports of the Board of Directors and Auditors thereon, for the financial year ended March 31, 2024, were circulated to all the Members, the same were taken as read.

He further informed that there were no qualifications in the reports of the Statutory Auditors and Secretarial Auditors, and the same were taken as read.



Thereafter, Mr. Bansal briefed the Members on the following resolution(s) as set out in the Notice of the AGM:

Item No.	Agenda Item	Type of resolution (Ordinary/Special)
Ordinary Business:		
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon	Ordinary
2	To re-appoint Mr. Ravi Chandra Adusumalli (DIN: 00253613), as Director liable to retire by rotation, being eligible offers himself for re-appointment	Ordinary
Special Business:		
3	To approve the appointment of Mr. Rajeev Krishnamuralilal Agarwal (DIN: 07984221) as a Non-Executive Independent Director of the Company	Special
4	To approve the framework for payment of remuneration to Non-Executive Independent Directors of the Company	Ordinary
5	To approve payment of remuneration to Mrs. Pallavi Shardul Shroff (DIN: 00013580), Non-Executive Independent Director of the Company	Ordinary
6	To approve payment of remuneration to Mr. Ashit Ranjit Lilani (DIN: 00766821), Non-Executive Independent Director of the Company	Ordinary
7	To approve payment of remuneration to Mr. Neeraj Arora, (DIN: 07221836) Non-Executive Independent Director of the Company	Ordinary
8	To approve payment of remuneration to Mr. Gopalsamudram Srinivasaraghavan Sundararajan (DIN: 00361030) Non-Executive Independent Director of the Company	Ordinary
9	To approve payment of remuneration to Mr. Rajeev Krishnamuralilal Agarwal, (DIN: 07984221) Non-Executive Independent Director of the Company	Ordinary

Subsequently, Mr. Bansal opened the floor for 'Questions & Answers' session for the Members who had registered themselves as 'speaker' to speak and ask questions. The questions raised by the Members were duly answered by Mr. Sharma and Mr. Deora.

Mr. Bansal informed that the combined results of remote e-voting and e-voting at the AGM will be declared within stipulated timelines from the conclusion of this meeting as per statutory requirements. The resolutions set forth in the Notice shall be deemed to be passed at the AGM today i.e., September 12, 2024, subject to receipt of requisite majority.



The voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

Mr. Sharma then thanked all the Members and Directors for their continued support, guidance and for participating in the AGM of the Company.

Thanking you

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

**Sunil Kumar Bansal
Company Secretary and Compliance Officer**

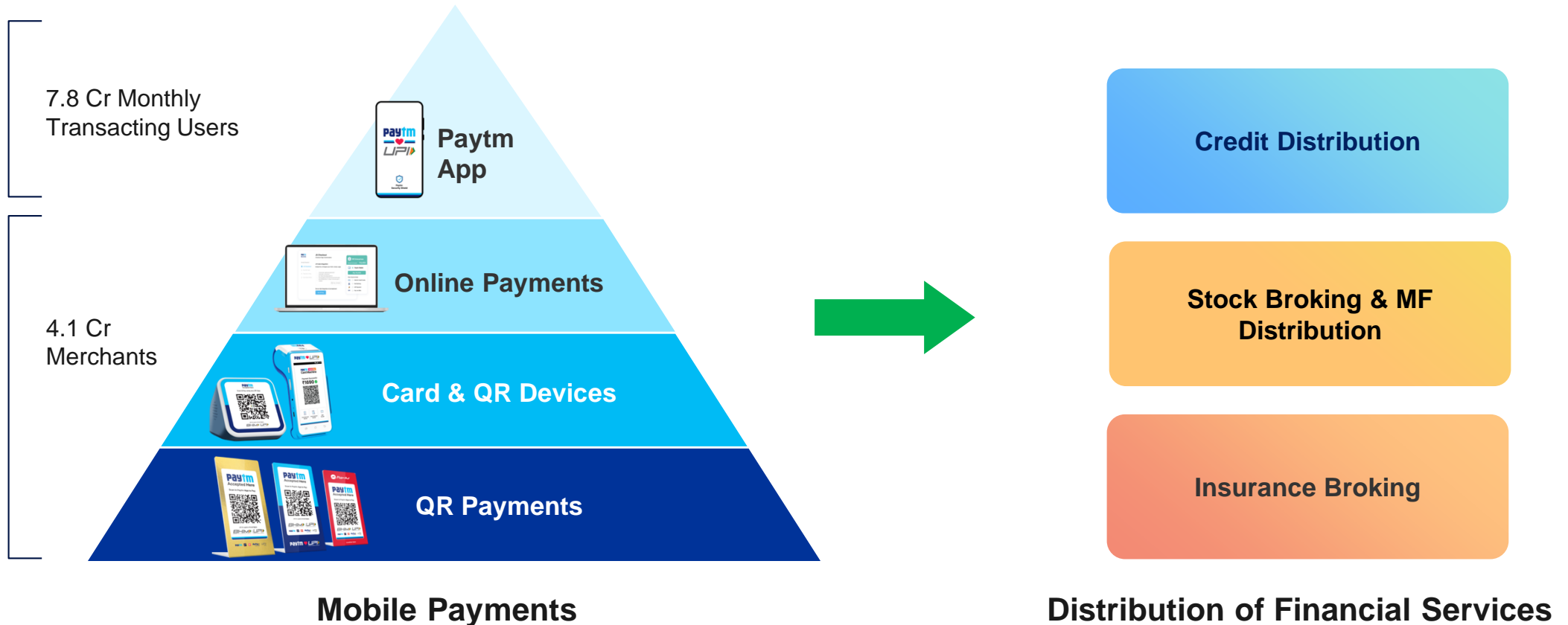
paytm

Annual General Meeting

Sep 2024

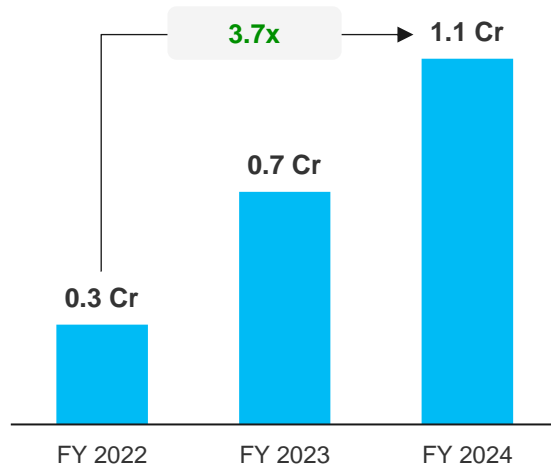


We help online and offline, small and large - all types of merchants - to accept mobile payments, and we cross sell financial services to our consumers and merchants

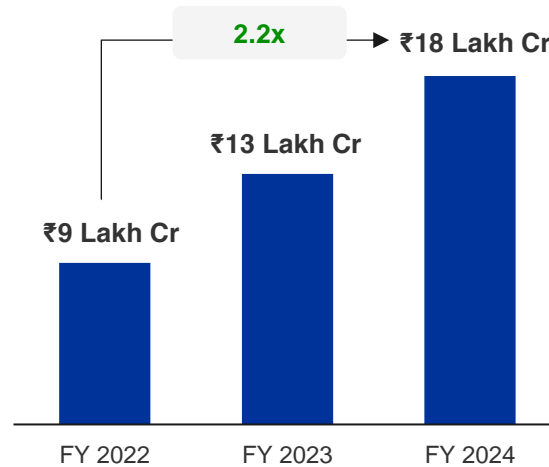


We leverage our homegrown AI platform to serve India's large underserved market

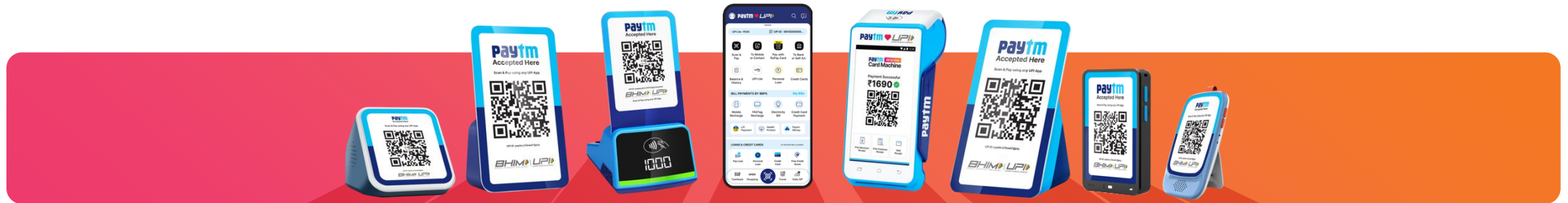
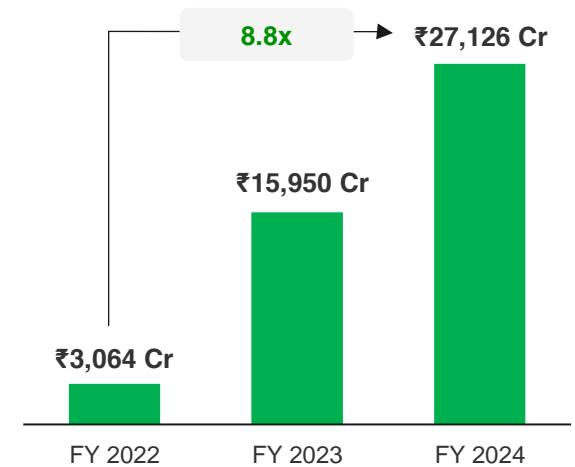
of Subscription Paying Merchants



Annual Gross Merchandise Value of Merchant Payments



Loans Distributed Through Our Platform¹

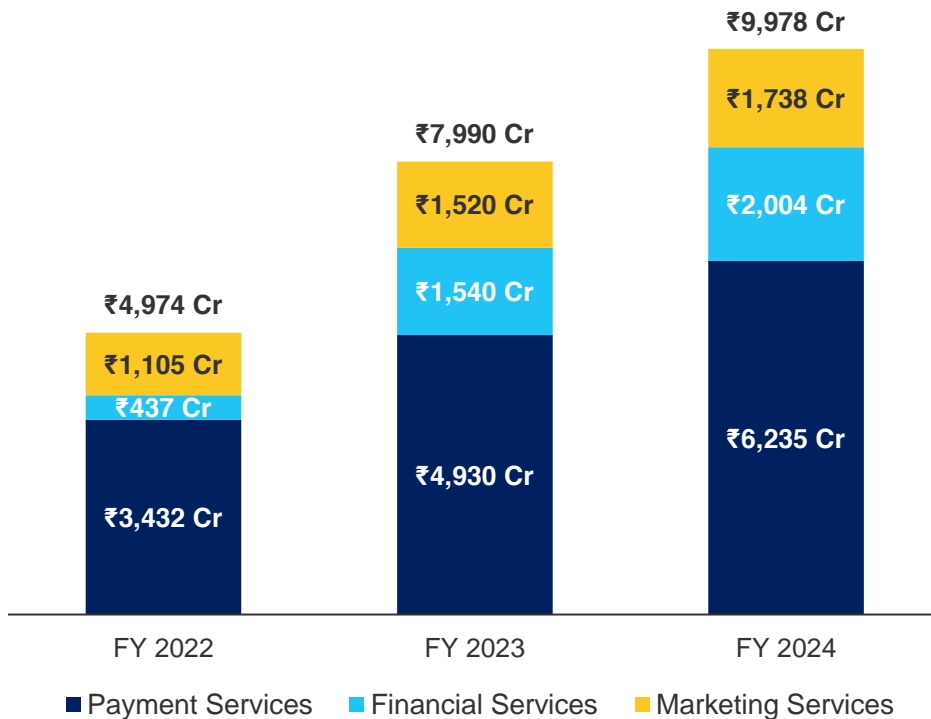


1. Excludes Postpaid Loans

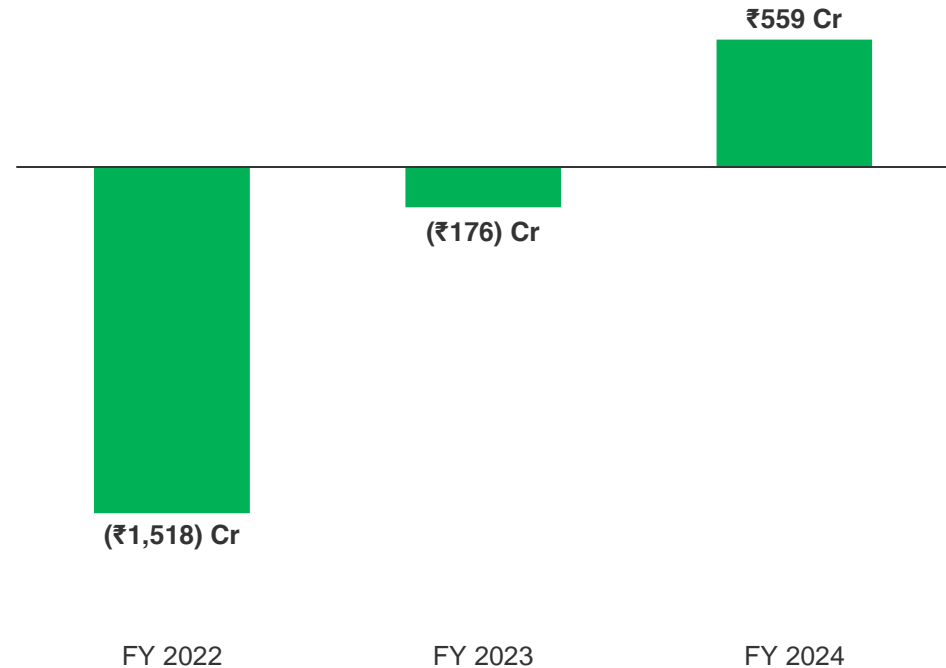
FY 2024: Revenue of ₹9,978 Cr, growth of 25% YoY; EBITDA before ESOP improvement of ₹734 Cr YoY



Revenue from Operations Growth of 25% YoY



EBITDA before ESOP Improvement of ₹734 Cr YoY



- Cash Balance as of Mar 2024 ending was ₹8,650 Cr, and over ₹2,000 Cr received from the sale of Entertainment Ticketing business

Sustainability and Supporting our Community



Financial Inclusion for Small Merchants through Paytm Soundbox

- Prevents frauds by announcing only successful transactions
- Improves efficiency by removing time and effort of payment verification
- Supports voice announcement in 11 languages



International forums for Sustainability

- Working with UNEP on Air Quality Action Forum that partners with government bodies to address air pollution



Shikshit Bharat – Support education for underprivileged children

- Paytm foundation donates laptops to establish computer labs and e-libraries for underprivileged children



Partnership with Law Enforcement Agencies

- Awareness on mobile payments safety through workshops for various investigative agencies, such as Police, Cybercell, ED, SFIO, CID and CBI





**To bring Half-a-Billion Indians
to the Mainstream Economy through
Technology-led Financial Services**



Disclaimer



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Forward-looking statements and financial projections are based on

the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements and financial projections. Representative examples of factors that could affect the accuracy of forward looking statements include (without limitation) the condition of and changes in India's political and economic status, government policies, applicable laws, international and domestic events having a bearing on Company's business, and such other factors beyond our control.

Forward-looking statements and financial projections include, among other things, statements about: our expectations regarding our transaction volumes, expenses, sales and operations; our future merchant and consumer concentration; our anticipated cash needs, our estimates regarding our capital requirements, our need for additional financing; our ability to anticipate the future needs of our merchants and consumers; our plans for future products and enhancements of existing products; our future growth strategy and growth rate; our future intellectual property; and our anticipated trends and challenges in the markets in which we operate. Forward-looking statements are not guarantees of future performance including those relating to general business plans and strategy, future outlook and growth prospects, and future developments in its businesses and its competitive and regulatory environment. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and no representation, warranty or undertaking, express or implied, is made or assurance given that such statements, views, projections or forecasts in the Presentation, if any, are correct or that any objectives specified herein will be achieved.

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Use of Operating Metrics

The operating metrics reported in this Presentation are calculated using internal Company data based on the activity of our merchants, consumers and other participants in our ecosystem. While these numbers are based on what we believe to be reasonable estimates of engagement, for the applicable period of measurement, there are inherent challenges in measuring usage across our large online, offline, in-store and mobile presence. The methodologies used to measure these metrics require significant judgment and are also susceptible to algorithm or other technical errors. We regularly review our processes for calculating these metrics, and from time to time we may discover inaccuracies in our metrics or may make adjustments to improve their accuracy, which can result in adjustments to previously disclosed metrics. In addition, our metrics will differ from estimates published by third parties due to differences in methodology.

We have converted financial amounts from ₹ millions into ₹ Cr and hence there could be some totaling anomalies in the numbers.