

**NOTICE OF SEVENTH ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Seventh Annual General Meeting of the Members of Paytm Payments Bank Limited (“**Bank**”) will be held on August 31, 2023 at 11:00 A.M. at its registered office situated at 136, 1<sup>st</sup> Floor, Devika Tower, Nehru Place, New Delhi – 110019 to transact the following businesses:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited standalone financial statements of the Bank for the financial year ended March 31, 2023, together with the report of the Board of Director and Auditors’ thereon.
2. To appoint a director in place of Mr. Madhur Deora, Director (DIN 07720350), who retires by rotation and, being eligible, offers himself for re-appointment.

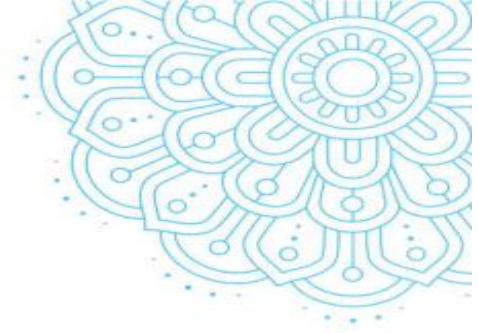
**By Order of the Board of Directors  
For Paytm Payments Bank Limited**

**Sachin Jain**  
Company Secretary  
Memb. No. A17112

**Place: Noida**  
**Date: July 17, 2023**  
**Regd Off: 136, 1<sup>st</sup> Floor, Devika Tower**  
**Nehru Place, New Delhi - 110019**  
**CIN- U65999DL2016PLC304713**

**Notes:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR WHERE IT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE BANK. PROXY FORM IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, SIGNED AND COMPLETED IN ALL RESPECTS MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE BANK ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE BANK CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE BANK CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
3. EVERY MEMBER ENTITLED TO VOTE AT THE MEETING, OR ON ANY RESOLUTION TO BE MOVED THEREAT, SHALL BE ENTITLED DURING THE PERIOD BEGINNING 24 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING WITH THE CONCLUSION OF THE MEETING, TO INSPECT THE PROXIES LODGED, AT ANY TIME DURING THE BUSINESS HOURS OF THE BANK, PROVIDED THAT NOT LESS THAN THREE DAYS` NOTICE IN WRITING OF THE INTENTION SO TO INSPECT IS GIVEN TO THE BANK.
4. No person shall be entitled to attend and vote at the meeting as a duly authorized representative of anybody corporate which is a shareholder of the Bank, unless a copy of the resolution appointing him/her a duly authorized representative, certified to be true copy by the Chairman/Managing Director/Company Secretary, shall have been deposited at the registered office of the Bank before the time fixed for the commencement of the meeting.
5. Members are requested to notify the changes of address if any, to the Bank quoting their respective DP ID/folio nos.
6. We request and encourage our members to register/update their email-id for e-communication. The Members may register their e-mail id by sending an email to [secretarial@paytmbank.com](mailto:secretarial@paytmbank.com) with a subject "Registration of email id."
7. In case of joint holders attending the Meeting, only such joint holders who is higher in the order of names will be entitled to vote.



8. Register of Directors and Key Managerial Personnel and their shareholding, maintained u/s. 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which the Directors are interested, maintained u/s.189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. All documents referred to in the notice and explanatory statement shall be open for inspection at the corporate office of the company at A-6, VJ Business Tower, Sector 125, Noida- 201303 on all working days (except Saturday, Sunday and any public holiday), between 11.00 a.m. and 5.00 p.m. upto the date of the Meeting. The Bank has intimated the Registrar of Companies to keep books of account at a place other than the registered office of the Bank.

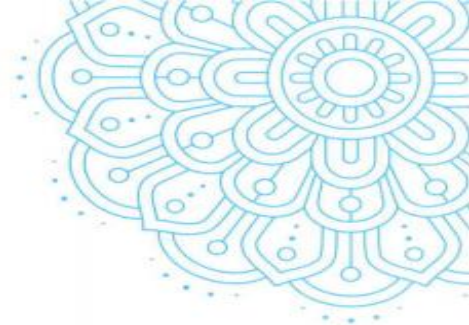
**Paytm Payments Bank Ltd**

[www.PaytmBank.com](http://www.PaytmBank.com)

Corporate Office - A-6, VJ Business Tower, Sector 125, Noida 201303, India

T: +91 120 4818901 E: [info@PaytmBank.com](mailto:info@PaytmBank.com) CIN: U65999DL2016PLC304713

Registered Office - 136, First Floor, Devika Tower, Nehru Place, New Delhi-110019



**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING, PURSUANT TO SECRETARIAL STANDARD-2 ISSUED BY INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI):**

<b>Particulars</b>	<b>Mr. Madhur Deora</b>
<b>DIN</b>	07720350
<b>Date of Birth (Age)</b>	44 years
<b>Qualification</b>	Bachelor's degree of science in economics from the Wharton School of the University of Pennsylvania
<b>Remuneration sought to be paid</b>	NA
<b>Terms and conditions of Appointment/Reappointment (s)</b>	Re-appointment as a Director liable to retire by rotation
<b>Justification for choosing the appointee as an Independent Director</b>	NA
<b>Remuneration last drawn from the Bank</b>	NA
<b>Date of first appointment on the Board of Directors of the Bank</b>	January 22, 2022
<b>Shareholding in the Bank (as on the date of AGM Notice)</b>	NIL
<b>Relationship with other Director, Manager and Key Managerial Personnel(s) of the Bank</b>	NA
<b>Number of Board meetings attended during the financial year 2022-23</b>	10
<b>Brief details and nature of expertise in specific functional area</b>	<p>Mr. Madhur Deora is a Whole Time Director of One 97 Communications Limited. He has held various responsibilities including CFO, HR, corporate development and heading Paytm's consumer internet business.</p> <p>Prior to joining Paytm, he spent 17 years at Citi Investment Banking in New York, London and Mumbai. In his last role at Citi, he was</p>



	Managing Director and responsible for Telecom, Media, Technology, Internet and Private Equity clients in India and led several landmark deals.
<b>Directorship in other Companies</b>	<ul style="list-style-type: none"> <li>• Mobiquest Mobile Technologies Private Limited</li> <li>• Wasteland Entertainment Private Limited</li> <li>• Paytm Money Limited</li> <li>• Paytm First Games Private Limited</li> <li>• Eatgood Technologies Private Limited</li> <li>• Orbgen Technologies Private Limited</li> <li>• Paytm Labs Inc</li> <li>• One97 USA Inc</li> <li>• Paytm Payments Services Limited</li> <li>• Paytm Financial Services Limited</li> <li>• One 97 Communications Limited</li> </ul>
<b>Details of Memberships/ Chairmanships of Committees</b>	<ul style="list-style-type: none"> <li>• Paytm First Games Private Limited (Audit Committee)- Member</li> <li>• Paytm First Games Private Limited (Nomination Remuneration Committee)- Member</li> <li>• Paytm Money Limited (Audit Committee)- Chairman</li> <li>• Paytm Money Limited(Nomination Remuneration Committee)- Member</li> <li>• Paytm Payments Services Limited (Corporate Social Responsibility Committee)- Member</li> </ul>



**FORM NO. MGT.11****Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN: U65999DL2016PLC304713

Name of the Bank: Paytm Payments Bank Limited

Registered office: 136, First Floor, Devika Tower, Nehru Place, New Delhi – 110019

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member(s) of ..... shares of the above named Bank, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: ....., or failing him

2. Name:

Address:

E-mail Id:

Signature: ....., or failing him

3. Name:

Address:

E-mail Id:

Signature: .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 7<sup>th</sup> Annual General Meeting of the Bank, to be held on Thursday, August 31, 2023 at 11:00 A.M. at registered office of the Bank and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolution No:

Ordinary Business: -

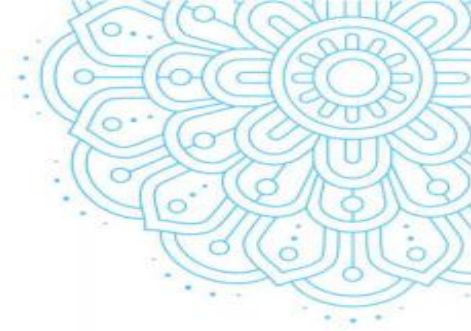
1. *To receive, consider and adopt the audited standalone financial statement of the Bank for the year ended March 31, 2023, the report of the Board of Director's and Auditors' thereon;*
2. *To appoint a director in place of Mr. Madhur Deora, Director (DIN 07720350) who retires by rotation and being eligible, offers himself for re-appointment;*

Signed this ..... day of ..... 20 ...

Signature of shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Bank, not less than 48 hours before the commencement of the Meeting.**



**PAYTM PAYMENTS BANK LIMITED**

**Registered Office:** 136, First Floor, Devika Tower, Nehru Place, New Delhi - 110019

**ATTENDANCE SLIP**

Please complete this attendance slips and hand it over at the entrance of the hall.

Full name of the Shareholder in Block Letters:

Folio No/DP ID :

No. of Shares held:

I hereby record my presence at the 7<sup>th</sup> Annual General Meeting of the Bank, held on Thursday, August 31, 2023 at 11:00 A.M. at the registered office of the Bank situated at 136, First Floor, Devika Tower, Nehru Place, New Delhi – 110019.

\_\_\_\_\_

Signature of the Shareholder/ Proxy: \_\_\_\_\_

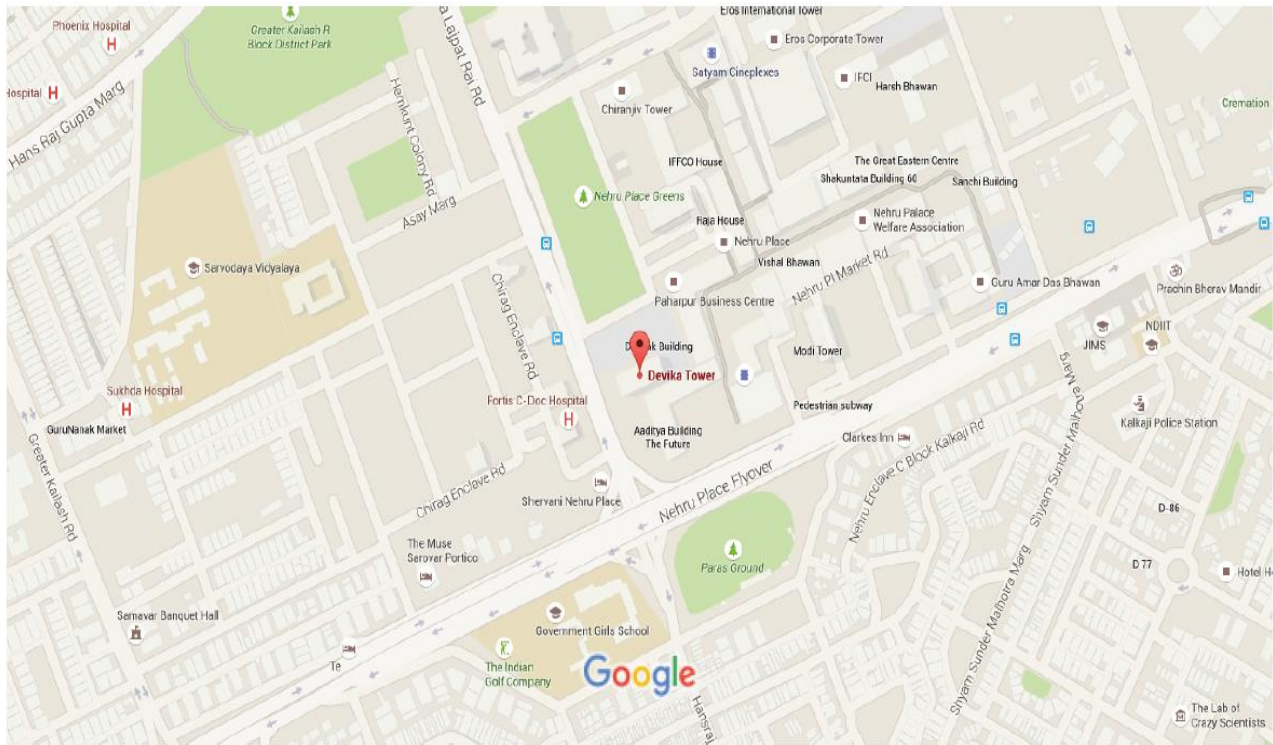
Note: Only Shareholders of the Bank or their Proxies will be allowed to attend the Meeting.

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### Route Map of the Location of the Meeting



**Address: Paytm Payments Bank Limited**  
**1<sup>st</sup> Floor, Devika Tower, Nehru Place, New Delhi**  
**Landmark: Devika Tower, Nehru Place**

**Paytm Payments Bank Ltd**

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