



September 26, 2023

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

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

SYMBOL: POLICYBZR

SCRIP CODE: 543390

**Sub: Disclosure of Voting Result and Scrutinizer Report of the 15th Annual General Meeting of PB Fintech Limited "the Company"**

Dear Sir/Madam,

We wish to inform that the members of the Company have duly passed the following resolutions at the 15<sup>th</sup> Annual General Meeting of the Company held on **Saturday, September 23, 2022, at 11:00 A.M. (IST)** through Video Conferencing:

S.No	Description of Resolution	Type of Resolution
1	To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Directors and the Auditors thereon.	Ordinary Resolution
2	To appoint a Director in place of Mr. Sarbvir Singh, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	To appoint a Director in place of Ms. Kitty Agarwal who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution
4	Appointment of the Statutory Auditors in place of retiring auditors.	Ordinary Resolution
5	To approve amendment in PB Fintech Employees Stock Option Plan 2021 ("ESOP 2021") of the Company.	Special Resolution
6	To approve fixed fees payable to Non-Executive Independent Directors of the Company.	Ordinary Resolution
7	Appointment of Mr. Sarbvir Singh as the Executive Director and Joint Group Chief Executive Officer of the Company and approval of remuneration.	Special Resolution
8	Approval for Mr. Sarbvir Singh for holding an office or place of profit as President of Policybazaar Insurance Brokers Private Limited, a wholly owned subsidiary of the Company.	Ordinary Resolution
9	To approve the remuneration of Mr. Yashish Dahiya, Chairman, Executive Director and Chief Executive Officer of the Company.	Special Resolution
10	Approval for Mr. Yashish Dahiya for holding an office or place of profit as Chief Operating Officer of PB Fintech FZ-LLC, a wholly owned subsidiary of the Company.	Ordinary Resolution



## 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



11	To approve remuneration of Mr. Alok Bansal, Executive Vice Chairman and Whole Time Director of the Company.	Special Resolution
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In this regard, we are enclosing herewith the following:

(i) Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(ii) Report of the Scrutinizer dated September 26, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

The voting results along with the scrutinizer's report will also be hosted on the website of the Company i.e. [www.pbfintech.in](http://www.pbfintech.in) and the website of Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company i.e. <https://instavote.linkintime.co.in>.

This is for your information and record.

Thanking you,

Yours Sincerely  
**For PB Fintech Limited**

**Bhasker Joshi**  
**Company Secretary and Compliance Officer**



## PB FINTECH LIMITED

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

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<b>General information about company</b>	
Scrip code	543390
NSE Symbol	POLICYBZR
MSEI Symbol	NOTAPPLICABLE
ISIN	INE417T01026
Name of the company	PB FINTECH LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	12:42 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Dhananjay Shukla
Firms Name	Dhananjay Shukla & Associates
Qualification	CS
Membership Number	F5886
Date of Board Meeting in which appointed	26-08-2023
Date of Issuance of Report to the company	26-09-2023

<b>Voting results</b>	
Record date	15-09-2023
Total number of shareholders on record date	183940
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	128
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon..				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	191519008	82.3623	191284122	234886	99.8774	0.1226
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	191519008	82.3623	191284122	234886	99.8774
Public- Non Institutions	E-Voting	217584066	191098573	87.8275	191098465	108	99.9999	0.0001
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231379	87.8885	191231271	108	99.9999
Total		450116349	382750387	85.0337	382515393	234994	99.9386	0.0614
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Sarbvir Singh (DIN: 00509959), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	191886752	82.5205	190253427	1633325	99.1488	0.8512
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	191886752	82.5205	190253427	1633325	99.1488
Public- Non Institutions	E-Voting	217584066	191098574	87.8275	191098336	238	99.9999	0.0001
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231380	87.8885	191231142	238	99.9999
Total		450116349	383118132	85.1154	381484569	1633563	99.5736	0.4264
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				3. To appoint a Director in place of Mr. Kitty Agarwal (DIN: 07624308), who retires by rotation and being eligible, offer herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	186874627	80.365	121879181	64995446	65.2198	34.7802
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186874627	80.365	121879181	64995446	65.2198
Public- Non Institutions	E-Voting	217584066	191098575	87.8275	187246675	3851900	97.9843	2.0157
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231381	87.8885	187379481	3851900	97.9857
Total		450116349	378106008	84.0018	309258662	68847346	81.7915	18.2085
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of the Statutory Auditors in place of retiring auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	232532283	191886752	82.5205	183176750	8710002	95.4609	4.5391
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	191886752	82.5205	183176750	8710002	95.4609
Public- Non Institutions	E-Voting	217584066	191098576	87.8275	190428951	669625	99.6496	0.3504
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231382	87.8885	190561757	669625	99.6498
Total		450116349	383118134	85.1154	373738507	9379627	97.5518	2.4482
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve amendment in PB Fintech Employees Stock Option Plan 2021("ESOP 2021") of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	186902685	80.3771	137234109	49668576	73.4254	26.5746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186902685	80.3771	137234109	49668576	73.4254
Public- Non Institutions	E-Voting	217584066	191098577	87.8275	191075075	23502	99.9877	0.0123
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231383	87.8885	191207881	23502	99.9877
Total		450116349	378134068	84.0081	328441990	49692078	86.8586	13.1414
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve fixed fees payable to Non- Executive Independent Directors of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	191886752	82.5205	191789848	96904	99.9495	0.0505
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	191886752	82.5205	191789848	96904	99.9495
Public- Non Institutions	E-Voting	217584066	191098568	87.8275	191097834	734	99.9996	0.0004
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	191231374	87.8885	191230640	734	99.9996
Total		450116349	383118126	85.1154	383020488	97638	99.9745	0.0255
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Sarbvir Singh (DIN: 00509959) as the Executive Director and Joint Group Chief Executive Officer of the company and approval of remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	232532283	186744687	80.3091	101635942	85108745	54.4251	45.5749
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186744687	80.3091	101635942	85108745	54.4251
Public- Non Institutions	E-Voting	217584066	187246881	86.0573	187246496	385	99.9998	0.0002
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	187379687	86.1183	187379302	385	99.9998
Total		450116349	374124374	83.1173	289015244	85109130	77.2511	22.7489
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Mr. Sarbvir Singh (DIN: 00509959) for holding an office or place of profit as President of Policybazaar Insurance Brokers Private Limited, a wholly owned subsidiary of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	232532283	186744687	80.3091	117032679	69712008	62.6699	37.3301
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186744687	80.3091	117032679	69712008	62.6699
Public- Non Institutions	E-Voting	217584066	190711021	87.6494	186859000	3852021	97.9802	2.0198
	Poll		132806	0.061	132644	162	99.878	0.122
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	190843827	87.7104	186991644	3852183	97.9815
Total		450116349	377588514	83.8869	304024323	73564191	80.5174	19.4826
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the remuneration of Mr. Yashish Dahiya (DIN: 00706336) Chairman, Executive Director and Chief Executive Officer of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	186744687	80.3091	109007818	77736869	58.3726	41.6274
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186744687	80.3091	109007818	77736869	58.3726
Public- Non Institutions	E-Voting	217584066	187246834	86.0572	187246453	381	99.9998	0.0002
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	187379640	86.1183	187379259	381	99.9998
Total		450116349	374124327	83.1172	296387077	77737250	79.2215	20.7785
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Mr. Yashish Dahiya (DIN : 00706336) for holding an office or place of profit as Chief Executive Officer of PB Fintech FZ-LLC, a wholly owned subsidiary of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	232532283	186744687	80.3091	102331770	84412917	54.7977	45.2023
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186744687	80.3091	102331770	84412917	54.7977
Public- Non Institutions	E-Voting	217584066	174943025	80.4025	171091032	3851993	97.7981	2.2019
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	175075831	80.4635	171223838	3851993	97.7998
Total		450116349	361820518	80.3838	273555608	88264910	75.6053	24.3947
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of Mr. Alok Bansal (DIN: 01653526), Executive Vice Chairman and Whole Time Director of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	232532283	186744687	80.3091	100830689	85913998	53.9939	46.0061
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		232532283	186744687	80.3091	100830689	85913998	53.9939
Public- Non Institutions	E-Voting	217584066	187246826	86.0572	187246431	395	99.9998	0.0002
	Poll		132806	0.061	132806	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		217584066	187379632	86.1183	187379237	395	99.9998
Total		450116349	374124319	83.1172	288209926	85914393	77.0359	22.9641
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001  
Mobile: +91 9873347280, Tel: +91-124-2382323/3693773,  
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

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**REPORT OF SCRUTINIZER**

**(Consolidated Report on Remote E-voting and E-voting at AGM)**

**Pursuant To Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended on 19<sup>th</sup> March 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 ("LODR") as amended from time to time and Circulars issued thereunder from time to time.]**

To,

**The Chairman,**

**15<sup>th</sup>Annual General Meeting (AGM) of the Members of PB Fintech Limited held on Saturday, 23<sup>rd</sup>day of September 2023 at 11:00 A.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").**

Dear Sir,

I, Dhananjay Shukla, Proprietor of M/s Dhananjay Shukla & Associates, Company Secretaries (FCS No. 5886, CP No. 8271) having office at House No. 23, Sector-30, Gurugram-122001, was appointed as Scrutinizer for the purpose of scrutinizing Remote E-voting process as well as to scrutinize the e-voting at AGM conducted during the 15<sup>th</sup> AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended on 19<sup>th</sup> March 2015 read with General Circular No. 10/2022 dated 28<sup>th</sup> December 2022 issued by Ministry of Corporate Affairs ("MCA") read with previous circulars issued by the MCA in this regard being Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 and 11/2022 and pursuant to latest Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup>January2023 issued by Securities and Exchange Board of India ("SEBI") read together with previous circulars issued by SEBI in this regard being Circulars No SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/ CFD/PoD-2/P/CIR/2023/ and all other relevant circulars issued in this regard from time to time by SEBI hereinafter collectively referred to as "the Circulars" and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)Regulations,2015 ("LODR") as amended from time to time.

Accordingly, I submit my report as under:-

1. As per Notice dated **26<sup>th</sup> August 2023** for convening 15<sup>th</sup>Annual General Meeting, the remote e-voting period remained open from Tuesday, 19<sup>th</sup> September 2023 (9:00 A.M. IST) to Friday, 22<sup>nd</sup> September 2023 (5:00 P.M IST).
2. The advertisement as stipulated under Section 108 read with Rule 20 of Companies (Management and administration) Rules, 2014 as amended on 19<sup>th</sup> March 2015, were published in Jansatta (Delhi and NCR edition in Hindi) on 3<sup>rd</sup> September 2023 and Financial Express (All India edition in English) on 3<sup>rd</sup> September 2023.
3. The Members holding shares on the "**cut-off**" date i.e. **Friday, 15<sup>th</sup> September 2023** were entitled to vote on the proposed resolutions (Item no. 1 to 11 as set out in the Notice of the 15<sup>th</sup> AGM of PB Fintech Limited) by remote e-voting system prior to 15<sup>th</sup> AGM and e-voting during the 15<sup>th</sup>AGM.
4. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and related Rules/LODR requirements relating to e-voting through electronic mean and e-voting in respect of the resolutions contained in the Notice sent to Members of the company.
5. My responsibility as a Scrutinizer for the remote e-voting process and e-voting is restricted to make a scrutinizer's report of the votes cast "**in favour**" or "**against**" the resolutions as set out in the Notice and based on the e-voting details as generated from the e-voting system provided by LinkIntime India Private Limited, through its websites having URL <https://instavote.linkintime.co.in> and URL: <https://instameet.linkintime.co.in> respectively. The Company had appointed Link Intime India Private Limited, as the Service Provider, to provide Video Conferencing/OAVM facility for the AGM and the attendant enablers for conducting of the e-AGM.
6. LinkIntime India Private Limited provided a system for recording the votes of the Members, electronically through Remote E-voting as well as E-voting conducted during the AGM on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 15<sup>th</sup> AGM of the Company, which was held on Saturday, 23<sup>rd</sup> September 2023 through URL: <https://instavote.linkintime.co.in> and URL: <https://instameet.linkintime.co.in>, respectively.
7. Link Intime India Private Limited had set up electronic voting facility on their website, [www.linkintime.co.in](http://www.linkintime.co.in). The Company had uploaded all the items of the business to be transacted at the 15<sup>th</sup> AGM on its website and also on the websites of BSE Limited and National Stock Exchange of India Limited (Stock Exchanges where the Equity Shares of the Company are listed), to facilitate their Members to cast their vote through Remote E-Voting.
8. The Chairman of the 15<sup>th</sup> Annual General Meeting (AGM) "*Suo Moto*" ordered for e-voting at 12.27P.M.
9. The e-voting facility was available during the Meeting for 15 minutes i.e. from 12.27 P.M onwards for those members who were attending the meeting through video conference but have not cast their votes by availing the remote e-voting facility.
10. The votes casted through e-voting were unblocked in presence of witnesses by me at 5.00 P.M. on 23<sup>rd</sup> September 2022 who was not the employees of the Company. They have signed in confirmation of the votes being unblocked in their presence.

Thereafter the details containing, *inter alia*, list of Members, who voted “for” or “against” on each of the resolutions that were put to vote, were generated from the e-voting website of Link Intime India Private Limited i.e. website www.linkintime.co.in.

The consolidated report on the result of the voting through e-voting system and remote e-voting are as under:-

**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Directors and the Auditors thereon:

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	38,23,82,587	38,25,15,393	0	99.9386
Against the Resolution	0	2,34,994	2,34,994	0	0.0614
Total	1,32,806	38,26,17,581	3,82,750,387	0	100
Number of members who cast their vote	13	706	719		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, **two (2)** shareholders with **3,67,768 votes** abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure – A”

**Resolution No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Sarbvir Singh (DIN: 00509959), who retires by rotation and being eligible, offers himself for re-appointment:

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	38,13,51,763	38,14,84,569	0	99.5736
Against the Resolution	0	16,33,563	16,33,563	0	0.4264
Total	1,32,806	38,29,85,326	38,31,18,132	0	100
Number of members who cast their vote	13	707	720		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, one (1) shareholder with **24 votes** abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “**Annexure – B**”

**Resolution No. 3: Ordinary Resolution**

To appoint a Director in place of Ms. Kitty Agarwal (DIN: 07624308), who retires by rotation and being eligible, offer herself for re-appointment:

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
<b>In Favour of Resolution</b>	1,32,806	30,91,25,856	30,92,58,662	0	81.7915
<b>Against the Resolution</b>	0	6,88,47,346	6,88,47,346	0	18.2085
<b>Total</b>	1,32,806	37,79,73,202	37,81,06,008	0	100
<b>Number of members who cast their vote</b>	13	699	712		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, nine (9) shareholders with **50,12,149 votes** abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “**Annexure – C**”

**Resolution No. 4: Ordinary Resolution**

Appointment of the Statutory Auditors in place of retiring auditors :

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
<b>In Favour of the Resolution</b>	1,32,806	3,73,605,701	37,37,38,507	0	97.5518
<b>Against the Resolution</b>	0	93,79,627	93,79,627	0	2.4482
<b>Total</b>	1,32,806	3,82,98,5,328	38,31,18,134	0	100
<b>Number of members who cast their vote</b>	13	707	720		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, one (1) shareholder with **24 votes** abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “**Annexure – D**”



**Resolution No. 5: Special Resolution**

To approve amendment in PB Fintech Employees Stock Option Plan 2021("ESOP 2021")of the company:

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	32,83,09,184	32,84,41,990	0	86.8586
Against the Resolution	0	4,96,92,078	4,96,92,078	0	13.1414
Total	1,32,806	37,80,01,262	37,81,34,068	0	100
Number of members who cast their vote	13	700	713		

Based on the above, the **Special Resolution** has been passed with requisite majority.

In this Resolution, **eight (8)** shareholders with **49,84,091**votes abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in "**Annexure - E**"

**Resolution No. 6: Ordinary Resolution**

To approve fixed fees payable to Non- Executive Independent Directors of the company.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	38,28,87,682	38,30,20,488	0	99.9745
Against the Resolution	0	97,638	97,638	0	0.0255
Total	1,32,806	38,29,85,320	38,31,18,126	0	100
Number of members who cast their vote	13	706	719		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, **two (2)** shareholders with **34** votes abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in "**Annexure - F**"

**Resolution No. 7: Special Resolution**

Appointment Mr. Sarbvir Singh (DIN: 00509959) as the Executive Director and Joint Group Chief Executive Officer of the company and approval of remuneration.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	28,88,82,438	28,90,15,244	0	77.2511
Against the Resolution	0	8,51,09,130	8,51,09,130	0	22.7489
Total	1,32,806	37,39,91,568	37,41,24,374	0	100
Number of members who cast their vote	13	697	710		

Based on the above, the **Special Resolution** has been passed with requisite majority.

In this Resolution, eleven (11) shareholders with **88,73,809** votes abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure – G”,

**Resolution No. 8: Ordinary Resolution**

Approval for Mr. Sarbvir Singh (DIN: 00509959) for holding an office or place of profit as President of Policybazaar Insurance Brokers Private Limited, a wholly owned subsidiary of the company.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,644	30,38,91,679	30,40,24,323	3,87,500	80.5174
Against the Resolution	162	7,35,64,029	7,35,64,191	0	19.4826
Total	1,32,806	37,74,55,708	37,75,88,514	3,87,500	100
Number of members who cast their vote	13	698	711		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, **ten (10)** shareholders with **50,22,170** votes abstained from voting through Remote e-voting.

Further, Vote of **one (1)** Shareholder with **3,87,500** votes is Invalid on this resolution which was casted through remote E- voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure – H”.

**Resolution No. 9: Special Resolution**

To approve the remuneration of Mr. Yashish Dahiya (DIN: 00706336) Chairman, Executive Director and Chief Executive Officer of the company.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	29,62,54,271	29,63,87,077	0	79.2215
Against the Resolution	0	7,77,37,250	7,77,37,250	0	20.7785
Total	1,32,806	37,39,91,521	37,41,24,327	0	100
Number of members who cast their vote	13	697	710		

Based on the above, the **Special Resolution** has been passed with requisite majority.

In this Resolution, eleven (11) shareholders with **88,73,858 votes** abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure - I”.

**Resolution No. 10: Ordinary Resolution**

Approval for Mr. Yashish Dahiya (DIN : 00706336) for holding an office or place of profit as Chief Operating Officer of PB Fintech FZ-LLC, a wholly owned subsidiary of the Company.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
In Favour of the Resolution	1,32,806	27,34,22,802	2,73,555,608	1,61,55,488	75.6053
Against the Resolution	0	8,82,64,910	8,82,64,910	0	24.3947
Total	1,32,806	36,16,87,712	36,18,20,518	1,61,55,488	100
Number of members who cast their vote	13	697	710		

Based on the above, the **Ordinary Resolution** has been passed with requisite majority.

In this Resolution, **Eleven (11)** shareholders with **50,22,180** votes abstained from voting through Remote e-voting.

Further, Vote of **One (01)** shareholder having three folio with **1,61,55,488** votes is Invalid on this resolution which was casted through remote E- voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure –“J”.

**Resolution No. 11:Special Resolution**

To approve remuneration of Mr. Alok Bansal (DIN: 01653526), Executive Vice Chairman and Whole Time Director of the company.

PARTICULARS	Number of Valid Votes			Number of Invalid votes	Percentage
	E-Voting at AGM	Remote E-Voting	Total	E-Voting/Remote E-voting	
<b>In Favour of the Resolution</b>	1,32,806	28,80,77,120	28,82,09,926	0	77.0359
<b>Against the Resolution</b>	0	8,59,14,393	8,59,14,393	0	22.9641
<b>Total</b>	1,32,806	37,39,91,513	37,41,24,319	0	100
<b>Number of members who cast their vote</b>	13	696	709		

Based on the above, the **Special Resolution** has been passed with requisite majority.

In this Resolution, **twelve (12)** shareholders with **88,73,868** votes abstained from voting through Remote e-voting.

Details of e-voting at AGM & remote e-voting are given in “Annexure –“K”

11. The E voting data at AGM and all other relevant records have been kept by me and I shall be arranging to hand over the same to the Company Secretary/Director Authorized by the Board for safe keeping.
12. Further I hereby confirm that I am maintaining the relevant records of remote e voting/E voting at AGM received from the service provider Link Intime India Private Limited and it will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 15<sup>th</sup> Annual General meeting and thereafter the same shall be handed over to the company.

Thanking You,

**For Dhananjay Shukla and Associates  
Company Secretaries**

DHANANJAY  
SHUKLA

Digitally signed by DHANANJAY  
SHUKLA  
Date: 2023.09.26 18:25:14 +05'30'

**Dhananjay Shukla  
Proprietor**

**FCS No. 5886, CP No. 8271**

**Scrutinizer**

**Peer Review No. 2057/2022**

**UDIN: F005886E001090851**

**Place: Gurugram**

**Date: 26-09-2023**

**“Annexure-A”**

Details of e-voting at AGM and remote e-voting for Resolution No. 1 are as under:

Resolution Required : (Ordinary)		1. To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Directors and the Auditors thereon:						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	191519008	82.3623	191284122	234886	99.8774	0.1226
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191519008</b>	<b>82.3623</b>	<b>191284122</b>	<b>234886</b>	<b>99.8774</b>	<b>0.1226</b>
Public Non Institutions	E-Voting	217584066	191098573	87.8275	191098465	108	99.9999	0.0001
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231379</b>	<b>87.8885</b>	<b>191231271</b>	<b>108</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>450116349</b>	<b>382750387</b>	<b>85.0337</b>	<b>382515393</b>	<b>234994</b>	<b>99.9386</b>	<b>0.0614</b>

**“Annexure-B”**

Details of e-voting at AGM and remote e-voting for Resolution No. 2 are as under:

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Sarbvir Singh (DIN: 00509959), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	191886752	82.5205	190253427	1633325	99.1488	0.8512
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191886752</b>	<b>82.5205</b>	<b>190253427</b>	<b>1633325</b>	<b>99.1488</b>	<b>0.8512</b>
Public Non Institutions	E-Voting	217584066	191098574	87.8275	191098336	238	99.9999	0.0001
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231380</b>	<b>87.8885</b>	<b>191231142</b>	<b>238</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>450116349</b>	<b>383118132</b>	<b>85.1154</b>	<b>381484569</b>	<b>1633563</b>	<b>99.5736</b>	<b>0.4264</b>

**“Annexure-C”**

Details of e-voting at AGM and remote e-voting for Resolution No. 3 are as under:

Resolution Required : (Ordinary)		3. To appoint a Director in place of Ms. Kitty Agarwal (DIN : 07624308) who retires by rotation and being eligible offer herself for re-appointment :						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186874627	80.3650	121879181	64995446	65.2198	34.7802
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186874627</b>	<b>80.3650</b>	<b>121879181</b>	<b>64995446</b>	<b>65.2198</b>	<b>34.7802</b>
Public Non Institutions	E-Voting	217584066	191098575	87.8275	187246675	3851900	97.9843	2.0157
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231381</b>	<b>87.8885</b>	<b>187379481</b>	<b>3851900</b>	<b>97.9857</b>	<b>2.0143</b>
<b>Total</b>		<b>450116349</b>	<b>378106008</b>	<b>84.0018</b>	<b>309258662</b>	<b>68847346</b>	<b>81.7915</b>	<b>18.2085</b>

**“Annexure-D”**

Details of e-voting at AGM and remote e-voting for Resolution No. 4 are as under:

Resolution Required : (Ordinary)		4. Appointment of the Statutory Auditors in place of retiring auditor :						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	191886752	82.5205	183176750	8710002	95.4609	4.5391
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191886752</b>	<b>82.5205</b>	<b>183176750</b>	<b>8710002</b>	<b>95.4609</b>	<b>4.5391</b>
Public Non Institutions	E-Voting	217584066	191098576	87.8275	190428951	669625	99.6496	0.3504
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231382</b>	<b>87.8885</b>	<b>190561757</b>	<b>669625</b>	<b>99.6498</b>	<b>0.3502</b>
<b>Total</b>		<b>450116349</b>	<b>383118134</b>	<b>85.1154</b>	<b>373738507</b>	<b>9379627</b>	<b>97.5518</b>	<b>2.4482</b>



**“Annexure-E”**

Details of e-voting at AGM and remote e-voting for Resolution No. 5 are as under:

Resolution Required : (Special )		5. To approve amendment in PB Fintech Employees Stock Option Plan 2021(“ESOP 2021”) of the company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186902685	80.3771	137234109	49668576	73.4254	26.5746
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186902685</b>	<b>80.3771</b>	<b>137234109</b>	<b>49668576</b>	<b>73.4254</b>	<b>26.5746</b>
Public Non Institutions	E-Voting	217584066	191098577	87.8275	191075075	23502	99.9877	0.0123
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231383</b>	<b>87.8885</b>	<b>191207881</b>	<b>23502</b>	<b>99.9877</b>	<b>0.0123</b>
<b>Total</b>		<b>450116349</b>	<b>378134068</b>	<b>84.0081</b>	<b>328441990</b>	<b>49692078</b>	<b>86.8586</b>	<b>13.1414</b>

**“Annexure-F”**

Details of e-voting at AGM and remote e-voting for Resolution No. 6 are as under:

Resolution Required : (Ordinary)		6. To approve fixed fees payable to Non- Executive Independent Directors of the company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} * 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} * 100$	[7]= $\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	191886752	82.5205	191789848	96904	99.9495	0.0505
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191886752</b>	<b>82.5205</b>	<b>191789848</b>	<b>96904</b>	<b>99.9495</b>	<b>0.0505</b>
Public Non Institutions	E-Voting	217584066	191098568	87.8275	191097834	734	99.9996	0.0004
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>191231374</b>	<b>87.8885</b>	<b>191230640</b>	<b>734</b>	<b>99.9996</b>	<b>0.0004</b>
<b>Total</b>		<b>450116349</b>	<b>383118126</b>	<b>85.1154</b>	<b>383020488</b>	<b>97638</b>	<b>99.9745</b>	<b>0.0255</b>

**“Annexure-”G”**

Details of e-voting at AGM and remote e-voting for Resolution No. 7 are as under:

Resolution Required : (Special)			7. Appointment of Mr. Sarbvir Singh (DIN: 00509959) as the Executive Director and Joint Group Chief Executive officer of the company and approval of remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186744687	80.3091	101635942	85108745	54.4251	45.5749
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186744687</b>	<b>80.3091</b>	<b>101635942</b>	<b>85108745</b>	<b>54.4251</b>	<b>45.5749</b>
Public Non Institutions	E-Voting	217584066	187246881	86.0573	187246496	385	99.9998	0.0002
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>187379687</b>	<b>86.1183</b>	<b>187379302</b>	<b>385</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>		<b>450116349</b>	<b>374124374</b>	<b>83.1173</b>	<b>289015244</b>	<b>85109130</b>	<b>77.2511</b>	<b>22.7489</b>

**Annexure-“H”**

Details of e-voting at AGM and remote e-voting for Resolution No. 8 are as under:

Resolution Required : (Ordinary)		8. Approval for Mr. Sarbvir Singh (DIN : 00509959) for holding an office or place of profit as President of Policybazaar Insurance Brokers Private Limited, a wholly owned subsidiary of the company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}*100}	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}*100}	% of Votes against on votes polled [7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186744687	80.3091	117032679	69712008	62.6699	37.3301
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186744687</b>	<b>80.3091</b>	<b>117032679</b>	<b>69712008</b>	<b>62.6699</b>	<b>37.3301</b>
Public Non Institutions	E-Voting	217584066	190711021	86.6494	186859000	3852021	97.9802	2.0198
	Poll		132806	0.0610	132644	162	99.8780	0.1220
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>190843827</b>	<b>87.7104</b>	<b>186991644</b>	<b>3852183</b>	<b>97.9815</b>	<b>2.0185</b>
<b>Total</b>		<b>450116349</b>	<b>377588514</b>	<b>83.8869</b>	<b>304024323</b>	<b>73564191</b>	<b>80.5174</b>	<b>19.4826</b>

**Annexure – “ I”**

Details of e-voting at AGM and remote e-voting for Resolution No. 9 are as under:

Resolution Required : (Special)		9. To approve the remuneration of Mr. Yashish Dahiya ( DIN : 00706336) Chairman, Executive Director and Chief Executive Officer of the company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}*100}	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}*100}	% of Votes against on votes polled [7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186744687	80.3091	109007818	77736869	58.3726	41.6274
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186744687</b>	<b>80.3091</b>	<b>109007818</b>	<b>77736869</b>	<b>58.3726</b>	<b>41.6274</b>
Public Non Institutions	E-Voting	217584066	187246834	86.0572	187246453	381	99.9998	0.0002
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>187379640</b>	<b>86.1182</b>	<b>187379259</b>	<b>381</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>		<b>450116349</b>	<b>374124327</b>	<b>83.1172</b>	<b>296387077</b>	<b>77737250</b>	<b>79.2215</b>	<b>20.7785</b>

## Annexure – “ J”

Details of e-voting at AGM and remote e-voting for Resolution No. 10 are as under:

Resolution Required : (ordinary)			10. Approval for Mr. Yashish Dahiya (DIN : 00706336) for holding an office or place of profit as Chief Operating officer of PB Fintech FZ-LLC, a wholly owned subsidiary of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186744687	80.3091	102331770	84412917	54.7977	45.2023
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186744687</b>	<b>80.3091</b>	<b>102331770</b>	<b>84412917</b>	<b>54.7977</b>	<b>45.2023</b>
Public Non Institutions	E-Voting	217584066	174943025	80.4025	171091032	3851993	97.7981	2.2019
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>175075831</b>	<b>80.4635</b>	<b>171223838</b>	<b>3851993</b>	<b>97.7998</b>	<b>2.2002</b>
<b>Total</b>		<b>450116349</b>	<b>361820518</b>	<b>80.3838</b>	<b>273555608</b>	<b>88264910</b>	<b>75.6053</b>	<b>24.3947</b>

## Annexure –“K”

Details of e-voting at AGM and remote e-voting for Resolution No. 11 are as under:

Resolution Required : (Special)		11. To approve remuneration of Mr. Alok Bansal (DIN: 01653526), Executive Vice Chairman and Whole Time Director of the company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	232532283	186744687	80.3091	100830689	85913998	53.9939	46.0061
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>186744687</b>	<b>80.3091</b>	<b>100830689</b>	<b>85913998</b>	<b>53.9939</b>	<b>46.0061</b>
Public Non Institutions	E-Voting	217584066	187246826	86.0572	187246431	395	99.9998	0.0002
	Poll		132806	0.0610	132806	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>187379632</b>	<b>86.1182</b>	<b>187379237</b>	<b>395</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>		<b>450116349</b>	<b>374124319</b>	<b>83.1172</b>	<b>288209926</b>	<b>85914393</b>	<b>77.0359</b>	<b>22.9641</b>

**DHANANJAY SHUKLA** Digitally signed by  
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