

PAYTM INSURANCE BROKING PRIVATE LIMITED

NOTICE OF EXTRA - ORDINARY GENERAL MEETING

SHORTER NOTICE is hereby given that the Extra Ordinary General Meeting (“EGM”) of the Members of Paytm Insurance Broking Private Limited (“the Company”) will be held on **Monday, March 2nd, 2026** at the registered office of the Company at 136, 1st Floor, Devika Tower, Nehru Place, New Delhi – 110019 at **11.00 A.M** to transact the following businesses:

SPECIAL BUSINESS

1. TO CONSIDER AND APPROVE THE AMENDMENT IN THE MAIN OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION (“MOA”) OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following Resolution(s) as **Special Resolution(s)**:

“**RESOLVED THAT** pursuant to the provisions of Section 4 and Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such other approvals, consents, sanctions and permissions, as may be required, the consent of the members of the Company be and is hereby accorded to amend the main object clause of the Memorandum of Association (“MOA”) of the Company by replacing the existing clauses III(A)(1) to III(A)(5) of the main objects of the MOA with the following new clause III(A)(1):-

Clause III(A)(1)

“To act as a Direct Insurance Broker (Life and General Including Health) as per the IRDAI (Insurance Brokers) Regulation, 2018 as amended from time to time.”

“**RESOLVED FURTHER THAT** any of the Directors, Company Secretary and the Chief Compliance Officer of the Company be and are hereby severally authorized to sign and submit the requisite e-forms and other necessary documents with the Registrar of Companies, IRDAI and/or other regulatory bodies and to do all other acts and deeds which may deem necessary or incidental for the proper for giving effect to this Resolution.”

Regd. Off: 136, First Floor,
Devika Towers, Nehru Place,
New Delhi-110019

Date: February 24th, 2026

Place: Pune

By Order of the Board of Directors
For **Paytm Insurance Broking Private Limited**

Shanu Agrawal
(Company Secretary)
Membership No: A36257

Notes:

1. The Statement setting out the material facts, pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR WHERE THAT IS ALLOWED, ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, SIGNED AND COMPLETED IN ALL RESPECTS MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE THE COMMENCEMENT OF THE MEETING.**
3. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other member.
4. No person shall be entitled to attend and vote at the meeting as a duly authorized representative of anybody corporate which is a shareholder of the Company, unless a copy of the resolution appointing him/her a duly authorized representative, certified to be true copy by the Chairman/Managing Director/Company Secretary, shall have been deposited at the registered office of the Company not later than 48 hours before the commencement of the meeting.
3. Members are requested to notify the changes of address if any, to the Company quoting their respective folio nos.
4. We request and encourage our members to register their email-id for e-communication in the records of their Depository Participant (in case of electronic holding). The Members may register their e-mail id by sending an email to cs@paytminsurance.co.in with a subject "Registration of email id."
5. Members may please note that the Notice calling the EGM will also be available on the Company's website: <https://www.paytminsurance.co.in>
6. All documents referred to in the Notice calling the EGM and the Explanatory Statement are available with the Company for inspection by the Members upto the date of this meeting. The same will be shared with the members on receipt of request.
7. Entry to the place of meeting will be regulated by an attendance slip which is annexed to this notice. The members/proxies attending the meeting are kindly requested to complete the enclosed attendance slip and affix their signature at the place provided thereon and hand it over at the entrance.
8. Route-map to the venue of the General Meeting has been annexed to the notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.1

The Insurance Regulatory and Development Authority of India (“IRDAI/Authority”) has directed the Company to modify the Main Objects clause of the Memorandum of association of the Company in line with the IRDAI (Insurance Brokers) Regulations, 2018, while approving the Broker license renewal application of the Company. Accordingly, approval of members is being sought by way of special resolution to enable the Company to amend its Memorandum of Association in order to replace the existing clauses III(A)(1) to III(A)(5) with the following new clause III(A)(1).

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the concerned resolution set out above.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out in Item No. 1 of the Notice.

Regd. Off: 136, First Floor,
Devika Towers, Nehru Place,
New Delhi-110019
Date: February 24th, 2026
Place: Pune

By Order of the Board of Directors
For **Paytm Insurance Broking Private Limited**

Shanu Agrawal
(Company Secretary)
Membership No: A36257

FORM NO. MGT.11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **U66000DL2019PTC355671**

Name of the company: Paytm Insurance Broking Private Limited

Registered office: 136, First Floor, Devika Tower, Nehru Place, New Delhi – 110019

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member(s) of shares of the above-named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature: or failing him
2. Name:
Address:
E-mail Id:
Signature:, or failing him
3. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra ordinary General Meeting of the company, to be held on March 2nd, 2026 at the registered office of the Company at 11.00 A.M and at any adjournment thereof in respect of such resolutions as are indicated below:

Special Business

1. *To consider and approve the amendment in the main objects clause of the Memorandum of Association (“MOA”) of the Company*

Signed this day of 2026

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

PAYTM INSURANCE BROKING PRIVATE LIMITED
Registered Office: 136, First Floor, Devika Tower, Nehru Place, New Delhi - 110019

ATTENDANCE SLIP

Please complete this attendance slips and hand it over at the entrance of the hall.

Full name of the Shareholder in Block Letters:

Folio No.:

No. of Shares held:

I hereby record my presence at the Extra Ordinary General Meeting of the Company, held at 136, First Floor, Devika Tower, Nehru Place, New Delhi - 110019 on March 2nd, 2026 at 11.00 A.M.

Signature of the Shareholder

Note: Only Shareholders of the Company or their Proxies will be allowed to attend the Meeting.

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On the letter head of the Corporate Shareholder

The Board of Directors
Paytm Insurance Broking Private Limited
136, First Floor, Devika Towers Nehru Place,
New Delhi - 110019, India

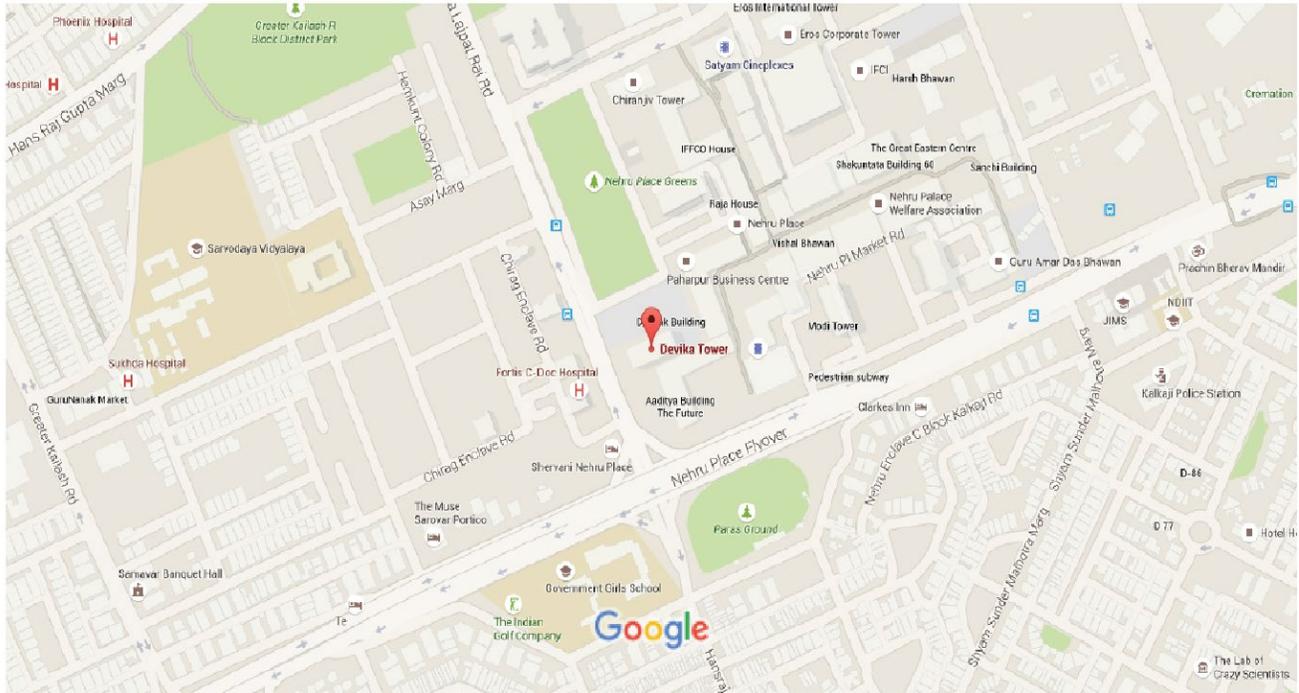
We,, holding equity shares of Paytm Insurance Broking Private Limited ("Company") of the face value of INR 10 (ten rupees) each, hereby appointto act as our authorized representative to vote on our behalf at the Extra Ordinary General Meeting or any adjournment thereof, with respect to the proposed resolution set out in the notice for Extra Ordinary General Meeting scheduled on March 2nd, 2026.

For and on behalf of

For.....

Director/Company Secretary/Authorized Signatory

Route Map of the Location of the Extra Ordinary General Meeting of the Company to be held on March 2nd, 2026, at the registered office of the Company at 136, First Floor, Devika Towers, Nehru Place, New Delhi – 110019



Registered Office Address:
Paytm Insurance Broking Private Limited
136, 1st Floor, Devika Tower, Nehru Place, New Delhi - 110019
Landmark: Devika Tower, Nehru Place, New Delhi - 110019