



August 24, 2022

To
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex,
Bandra (E), Mumbai - 400051

To
BSE Limited
Department of Corporate Services/Listing
Phiroze Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400001

SYMBOL: POLICYBZR

SCRIP CODE: 543390

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir

This is to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), the Board of Directors of the Company at its Meeting held on Tuesday, August 23, 2022, has *inter alia* considered and approved the following:

- (i) Incorporation of a stepdown wholly owned subsidiary of PB Fintech FZ-LLC, a wholly owned subsidiary of the Company in Abu Dhabi, the details in respect of the same is enclosed herewith as an **Annexure-A**.
- (ii) Investment, subject to execution of necessary documents, of USD 4 Million in the Shares of YKNP Marketing Management, a Limited Liability Company ("LLC") through PB Fintech FZ-LLC, a wholly owned subsidiary of the Company, the details in respect of the same is enclosed herewith as an **Annexure-B**.
- (iii) Further investment of an amount not exceeding ₹250,00,00,000/- (Rupees Two Hundred Fifty Crores Only) in one or more tranches in Paisabazaar Marketing and Consulting Private Limited, a wholly owned subsidiary of the Company, during the financial year 2022-23, the details in respect of the same are enclosed herewith as an **Annexure-C**.
- (iv) Further investment of an amount not exceeding ₹650,00,00,000/- (Rupees Six Hundred Fifty Crores Only) in one or more tranches in Policybazaar Insurance Brokers Private Limited, a wholly owned subsidiary of the Company during the financial year 2022-23, the details in respect of the same are enclosed herewith as an **Annexure- D**.

Further, the disclosures as required under Regulation 30 of LODR read with events specified in Part A of Schedule III and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith.

You are requested to kindly take the same in your records.

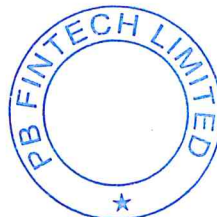
Thanking you

Yours Sincerely

For PB Fintech Limited

(Formerly PB Fintech Private Limited/ Etechaces Marketing and Consulting Private Limited)

Bhasker Joshi
Company Secretary and Compliance Officer
Mem. No.: F8032



Encl.: A/a

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PB FINTECH LIMITED

(Formerly Known As PB Fintech Private Limited/Etechaces Marketing And Consulting Private Limited)

Registered Office Address : Plot No. 119, Sector-44, Gurugram-122001 (Haryana)

Telephone No. : 0124-4562907, Fax : 0124-4562902 E-mail : enquiry@policybazaar.com

Website : www.pbfinotech.in CIN : L51909HR2008PLC037998



Annexure-A

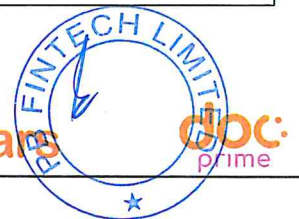
(i) Disclosure regarding Incorporation of New Wholly Owned Subsidiary of PB Fintech FZ-LLC:

Sl. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name: "PB Abu Dhabi Tech Co." or such other name as may be approved by the concerned authorities. Proposed Registered Office: Abu Dhabi, UAE Proposed capital: AED 300,000. Turnover: Not Applicable
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The proposed company to be incorporated will be a wholly owned subsidiary of PB Fintech FZ-LLC, a wholly owned subsidiary of PB Fintech Limited ("Company"). Accordingly, it will be a related party. Further, the company is a professionally managed company with no identifiable Promoter.
3.	Industry to which the entity being acquired belongs	Tech Company
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Incorporation of a new tech Company in Abu Dhabi with a core objective of extending groups technology hub in UAE and providing end to end tech solutions.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
6.	Indicative time period for completion of the acquisition	Within 6 (six) months
7.	Nature of consideration - whether cash consideration or share swap and details of the same	100% subscription to the share capital in cash
8.	Cost of acquisition or the price at which the shares are acquired	Not applicable
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Entire (100%) share capital of the proposed company will be held by PB Fintech FZ-LLC.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	The proposed new Company to be incorporated will be a wholly owned subsidiary of PB Fintech FZ-LLC with the minimum share capital of AED 300,000 and having its registered office in Abu Dhabi, UAE. Its core objective <i>inter-alia</i> will be to extend groups technology hub in UAE and providing end to end tech solutions. Additionally, through this technology hub, we will make it easier for insurers to integrate with our Policybazaar.ae business, bringing in direct benefits into our core business.

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Annexure - B

(ii) Disclosure regarding investment in YKNP Marketing Management, UAE:

Sl. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name: YKNP Marketing Management (“YKNP”), UAE Registered Office: Dubai, UAE Paid-up capital: AED 300,000/- Turnover (as on December 31, 2021): 2020-21: AED 20.41 million
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms-length”	Post investment, YKNP will be an associate/ subsidiary of PB Fintech FZ-LLC, a wholly owned subsidiary of PB Fintech Limited (“Company”) and accordingly a related party. Further, the company is a professionally managed company with no identifiable Promoter.
3.	Industry to which the entity being acquired belongs	Marketing Management
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Proposed acquisition will provide following benefits to PB Fintech FZ-LLC: (i) With this partnership we will get access to banks of UAE where we can start sourcing customer leveraging the YKNP agreement and field force. (ii) YKNP has about majority business through Arabic population. We will get access to sales team which can cater to Arabic customers.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
6.	Indicative time period for completion of the acquisition	Within 6 (six) months
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration
8.	Cost of acquisition or the price at which the shares are acquired	~USD 4 million (includes right issue)
9.	Percentage of shareholding / control acquired and / or number of shares acquired	PB Fintech FZ-LLC will acquire 45% to 51% shareholding of YKNP
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<ul style="list-style-type: none">➤ YKNP Marketing Management was established as a Sole Establishment registered under Department of Economic Development, Dubai, U.A.E. on 21st December, 2017. It has now been converted to an LLC - Single Owner with the activity ‘Marketing Management.’➤ YKNP Marketing Management has total 3 branches i.e. in Dubai, Abu Dhabi and Al Ain.➤ YKNP Marketing Management is a leading provider of outsourced sales and marketing services for companies in the UAE. The Company mainly provide below

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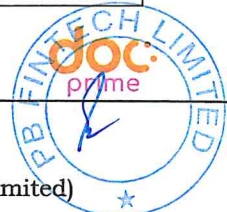




	<p>services to their clients;</p> <p>(i) Lead Generation</p> <p>(ii) Sales Consulting Services</p> <p>(iii) Co-Sourcing</p> <p>(iv) Sales Outsourcing Services</p> <p>Last Three Years turnover:</p> <table border="1"> <thead> <tr> <th>Period</th> <th>AED (In million)</th> </tr> </thead> <tbody> <tr> <td>31.12.2021</td> <td>20.41</td> </tr> <tr> <td>31.12.2020</td> <td>17.42</td> </tr> <tr> <td>31.12.2019</td> <td>12.06</td> </tr> </tbody> </table>	Period	AED (In million)	31.12.2021	20.41	31.12.2020	17.42	31.12.2019	12.06
Period	AED (In million)								
31.12.2021	20.41								
31.12.2020	17.42								
31.12.2019	12.06								

Annexure-C

SL No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Paisabazaar Marketing and Consulting Private Limited (“Paisabazaar”)</p> <p>Registered Office Address: Plot No. 135P, Sector-44 Gurgaon-122001 (Haryana).</p> <p>Authorised Capital: ₹ 50,00,00,000/- (Rupees Fifty Crore Only)</p> <p>Issued & Paid up Capital: ₹ 39,07,70,530/- (Rupees Thirty-Nine Crore Seven Lakh Seventy Thousand Five Hundred Thirty Only) as on August 24, 2022.</p> <p>Turnover (As on 31.03.2022): ₹ 584,91,57,446/- (Rupees Five Hundred Eighty-Four Crore Ninety-One Lakh Fifty-Seven Thousand Four Hundred Forty Six Only).</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>The Company currently holds 100% stake in Paisabazaar, accordingly it is a wholly owned subsidiary of the Company in accordance with the Companies Act, 2013 and hence falls in the category of a related party as on the date of making this investment.</p> <p>Further, the company is a professionally managed company with no identifiable Promoter.</p> <p>The transaction is at Arm’s Length basis.</p>
3.	Industry to which the entity being acquired belongs	Financial Services Marketplace
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	As part of company’s investments, the present Investment allows wholly-owned subsidiary to meet its general operating expenses and enhancing brand awareness, office presence and strategic initiatives.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
6.	Indicative time period for completion of the acquisition	The company will infuse the overall funds in the Paisabazaar as approved by the Board of Directors in one or more tranches during the financial year 2022-23.



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7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration								
8.	Cost of acquisition or the price at which the shares are acquired	Paisabazaar will allot equity shares to the Company against investment of ₹250,00,00,000/- (Rupees Two Hundred Fifty Crores Only) in one or more tranches during financial year 2022-23.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Paisabazaar will allot equity shares to the Company against investment of ₹250,00,00,000/- (Rupees Two Hundred Fifty Crores Only) in one or more tranches during financial year 2022-23.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Paisabazaar was incorporated on December 15, 2011 under the Companies Act, 1956 and is engaged in the business of online and offline, direct marketing, traders, marketers, consultants, market research consultants and / or agents in relation to all kinds of goods, merchandise, live-stock and services and to establish international marketing and agency network. Paisabazaar is an independent digital lending platform that enables Consumers to compare, choose and apply for personal credit products and is also widely used to access credit scores.</p> <p>Website: www.paisabazaar.com</p> <p>Last Three Years turnover:</p> <table border="1"> <tr> <td>F.Y.</td> <td>2021-22</td> <td>2020-21</td> <td>2019-20</td> </tr> <tr> <td>₹ (In Lakhs)</td> <td>58,491.57</td> <td>18,832.36</td> <td>22,619.24</td> </tr> </table>	F.Y.	2021-22	2020-21	2019-20	₹ (In Lakhs)	58,491.57	18,832.36	22,619.24
F.Y.	2021-22	2020-21	2019-20							
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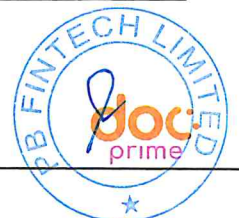
Annexure-D

SL No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Policybazaar Insurance Brokers Private Limited ("Policybazaar")</p> <p>Registered Office Address: Plot No. 119, Sector-44 Gurgaon-122001 (Haryana).</p> <p>Authorised Capital: ₹100,00,00,000 (Rupees Hundred Crore Only)</p> <p>Issued & Paid up Capital: ₹83,01,51,640/- (Rupees Eighty-Three Crore One Lakh Fifty-One Thousand Six Hundred Forty Only) as on August 24, 2022.</p> <p>Turnover (As on 31.03.2022): ₹789,53,47,000/- (Rupees Seven Hundred Eighty Nine Crore Fifty Three Lakh Forty Seven Thousand Only).</p>

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2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>The Company currently holds 100% stake in Policybazaar, accordingly, it is a wholly owned subsidiary of the Company in accordance with the Companies Act, 2013 and hence falls in the category of a related party as on the date of making this investment.</p> <p>Further, the company is a professionally managed company with no identifiable Promoter.</p> <p>The transaction is at Arm’s Length basis.</p>								
3.	Industry to which the entity being acquired belongs	Insurance Broker Direct (Life and General)								
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	As part of company’s investments, the present Investment allows wholly-owned subsidiary to meet its general operating expenses and enhancing brand awareness, office presence and strategic initiatives.								
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.								
6.	Indicative time period for completion of the acquisition	The company will infuse the overall funds in the Policybazaar as approved by the Board of Directors in one or more tranches during the financial year 2022-23.								
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration								
8.	Cost of acquisition or the price at which the shares are acquired	Policybazaar will allot equity shares to the Company against investment of ₹650,00,00,000/- (Rupees Six Hundred Fifty Crores Only) in one or more tranches during financial year 2022-23.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Policybazaar will allot equity shares to the Company against investment of ₹650,00,00,000/- (Rupees Six Hundred Fifty Crores Only) in one or more tranches during financial year 2022-23.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Policybazaar was incorporated on September 25, 2014 under the Companies Act, 2013 and carries on the business of Insurance Broker Direct (Life and General) under the Insurance Regulatory and Development Authority of India (Insurance Brokers) Regulations, 2018.</p> <p>Website: www.policybazaar.com</p> <p>Last Three Years turnover:</p> <table border="1"> <thead> <tr> <th>F.Y.</th> <th>2021-22</th> <th>2020-21</th> <th>2019-20</th> </tr> </thead> <tbody> <tr> <td>₹ (In Lakhs)</td> <td>78,953.47</td> <td>60,694.16</td> <td>51,592.10</td> </tr> </tbody> </table>	F.Y.	2021-22	2020-21	2019-20	₹ (In Lakhs)	78,953.47	60,694.16	51,592.10
F.Y.	2021-22	2020-21	2019-20							
₹ (In Lakhs)	78,953.47	60,694.16	51,592.10							



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