

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65990DL2020PLC371251

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AALCP4925F

(ii) (a) Name of the company

PAYTM PAYMENTS SERVICES LI

(b) Registered office address

136, First Floor, Devika Tower
Nehru Place, New Delhi
Delhi
South Delhi
Delhi
110016

(c) *e-mail ID of the company

compliance@paytm.com

(d) *Telephone number with STD code

01204770770

(e) Website

(iii) Date of Incorporation

10/10/2020

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ONE 97 COMMUNICATIONS LIM	L72200DL2000PLC108985	Holding	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	100,000,000	50,000,000	50,000,000	50,000,000
Total amount of equity shares (in Rupees)	1,000,000,000	500,000,000	500,000,000	500,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	100,000,000	50,000,000	50,000,000	50,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	500,000,000	500,000,000	500,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	50,000,000	50000000	500,000,000	500,000,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	50,000,000	50000000	500,000,000	500,000,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of share)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debtures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debtures, 4 - Stock	
Number of Shares/ Debtures/ Units Transferred		Amount per Share/ Debture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

20,614,756,043

(ii) Net worth of the Company

531,744,015

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	49,999,994	100	0	
10.	Others Nominee shareholders	6	0	0	
	Total	50,000,000	100	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public Other than promoters)

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	3	2	3	0	0
(i) Non-Independent	0	3	2	3	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	3	2	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Praveen Sharma	09308709	Managing Director	0	01/08/2022
Sanjeev Garg	06922778	Whole-time director	1	
Madhur Deora	07720350	Director	1	
Vivek Kumar Mathur	03581311	Director	0	
Deepankar Sanwalka	07175396	Additional director	0	18/05/2022
Shubham Gupta	ASAPG1347E	CFO	0	
Shweta Girotra	AHVPG8234E	Company Secretary	0	18/05/2022

(ii) Particulars of change in director(s) and Key managerial personnel during the year

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sanjeev Garg	06922778	Whole-time director	05/04/2021	Appointment
Shubham Gupta	ASAPG1347E	CFO	05/04/2021	Appointment
Shashank Rai	ATVPR1017Q	Company Secretary	05/04/2021	Appointment
Praveen Sharma	09308709	Managing Director	08/09/2021	Appointment
Deepankar Sanwalka	07175396	Additional director	03/01/2022	Appointment
Shweta Girotra	AHVPG8234E	Company Secretary	03/01/2022	Appointment
Vikas Garg	07871975	Director	22/02/2022	Cessation
Praveen Sharma	AMDPS9939H	CEO	08/09/2021	Appointment
Shashank Rai	ATVPR1017Q	Company Secretary	03/01/2022	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	24/09/2021	7	5	99.99
Extra-Ordinary General Meeting	07/01/2022	7	5	99.99
Extra-Ordinary General Meeting	19/04/2021	7	5	99.99

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2021	4	2	50
2	26/05/2021	4	3	75
3	08/09/2021	5	4	80
4	03/01/2022	6	4	66.67
5	03/02/2022	6	4	66.67
6	18/02/2022	6	5	83.33
7	30/03/2022	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 18/08/2022 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	

1	Praveen Sharr	5	3	60	0	0	0	No
2	Sanjeev Garg	7	5	71.43	0	0	0	Yes
3	Madhur Deora	7	6	85.71	0	0	0	No
4	Vivek Kumar M	7	7	100	0	0	0	Yes
5	Deepankar Sar	4	3	75	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Praveen Sharma	Managing Director	16,375,333	0	88,889	0	16,464,222
	Total		16,375,333	0	88,889	0	16,464,222

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shubham Gupta	CFO	2,046,093	0	800	0	2,046,893
	Total		2,046,093	0	800	0	2,046,893

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Tarun Sharma

Whether associate or fellow

Associate Fellow

Certificate of practice number

22936

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 16 dated 01/08/2022

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SANJEE V GARG Digitally signed by SANJEE V GARG Date: 2022.10.14 21:35:25 +05'30'

DIN of the director

06922778

To be digitally signed by

NEERA J JAIN Digitally signed by NEERA J JAIN Date: 2022.10.15 05:56:08 +05'30'

Company Secretary

Company secretary in practice

Membership number

12273

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

PPSL- LOS- 31-3-22.pdf
PPSL I MGT 8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

**[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]**

FORM NO. MGT – 8

We have examined the registers, records, books and papers of **PAYTM PAYMENTS SERVICES LIMITED** (CIN: U65990DL2020PLC371251) having its registered office at **136, First Floor, Devika Tower, Nehru Place, New Delhi, South Delhi, Delhi - 110019** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended **March 31, 2022**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that :-

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company had complied with provisions of the Act & Rules made there under in respect of :-
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. filing of necessary forms and returns as stated in annual return, with Registrar of Companies Regional Director, Central Government, or other authorities within the prescribed time & with additional fee where applicable;
 4. calling, convening and holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/ registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / Security holders, as the case may be:
The company was not required to close of Register of Members;
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:

The Company had not made any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act during the period under review;

7. contracts /arrangements with related parties as specified in section 188 of the Act:

The Company had not entered into any Contracts/arrangements with related parties which are not on arm's length basis. Material contracts/arrangements entered into with related parties on arm's length basis and in the ordinary course of business had been disclosed in Form AOC-2;

8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities;

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:

The Company was not required to keep in abeyance the rights to dividend, rights shares and bonus share pending registration of transfer of shares during the year;

10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act:

The Company had neither declared nor paid any dividend. No amount was required to be transferred as unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12. constitution/appointment/re-appointment/retirement/filling up casual vacancy/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

The existing Auditors continued in accordance with the term of the appointment as per the Act;

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act:

No approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act were applied during the period:

15. acceptance/ renewal/ repayment of deposits:

The Company had not invited/ accepted/renewed / carried out any repayment of deposits during the year;

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable:

The Company had not borrowed from its directors, members, public financial institutions. An agreement was made with ICICI Bank for working capital facility for an amount of Rs 6,00,00,00,000/-, creation & satisfaction of Charge for it was reported as prescribed;

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act:

The Company had not made any loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:

The Company had not altered the Memorandum and Articles of Association of the Company during the period.

For Tarun Sharma & Co
(Practicing Company Secretaries)



M.NO: 57071
CP NO: 22936
UDIN: A057071D001181876

Place: Gurugram
Date: 11/10/2022

List of Shareholders of Paytm Payments Services Limited as on 31.03.2022

S. No.	Name	Folio Number	DP Id-Client Id Account number	Number of Shares held	Class of Shares
1.	One 97 Communications Limited	N.A.	DP Id: IN302269 Client Id: 14515265	4,99,99,994	Equity share
2.	One 97 Communications India Limited*	N.A.	DP Id: IN304158 Client Id: 10062258	1	Equity share
3.	Madhur Deora*	N.A.	DP Id: IN304158 Client ID: 10063280	1	Equity share
4.	Sudhanshu Gupta*	N.A.	DP ID: IN304158 Client ID: 10065189	1	Equity share
5.	Vikas Garg*	N.A.	DP ID: IN304158 Client ID: 10032315	1	Equity share
6.	Sridhar Samudrala*	N.A.	DO ID: IN303028 Client ID: 57005525	1	Equity share
7.	Sanjeev Garg*	N.A.	DP ID: IN302679 Client ID: 35601750	1	Equity share
Total				5,00,00,000	

**Shares held as nominees of One 97 Communications Limited.*

For Paytm Payments Services Limited


Meera Jain
Company Secretary
ICSI M. No: A12273
One Skymark, Tower-D,
Plot No. H-10B, Sector-98,
Noida-201304

