



September 03, 2023

To, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051 SYMBOL: POLICYBZR	To, BSE Limited Department of Corporate Services/ Listing Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 SCRIP CODE: 543390
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Dear Sir/Madam,

Sub: Intimation regarding Proceedings of the Meeting of NCLT convened meeting of the Unsecured Creditors and Equity Shareholders of PB Fintech Limited (“Company”) held on Saturday, September 02, 2023 at 11.30 a.m. and 02:30 p.m. respectively

This is to inform you that in pursuance of the directions issued by the Hon’ble National Company Law Tribunal, Chandigarh Bench vide its Order dated July 05, 2023, the meeting of Unsecured Creditors and Equity Shareholders was held on Saturday, September 02, 2023 at 11.30 a.m. and 02:30 p.m. respectively through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and concluded at 12:45 p.m. and 03:55 p.m. respectively.

We are enclosing the following information by way of Annexures in connection with the aforesaid Meetings:

1. Summary of Proceedings of the NCLT convened Unsecured Creditors Meeting (**Annexure A**)
2. Summary of Proceedings of the NCLT convened Equity Shareholders Meeting (**Annexure B**)

This disclosure will also be hosted on the Company's website viz. www.pbfintech.in

You are requested to take the above information on your record.

Thanking you,

Yours Sincerely
For PB Fintech Limited

Bhasker Joshi
Company Secretary and Compliance Officer



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.pbfintech.in CIN : L51909HR2008PLC037998



Annexure-A

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE UNSECURED CREDITORS OF PB FINTECH LIMITED, HELD PURSUANT TO ORDER DATED JULY 05, 2023 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH, ("NCLT") ("NCLT Order") ON SATURDAY, SEPTEMBER 02, 2023, THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO- VISUAL MEANS ("OAVM") AT 11:30 A.M. AND CONCLUDED AT 12.45 P.M. (INCLUDING THE TIME ALLOWED FOR EVOTING AT THE MEETTNG)

1. Date and Quorum of the Meeting

The meeting of the Unsecured Creditors of the Company was held through VC/OAVM on Saturday, September 02, 2023 at 11:30 a.m. ("**Meeting**") in compliance with the NCLT Order and in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India. It is deemed that, the Meeting was deemed to be held at the Registered office of the Company at Plot No 119, Sector-44, Gurugram-122001.

As per the Order of the NCLT Order, the quorum fixed for the Meeting was 30 in number or 40% in value of the Unsecured Creditors. The Meeting commenced at 11:30 a.m. (the appointed time) and since the quorum was not present, the Meeting was adjourned by 30 minutes as mandated in the NCLT Order and thereafter, the Meeting was resumed at 12:05 p.m. and the Unsecured Creditors present were treated as quorum for the Meeting.

2. Brief summary of the proceedings and details of items deliberated:

Mr. Bhasker Joshi, Company Secretary and Compliance Officer of the Company welcomed all participants and handed over the proceedings to Dr. Surekha Thukral, Chairperson appointed by the Hon'ble NCLT for the Meeting.

Dr. Surekha Thukral, the Chairperson of the Meeting informed that the Meeting has been convened pursuant to the NCLT Order for the purpose of considering and approving the Scheme of Amalgamation of Makesense Technologies Limited with PB Fintech Ltd with their respective shareholders as per Section 230 to 232 and other applicable provisions of the Companies Act, 2013 ("**Scheme**"). Mr. Bhasker Joshi introduced Board of Directors and Key Managerial Personnels.

Dr. Surekha Thukral, the Chairperson of the Meeting informed that, due to absence of requisite quorum as per the NCLT Order, the Meeting stands adjourned for 30 minutes and the Meeting will resume at 12:05 p.m. and the Unsecured Creditors present will constitute as the quorum for the Meeting.

After the adjournment of 30 minutes, 23 Unsecured Creditors of the Company were present at 12:05 p.m. through VC and the Meeting constituted a valid quorum, as per the directive of the NCLT Order. The Chairperson called the Meeting to order and requested Mr. Bhasker Joshi to provide instructions to the Unsecured Creditors regarding proceedings of the Meeting.

Mr. Bhasker Joshi welcomed all the Unsecured Creditors of the Company and informed that the Company has taken all feasible efforts to enable the Unsecured Creditors to participate through VC and vote at the Meeting through electronic mode and briefed them about the general guidelines and procedure to be followed during the Meeting to ensure smooth and seamless conduct of the meeting.



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The Notice of Meeting of the Unsecured Creditors dated July 31, 2023, convening the Meeting, as circulated to the Unsecured Creditors, was taken as read.

He further informed that the Company had provided the facility to its Unsecured Creditors to cast vote electronically, on the resolution set forth in the Notice through remote e-voting (on the dates as mentioned in the notice) or vote electronically at the Meeting and the Unsecured Creditors who have not cast their votes electronically earlier through remote e-voting, can cast their votes during the course of meeting through the e-voting system provided by Link Intime India Private Limited by clicking on "Vote" tab on the video conference screen.

Thereafter, Mr. Bhasker Joshi handed over the proceedings to the Chairperson of the Meeting.

The Chairperson briefed the Unsecured Creditors on the salient features of the Scheme and thereafter she requested to take up the business to be transacted at the Meeting, with the agenda as set out in the notice of the Meeting:

"To approve the Scheme of Amalgamation of Makesense Technologies Limited with PB Fintech Limited and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013"

No queries were raised by the Unsecured Creditors at the Meeting.

The Chairperson authorized Mr. Bhasker Joshi to conduct the e-voting procedure at the Meeting, conclude the Meeting and also authorized him to declare the results of voting for the Meeting as per the prescribed timelines.

The Chairperson thanked all the Board members, Unsecured Creditors and members of management team for attending the Meeting.

After following the process for e-voting at the Meeting, the Meeting was concluded at 12:45 p.m., including the time allowed for e-voting at the Meeting i.e. 30 minutes after the proceedings of the Meeting.



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Annexure-B

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE EQUITY SHAREHOLDERS OF PB FINTECH LIMITED, HELD PURSUANT TO ORDER DATED JULY 05, 2023 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH, ("NCLT") ("NCLT Order") ON SATURDAY, SEPTEMBER 02, 2023, THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO- VISUAL MEANS ("OAVM") AT 2:30 P.M. AND CONCLUDED AT 03.55 P.M. (INCLUDING THE TIME ALLOWED FOR EVOTING AT THE MEETTNG)

1. Date and Quorum of the Meeting

The meeting of the Equity Shareholders of the Company was held through VC/OAVM on Saturday, September 02, 2023 at 2:30 p.m. ("**Meeting**") in compliance with the NCLT Order and in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India. It is deemed that, the Meeting was deemed to be held at the Registered office of the Company at Plot No 119, Sector-44, Gurugram-122001.

As per the Order of the NCLT Order, the quorum fixed for the Meeting was 85,530 in number or 40% in value of the Equity Shareholders. The Meeting commenced at 2:30 p.m. (the appointed time) and since the quorum was not present, the Meeting was adjourned by 30 minutes as mandated in the NCLT Order and thereafter, the Meeting was resumed at 03:05 p.m. and the Equity Shareholders present were treated as quorum for the Meeting.

2. Brief summary of the proceedings and details of items deliberated:

Mr. Bhasker Joshi, Company Secretary and Compliance Officer of the Company welcomed all participants and handed over the proceedings to Dr. Surekha Thukral, Chairperson appointed by the Hon'ble NCLT for the Meeting.

Dr. Surekha Thukral, the Chairperson of the Meeting informed that the Meeting has been convened pursuant to the NCLT Order for the purpose of considering and approving the Scheme of Amalgamation of Makesense Technologies Limited with PB Fintech Ltd with their respective shareholders as per Section 230 to 232 and other applicable provisions of the Companies Act, 2013 ("**Scheme**"). Mr. Bhasker Joshi introduced Board of Directors and Key Managerial Personnels.

Dr. Surekha Thukral, the Chairperson of the Meeting informed that, due to absence of requisite quorum as per the NCLT Order, the Meeting stands adjourned for 30 minutes and the Meeting will resume at 03:05 p.m. and the Equity Shareholders present will constitute as the quorum for the Meeting.

After the adjournment of 30 minutes, 92 Equity Shareholders of the Company were present at 03:05 p.m. through VC and the Meeting constituted a valid quorum, as per the directive of the NCLT Order. The Chairperson called the Meeting to order and requested Mr. Bhasker Joshi to provide instructions to the Equity Shareholders regarding the proceedings of the Meeting.

Mr. Bhasker Joshi welcomed all the Equity Shareholders of the Company and informed that the Company has taken all feasible efforts to enable the Equity Shareholders to participate through VC and vote at the Meeting through electronic mode and briefed them about the general guidelines and procedure to be followed during the Meeting to ensure smooth and seamless conduct of the meeting.



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The Notice of Meeting of the Equity Shareholders dated July 31, 2023, convening the Meeting, as circulated to the Equity Shareholders, was taken as read.

He further informed that the Company had provided the facility to its Equity Shareholders to cast vote electronically, on the resolution set forth in the Notice through remote e-voting (on the dates as mentioned in the notice) or vote electronically at the Meeting and the Equity Shareholders who have not cast their votes electronically earlier through remote e-voting, can cast their votes during the course of meeting through the e-voting system provided by Link Intime India Private Limited by clicking on "Vote" tab on the video conference screen.

Thereafter, Mr. Bhasker Joshi handed over the proceedings to the Chairperson of the Meeting.

The Chairperson briefed the Equity Shareholders on the salient features of the Scheme and thereafter she requested to take up the business to be transacted at the Meeting, with the agenda as set out in the notice of the Meeting:

"To approve the Scheme of Amalgamation of Makesense Technologies Limited with PB Fintech Limited and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013"

She thereafter handed over the proceedings to Mr. Bhasker Joshi. Mr. Bhasker Joshi informed the process of asking questions. The Equity Shareholders who have registered themselves as speaker asked the questions related to the Scheme and the Chairperson of the Meeting and legal counsel of the Company provided suitable replies.

The Chairperson authorized Mr. Bhasker Joshi to conduct the e-voting procedure at the Meeting, conclude the Meeting and also authorized him to declare the results of voting for the Meeting as per the prescribed timelines.

The Chairperson thanked all the Board members, Equity Shareholders and members of management team for attending the Meeting.

After following the process for e-voting at the Meeting, the Meeting was concluded at 03:55 p.m., including the time allowed for e-voting at the Meeting i.e. 30 minutes after the proceedings of the Meeting.



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