

Date : April 1, 2024

The Manager  
Department of Corporate Relationship  
**BSE Limited**  
25 P. J. Towers, Dalal Street  
Mumbai-400001  
**Scrip Code-532900**

The Asstt. Vice President  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai-400051  
**Scrip Symbol- PAISALO**

**Sub.: Result of Postal Ballot and submission of voting result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

This is in reference to our letter dated February 28, 2024 wherein we have enclosed the Postal Ballot Notice along with explanatory statement annexed thereto. The Postal Ballot was conducted for obtaining approval of the Members of the Company on the resolutions, as stated in the said notice.

In accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we would like to submit voting result on the resolution considered by the Shareholders through Postal Ballot. The resolution shall be deemed to have been passed on the last date for voting through postal ballot by electronic means i.e. Saturday, March 30, 2024.

**In this connection, we are hereby enclosing followings:**

- a) Details of voting result of the Postal Ballot conducted through electronic means in format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Annexure-1)**. And
- b) Scrutinizer's Report on the Postal Ballot **(Annexure-2)**.

A copy of above is also being disseminated on Company's website at [www.paisalo.in](http://www.paisalo.in) and on the website of National Securities Depository Limited (NSDL).

Kindly take the information on your 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](mailto:delhi@paisalo.in)

**Head Office:** Paisalo House, 74, Gandhi Nagar, NH-2, Agra - 282 003, India. Phone : +91 562 402 8888. Email: [agra@paisalo.in](mailto:agra@paisalo.in)

CIN: L65921DL1992PLC120483

[www.paisalo.in](http://www.paisalo.in)

अर्थ: समाजस्य न्यासः

**PAISALO DIGITAL LIMITED****Postal Ballot : Details of Voting Results under Regulation 44(3) of the SEBI  
(Listing Obligations & Disclosure Requirements) 2015**

<b>Sr. No.</b>	<b>Description</b>	<b>Particulars</b>
<b>A</b>	Postal Ballot vide Postal Ballot Notice dated February 22, 2024	E-Voting from March 1, 2024 to March 30, 2024
<b>B</b>	Date of announcement of result	April 1, 2024
<b>C</b>	Date on which resolution will be deemed to be passed	March 30, 2024 (being last date of voting)
<b>D</b>	Record Date/ Cut-off date	February 23, 2024
<b>E</b>	Total No. of Shareholders on record date for the purpose of determining the Shareholders eligible to vote	38595
<b>F</b>	Presence of Shareholders in the Meeting	
F-i	<b>No. of Shareholders present in the meeting either in person or through proxy</b>	
	Promoters and Promoter Group	Not applicable (Resolutions passed through Postal Ballot by remote e-voting)
	Public	
	<b>Total</b>	
F-ii	<b>No. of Shareholders present in the meeting through video conferencing</b>	
	Promoters and Promoter Group	Not applicable (Resolutions passed through Postal Ballot by remote e-voting)
	Public	
	<b>Total</b>	
<b>G</b>	No. of Resolution(s) considered through Postal Ballot	1



### Summary of Voting Result- Agenda Wise

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO CONSIDER AND APPROVE RAISING OF FUNDS AND ISSUANCE OF SECURITIES UPTO ₹ 12600 MILLION THROUGH QUALIFIED INSTITUTIONAL PLACEMENT BASIS OR THROUGH ANY OTHER PERMISSIBLE MODE, IN ONE OR MORE TRanches				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158529151	158529151	100.0000	158529151	0	100.0000	0.0000
	Poll		–	–	–	–	–	–
	Postal Ballot (if applicable)		–	–	–	–	–	–
	<b>Total</b>	<b>158529151</b>	<b>158529151</b>	<b>100.0000</b>	<b>158529151</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	84867225	41012058	48.3250	40592229	419829	98.9763	1.0237
	Poll		–	–	–	–	–	–
	Postal Ballot (if applicable)		–	–	–	–	–	–
	<b>Total</b>	<b>84867225</b>	<b>41012058</b>	<b>48.3250</b>	<b>40592229</b>	<b>419829</b>	<b>98.9763</b>	<b>1.0237</b>
Public-Non Institutions	E-Voting	71317664	31577665	44.2775	31575846	1819	99.9942	0.0058
	Poll		–	–	–	–	–	–
	Postal Ballot (if applicable)		–	–	–	–	–	–
	<b>Total</b>	<b>71317664</b>	<b>31577665</b>	<b>44.2775</b>	<b>31575846</b>	<b>1819</b>	<b>99.9942</b>	<b>0.0058</b>
<b>Total</b>		<b>314714040</b>	<b>231118874</b>	<b>73.4377</b>	<b>230697226</b>	<b>421648</b>	<b>99.8176</b>	<b>0.1824</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Note- 13,43,07,950 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.								



## SCRUTINIZER'S REPORT

To,  
The Managing Director,  
Paisalo Digital Limited  
CSC, Pocket-52, CR Park, Near Police Station  
New Delhi-110019.

**Sub.: Scrutinizers' Report on postal ballot by way of electronic voting means conducted in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of passing of the Resolution contained in the Notice dated 22<sup>nd</sup> February, 2024**

Dear Sir,

I, **Satish Kumar Jadon**, proprietor of Satish Jadon & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of Paisalo Digital Limited ("the Company") for the purpose of scrutinizing postal ballot by way of voting through electronic means and ascertaining the requisite majority on the voting carried out as per the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules 2014 as amended, ("Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), 2015, on the resolution contained in the Postal Ballot Notice dated 22<sup>nd</sup> February, 2024 ("Postal Ballot Notice").

The Management of the Company is responsible to ensure the compliance with the requirements of i) the Companies Act, 2013 and Rules made thereunder including General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") relating to voting through Postal Ballot by way of electronic means (e-voting) by the Shareholders on the resolution contained in the Postal Ballot Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report of the total votes cast "in favour" or "against", on the resolution contained in the Postal Ballot Notice based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facilities and documents furnished to me electronically by the Company and/ or Alankit Assignments Limited for my verification.



On Thursday, 29<sup>th</sup> February, 2024 the Company had completed the dispatch of Postal Ballot Notice, to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited ("depositories") as on the **Cut-off date i.e. Friday, 23<sup>rd</sup> February, 2024** and whose email IDs were registered with the Company/Registrar and Transfer Agent of the Company or Depositories. In terms of the applicable MCA Circulars, the Company had dispatched the Postal Ballot Notice through e-mail only and the physical ballots were not dispatched to Members whose email IDs were not registered with the Company and/or Depositories. Accordingly, the voting done through e-voting only was considered for this report.

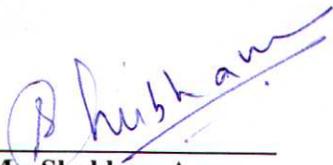
In terms of Postal Ballot Notice and as prescribed under the aforesaid Section, Rules and Regulations, the voting period remained open for thirty days from Friday, 1<sup>st</sup> March, 2024 at 09:00 A.M. (IST) to Saturday, 30<sup>th</sup> March, 2024 at 05:00 P.M. (IST) and members were requested to cast their votes through e-voting platform conveying their assent or dissent on the resolution contained in the Postal Ballot Notice.

The Equity Shareholders of the Company as on the Cut-Off Date, as set out in the Notice, i.e., Friday, 23<sup>rd</sup> February, 2024 were entitled to vote on the special resolution as set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.

Pursuant to applicable Rules of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of Listing Regulations, advertisements were published by the Company in Business Standard (English and Hindi), on Friday, 1<sup>st</sup> March, 2024 informing the Shareholders about the completion of dispatch of Postal Ballot Notice, giving option to the Members, to register their e-mail Id's with the company and/ or depositories along with other related matters mentioned therein.

#### **Remote e-voting process**

- i. The remote e-voting period remained open from Friday, 1<sup>st</sup> March, 2024 at 09:00 A.M. (IST) to Saturday, 30<sup>th</sup> March, 2024 at 05:00 P.M. (IST)
- ii. Votes casted by the Members through e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company, i.e. Alankit Assignments Limited. The report is based on the votes casted through e-voting, which was generated/downloaded from e-voting website of NSDL.
- iii. The votes cast during the remote e-voting period were unblocked on Saturday, 30<sup>th</sup> March, 2024 after the conclusion of e-voting period for Postal ballot and was witnessed by two witnesses, Mr. Shubham Arora and Mr. Ankit Sharma, who are not in the employment of the Company and/ or Alankit Assignments Limited. They have signed below in confirmation of the same.

  
Mr. Shubham Arora

  
Mr. Ankit Sharma



After ascertaining the votes casted by e-voting, I hereby submit the result as under:

**A. Item No. 1 As An Special Resolution**

TO CONSIDER AND APPROVE RAISING OF FUNDS AND ISSUANCE OF SECURITIES UPTO ₹ 12600 MILLION THROUGH QUALIFIED INSTITUTIONAL PLACEMENT BASIS OR THROUGH ANY OTHER PERMISSIBLE MODE, IN ONE OR MORE TRANCHES

Category	Mode of voting	No. of shares held as on cut off date i.e. 23.02.2024	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158529151	158529151	100.0000	158529151	0	100.0000	0.0000
Public-Institutions	E-Voting	84867225	41012058	48.3250	40592229	419829	98.9763	1.0237
Public- Non Institutions	E-Voting	71317664	31577665	44.2775	31575846	1819	99.9942	0.0058
<b>Total</b>		<b>314714040</b>	<b>231118874</b>	<b>73.4377</b>	<b>230697226</b>	<b>421648</b>	<b>99.8176</b>	<b>0.1824</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

- No of votes polled does not include no. of votes abstained.
- 13,43,07,950 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.

Based on the foregoing, the aforesaid resolution shall be deemed to have been passed with the requisite majority.

I further report that the Company may declare and confirm the above result of the voting in respect of resolution referred herein on Monday, 1<sup>st</sup> April, 2024 on the Company's website and also on the Stock exchanges on which the Equity Shares of the Company are listed.

The relevant records relating to voting through e-voting is under my safe custody and will be handed over to the Managing Director or Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes.

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on the website of National Securities Depository Limited (NSDL)

Thanking you,

Yours faithfully,

**For Satish Jadon & Associates**  
Company Secretaries

  
  
**(SATISH KUMAR JADON)**  
Proprietor

Membership No. F9512

CoP No. 9810

P. R. UIN: 1028/2020

UDIN : F009512 F000000283

Date : 1.04.2024