

Date: September 16, 2025

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001
Symbol: MOBIKWIK	Scrip Code: 544305

**Sub: Proceeding of 17<sup>th</sup> Annual General Meeting of One MobiKwik Systems Limited and E-Voting results in terms of Regulations 30, 44 and Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

We wish to inform you that 17<sup>th</sup> Annual General Meeting (AGM) of the Company was duly held today i.e Tuesday, September 16, 2025 at 03:30 p.m (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and concluded at 04:37 p.m. (IST).

The remote e-voting on all the resolutions set out in the Notice of the AGM was conducted during the period from Saturday, September 13, 2025 (09:00 a.m IST) and ends on Monday, September 15, 2025 (05:00 p.m IST). The facility to cast vote through e-voting was also made available during the AGM to the members who did not cast their vote through remote e-voting.

Further, as per the e-voting results received from Mr. Devesh Kumar Vasisht, Managing Partner, DPV & Associates LLP, Scrutinizer, all the resolution(s) as set out in the Notice of the AGM have been duly passed by the members with requisite majority.

In view of the above, we submit the following:

1. Brief proceeding of the AGM of the Company in compliance with Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), is enclosed as **Annexure-A**;
2. Results of remote e-voting and e-voting at AGM in compliance with Regulation 44 of Listing Regulations, is enclosed as **Annexure-B**;
3. Consolidated Scrutinizer Report dated September 16, 2025, on remote e-voting and e-voting at AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, is enclosed as **Annexure-C**.

This disclosure will also be hosted on the Company's website viz. <https://www.mobikwik.com/ir/meetings/agm-2025> and National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

4. Ms. Upasana Rupkrishan Taku (DIN-02979387) has been re-appointed as Director, liable to retire by rotation and offered herself for re-appointment. The details in terms of Regulation 30 of the Listing Regulations are enclosed as **Annexure-D**.

The details in terms of Regulation 30 read with Schedule III of the Listing Regulations, for the following matters have already been submitted on July 31, 2025:

## **ONE MOBIKWIK SYSTEMS LIMITED**

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Ph: +91 (124) 490-3344 | CIN: L64201HR2008PLC053766 | [www.mobikwik.com](http://www.mobikwik.com) | [cs@mobikwik.com](mailto:cs@mobikwik.com)

5. Appointment of B S R and Co., Chartered Accountants (Firm Registration No. 128510W) as statutory auditors of the Company for a term of 5 (five) consecutive years i.e. from the conclusion of 17th AGM (held in calendar year 2025) till the conclusion of 22nd AGM (to be held in calendar year 2030).
6. Appointment of Surya Gupta & Associates, Company Secretaries (Membership No. F9250; Peer-Review Cert. No. 907/2020), as the Secretarial Auditor of the Company for five consecutive years commencing from financial year 2025-26 till financial year 2029-30.
7. Amendment in MobiKwik Employee Stock Option Plan 2014 of the Company.

The video recording and transcript of the AGM shall also be uploaded on the Company's website at <https://www.mobikwik.com/it/meetings/agm-2025>

We request you to take the above information on record.

**Thanking you,  
For One MobiKwik Systems Limited**

**Ankita Sharma  
Company Secretary and Compliance Officer  
Membership No. ACS37518**

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## Annexure-A

### Summary of Proceedings of 17<sup>th</sup> Annual General Meeting of the Company

The 17<sup>th</sup> Annual General Meeting (AGM) of One MobiKwik Systems Limited was held today i.e Tuesday, September 16, 2025 at 03:30 p.m (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and concluded at 04:37 p.m. (IST) (including the time allowed for E-voting at the AGM). The meeting was conducted on the platform provided by National Securities Depository Limited ("NSDL"), in compliance with Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and the latest being 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (hereinafter collectively referred to as "SEBI Circulars") and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder.

The proceedings of this AGM were deemed to be conducted at the Registered Office of the Company i.e. Unit No. 102, 1<sup>st</sup> Floor, Block-B, Pegasus One, Golf Course Road, Sector-53, Gurugram, Haryana-122003.

Ms. Ankita Sharma, Company Secretary & Compliance Officer welcomed the Directors, Key Managerial Personnel's ('KMPs') and other attendees present at the meeting through VC/OAVM and made necessary statutory disclosures. She informed that the Company while conducting the AGM adhered to the MCA Circulars read with the SEBI Circulars and provided a brief on the modalities for participation/process to be followed while attending the meeting.

#### **Directors Present:**

Ms. Upasana Rupkrishan Taku	Chairperson, Whole-time Director & Chief Financial Officer
Mr. Bipin Preet Singh	Managing Director & Chief Executive Officer
Mr. Navdeep Singh Suri	Independent Director & Chairperson of Stakeholder's Relationship Committee
Ms. Sayali Karanjkar	Independent Director & Chairperson of Audit Committee and Risk Management Committee
Mr. Vineet Bansal	Nominee Director

#### **Other attendees:**

Mr. Girish Arora	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Surya Gupta	M/s Surya Gupta & Associates, Company Secretaries, Secretarial Auditors
Mr. Devesh Kumar Vasisht	Managing Partner of DPV & Associates LLP, Company Secretaries, (Scrutinizer)

She further informed that Mr. Raghu Ram Hiremagalur, Independent Director and Ms. Punita Kumar Sinha, Independent Director & Chairperson of Nomination & Remuneration Committee, expressed their inability to attend this meeting and Ms. Punita had authorized Mr. Navdeep to attend the meeting on her behalf, in accordance with relevant provisions.

Details of members who attended the AGM: 60

Since this AGM was held through VC pursuant to MCA circulars read with SEBI Circulars, the facility for appointment of proxies by the members was not available.

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She further informed that participation of the Shareholders through Video conferencing has been reckoned for the purpose of quorum as required under Section 103 of the Companies Act, 2013 and circulars issued by MCA in this regard.

She also informed that the Statutory Registers and other relevant documents referred to in the Notice of the AGM were available for inspection by the members electronically at the NSDL's e-voting platform, till the conclusion of this meeting.

Thereafter Ms. Upasana Rupkrishan Taku, took the Chair and welcomed the shareholders, Directors, Company Secretary and other attendees, to the 17<sup>th</sup> AGM of the Company. After ascertaining that the requisite quorum was present, she called the meeting to order.

The Chairperson addressed the members and updated them about the financial performance and key highlights of the Company during the Financial Year 2024-25.

Ms. Ankita then informed the members that the Notice of the 17<sup>th</sup> AGM, along with the Audited Standalone and Consolidated Financial Statements and the reports of the Board of Directors and Auditors thereon, including annexures thereof, for the Financial Year ended March 31, 2025, have already been dispatched to Shareholders at their registered email address in compliance with the relevant SEBI circulars and the same is also available on the Company's website.

She further informed that in case of the Shareholders who have not registered their e-mail address, a letter containing exact web-link of and access path on the website where details pertaining to the entire Annual Report and AGM Notice is hosted has also been sent to such shareholders, at the address registered by them in the records of RTA/Company/Depositories. She also confirmed that there were no qualifications, observations or comments in the Auditor's Report and Secretarial Auditor for the Financial Year ended March 31, 2025,

Thereafter, with the consent of the members, the Notice of the AGM along with the reports of the Board of Directors and Auditors were taken as read.

The members were further informed that, in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided the remote e-voting facility to the members (which started at 09:00 a.m. IST on Saturday, September 13, 2025 and concluded at 05:00 p.m. IST on Monday, September 15, 2025) to cast their votes on all the resolutions set forth in the Notice of the AGM. Members who were participating in the meeting and had not casted their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting till 04:37 p.m. (IST).

The following items as stated in the Notice of the AGM were considered at the AGM for approval of the members.

<b>Ordinary Business</b>	
RESOLUTION NUMBER 1	To consider and adopt audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025 together with reports of the Board of Directors and Auditors thereon, as an Ordinary Resolution.
RESOLUTION NUMBER 2	To re-appoint Ms. Upasana Rupkrishan Taku (DIN02979387), Whole-Time Director, retiring by rotation and being eligible, offers herself for re-appointment, as an Ordinary Resolution.
RESOLUTION NUMBER 3	To appoint B S R and Co, Chartered Accountants (Firm Registration No. 128510W) as statutory auditors of the Company, as an Ordinary Resolution.
<b>Special Business</b>	
RESOLUTION NUMBER 4	To appoint Surya Gupta & Associates, Company Secretaries as Secretarial Auditors of the Company, as an Ordinary Resolution.

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RESOLUTION NUMBER 5	To approve the amendment in MobiKwik Employee Stock Option Plan 2014 of the Company, as a Special Resolution
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Members who wanted to express their view/ ask question were requested to pre-send their question between Thursday, September 11, 2025 at 09:00 A.M till Saturday, September 13, 2025 at 05:00 P.M. (IST), and were also given an opportunity to ask questions and seek clarification(s), if any, through chat box facility provided by NSDL during the AGM. The questions were duly responded by the management at the meeting except few which were notified to be responded within seven (7) working days from the date of AGM by the Management.

The Chairman informed that the consolidated results of voting shall be declared after receiving of scrutinizer's report within 2 working days from conclusion of the meeting. The consolidated Results along with Scrutinizer's Report shall also be uploaded on the Company's website at <https://www.mobikwik.com/ir/meetings/agm-2025>, NSDL at <http://www.evoting.nsdl.com>. and disseminated to BSE Limited and National Stock Exchange of India Limited.

Members attending the AGM who did not have access to remote e-voting facility were also given the facility to cast their vote electronically at the meeting. The e-voting facility was kept open for next 30 minutes to enable the members to cast their vote.

The businesses specified above were taken up for voting accordingly.

Thereafter, the Chairman thanked the members for their participation at the AGM and concluded the meeting at 04:07 p.m. (IST) and informed that the e- voting window shall remain open for next 30 minutes.

The E-Voting process concluded at 04:37 p.m. (IST).

**Thanking you,  
For One MobiKwik Systems Limited**

**Ankita Sharma  
Company Secretary and Compliance Officer  
Membership No. ACS37518**

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**Annexure-B**

**Details of E-Voting Results**

<b>Particulars</b>	<b>Details</b>
Date of the Annual General Meeting	Tuesday, September 16, 2025
Total Number of Shareholders on Record Date (i.e. September 10, 2025 - Cut-off date for e-voting)	1,91,271
Number of Shareholders present in the meeting either in person or through proxy: Promoters & Promoter Group Public	N.A
Number of Shareholders attended the meeting through Video Conferencing: Promoters & Promoter Group Public	4 56

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**Item 1. Ordinary Resolution:** To consider and adopt audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025 together with reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	1,95,60,938	1,95,60,938	100.0000	1,95,60,938	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,95,60,938</b>	<b>100.0000</b>	<b>1,95,60,938</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-voting	72,05,697	60,04,427	83.3289	60,04,427	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>60,04,427</b>	<b>83.3289</b>	<b>60,04,427</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-voting	5,13,85,551	1,57,87,919	30.7244	1,57,87,135	784	99.9950	0.0050
	E-votes during the AGM		23132	0.0450	23130	2	99.9914	<b>0.0086</b>
	<b>Total</b>		<b>1,58,11,051</b>	<b>30.7694</b>	<b>1,58,10,265</b>	<b>786</b>	<b>99.9950</b>	<b>0.0050</b>
<b>Total</b>		<b>7,81,52,186</b>	<b>4,13,76,416</b>	<b>52.9434</b>	<b>4,13,75,630</b>	<b>786</b>	<b>99.9981</b>	<b>0.0019</b>

*The aforesaid resolution has been passed with requisite majority.*

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**Item 2. Ordinary Resolution: To re-appoint Ms. Upasana Rupkrishan Taku (DIN02979387) Whole-Time Director, retiring by rotation and being eligible, offers herself for re-appointment.**

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	1,95,60,938	1,95,60,938	100.0000	1,95,60,938	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,95,60,938</b>	<b>100.0000</b>	<b>1,95,60,938</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-voting	72,05,697	60,04,427	83.3289	60,04,427	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>60,04,427</b>	<b>83.3289</b>	<b>60,04,427</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-voting	5,13,85,551	1,57,87,609	30.7238	1,57,85,962	1,647	99.9896	0.0104
	E-votes during the AGM		23132	0.0450	23130	2	99.9914	<b>0.0086</b>
	<b>Total</b>		<b>1,58,10,741</b>	<b>30.7688</b>	<b>1,58,09,092</b>	<b>1,649</b>	<b>99.9896</b>	<b>0.0104</b>
<b>Total</b>		<b>7,81,52,186</b>	<b>4,13,76,106</b>	<b>52.9430</b>	<b>4,13,74,457</b>	<b>1,649</b>	<b>99.9960</b>	<b>0.0040</b>

*The aforesaid resolution has been passed with requisite majority.*

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**Item 3. Ordinary Resolution:** To appoint B S R and Co, Chartered Accountants (Firm Registration No. 128510W) as statutory auditors of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	1,95,60,938	1,95,60,938	100.0000	1,95,60,938	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,95,60,938</b>	<b>100.0000</b>	<b>1,95,60,938</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-voting	72,05,697	60,04,427	83.3289	60,04,427	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>60,04,427</b>	<b>83.3289</b>	<b>60,04,427</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-voting	5,13,85,551	1,57,87,609	30.7238	1,57,86,361	1,248	99.9921	0.0079
	E-votes during the AGM		23132	0.0450	23130	2	99.9914	<b>0.0086</b>
	<b>Total</b>		<b>1,58,10,741</b>	<b>30.7688</b>	<b>1,58,09,491</b>	<b>1,250</b>	<b>99.9921</b>	<b>0.0079</b>
<b>Total</b>		<b>7,81,52,186</b>	<b>4,13,76,106</b>	<b>52.9430</b>	<b>4,13,74,856</b>	<b>1,250</b>	<b>99.9970</b>	<b>0.0030</b>

*The aforesaid resolution has been passed with requisite majority.*

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**Item 4. Ordinary Resolution: To appoint Surya Gupta & Associates, Company Secretaries as Secretarial Auditors of the Company.**

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	1,95,60,938	1,95,60,938	100.0000	1,95,60,938	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,95,60,938</b>	<b>100.0000</b>	<b>1,95,60,938</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-voting	72,05,697	60,04,427	83.3289	60,04,427	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>60,04,427</b>	<b>83.3289</b>	<b>60,04,427</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-voting	5,13,85,551	1,57,87,609	30.7238	1,57,86,521	1088	99.9931	0.0069
	E-votes during the AGM		23132	0.0450	23130	2	99.9914	<b>0.0086</b>
	<b>Total</b>		<b>1,58,10,741</b>	<b>30.7688</b>	<b>1,58,09,651</b>	<b>1090</b>	<b>99.9931</b>	<b>0.0069</b>
<b>Total</b>		<b>7,81,52,186</b>	<b>4,13,76,106</b>	<b>52.9430</b>	<b>4,13,75,016</b>	<b>1090</b>	<b>99.9974</b>	<b>0.0026</b>

*The aforesaid resolution has been passed with requisite majority.*

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**5. Special Resolution: To approve the amendment in MobiKwik Employee Stock Option Plan 2014 of the Company.**

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	1,95,60,938	1,95,60,938	100.0000	1,95,60,938	0	100.0000	0.0000
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,95,60,938</b>	<b>100.0000</b>	<b>1,95,60,938</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-voting	72,05,697	60,04,427	83.3289	37,28,681	22,75,746	62.0989	37.9011
	E-votes during the AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>60,04,427</b>	<b>83.3289</b>	<b>37,28,681</b>	<b>22,75,746</b>	<b>62.0989</b>	<b>37.9011</b>
Public-Non Institutions	Remote E-voting	5,13,85,551	1,57,87,609	30.7238	1,57,84,737	2,872	99.9818	0.0182
	E-votes during the AGM		23132	0.0450	23130	2	99.9914	0.0086
	<b>Total</b>		<b>1,58,10,741</b>	<b>30.7688</b>	<b>1,58,07,867</b>	<b>2,874</b>	<b>99.9818</b>	<b>0.0182</b>
<b>Total</b>		<b>7,81,52,186</b>	<b>4,13,76,106</b>	<b>52.9430</b>	<b>3,90,97,486</b>	<b>22,78,620</b>	<b>94.4929</b>	<b>5.5071</b>

*The aforesaid resolution has been passed with requisite majority.*

## ONE MOBIKWIK SYSTEMS LIMITED

Registered Office: Unit No. 102, 1<sup>st</sup> Floor, Block-B, Pegasus One, Golf Course Road,  
Sector-53, Gurugram, Haryana-122003, India.

Ph: +91 (124) 490-3344 | CIN: L64201HR2008PLC053766 | [www.mobikwik.com](http://www.mobikwik.com) | [cs@mobikwik.com](mailto:cs@mobikwik.com)



**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 (the "Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended]

To,  
The Chairperson,  
One MobiKwik Systems Limited  
CIN: - L64201HR2008PLC053766  
Unit No. 102, 1<sup>st</sup> Floor, Block-B,  
Pegasus One, Golf Course Road,  
Sector-53, Gurugram, Haryana-122003, India

**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 17<sup>th</sup> Annual General Meeting of the shareholders of One MobiKwik Systems Limited (the "Company") held on Tuesday, September 16, 2025, at 03:30 P.M. (IST) through Video Conferencing ('VC')**

Dear Sir,

I, Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, bearing firm registration number L2021HR009500 having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of **One MobiKwik Systems Limited (the Company)** on July 31, 2025, for the purpose of scrutinizing voting process i.e. remote e-voting and voting during the 17<sup>th</sup> Annual General Meeting ('AGM'), in a fair and transparent manner under the provisions of Section 108 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 10/2022, 09/2023 and 09/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ("MCA Circulars"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated January 15, 2021, SEBI/ HO/CFD/CMD2/CIR/P/ 2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ('SEBI Circulars'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions mentioned in the Notice dated August 20, 2025 ("AGM Notice") for the 17<sup>th</sup> AGM of the Company held on Tuesday, September 16, 2025, at 03:30 P.M. (IST) through Video Conferencing ('VC').

The Company has availed the services of National Securities Depositories Limited ('NSDL') for the purpose of convening the AGM through VC facility, voting through remote e-voting and e-voting at the AGM.

**I submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolutions contained in the Notice of AGM dated August 20, 2025 including the dispatch of notice to the shareholders and also to ensure a secured electronic voting system.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Notice of AGM, based on the report generated from the e-voting system provided by NSDL.
3. The Company has published newspaper advertisement on August 21, 2025 confirming on the completion of dispatch of AGM Notice along with the Annual Report for FY 2024-25 to eligible members in "Financial Express" in English Language and "Jansatta" in Regional Language (Hindi) as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations.
4. The Members of the Company as on the "Cut-off Date" i.e. Wednesday, September 10, 2025 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in the Notice of AGM.
5. The voting period for remote e-voting commenced on Saturday, September 13, 2025 at 09:00 A.M. and ended on Monday, September 15, 2025 at 05:00 P.M. and the NSDL e-voting platform was disabled thereafter. The Company provided e-voting facility to the Members who participated / attended the AGM through VC facility and had not casted their vote earlier through remote e-voting. Further, the e-voting platform was opened during the AGM and remained open for the next 30 minutes from the conclusion of AGM for voting by the Members.
6. After completion of e-voting at the AGM, the e-votes cast by the Members were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who were not in the employment of the Company and who have signed below:



Mukesh Sharma



Parveen Kumar

7. The data of remote e-voting and e-voting at the AGM was diligently scrutinized and reconciled with the records maintained by MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), RTA of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.

8. There was no shareholder who opted for both the facilities, i.e. remote e-voting and e-voting at AGM. Further, the Members who voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
9. As on cut-off date, the total paid-up share capital of the Company was Rs. 15,63,04,372 (Rupees Fifteen Crore Sixty-Three Lakh Four Thousand Three Hundred and SeventyTwo only) divided into 7,81,52,186 (Seven Crore Eighty-One Lakh Fifty-Two Thousand One Hundred and Eighty-Six) fully paid equity shares of face value of Rs. 2/- (Rupees Two only) each.
10. The consolidated summary of results of e-voting at AGM and remote e-voting are as under:

- Resolution No. 1** To consider and adopt: -
- the audited standalone financial statements of the Company for the financial year ended March 31, 2025, the reports of the Board of Directors and Auditors thereon; and
  - the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	23,130	4,13,52,500	4,13,75,630	99.9981
<b>Dissent</b>	2	784	786	0.0019
<b>Total</b>	<b>23,132</b>	<b>4,13,53,284</b>	<b>4,13,76,416</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 1 has been approved with requisite majority. The detailed break up of e-voting at AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

- Resolution No. 2** To re-appoint Ms. Upasana Rupkrishan Taku (DIN02979387) Whole-Time Director, retiring by rotation and being eligible, offers herself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	23,130	4,13,51,327	4,13,74,457	99.9960
<b>Dissent</b>	2	1,647	1,649	0.0040
<b>Total</b>	<b>23,132</b>	<b>4,13,52,974</b>	<b>4,13,76,106</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 2 has been approved with requisite majority. The detailed break up of e-voting at AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure B'.

**Resolution No. 3** To appoint B S R and Co, Chartered Accountants (Firm Registration No. 128510W) as statutory auditors of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	23,130	4,13,51,726	4,13,74,856	99.9970
<b>Dissent</b>	2	1,248	1,250	0.0030
<b>Total</b>	<b>23,132</b>	<b>4,13,52,974</b>	<b>4,13,76,106</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 3 has been approved with requisite majority. The detailed break up of e-voting at AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure C'.

**Resolution No. 4** To appoint Surya Gupta & Associates, Company Secretaries as Secretarial Auditors of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	23,130	4,13,51,886	4,13,75,016	99.9974
<b>Dissent</b>	2	1,088	1,090	0.0026
<b>Total</b>	<b>23,132</b>	<b>4,13,52,974</b>	<b>4,13,76,106</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 4 has been approved with requisite majority. The detailed break up of e-voting at AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure D'.

**Resolution No. 5** To approve the amendment in MobiKwik Employee Stock Option Plan 2014 of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	23,130	3,90,74,356	3,90,97,486	94.4929
<b>Dissent</b>	2	22,78,618	22,78,620	5.5071
<b>Total</b>	<b>23,132</b>	<b>4,13,52,974</b>	<b>4,13,76,106</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 5 has been approved with requisite majority. The detailed break up of e-voting at AGM and remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure E'.

11. The register containing the details of e-voting will be handed over to the Company Secretary of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.

Thanking You,

**For DPV & Associates LLP**

**Company Secretaries**

Firm Reg. No.: L2021HR009500

Peer Review Certificate No. 6189/2024



**Devesh Kumar Vasisht**

Managing Partner

CP No.:13700 / Mem. No. F8488

UDIN: F008488G001261795

Date: September 16, 2025

Place: Faridabad

**Countersigned by**  
**For One MobiKwik Systems Limited**

Ankita Sharma

Company Secretary

Date: September 16, 2025

Place: Gurugram

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## Annexure-A

Details of remote e-voting and e-voting during the AGM for Resolution No.-1 are as under:

<b>A1. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	119	4,13,53,284	8,27,06,568
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	119	4,13,53,284	8,27,06,568
<b>d) Votes with assent for resolution</b>	113	4,13,52,500	8,27,05,000
<b>e) Votes with dissent for resolution</b>	6	784	1,568

<b>A2. VOTING THROUGH E-VOTING DURING AGM:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	8	23,132	46,264
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	8	23,132	46,264
<b>d) Votes with assent for the resolution</b>	7	23,130	46,260
<b>e) Votes with dissent for the resolution</b>	1	2	4

**Annexure-B**

Details of remote e-voting and e-voting during the AGM for Resolution No.-2 are as under:

<b>B1. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
a) Total votes received	118	4,13,52,974	8,27,05,948
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	118	4,13,52,974	8,27,05,948
d) Votes with assent for the resolution	105	4,13,51,327	8,27,02,654
e) Votes with dissent for the resolution	13	1,647	3,294

<b>B2. VOTING THROUGH E-VOTING DURING AGM:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
a) Total votes received	8	23,132	46,264
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	8	23,132	46,264
d) Votes with assent for the resolution	7	23,130	46,260
e) Votes with dissent for the resolution	1	2	4

## Annexure-C

Details of remote e-voting and e-voting during the AGM for Resolution No.-3 are as under:

<b>C1. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
a) Total votes received	118	4,13,52,974	8,27,05,948
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	118	4,13,52,974	8,27,05,948
d) Votes with assent for the resolution	110	4,13,51,726	8,27,03,452
e) Votes with dissent for the resolution	8	1,248	2,496

<b>C2. VOTING THROUGH E-VOTING DURING AGM:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
a) Total votes received	8	23,132	46,264
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	8	23,132	46,264
d) Votes with assent for the resolution	7	23,130	46,260
e) Votes with dissent for the resolution	1	2	4

## Annexure-D

Details of remote e-voting and e-voting during the AGM for Resolution No.- 4 are as under:

<b>D1. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	118	4,13,52,974	8,27,05,948
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	118	4,13,52,974	8,27,05,948
<b>d) Votes with assent for the resolution</b>	110	4,13,51,886	8,27,03,772
<b>e) Votes with dissent for the resolution</b>	8	1,088	2,176

<b>D2. VOTING THROUGH E-VOTING DURING AGM:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	8	23,132	46,264
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	8	23,132	46,264
<b>d) Votes with assent for the resolution</b>	7	23,130	46,260
<b>e) Votes with dissent for the resolution</b>	1	2	4

Details of remote e-voting and e-voting during the AGM for Resolution No.- 5 are as under:

<b>E1. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	118	4,13,52,974	8,27,05,948
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	118	4,13,52,974	8,27,05,948
<b>d) Votes with assent for the resolution</b>	100	3,90,74,356	7,81,48,712
<b>e) Votes with dissent for the resolution</b>	18	22,78,618	45,57,236

<b>E2. VOTING THROUGH E-VOTING DURING AGM:</b>			
<b>Particulars</b>	<b>No. of Voters</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of Equity Shares (In ₹)</b>
<b>a) Total votes received</b>	8	23,132	46,264
<b>b) Less: Invalid votes</b>	-	-	-
<b>c) Net Valid votes cast</b>	8	23,132	46,264
<b>d) Votes with assent for the resolution</b>	7	23,130	46,260
<b>e) Votes with dissent for the resolution</b>	1	2	4

\*\*\*\*\*end of report\*\*\*\*\*

**Annexure-D**

**Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circulars issued from time to time.**

S. No	Particulars	Description
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment as a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.
2	Date of appointment/ <del>cessation</del> and term of appointment	Not applicable
3	Brief Profile (in case of appointment)	Ms. Taku holds a Bachelor's degree of Technology in industrial engineering from Punjab Technical University and a master's degree of science in management science and engineering from Leland Stanford Junior University. She has been associated with the Company since 2010. She co- founded the Company with a vision to transform the digital payments landscape in India. She devotes her full time and attention to the business of the Company and is responsible for managing operations and corporate affairs of the Company. She has more than 18 years of experience in products, payments and financial services and was previously associated with PayPal Inc and HSBC Auto Finance.
4	Disclosure of Relationships between Directors (in case of appointment of Director)	Not applicable

**ONE MOBIKWIK SYSTEMS LIMITED**

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