

Date: June 11, 2022

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 May 11, 2022 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 inform you that the resolutions, as set out in the Postal Ballot Notice, have been passed by the Members of the Company with the requisite majority. The resolutions are deemed to have been passed on the last date for voting through postal ballot by electronic means i.e. Friday, June 10, 2022.

In this connection, we are hereby enclosing followings:

- Details of voting results 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
- 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 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

Head Office: Block 54, First Floor, Sanjay Place, Agra - 282 002. Phone : +91 562 402 8888. Email: agra@paisalo.in

Mumbai Office: 262, Solitaire Corporate Park, Andheri East, Mumbai 400 093. Phone: +91 22 4228 8888. Email: mumbai@paisalo.in

CIN: L65921DL1992PLC120483

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**

SI. No.	Description	Particulars
A	Postal Ballot vide Postal Ballot Notice dated May 6, 2022	E-Voting from May 12, 2022 to June 10, 2022
B	Date of announcement of result	June 11, 2022
C	Date on which resolutions will be deemed to be passed	June 10, 2022 (being last date of voting)
D	Record Date	May 6, 2022
E	Total No. of Shareholders on record date for the purpose of determining the Shareholders eligible to vote	6747
F	Presence of Shareholders in the Meeting	
F-i	No. of Shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	Not applicable (Resolutions passed through Postal Ballot by remote e-voting)
	Public	
	Total	
F-ii	No. of Shareholders present in the meeting through video conferencing	
	Promoters and Promoter Group	Not applicable (Resolutions passed through Postal Ballot by remote e-voting)
	Public	
	Total	
G	No. of Resolutions considered through Postal Ballot	5



Summary of Voting Results- Agenda Wise

Resolution (1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Sub-Divide/Split of Equity Shares of the Company from face value of Rs. 10 each to face value of Re. 1 each					
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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public-Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
	Total	30481404	25468085	83.5529	25468081	4	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
13430795 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.								



Resolution (2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Alter Clause V of the Memorandum of Association of the Company					
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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public-Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
	Total	30481404	25468085	83.5529	25468081	4	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
13430795 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.								



Resolution (3)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Re-appoint Mr. Gauri Shankar as a Non-Executive Independent Director of the Company					
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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public-Institutions	E-Voting	10499007	8812619	83.9376	8408684	403935	95.4164	4.5836
	Poll							
	Postal Ballot (if applicable)							
	Total	10499007	8812619	83.9376	8408684	403935	95.4164	4.5836
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195116	17	99.9995	0.0005
	Poll							
	Postal Ballot (if applicable)							
	Total	6522064	3195133	48.9896	3195116	17	99.9995	0.0005
	Total	30481404	25468085	83.5529	25064133	403952	98.4139	1.5861
Whether resolution is Pass or Not.							Yes	
13430795 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.								



Resolution (4)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Appoint Mr. Vijay Ronjan as a Non-Executive Independent Director of the Company					
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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public-Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195123	48.9894	3195101	22	99.9993	0.0007
	Poll							
	Postal Ballot (if applicable)							
	Total	6522064	3195123	48.9894	3195101	22	99.9993	0.0007
	Total	30481404	25468075	83.5528	25468053	22	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
13430795 Shares, underlying the Depository Receipts, held by Custodian under Non Promoter Non Public Category have not been considered in the calculation of voting results.								



Resolution (5)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To Appoint Mr. Santanu Agarwal as a Director of the Company and to approve the terms and conditions of appointment of Mr. Santanu Agarwal as Deputy Managing Director					
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	13460333	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	13460333	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	10499007	8812619	83.9376	4686994	4125625	53.1850	46.8150
	Poll							
	Postal Ballot (if applicable)							
	Total	10499007	8812619	83.9376	4686994	4125625	53.1850	46.8150
Public- Non Institutions	E-Voting	6522064	3195123	48.9894	3195104	19	99.9994	0.0006
	Poll							
	Postal Ballot (if applicable)							
	Total	6522064	3195123	48.9894	3195104	19	99.9994	0.0006
	Total	30481404	12007742	39.3937	7882098	4125644	65.6418	34.3582
Whether resolution is Pass or Not.							Yes	
13430795 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 Resolutions contained in the Notice dated 6th May, 2022.

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") at the Board Meeting held on 6th May, 2022 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 resolutions contained in the Postal Ballot Notice dated 6th May, 2022 ("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 no. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 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 08, 2021 and 03/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, Govt. of India (hereinafter collectively referred to as "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 resolutions contained in the Postal Ballot Notice.

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 resolutions 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.

On Wednesday, 11th May, 2022 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, 6th May, 2022 and whose email IDs were registered with the Company/Registrar and Transfer Agent of the Company or Depositories. Due to COVID-19 pandemic and 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 the 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 Thursday, 12th May, 2022 at 09:00 A.M. (IST) to Friday, 10th June, 2022 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 resolutions contained in the Postal Ballot Notice.

The Members of the Company as on "cut-off" date i.e. Friday, 6th May, 2022 were entitled to vote on the resolutions contained in the Postal Ballot Notice.

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 Thursday 12th May, 2022 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.

The vote cast were unblocked on Friday, 10th June, 2022 after the closure of voting period, in the presence of two witnesses Mr. Shubham Arora R/o 994 FF, Tej Nagar, Balkeswar, Agra and Mr. Anil Kumar R/o 10/52 Katra Wazir Khan, Agra who are not in the employment of the Company.

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.

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

A. Resolution No. 1 as an Ordinary Resolution

To Sub-Divide/Split of Equity Shares of the Company from face value of Rs. 10 each to face value of Re. 1 each.

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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public- Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
Total		30481404	25468085	83.5529	25468081	4	100.0000	0.0000

*No of votes polled does not include no. of votes abstained



B. Resolution No. 2 as an Ordinary Resolution

To Alter Clause V of the Memorandum of Association of the Company.

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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public- Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195129	4	99.9999	0.0001
Total		30481404	25468085	83.5529	25468081	4	100.0000	0.0000

*No of votes polled does not include no. of votes abstained.

C. Resolution No. 3 as a Special Resolution

To Re-Appoint Mr. Gauri Shankar as a Non-Executive Independent Director of the Company.

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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public- Institutions	E-Voting	10499007	8812619	83.9376	8408684	403935	95.4164	4.5836
Public- Non Institutions	E-Voting	6522064	3195133	48.9896	3195116	17	99.9995	0.0005
Total		30481404	25468085	83.5529	25064133	403952	98.4139	1.5861

*No of votes polled does not include no. of votes abstained.

D. Resolution No. 4 as a Special Resolution

To Appoint Mr. Vijay Ronjan as a Non-Executive Independent Director of the Company.

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	13460333	13460333	100.0000	13460333	0	100.0000	0.0000
Public- Institutions	E-Voting	10499007	8812619	83.9376	8812619	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6522064	3195123	48.9894	3195101	22	99.9993	0.0007
Total		30481404	25468075	83.5528	25468053	22	99.9999	0.0001

*No of votes polled does not include no. of votes abstained.



E. Resolution No. 5 as a Ordinary Resolution

To Appoint Mr. Santanu Agarwal as a Director of the Company and to approve the terms and conditions of appointment of Mr. Santanu Agarwal as Deputy Managing Director.

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	13460333	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	10499007	8812619	83.9376	4686994	4125625	53.1850	46.8150
Public- Non Institutions	E-Voting	6522064	3195123	48.9894	3195104	19	99.9994	0.0006
Total		30481404	12007742	39.3937	7882098	4125644	65.6418	34.3582

*No of votes polled does not include no. of votes abstained.

#Promoter and Promoter Group being, interested in the resolution, have not casted their vote.

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


I further report that the Company may declare and confirm the above results of the voting in respect of resolutions referred herein on Saturday, 11th June, 2022 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.

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 : F009512D000484360

