

Name of the issue: ONE 97 COMMUNICATIONS LIMITED

1	Type of issue (IPO / FPO)	IPO
2	Issue Size (INR Crores)	18,300.00
3	Grade of issue along with name of the rating agency	NA
4	Subscription Level (Number of times) ⁽¹⁾ <i>Source: Basis Minutes</i> <i>(1) Before technical rejections</i>	1.95x

5	QIB holding (as a %age of total outstanding capital) as disclosed to stock exchanges	
	Particulars	%
	(i) On Allotment November 15, 2021	11.20%
	(ii) at the end of the 1st Quarter immediately after the listing of the issue (December 31, 2021)	10.42%
	(iii) at the end of 1st FY (March 31, 2022)	5.49%
	(iv) at the end of 2nd FY (March 31, 2023)	75.02%
	(v) at the end of 3rd FY (March 31, 2024) ⁽¹⁾	NA

Note: (1) The above data is not disclosed as reporting for the relevant fiscal years has not been completed

6	Financials of the issuer (Consolidated in INR Crores)				
	Parameters	31-Mar-21	31-Mar-22	31-Mar-23	31-Mar-24
	Net Sales/ Income from operations	3,187	5,264	8,400	Not Available
	Net Profit after Minority Interest	(1,696)	(239)	(178)	Not Available
	Equity Capital	61	65	63	Not Available
	Reserves excluding revaluation reserves	6,474	14,087	12,952	Not Available

Note: Financials for the year ended March 31, 2024 shall be updated in due course

7	Trading status in the scrip of the issuer		
	Company's Equity Shares are listed on both the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE")		
	Particulars	NSE	BSE
	(ii) at the end of 2nd FY (March 31, 2022)	Frequently Traded ⁽²⁾	Frequently Traded ⁽²⁾
	(iii) at the end of 3rd FY (March 31, 2023)	Frequently Traded	Frequently Traded
	(iii) at the end of 3rd FY (March 31, 2024) ⁽¹⁾	Not Available	Not Available

(1) The above data is not disclosed as reporting for the relevant fiscal years has not been completed

(2) Annualised for the year based on data available since listing in Nov'21 with shares outstanding as of Mar'22

8 Change, if any, in directors of issuer from the disclosures in the offer document		
Particulars	Name of Director	Appointed / Resigned
During year ended March 31, 2022	Munish Ravindra Verma	Resigned
	Madhur Deora	Appointed
During year ended March 31, 2023	Douglas Feagin	Resigned
	Mr Vijay Shekhar Sharma	Re-appointment
	Mr. Madhur Deora	Appointment
During year ended March 31, 2024	Not Available	Not Available
<i>(1) Information shall be updated in due course</i>		

9 Status of implementation of project/ commencement of commercial production		
Particulars	Remarks	
(i) as disclosed in the offer document	Not Applicable	
(ii) Actual implementation	Not Applicable	
(iii) Reasons for delay in implementation, if any	Not Applicable	

10 Status of utilization of issue proceeds		
(i) as disclosed in the offer document		
<i>(Rs in Millions)</i>		
Particulars	Amount proposed to be financed from Net Proceeds	Estimated Utilization of Net Proceeds in Fiscal 2022
Growing and strengthening our Paytm ecosystem, including through acquisition and retention of consumers and merchants and providing them with greater access to technology and financial services	43,000.00	Up till FY2027
Investing in new business initiatives, acquisitions and strategic partnerships	20,000.00	Up Till FY2027
General corporate purposes	18,134.00	18,134.00
Total Net Proceeds	81,134.00	18,134.00

(ii) Actual utilization up to 31-03-23 ⁽¹⁾		
Particulars	Amount proposed to be financed from Net Proceeds	Utilized up to Mar 31, 2023
Growing and strengthening our Paytm ecosystem, including through acquisition and retention of consumers and merchants and	43,000.00	32,278.00

providing them with greater access to technology and financial services

Investing in new business initiatives, acquisitions and strategic partnerships	20,000.00	-
General corporate purposes	18,134.00	7,849.00
Total Net Proceeds	81,134.00	40,127.00

(iii) Reasons for deviation, if any ⁽¹⁾

None

(1) Information shall be updated in due course

11 Comments of monitoring agency, if applicable ⁽¹⁾

None

(1) Information shall be updated in due course

12 Price-related data

Designated SE	BSE
Issue Price (Rs.)	2,150
Listing Date	November 18, 2021

Price parameters	At close of listing day November 18, 2021	At close of 30th calendar day from listing day	At close of 90th calendar day from listing day	As at the end of March 31, 2022		
				Closing price during FY	High during FY	Low during FY
Market Price	1,564.15	1,321.90	851.70	528.20	1,961.50	520.00
Sensex	59,636.01	57,011.74	58,142.05	58,568.51	59,636.01	57,684.82
Sectoral Index	Not comparable to any of the available sectoral indices					

Price parameters	As at the end of March 31, 2023			As at the end of March 31, 2024 ⁽¹⁾		
	Closing price during FY	High during FY	Low during FY	Closing price during FY	High during FY	Low during FY
Market Price	637.00	834.3	441.05	Not Available	Not Available	Not Available
Sensex	58,991.52	63,284.19	51,360.42	Not Available	Not Available	Not Available
Sectoral Index	Not comparable to any of the available sectoral indices					

Source: Stock Exchange data. Where the 30th day / 90th day/ March 31 of a particular year falls on a holiday, the immediately following trading day has been considered

(1) will be updated in due course

13 Basis for Issue Price and Comparison with Peer Group & Industry Average

Accounting Ratio Name of company	Face Value (Rs.)	As disclosed	At the end of 1 st FY	At the end of 2 nd FY	At the end of 3 rd FY March
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			in the offer document	March 31, 2022	March 31, 2023	31, 2024
Basic EPS	Issuer: Consolidated	1	(28)	(38)	(27)	Not available
	Peer Group:	No peers available				
	Industry Avg		NA	NA	Not available	Not available
P/E	Issuer: Consolidated	1	NA	NA	Not available	Not available
	Peer Group:	No peers available				
	Industry Avg		NA	NA	Not available	Not available
RoNW%	Issuer: Consolidated	1	(26%)	(17%)	(14%)	Not available
	Peer Group:	No peers available				
	Industry Avg:		NA	NA	Not available	Not available
NAV per share based on balance sheet	Issuer: Consolidated	1	104	218	205	Not available
	Peer Group:	No peers available				

(1) Basic EPS = Restated consolidated profit/(loss) for the year/period attributable to equity holders of the Company divided by Weighted average number of equity shares outstanding during the year/period, excluding treasury shares

(2) P/E ratio is not ascertainable as the EPS is negative

(3) Return on Net Worth (%) = Restated loss for the year/period attributable to equity shareholders of the Company divided by net worth.

(4) Net Asset Value per equity share represents net worth as at the end of the respective period divided by the number of Equity Shares outstanding at the end of the respective period, excluding treasury shares

14 Any other material information

NA

Event	Date
Intimation of resignation of Senior Management Personnel of the Company	March 23, 2024
Intimation for allotment of 2,66,304 equity shares pursuant to exercise of options under Employee Stock Option Schemes	March 5, 2024
Announced reconstitution of the Board of Directors of Paytm Payments Bank Limited (PPBL)	February 26, 2024
Announced that One 97 Communications Ltd (OCL, Paytm) partners with Axis Bank for Escrow Account to continue seamless merchant settlements	February 17, 2024
Announced that Paytm QR, Soundbox, Card machine will continue to work as always even beyond March 15, confirms RBI	February 16, 2024
Announced that Ms. Manju Agarwal, Independent Director of Paytm Payments Bank Limited ("PPBL"), resigned from the Board on February 01, 2024, due to personal commitments which was noted by PPBL Board on February 06, 2024	February 12, 2024
Announced formation of a Group Advisory Committee chaired by former SEBI Chairman Mr. M. Damodaran, to work with the Board in further strengthening compliance, and regulatory matters	February 9, 2024
Issued clarification on recent speculative media reports and denied reports on sale of Paytm Wallet business to Mr Mukesh Ambani / Jio Financial Services	February 6, 2024
Issued clarification on recent speculative media reports and denied reports of investigation or violation of Foreign Exchange rules by the Company or its associate Paytm Payments Bank Limited	February 5, 2024
Issued clarification on recent speculative media reports and denied any investigation by the Enforcement Directorate on One 97 Communications Limited, its our associates and/or its Founder & CEO for anti-money laundering activities	February 4, 2024
Announced that Paytm Payments Bank Limited ("PPBL"), associate of One 97 Communications Limited ("Company"), received directions from Reserve Bank of India ("RBI") vide its Press Release dated January 31, 2024 under section 35A of the Banking Regulation Act, 1949. PPBL is taking immediate steps to comply with RBI directions, including working with the regulator to address their concerns as quickly as possible. Depending on the nature of the resolution, the Company expects this action to have a worst case impact of Rs. 300 to 500 Crores on its annual EBITDA going forward	February 1, 2024
Announced an investment of Rs 100 crore in Gujarat International Finance Tec-City (GIFT City) to build a global financial ecosystem, ahead of the	January 10, 2024

Vibrant Gujarat Global Summit 2024, in Gandhinagar. The company will make the investment over a period of time and will seek requisite approvals for the same	
Announced that the Company will further expand its business to offer higher ticket personal and merchant loans, which would be targeted at lower risk and high credit worthy customers, in partnership with large banks and NBFCs	December 6, 2023
Announced partnership with Amadeus, a global travel technology company, through which the company will integrate Amadeus's expansive travel platform, enhancing the travellers' experience from search to booking and payments for the next three years	November 15, 2023
RBI imposed a monetary penalty of Rs 5.39 Crore on Paytm Payments Bank Limited for non-compliance with certain provisions of the 'Reserve Bank of India (Know Your Customer (KYC)) Directions, 2016', 'RBI Guidelines for Licensing of Payments Banks' read with 'Enhancement of maximum balance at end of the day', 'Cyber security framework in banks' read with 'Guidelines on reporting of unusual cyber security incidents' and 'Securing mobile banking applications including UPI ecosystem'	October 12, 2023
Announced that its wholly-owned subsidiary Paytm Payments Services Limited, has become the first in the industry to enable merchants with Alternate ID based Guest Checkout solution across networks. This allows customers to checkout as a guest without saving sensitive card details on an ecommerce/merchant website for a transaction	October 9, 2023
Appointed S.R. Batliboi & Associates LLP as statutory auditors of the company for a term of 5 consecutive years	September 13, 2023
Vijay Shekhar Sharma (Founder, Managing Director and CEO of the Company) entered into an agreement to purchase 10.30% stake in One 97 Communications Limited from Antfin (Netherlands) Holding BV	August 7, 2023
Appointed Sunil Kumar Bansal as the Company Secretary and Compliance Officer with immediate effect	July 21, 2023
Vivek Kumar Mathur, Alternate Director to Ravi Chandra Adusumalli (Non-Executive Non-Independent Director of Paytm), tendered his resignation vide letter dated 30-June-23 as there is no requirement for an alternate director to Mr. Adusumalli	July 1, 2023
Paytm Payments Bank Ltd (PPBL) received RBI approval for re-appointment of Vijay Shekhar Sharma as Part-time Chairman of PPBL, for a period of one year starting 23-May-23	May 23, 2023
Appointed Bhavesh Gupta, previously Senior VP, as President and COO of the company	May 16, 2023
<u>Appointment of Statutory Auditors of the Company</u>	March 31, 2023
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we wish to Inform you that on the recommendation of the Audit Committee, the Board of Directors of the Company, in their meeting held on March 31, 2023, has considered and approved the appointment of S.R. Batliboi & Associates LLP (Firm Registration No. 101049W/E300004), as Statutory Auditors of the Company for a term of 5 (five) consecutive years, subject to the approval of shareholders of the Company, in place of existing Statutory Auditors, M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016), whose term shall expire at the conclusion of forthcoming 23rd Annual General Meeting ('AGM') to be held in the calendar year 2023. S.R. Batliboi & Associates LLP, have confirmed their eligibility for appointment as Statutory Auditors. Upon appointment, S.R. Batliboi & Associates LLP, will hold the office for a period of 5 (five) years from the conclusion of 23rd AGM till the conclusion of 28th AGM.	
<u>Change in key managerial personnel of One 97 Communications Limited</u>	March 2, 2023
Pursuant to Regulation 30 and all other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Mr. Amit Kherra [ICSI Membership No.: A10827], has tendered his resignation from the position of Company Secretary & Compliance Officer (appointed pursuant to Section 203 of Companies Act, 2013 and applicable regulations of Securities & Exchange Board of India) of the Company.	
<u>Update on PA license: Paytm Payments Services Limited to resubmit application to RBI</u> - Paytm Payments Services Limited ("PPSL"), is in receipt of a letter from Reserve Bank of India ("RBI") in response to an application from PPSL for the authorization to provide payment aggregator services ("PA application") for online merchants. As per the letter, PPSL is required to take the following steps and resubmit the PA application within 120 calendar days: 1. Seek necessary approval for past downward investment from the Company in to PPSL, to comply with FDI Guidelines 2. Not onboard new online merchants	Nov 29, 2022
There are no material observations other than what is mentioned above. This has no material impact on our business and revenues, since the communication from RBI is applicable only to onboarding of new online merchants. We can continue to onboard new offline merchants and offer them payment services including All-in-One QR, Soundbox, Card Machines, etc. Similarly, PPSL can continue to do business with existing online merchants, for whom the services will remain unaffected.	
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of Postal Ballot Notice dated August 27, 2022 along with explanatory statement ("Notice") being sent to the members. The Notice seeks approval of members of One 97 Communications Limited ("Company") through Postal Ballot only by way of remote electronic voting ("remote e-voting") in respect of the following Special resolution(s), as set out in the Notice:	Oct 21, 2022

<ol style="list-style-type: none"> Approval for appointment of Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN:00361030), as an Independent Director of the Company Approval for payment of remuneration to Mr. Gopalamudram Srinivasaraghavan Sundararajan (DIN: 00361030), as an Independent Director of the Company 	
<p>Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the Board of Directors of One 97 Communications Limited ("Company"), in their meeting held on May 20, 2022, has approved the proposal to invest an amount of upto INR 950 crores ("Proposed Transaction") in Paytm General Insurance Limited ("PGIL") in tranches, over a period of 10 years and to hold upfront equity stake of 74%.</p>	May 21, 2022
<p>We wish to inform you that based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of Shareholders, the Board of Directors of the Company ("Board"), at their meeting held on May 20, 2022, have considered and approved:</p> <ol style="list-style-type: none"> Re-appointment of Mr. Vijay Shekhar Sharma (DIN: 00466521) as "Managing Director & Chief Executive Officer" of the Company for a tenure of 5 years effective from December 19, 2022 to December 18, 2027; and Appointment of Mr. Madhur Deora (DIN: 07720350), Chief Financial Officer of the Company as an Additional Director w.e.f. May 20, 2022. Further, the Board has also approved the appointment of Mr. Madhur Deora as Whole-time director designated as "Whole-time Director and Chief Financial Officer" of the Company for a tenure of 5 years effective from May 20, 2022 to May 19, 2027. 	May 21, 2022
<p>Our associate company, Paytm Insuretech Private Limited, had entered into a share purchase agreement to acquire 100% of Raheja QBE General Insurance Company Limited.</p> <p>As the share sale and purchase transaction has not been consummated within the time period envisaged by the parties under the said agreement, the agreement has automatically terminated.</p> <p>Paytm remains bullish on its roadmap for general insurance, and we intend to seek requisite approvals for a new general insurance license, wherein we hold a 74% majority shareholding upfront</p>	May 15, 2022
<p>Pursuant to Regulation 30 and all other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, it is hereby informed that Mr. Munish Ravinder Varma (DIN: 02442753), Non-executive, Non-Independent Director of the Company, has tendered his resignation vide resignation letter dated March 14, 2022, with effect from the closure of Business hours on March 14, 2022, due to personal commitments and other pre-occupations. We also wish to inform that upon resignation of Mr. Munish Ravinder Varma as Non-executive, Non-Independent Director of the Company, Mr. Vikas Agnihotri (DIN: 08174465), Alternate Director to Mr. Munish Ravinder Varma, ceased to be Alternate Director of the Company from closure of Business hours on March 14, 2022. Request you to kindly take the same on record.</p>	March 15, 2022
<p>Update on recent media reports: Paytm Payments Bank denies that recent regulatory direction has expressed any concern of data leak to Chinese firms, confirms that all data resides within India</p> <p>The Company would like to update that it has been informed by its associate, Paytm Payments Bank Limited ("PPBL"), that the regulator has not expressed any concerns regarding data leak or access shared with any Chinese firms. PPBL's data servers are located within India and it proudly supports data localization. The Reserve Bank of India ("RBI") directive to PPBL to temporarily halt onboarding of new customers, via a letter dated March 11, 2022, is not regarding any data leak to any foreign national or firms. PPBL remains committed to working with the regulator to address their concerns as quickly as possible.</p> <p>PPBL has further informed the company that source-based media reports claiming data leak to Chinese firms are completely false, inaccurate and unverified. The bank is fully compliant with RBI's directions on data localisation and all of the users' data resides within India.</p> <p>The company would also like to place on record that Paytm Payments Bank is a regulated entity and operates independently.</p>	March 14, 2022
<p>Company's Statement on Reserve Bank of India direction to Paytm Payments Bank Limited</p> <p>The Company would like to update that it has been informed by its associate, Paytm Payments Bank Limited ("PPBL"), that the Reserve Bank of India ("RBI") has directed PPBL to temporarily halt onboarding of new customers, via a letter dated March 11, 2022. RBI has observed certain material supervisory concerns at PPBL. The bank is taking immediate steps to comply with RBI directions, including appointment of a reputed external auditor to conduct a comprehensive System Audit of its IT systems. PPBL remains committed to working with the regulator to address their concerns as quickly as possible.</p> <p>The Company has been informed that this does not impact any existing customers of PPBL, who can continue to use all banking and payment services without interruption. All existing users of Paytm UPI, Paytm Wallet, Paytm FASTag, and bank accounts can continue to use these instruments, including debit cards and net banking, for payments.</p> <p>New users can also sign up on the Paytm app, and transact by a) creating UPI handles and linking them to their bank accounts, or b) by using third party payment instruments, for transactions on the Paytm app. Users can not, until further notice, sign up for new PPBL wallets or PPBL savings or current accounts. Paytm believes that the measures imposed upon PPBL will not materially impact Paytm's overall business.</p> <p>This direction does not have an impact on the services that Paytm provides in partnership with other financial services institutions.</p>	March 12, 2022

<p>We wish to inform that the Corporate Identification Number (CIN) of the Company has been changed from U72200DL2000PLC108985 to L72200DL2000PLC108985 in the records of the Registrar of Companies, NCT of Delhi & Haryana, consequent to the listing of equity shares of the Company at BSE Limited and National Stock Exchange of India Limited. A copy of Company's master data from on line portal of Ministry of Corporate Affairs is attached herewith for your reference. We request you to kindly update the CIN of the Company in your records and also in the Corporate Information section.</p>	January 03, 2022
<p>Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that that on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on today i.e. Thursday, December 30, 2021 has approved the appointment of Mr. Madhur Deora as Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. January 1, 2022 in place of Mr. Vikas Garg who will be moving to a new role within the Paytm Group. The aforesaid appointment has also been approved by the Audit Committee of the Company.</p>	December 30, 2021