



December 22, 2025

BSE Limited

Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

National Stock Exchange of India Limited

The Listing Department,
Exchange Plaza,
Bandra Kurla Complex,
Mumbai - 400 051

Scrip Code: 543396

Symbol: PAYTM

Sub.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Incorporation of overseas subsidiaries and partnership in the UAE through investment by Abbar Global Opportunities Holdings Limited in Paytm Arab Payments L.L.C

Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that Paytm Cloud Technologies Limited ("PCTL"), a Wholly Owned Subsidiary ("WOS") of the Company, has informed on December 22, 2025 at 12.16 p.m. (IST) that:

- the Board of Directors of PCTL, at its meeting held today, i.e. December 22, 2025, has approved incorporation of 2 (two) WOSs, to be set up in Indonesia and Luxembourg, respectively. The aforesaid companies will be the step-down WOSs of the Company. This is in line with the Company's earlier disclosure that it is exploring select new markets for future growth, and bringing its advanced technology across merchant payments and financial services, to international markets.
- the Board of Directors of Paytm Arab Payments L.L.C ("PAPL"), a WOS of PCTL (incorporated on April 30, 2025, to work towards expansion and distribution of Paytm's technology led merchant payments and financial services stack in the UAE), at its meeting held today, i.e. December 22, 2025, has, subject to the receipt of necessary approvals and performance of other necessary actions, approved the issuance and allotment of 76,862 (Seventy Six Thousand Eight Hundred Sixty Two) equity shares of face value (at par) of AED 100/- (Hundred Dirhams) each, comprising 49% of the post-issue paid-up share capital of PAPL, to Abbar Global Opportunities Holdings Limited ("AGOHL"), a company incorporated and subsisting in Abu Dhabi Global Market. Upon consummation of the aforesaid transaction, PAPL will cease to be a WOS of PCTL and will become its 51% owned subsidiary, and will continue as a step-down subsidiary of the Company.

AGOHL is a Special Purpose Vehicle (SPV) of Mr Mohamed Ali Rashed Alabbar. He is the founder of Emaar Properties, the developer of iconic projects such as Burj Khalifa and Dubai Mall. He also co-founded Noon and holds leadership roles in Americana Restaurants, Zand Bank, Eagle Hills and various other ventures.

One 97 Communications Limited

compliance.officer@paytm.com

www.paytm.com

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T: +91120 4770770 F: +91120 4770771 CIN: L72200DL2000PLC108985

Registered Office - 136, First Floor, Devika Tower, Nehru Place, New Delhi-110019



The relevant details as required under the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/CIR/P/2024/185 dated December 31, 2024 is enclosed as **Annexure - I, 2 & 3**, respectively.

The aforesaid details will also be hosted on the Company's website viz. <https://ir.paytm.com/>.

Kindly take the same on record.

Thanking you

Yours Sincerely,
For **One 97 Communications Limited**

Sunil Kumar Bansal
Company Secretary & Compliance Officer
FCS 4810



Annexure – 1

S. No.	Particulars	Details
1.	Name of the entity, date & country of incorporation, etc.	Paytm Cloud Technologies Limited ("PCTL"), a wholly owned subsidiary of One 97 Communications Limited ("Company"), proposes to incorporate a wholly owned subsidiary in Indonesia.
2.	Name of holding company of the incorporated company and relation with the listed entity.	Holding Company: PCTL will incorporate a wholly owned subsidiary in Indonesia. Relation with One 97 Communications Limited ("Company"): PCTL is a wholly owned subsidiary of the Company.
3.	Industry to which the entity being incorporated belongs.	Payments and Financial Services
4.	Brief background about the entity incorporated in terms of products / line of business.	To expand distribution of Paytm's technology led merchant payments and financial services stack in Indonesia using various approaches, including strategic partnerships, investments and/or organic expansion / local licenses.
5.	Brief details of any governmental or regulatory approvals required for the incorporation.	No governmental or regulatory approval is required for incorporation of the proposed wholly owned subsidiary.
6.	Nature of consideration - whether cash consideration or share swap and details of the same.	Initial investment of up to INR 25 Crores (Indian Rupees Twenty Five Crores only) in one or more tranches, in the proposed wholly owned subsidiary.
7.	Cost of subscription / price at which the shares are subscribed.	Face value
8.	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	The Company will indirectly hold 100% of the shares in the proposed new wholly owned step down subsidiary through PCTL.



Annexure - 2

S. No.	Particulars	Details
1.	Name of the entity, date & country of incorporation, etc.	Paytm Cloud Technologies Limited ("PCTL"), a wholly owned subsidiary of One 97 Communications Limited ("Company"), proposes to incorporate a wholly owned subsidiary company in Luxembourg.
2.	Name of holding company of the incorporated company and relation with the listed entity.	Holding Company: PCTL will incorporate a wholly owned subsidiary company in Luxembourg. Relation with One 97 Communications Limited ("Company"): PCTL is a wholly owned subsidiary of the Company.
3.	Industry to which the entity being incorporated belongs;	Payments and Financial Services
4.	Brief background about the entity incorporated in terms of products / line of business.	To expand distribution of Paytm's technology led merchant payments and financial services stack using various approaches, including organic expansion / local licenses, strategic investment and partnerships.
5.	Brief details of any governmental or regulatory approvals required for the incorporation.	No governmental or regulatory approval is required for incorporation of the proposed wholly owned subsidiary.
6.	Nature of consideration - whether cash consideration or share swap and details of the same.	Initial Investment of up to INR 25 Crores (Indian Rupees Twenty Five Crores only) in one or more tranches, in the proposed wholly owned subsidiary.
7.	Cost of subscription / price at which the shares are subscribed.	Face value
8.	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	The Company will indirectly hold 100% of the shares in the proposed new wholly owned step down subsidiary through PCTL.

Annexure – 3

S.No.	Particulars	Details
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	Not Applicable. Paytm Arab Payments L.L.C (“PAPL”) was incorporated on April 30, 2025.
2.	Date on which the agreement for sale/ share subscription for investment has been entered into .	The Share Subscription Agreement between PAPL, Paytm Cloud Technologies Limited and Abbar Global Opportunities Holdings Limited (“AGOHL”), a company incorporated and subsisting in Abu Dhabi Global Markets, was executed on December 22, 2025.
3.	The expected date of completion of sale/ disposal/ investment transaction.	The transaction is likely to be consummated by February 28, 2026.
4.	Consideration to be received pursuant to the sale/ disposal/ investment.	Not Applicable. Total consideration of approximately AED 7,686,200/- (Seventy Six Lakhs Eighty Six Thousand Two Hundred Dirhams Only), will be received by PAPL from AGOHL against issuance of 76,862 shares of PAPL.
5.	Brief details of the Buyers/ investor and whether such Buyer/ investor belong to the promoter/ promoter group/group companies. If yes, details thereof.	Abbar Global Opportunities Holdings Limited (“AGOHL”). One 97 Communications Limited (“OCL”) is a professionally managed company and does not have any identified promoter. AGOHL does not belong to OCL Group Companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	Not Applicable



7.	Whether the sale, lease or disposal of the undertaking is outside the Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not Applicable
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable