



September 28, 2022

To
National Stock Exchange of India Limited
Exchange Plaza, 5th 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 14th Annual General Meeting of the Company

Dear Sir/Madam,

We wish to inform that the members of the Company have duly passed the following resolutions at the 14th Annual General Meeting of the Company held on **Monday, September 26, 2022, at 03:00 P.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, 2022, together with the Reports of the Directors and the Auditors thereon.	Ordinary Resolution
2	To appoint a Director in place of Mr. Yashish Dahiya (DIN: 00706336), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
3	To approve remuneration of Mr. Yashish Dahiya (DIN:00706336), Chairman, Executive Director and Chief Executive Officer of the company	Special Resolution
4	To approve remuneration of Mr. Sarbvir Singh (DIN: 00509959), Non-Executive Director of the company	Special Resolution
5	To approve remuneration of Mr. Alok Bansal (DIN: 01653526), Executive Vice Chairman and Whole Time Director of the Company	Special Resolution
6	To approve fixed fees payable to Non-Executive Independent Directors of the Company	Ordinary Resolution
7	Ratification of PB Fintech Employees Stock Option Plan 2021 (“ESOP 2021”)	Special Resolution
8	Ratification to extend benefits of PB Fintech Employees Stock Option Plan 2021 (“ESOP 2021”) to the employees of subsidiary companies of the company	Special Resolution

In this regard, we are enclosing herewith the following:

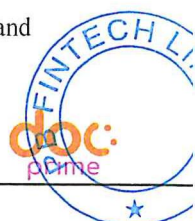
(i) Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(ii) Report of the Scrutinizer dated September 28, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

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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.pb fintech.in CIN : L51909HR2008PLC037998



The voting results along with the scrutinizer's report will also hosted on the website of the Company i.e. 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](https://instavote.linkintime.co.in).

This is for your information and record.

Thanking you,

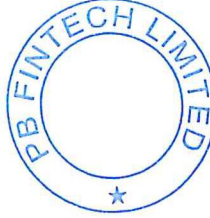
Yours Sincerely

For PB Fintech Limited

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

Bhaske
r Joshi

Digitally signed
by Bhasker Joshi
Date: 2022.09.28
15:34:22 +05'30'



Bhasker Joshi
Company Secretary and Compliance Officer

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PB FINTECH LIMITED

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Website : www.pbfintech.in CIN : L51909HR2008PLC037998

General information about company

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)	26-09-2022
Start time of the meeting	03:00 PM
End time of the meeting	04:40 PM

Scrutinizer Details

Name of the Scrutinizer	Mr. Dhananjay Shukla
Firms Name	Dhananjay Shukla & Associates
Qualification	CS
Membership Number	F5886
Date of Board Meeting in which appointed	23-08-2022
Date of Issuance of Report to the company	28-09-2022

Voting results

Record date	19-09-2022
Total number of shareholders on record date	204937
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	97
No. of resolution passed in the meeting	8
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, 2022, together with the Reports of the 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	0
Public-Institutions	E-Voting	125117292	103011476	82.3319	102864128	147348	99.857	0.143
	Poll							
	Postal Ballot (if applicable)							
	Total	125117292	103011476	82.3319	102864128	147348	99.857	0.143
Public-Non Institutions	E-Voting	324382514	264908326	81.6654	264905375	2951	99.9989	0.0011
	Poll		16002945	4.9334	16002945	0	100	0

	Postal Ballot (if applicable)							
	Total	324382514	280911271	86.5988	280908320	2951	99.9989	0.0011
	Total	449499806	383922747	85.4111	383772448	150299	99.9609	0.0391
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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. Yashish Dahiya (DIN: 00706336), 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	0
Public-Institutions	E-Voting	125117292	103092220	82.3965	98316143	4776077	95.3672	4.6328
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	103092220	82.3965	98316143	4776077	95.3672	4.6328
Public- Non Institutions	E-Voting	324382514	264908326	81.6654	264616369	291957	99.8898	0.1102
	Poll		16002945	4.9334	16002945	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280911271	86.5988	280619314	291957	99.8961	0.1039
	Total	449499806	384003491	85.4291	378935457	5068034	98.6802	1.3198
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
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. 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	0
Public-Institutions	E-Voting	125117292	91257065	72.9372	55196576	36060489	60.4847	39.5153
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	91257065	72.9372	55196576	36060489	60.4847	39.5153
Public- Non Institutions	E-Voting	324382514	264908294	81.6654	260562495	4345799	98.3595	1.6405
	Poll		16002945	4.9334	16002945	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280911239	86.5988	276565440	4345799	98.453	1.547
	Total	449499806	372168304	82.7961	331762016	40406288	89.143	10.857
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
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. Sarbvir Singh (DIN: 00509959), Non-Executive 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	0
Public-Institutions	E-Voting	125117292	91257065	72.9372	57897211	33359854	63.4441	36.5559
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	91257065	72.9372	57897211	33359854	63.4441	36.5559
Public- Non Institutions	E-Voting	324382514	264908326	81.6654	260562502	4345824	98.3595	1.6405
	Poll		16002945	4.9334	16002945	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280911271	86.5988	276565447	4345824	98.453	1.547
Total		449499806	372168336	82.7961	334462658	37705678	89.8686	10.1314
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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 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	0
Public-Institutions	E-Voting	125117292	91257065	72.9372	55304701	35952364	60.6032	39.3968
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	91257065	72.9372	55304701	35952364	60.6032	39.3968
Public- Non Institutions	E-Voting	324382514	264908326	81.6654	260562522	4345804	98.3595	1.6405
	Poll		16002945	4.9334	16002945	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280911271	86.5988	276565467	4345804	98.453	1.547
	Total	449499806	372168336	82.7961	331870168	40298168	89.1721	10.8279
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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	0
Public-Institutions	E-Voting	125117292	103092220	82.3965	103092220	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	103092220	82.3965	103092220	0	100	0
Public- Non Institutions	E-Voting	324382514	264908326	81.6654	264904666	3660	99.9986	0.0014
	Poll		16002945	4.9334	16002945	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280911271	86.5988	280907611	3660	99.9987	0.0013
	Total	449499806	384003491	85.4291	383999831	3660	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

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				Ratification of PB Fintech Employees Stock Option Plan 2021 (“ESOP 2021”)				
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	0
Public-Institutions	E-Voting	125117292	103092220	82.3965	52974325	50117895	51.3854	48.6146
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	103092220	82.3965	52974325	50117895	51.3854	48.6146
Public- Non Institutions	E-Voting	324382514	264905458	81.6645	260562587	4342871	98.3606	1.6394
	Poll		16002945	4.9334	16000479	2466	99.9846	0.0154
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	324382514	280908403	86.5979	276563066	4345337	98.4531	1.5469
	Total	449499806	384000623	85.4284	329537391	54463232	85.8169	14.1831
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification to extend benefits of PB Fintech Employees Stock Option Plan 2021 (“ESOP 2021”) to the employees of subsidiary companies 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	0
Public-Institutions	E-Voting	125117292	103092220	82.3965	52974325	50117895	51.3854	48.6146
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	125117292	103092220	82.3965	52974325	50117895	51.3854	48.6146
Public- Non Institutions	E-Voting	324382514	264905458	81.6645	260562564	4342894	98.3606	1.6394
	Poll		16002945	4.9334	16000479	2466	99.9846	0.0154
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	324382514	280908403	86.5979	276563043	4345360	98.4531	1.5469
	Total	449499806	384000623	85.4284	329537368	54463255	85.8169	14.1831
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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

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 (xii) of the Companies (Management and Administration) Rules, 2014 as amended on 19th March 2015 read with General Circular No. 02/2022 dated 05.05.2022 and all other relevant circulars ("MCA Circulars") issued in this regard from time to time by the Ministry of Corporate Affairs, Government of India ("MCA"), and SEBI Circular No. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2022/079 dated 05th June 2022 issued by the Securities and Exchange Board of India ("SEBI") 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.]

To,

The Chairman,

14th Annual General Meeting (AGM) of the Members of PB Fintech Limited held on Monday, 26th day of September 2022 at 03:00 P.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 14th 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 19th March 2015 read with General Circular No. 02/2022 dated 05.05.2022 and all other relevant circulars ("MCA Circulars") issued in this regard from time to time by the Ministry of Corporate Affairs, Government of India ("MCA"), and SEBI Circular No. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2022/079 dated 05th June 2022 issued by the Securities and Exchange Board of India ("SEBI") 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.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 pandemic.





Accordingly, I submit my report as under:-

1. As per Notice dated 23rd August 2022 for convening 14th Annual General Meeting, the remote e-voting period remained open from Thursday, 22nd September 2022 (9:00 A.M.) to Sunday, 25th September 2022 (5:00 P.M).
2. The advertisement as stipulated under Section 108 read with Rule 20 of Companies (Management and administration) Rules, 2014 as amended on 19th March 2015, were published in Jansatta (Delhi and NCR edition in Hindi) on 5th September 2021 and Financial Express (All India edition in English) on 5th September 2021.
3. The Members holding shares on the "cut-off" date i.e. 19th September 2022 were entitled to vote on the proposed resolutions (item no. 1 to 8 as set out in the Notice of the 14th AGM of PB Fintech Limited) by remote e-voting system prior to 14th AGM and e-voting during the 14th AGM.
4. The total paid up Equity Share Capital of the Company as on "cut off" date i.e. as on 19th September 2022 was Rs. 89,89,99,612.00 (Rupees Eighty-Nine Crore Eighty-Nine Lakh Ninety-Nine Thousand Six-Hundred and Twelve) divided into 44,94,99,806 (Forty-Four Crore Ninety-Four Lakh Ninety-Nine Thousand Eight Hundred and Six) equity shares of Rs. 2/- (Rupees Two) each.
5. 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.
6. 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 Link Intime 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.
7. Link Intime 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 14th AGM of the Company, which was held on Monday, September 26, 2022 through URL: <https://instavote.linkintime.co.in> and URL: <https://instameet.linkintime.co.in>, respectively.
8. Link Intime India Private Limited had set up electronic voting facility on their website, www.linkintime.co.in. The Company had uploaded all the items of the business to be transacted at the 14th 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.



9. The Chairman of the 14th Annual General Meeting (AGM) "Suo Moto" ordered for e-voting at 04.23 P.M.
10. The e-voting facility was available during the Meeting for 15 minutes i.e. from 04.25 PM to 04.40 P.M. for those members who were attending the meeting through video conference but have not cast their votes by availing the remote e-voting facility.
11. The votes casted through e-voting were unblocked in presence of following two witnesses by me at 5.00 P.M. on 26th September 2022 who were not the employees of the Company. They have signed in confirmation of the votes being unblocked in their presence.

Witness No. 1	Witness No. 2
 Name: Chetanya Kohli Address: Akshardham Appt., Pocket-3, Sector-19, Dwarka, New Delhi-110075	 Name: Ram Sahay Address: 501, Prayash Smart Bhawan, Rajokri, New Delhi-110038

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, 2022, 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	16002945	367769503	383772448	0	99.9609
Against the Resolution	0	150299	150299	0	0.0391
Total	16002945	367919802	383922747	0	100
Number of members who cast their vote	11	421	432	NA	

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

In this Resolution, one (1) shareholder with 80744 votes abstained from voting through Remote e-voting.



Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Yashish Dahiya (DIN: 00706336), 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	16002945	362932512	378935457	0	98.6802
Against the Resolution	0	5068034	5068034	0	1.3198
Total	16002945	368000546	384003491	0	100
Number of members who cast their vote	11	422	433	NA	

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

Resolution No. 3: Special Resolution

To approve 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 Resolution	16002945	315759071	331762016	0	89.1430
Against the Resolution	0	40406288	40406288	0	10.8570
Total	16002945	356165359	372168304	0	100
Number of members who cast their vote	11	417	428	NA	

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

Five (5) shareholders with 11835187 votes, abstained from voting on this resolution through Remote e-voting.

Resolution No. 4: Special Resolution

To approve remuneration of Mr. Sarbvir Singh (DIN:00509959), Non-Executive 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	
In Favour of the Resolution	16002945	318459713	334462658	0	89.8686
Against the Resolution	0	37705678	37705678	0	10.1314
Total	16002945	356165391	372168336	0	100
Number of members who cast their vote	11	419	430	NA	



Based on the above, the Special Resolution has been passed with requisite majority.
Three (3) shareholders with 11835155 votes, abstained from voting on the resolution in Remote e-voting.

Resolution No. 5: 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	
In Favour of the Resolution	16002945	315867223	331870168	0	89.1721
Against the Resolution	0	40298168	40298168	0	10.8279
Total	16002945	356165391	372168336	0	100
Number of members who cast their vote	11	419	430	NA	

Based on the above, the Special Resolution has been passed with requisite majority.
Three (3) shareholders with 11835155 votes, abstained from voting on this resolution through Remote e-voting.

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	16002945	367996886	383999831	0	99.9990
Against the Resolution	0	3660	3660	0	0.0010
Total	16002945	368000546	384003491	0	100
Number of members who cast their vote	11	422	433	NA	

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

Resolution No. 7: Special Resolution

Ratification of PB Fintech Employees Stock Option Plan 2021 ("ESOP 2021"):

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	16000479	313536912	329537391	0	85.8169
Against the Resolution	2466	54460766	54463232	0	14.1831
Total	16002945	367997678	384000623	0	100
Number of members who cast their vote	11	421	432	NA	



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

One (1) shareholder with 2868 votes abstained from voting on this resolution through Remote e-voting.

Resolution No. 8: Special Resolution

Ratification to extend benefits of PB Fintech Employees Stock Option Plan 2021 ("ESOP 2021") to the employees of subsidiary companies 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	16000479	313536889	329537368	0	85.8169
Against the Resolution	2466	54460789	54463255	0	14.1831
Total	16002945	367997678	384000623	0	100
Number of members who cast their vote	11	421	432	NA	

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


One (1) shareholder with 2868 votes, abstained from voting on this resolution through Remote e-voting.

12. 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.

13. 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 14th 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
Proprietor
FCS No. 5886, CP No. 8271
Scrutinizer
UDIN: F005886D001064231
Place: Gurugram
Date: 28th September 2022

