

Date: September 24, 2024

The Manager
Department of Corporate Relationship
BSE Limited
25th Floor P. J. Towers, Dalal Street
Mumbai -400 001

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai -400 051

SCRIP CODE: Equity: 532900
NCDS-975107, 975202, 975251, 975284, 975329, 975437,
975592,975640, 975865 and CPs- 727895, 727935, 727942

SCRIP SYMBOL: PAISALO

SUB. : Information under Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to the provisions of Regulations 30, 51 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that at the 32nd Annual General Meeting of the Company held on September 23, 2024, the Shareholders of the Company inter alia passed resolutions to:

1. Re-appoint Mr. Santanu Agarwal, who retires by rotation and being eligible, offers himself for appointment.
2. Appoint Statutory Auditor of the Company.
3. Alter Articles of Association of the Company.
4. Re-appoint of Mr. Vijay Ronjan as a Non-Executive Independent Director of the Company.
5. Re-appoint of Mr. Raman Aggarwal as a Non-Executive Independent Director of the Company

Details as required under Regulations 30 and other regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are annexed herewith.

We request you to take the same on record.

Thanking you

Yours Faithfully,

For Paisalo Digital Limited



(Manendra Singh)
Company Secretary

Encl: as above

PAISALO DIGITAL LIMITED

Registered Office: CSC, Pocket 52, Near Police Station, CR Park, New Delhi - 110 019. Phone : + 91 11 4351 8888. Email: delhi@paisalo.in

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CIN: L65921DL1992PLC120483

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अर्थ: समाजस्य न्यासः

Annexures:

1. Appointment of Mr. Santanu Agarwal (DIN: 07069797) on the Board of Paisalo Digital Limited

Name of Director	Mr. Santanu Agarwal
Reason for change viz. Appointment, Resignation, Removal, Death or Otherwise	Mr. Santanu Agarwal, who retires by rotation and being eligible, offered himself for appointment, has been reappointed in the 32 nd Annual General Meeting of the Company held on September 23, 2024.
Date of re-appointment & term of appointment	In terms of Section 152(6) of the Companies Act, 2013, Mr. Santanu Agarwal, is liable to retire by rotation. Accordingly reappointed in 32 nd AGM held on September 23, 2024
Brief profile	Mr. Santanu Agarwal is B.Com., LL.B. graduate from Amity University, Noida. Mr. Santanu started his business journey as Chief Innovation of Paisalo Digital Limited in September 2017 and is currently Deputy CEO of Paisalo Digital Limited. Prior to joining Paisalo, Mr. Santanu worked in various algorithmic trading and forex trading organizations in Singapore and Hong Kong. He is well skilled in Negotiation, Business Planning, Analytical Skills and Risk Management. He has a flair for technology and has been a driving force behind the transformation of Paisalo to a fully digital NBFC in operations. He has successfully lead team Paisalo in negotiation, finalization, implementation and execution of Co- Lending agreements with State Bank of India, Punjab National Bank and Bank of Baroda. All agreements entered currently SBI, PNB and BOB are fully operationalized and daily disbursement are taking place. He was instrumental in getting the National Business Correspondent Agreement with SBI.
Disclosure of relationships between directors (in case of appointment of a director)	Relative (Son) of Managing Director and CEO Mr. Sunil Agarwal
Shareholding, if any in the Company	3,37,04,000 equity shares of Re. 1 each
Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and NSE Circular ref. no. NSE/CML/ 2018/ 24, both dated June 20, 2018	Mr. Santanu Agarwal is not Debarred from holding the office of Director by virtue of any SEBI order and or any such Authority



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2. Appointment of Statutory Auditor

Name of Statutory Auditor	M/s Saket Jain & Co.										
Reason for appointment	Pursuant to RBI Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) (Ref. No. DoS.CO.ARG/ SEC.01/08.91.001/2021-22) dated April 27, 2021 ("RBI Guidelines for appointment of Statutory Auditors") read with the policy for appointment of Statutory Auditors, the tenure of M/s Manish Goyal & Co., Chartered Accountants, Firm Registration No. 006066C has been concluded at the conclusion of 32 nd Annual General meeting accordingly new Auditor M/s Saket Jain & Co., Chartered Accountants, Firm Registration No. 014685N, having a valid Peer Review Certificate issued by the Peer Review Board of Institute of Chartered Accountants of India ("ICAI") has been appointed as Statutory Auditor of the Company.										
Date of appointment & term of appointment	Subject eligibility criteria as prescribed under Companies Act, 2013, SEBI (LODR) Regulations, 2015, and RBI Guidelines in this regard, M/s Saket Jain & Co., Chartered Accountants, will hold office for the period of Three (3) years with effect from the conclusion of the 32 nd AGM until the conclusion of the 35 th AGM of the Company to be held in the calendar year 2027.										
Brief profile	<p>M/s Saket Jain & Co., having an experience of more than 25 years. It's service offerings include tax advisory, corporate advisory and outsourcing etc. Further, its clients include corporate and conducted Concurrent, Stock, Revenue and Statutory Audit of various Nationalized Banks.</p> <p>Brief details of proposed Statutory Auditors:</p> <table border="1"> <tr> <td>Name of Firm</td> <td>Saket Jain & Co.</td> </tr> <tr> <td>Registration No. of Firm with ICAI</td> <td>014685N</td> </tr> <tr> <td>Peer Review No.</td> <td>015342</td> </tr> <tr> <td>RBI Empanelment No.</td> <td>0334722</td> </tr> <tr> <td>CAG Empanelment No.</td> <td>CR 3497</td> </tr> </table>	Name of Firm	Saket Jain & Co.	Registration No. of Firm with ICAI	014685N	Peer Review No.	015342	RBI Empanelment No.	0334722	CAG Empanelment No.	CR 3497
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3. Addition of New Article:

Article No.	Article	Justification
	Share Capital and Variation of Rights	
15	<p>(a) Subject to the provisions of the Act, the Company may issue sweat Equity Shares of a class of Shares already issued to its Directors or employees at a discount or for consideration other than cash for their providing know-how or making available rights in the nature of intellectual property rights or value additions by whatever name called. The rights, limitations, restrictions and provisions as are for the time being applicable to Equity Shares shall be applicable to such Sweat Equity Share issued by the Company.</p> <p>(b) To train or pay for the training in India or abroad of any of the Company's and its Subsidiary's employees or to recruit and employ Indian or foreign experts in the interest of or in furtherance of the objects of the Company. To grant option, SAR, shares or other benefits, in accordance with the provisions of the Act and as may be permitted by Securities and Exchange Board of India or Reserve Bank of India, as the case may be."</p>	<p>In the present day, competitive environment where human resources are one of the deciding factors for the growth of a company, it is common for the growing companies to attract and retain talent through various incentives and share based employee benefits are one of such measures to ensure that the employees have a stake in the long term growth of the company. Keeping this in mind, it is proposed to bring out an Employee Share Purchase Scheme for the employees/Directors of your Company ("Company") and its Wholly Owned Subsidiary Company ("Eligible Employees").</p> <p>The Company intends to implement Employee Share Purchase Scheme with a view to attract and retain key talents working with the Company and its Wholly Owned Subsidiary Company by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability.</p> <p>To implement Employee Share Purchase Scheme for eligible employees, enabling provisions should be in the Articles of Association of the Company accordingly the Articles of Association of the Company has been amended.</p>



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4. Re-appoint of Mr. Vijuy Ronjan as a Non-Executive Independent Director of the Company.

Name of Director	Mr. Vijuy Ronjan
Reason for change viz. Appointment, Resignation, Removal, Death or Otherwise	Re-appointment as Non-Executive Independent Director for second term.
Date of re-appointment & term of appointment	Re-appointment as Independent Director for second term for five consecutive years commencing from October 8, 2024
Brief profile	<p>Mr. Vijuy Ronjan is a retired Banker having 35+ years' Experience of banking with one of the India's largest Lender, State Bank of India. He was a Chief General Manager with India's largest bank, State Bank of India, possessing over 35 years of banking experience in the Indian banking industry and having demonstrated a strong track record of performance and leadership initiatives. As the leader of various teams at SBI from time to time, he has displayed superior interpersonal skills and capability of resolving multiple and complex issues, while also motivating the staff to consistently perform at peak levels at the same time. He places a strong reliance on the use of business analytics and a collective team approach for business improvement and implementation of best practices. He played a pivotal role during the merger of associate banks with State Bank of India and also played a crucial role in planning and coordinating thereafter structural changes in the merger affected offices. He also had the opportunity to work in various roles like Retail, Human Resources, International Banking, Forex Business and Risk Management.</p> <p>He is on the Board of the Company since October 8, 2021 as Independent Director.</p>
Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with other Directors/Key Managerial Personnel
Shareholding, if any in the Company	Nil
Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and NSE Circular ref. no. NSE/CML/ 2018/ 24, both dated June 20, 2018	Mr. Vijuy Ronjan is not Debarred from holding the office of Director by virtue of any SEBI order and or any such Authority



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5. Re-appoint of Mr. Raman Aggarwal as a Non-Executive Independent Director of the Company

Name of Director	Mr. Raman Aggarwal
Reason for change viz. Appointment, Resignation, Removal, Death or Otherwise	Re-appointment as Non-Executive Independent Director for second term.
Date of re-appointment & term of appointment	Re-appointment as Independent Director for second term for five consecutive years commencing from October 15, 2024
Brief profile	<p>He is a Director of Finance Industry Development Council (FIDC)—A Representative body of Assets and Loan Financing Non-Banking Finance Companies. He has experience to work as Consultant to The World Bank, Area Head—NBFCs at Council for International Economic Understanding (CIEU) and Advisor/Consultant to some of the leading NBFCs. He has more than 30 years of working experience in the NBFC sector.</p> <p>He has been actively representing the NBFC sector, being a member of Advisory Groups to Ministry of Finance & RBI, Core Group setup by Ministry of Corporate Affairs and Special Task Force at FICCI. He was the signatory to the Engagement Letters signed by World Bank Group with FIDC. He is also the Chairman of Working Group on NBFCs at Centre for Economic Policy Research (CEPR). He is currently a member of the Advisory Committee on NBFCs set up by SIDBI.</p>
Disclosure of relationships between directors (in case of appointment of a director)	No Relationship with other Directors/Key Managerial Personnel
Shareholding, if any in the Company	Nil
Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and NSE Circular ref. no. NSE/CML/ 2018/ 24, both dated June 20, 2018	Mr. Raman Aggarwal is not Debarred from holding the office of Director by virtue of any SEBI order and or any such Authority



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