

NOTICE

Notice is hereby given that the 11th Annual General Meeting (“AGM”) of MMP Mobi Wallet Payment Systems Limited (the “Company”) will be held on **Wednesday, June 23, 2021 at 1115 hours (IST)** through Video Conferencing facility or Other Audio Video Means, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sunil Tandon (DIN: 05128337) who retires by rotation and being eligible, offers himself for re-appointment.

Registered Office:

10th Floor, Tower - 1, Jeevan Bharati, 124,
Connaught Circus, New Delhi – 110 001
CIN: U64201DL2010PLC205811
e-mail: rishabh.aditya@tatatel.co.in
Tel: 011-66558555 Fax: 011-66552020

By order of the Board
For **MMP Mobi Wallet Payment Systems Limited**


Rishabh Nath Aditya
Company Secretary
FCS 3598

Place: Mumbai
Date: May 27, 2021

MMP Mobi Wallet Payment Systems Limited

Corporate Office: D-26, TTC Industrial Area, MIDC Sanpada, P.O. Turbhe, Navi Mumbai – 400 703
Tel.: 91 22 6661 5111 | Fax: 91 22 6660 5517

Registered Office: 10th Floor, Tower- 1, Jeevan Bharati, 124, Connaught Circus, New Delhi – 110 001

Ph: 91 11 23327072; e-Mail: rishabh.aditya@tatatel.co.in
Office: Tata Tele Business Park, A37, Sector 60, Noida – 201301
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NOTES:

1. In view of the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” read with General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19” and General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the 11th AGM of the Company is scheduled to be held through VC/OAVM on **Wednesday, June 23, 2021 at 1115 hours (IST). The deemed venue for the 11th AGM will be the Registered office of the Company at 10th Floor, Tower - 1, Jeevan Bharati, 124, Connaught Circus, New Delhi – 110 001.**
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 VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC or OAVM are requested to send a certified copy of the Board Resolution to the Company Secretary by e-mail at rishabh.aditya@tatatel.co.in.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM are annexed. Requisite declarations have been received from Director/s for seeking re-appointment.
6. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by clicking on the following link:

https://ind01.safelinks.protection.outlook.com/ap/t-59584e83/?url=https%3A%2F%2Fteams.microsoft.com%2F1%2Fmeetup-join%2F19%253ameeting_OTNiYmQ4NDItNWQ5MS00M2U4LTk0NTgtOGFjMmRhOTZkMmQy%2540

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7. In line with the MCA Circulars, the Notice of the AGM along with the Annual Report for the financial year 2020-2021 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories.
8. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar, the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificate will be returned to such Members after making requisite changes.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the Company Secretary Rishabh.aditya@tatatel.co.in in case the shares are held in physical form, quoting their folio no. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e., Wednesday, June 23, 2021. Members seeking to inspect such documents can send an email to Rishabh.aditya@tatatel.co.in.
11. At the 7th AGM held on July 27, 2017, the Members approved appointment of Price Waterhouse Chartered Accountants LLP, (Firm Registration No. 012754N/N500016) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 12th AGM to be held in 2022, subject to ratification of their appointment by Members at every AGM, if so, required under the Act. The requirement to place the matter relating to appointment of Statutory Auditors for ratification by Members at every AGM has been done away with by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of Statutory Auditors at this AGM.
12. To support the 'Green Initiative', and also to receive the copies of AGM notice in case of AGM through VC/OAVM and other communication from the Company. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Registrar in case the shares are held by them in physical form.

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13. Members who need assistance in connection with using the technology before or during the AGM, may reach out to the Company officials at +91 9223309411.
14. Since the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, members are requested to convey their vote by e-mail to rishabh.aditya@tatatel.co.in
15. During the 11th AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act by writing to the Company on rishabh.aditya@tatatel.co.in
16. Members who wish to inspect the relevant documents referred to in the Notice can send an email to rishabh.aditya@tatatel.co.in up to the conclusion of this Meeting.
17. Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance (mentioning their name and folio no.) before 1500 hours (IST) on Sunday, June 20, 2021 to rishabh.aditya@tatatel.co.in
18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

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Details of Director seeking re-appointment at the 11th Annual General Meeting

[Pursuant to SS-2 – Secretarial Standards on General Meetings]

Name of the Director	Mr. Sunil Tandon	
DIN	05128337	
Designation	Non-Executive Non-Independent Director	
Age	59	
Qualifications	B. Tech in Mechanical Engineering from IIT, Delhi M.B.A. – FMS, Delhi	
Experience	Has over 33 years of experience across various industry segments like Telecom, Office Automation and Information Technology	
Terms and conditions of re-appointment	- Director in Non-Executive Non-Independent capacity, - Liable to retire by rotation	
Details of remuneration sought to be paid	Nil	
Remuneration last drawn	Nil	
Date of first appointment on the Board	December 15, 2011	
Shareholding in the Company	1 Equity Share as nominee of Tata Teleservices Limited (TTSL). Share is held in the joint names of (1) TTSL, (2) Mr. Renganathan S. and (3) Mr. Sunil Tandon	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	
Number of meetings of the Board attended during the financial year 2020-2021	Held	Attended
	5	4
Other Directorships (All companies except of Foreign Companies to be mentioned)	NVS Technologies Limited	
Memberships / Chairmanships of Committees of other Boards	None	

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