7th October, 2024

NOTICE

Notice is hereby given that the 18th Annual General Meeting of members of PayMate India Limited (CIN: U62090MH2006PLC205023) will be held on Thursday, 31st day of October, 2024 at 03.00 P.M. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility to transact the following business:

ORDINARY BUSINESS:

1. **To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 129 of the Companies Act, 2013 and any other applicable provisions of Companies Act, 2013 read with Rules thereunder as amended from time to time, or/and any other law for the time being in force (including any statutory modifications or re-enactment thereof, for the time being in force), the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. **To consider re -appointment of Mr. Ajay Adiseshann (DIN: 00099023), Chairman and Managing Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment, pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ajay Adiseshann (DIN: 00099023), Chairman and Managing Director of the Company, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

For PayMate India Limited

AJAY ADISESHAN
Digitally signed by AJAY ADISESHAN
Date: 2024.10.07 19:18:51 +05'30'

Ajay Adiseshann
Chairman and Managing Director
DIN No. 00099023
Date: 7th October, 2024
Place: Mumbai
Email id of MD: ajay@paymate.co.in
Regd.off.111, A-Wing, Sundervilla, S.V. Road, Santacruz (West), Mumbai – 400054.

NOTES:

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/ 2022 dated May 5, 2022 read with General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020,vide General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 21/2021 dated 14th December, 2021 has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till 31st December, 2022. In the recent General Circular No 10/2022 dated 28.12.2022 & General Circular No 11/2022 dated 28.12.2022, General Circular no. 09/2023 dated September 25, 2023, General Circular no. 09/2024 dated September 19, 2024 MCA has extended Time period for holding of AGM / EGM or passing of Ordinary/ Special Resolution through Video Conferencing till 30th September 2025. Accordingly, the AGM is being conducted in compliance with the above-mentioned circulars.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and cast vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this notice.

3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body resolution/authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf. The said resolution/authorization shall be sent to the Company by email through its registered email address to legal@paymate.co.in

4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto. The relevant details, pursuant to Secretarial Standards on general meetings issued by the Institute of Company Secretaries of India, in respect of a Director seeking re-appointment at this AGM are also annexed herewith.

5. In compliance with the aforesaid MCA circulars, notice of the AGM along with the annexures for F.Y. 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the notice of AGM for F.Y. 2023-24 will also be available on the Company's website https://paymate.in/

6. Since the AGM will be held through VC / OAVM, the route map is not annexed in this Notice.

PayMate

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXURE TO AND FORMING PART OF THE NOTICE.

Item no.2

Details of Director to be appointed at the forthcoming Annual General Meeting, pursuant to Secretarial Standards -2 issued by ICSI:

Sr. No.	Name of Director and DIN	Mr. Ajay Adiseshann (DIN: 00099023)
1.	Age	53 years
2.	Date of first Appointment on Board	12.05.2006
3.	Qualification	Electrical Engineer from university of Colorado boulder
4.	Nature of Expertise in specific functional area and Experience	He has been a serial entrepreneur with rich experience in building and leading successful technology companies.
5.	Shareholding in the Company	3,30,29,200 Equity shares of the Company
6.	List of Directorship held in other Companies	Bloom Ventures Private Limited Paymate Fintech Private Limited Paymate PTE. Ltd. DUNOMO PTY LTD. DUNOMO PTY LTD. PayMate Payment Services SDN BHD PayMate B2B Private Limited
7.	Committee Membership	Member of Stakeholders' Relationship Committee Member of Risk Management Committee
8.	Last Remuneration drawn	As decided by the Board of Directors of the Company.
9.	Remuneration to be drawn after appointment	As decided by the Board of Directors of the Company.
10.	Terms and conditions of appointment	As determined by the Board of Directors of the Company.
11.	Relationship with Directors, Managers or other KMP	None
12.	Number of Meeting of Board attended during the Year (For F.Y. 2021-22)	All

For PayMate India Limited

AJAY ADISESHAN

Digitally signed by AJAY ADISESHAN
Date: 2024.10.07 19:19:14 +05'30'

Ajay Adiseshann
Chairman and Managing Director
DIN No. 00099023
Date: 7th October 2024
Place: Mumbai
Email id of MD: ajay@paymate.co.in
Regd.off.111, A-Wing, Sundervilla, S.V. Road, Santacruz (West), Mumbai – 400054.