



September 27, 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: Proceedings of the 14th Annual General Meeting of the Company pursuant to Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,


Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III thereto, please find enclosed the summary of proceedings of the 14th Annual General Meeting of the Company, held on Monday, September 26, 2022, at 03:00 P.M. (IST) through Video Conferencing/ Other Audio Visual Means.

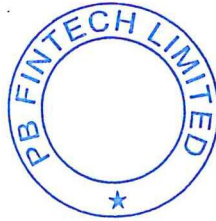
This disclosure will also be hosted on the Company's website viz. www.pbfinotech.in

Kindly take the same on record.

Thanking you,

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


Bhasker Joshi
Company Secretary and Compliance Officer



policybazaar[®] .com

paisabazaar .com

QuickFIXcars

doc:
prime

PB FINTECH LIMITED

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

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

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

Website : www.pbfinotech.in CIN : L51909HR2008PLC037998



Summary of Proceedings of the 14th Annual General Meeting of PB Fintech Limited

The 14th Annual General Meeting ('AGM') of PB Fintech Limited (the 'Company') was held on **Monday, September 26, 2022 at 3:00 P.M. (IST)** through Video Conferencing ('VC') provided by Link Intime India Private Limited ('RTA'). The AGM was held in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17 /2020 dated April 13, 2020, General Circular No. 20/2020 dated, May 5, 2020, read with General Circular No. 02/2022 dated May 5, 2022 and other circulars issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022 and other circulars issued by the Securities and Exchange Board of India.

The proceedings of this AGM were deemed to be conducted at the registered office of the Company situated at Gurugram. The meeting commenced at 3:00 P.M. IST and concluded at 4:40 P.M. IST (including time allowed for e-voting at AGM).

Attendance at the AGM

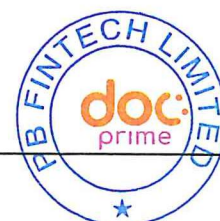
1. Details of Directors, KMP, Auditors (Statutory & Secretarial), Scrutinizer and other attendees who attended the AGM through VC:

- a) Mr. Yashish Dahiya- Chairman, Executive Director & CEO
 - b) Mr. Alok Bansal- Executive Vice Chairman & Whole Time Director
 - c) Mr. Sarbvir Singh- Non-Executive Non Independent Director
 - d) Mr. Kaushik Dutta- Non-Executive Independent Director, Chairman of Audit committee.
 - e) Mrs. Veena Vikas Mankar- Non-Executive Independent Director, Chairperson of Nomination and Remuneration Committee.
 - f) Ms. Kitty Agarwal- Non Independent Nominee Director, Chairperson of Stakeholders' Relationship Committee.
 - g) Mr. Nilesh Bhaskar Sathe- Non-Executive Independent Director
 - h) Mr. Mandeep Mehta – Group Chief Financial Officer
 - i) Mr. Bhasker Joshi –Company Secretary and Compliance officer
 - j) Mr. Sougata Mukherjee -Partner from Price Waterhouse Chartered Accountants LLP, Statutory Auditor.
 - k) Mr. Ashwani Garg from Price Waterhouse Chartered Accountants LLP, Statutory Auditor.
 - l) Mr. Dhananjay Shukla –Secretarial Auditor and Scrutinizer from M/s. Dhananjay Shukla & Associates, Company Secretaries
 - m) Mr. Naveen Kukreja- CEO & Whole time Directors of Paisabazaar Marketing and Consulting Private Limited.
- Mr. Gopalan Srinivasan and Ms. Lilian Jessie Paul, Independent Directors of the company expressed their inability to attend the AGM due to pre-occupation.

2. Details of Members who attended the AGM through VC:

97 Members attended the meeting virtually in person / through authorized representatives.

RTA's moderator, which has provided VC platform for convening virtual AGM, welcomed the members attending the AGM of the Company through VC facility and informed the members that for the smooth conduct of the AGM, the members will be in mute mode by default to avoid noise and disturbance during the proceedings of the meeting. Audio will be open only for pre-registered speakers to speak at AGM. RTA's moderator handed over the proceedings to Mr. Bhasker Joshi, Company Secretary and Compliance Officer of the Company.



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



Mr. Bhasker Joshi, Company Secretary and Compliance Officer welcomed all the members at the AGM and informed the members that the meeting is being held through video conferencing in accordance with the circulars of Ministry of Corporate Affairs, SEBI and in accordance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The company has given the facility for joining the AGM through VC/ OAVM therefore requirement to provide facility to appoint proxy was not applicable.

The Company Secretary further informed the members that the Statutory registers and other applicable documents were available for inspection electronically by the members during the meeting.

The Company Secretary affirmed that the Company had taken all efforts to enable Members to vote electronically prior to AGM and at the AGM in a seamless manner. He further informed that the Members holding shares as on the cut-off date i.e. Monday, September 19, 2022, were entitled to cast their votes through remote e-voting and e-voting at the AGM. The remote e-voting facility provided by the Company to the members commenced from Thursday, September 22, 2022, 9:00 A.M. (IST) and concluded on Sunday, September 25, 2022, 5:00 P.M. (IST).

The Company Secretary further informed the members who have not yet cast their vote by means of remote e-voting may vote through the e-voting facility provided at this Annual General Meeting. The Board of Directors had appointed Mr. Dhananjay Shukla, proprietor of M/s. Dhananjay Shukla & Associates, as the Scrutinizer to supervise the e-voting process.

The Company Secretary welcomed the board members, Group CFO and penal members.

The Company Secretary introduced the directors and officials participating in AGM through VC facility and confirmed their presence:

a) Mr. Yashish Dahiya, Chairman Executive Director and CEO of the Company, member of Audit Committee, Chairman of CSR Committee, Risk management Committee, Business Responsibility Committee participating from the board room of our office at Gurugram.

b) Mr. Alok Bansal, Executive Vice Chairman and Whole-time Director of the Company. He is the member of Stakeholder Relationship Committee, Risk Management Committee and Business Responsibility Committee. participating from the board room of our office at Gurugram.

c) Mr. Sarbvir Singh, Non-Executive Director of the Company and President-Policy bazaar, member of Business Responsibility Committee participating from the board room of our office at Gurugram.

d) Mr. Kaushik Dutta, Independent Director of the company, Chairman of the Audit Committee and participating from Kuala Lumpur, Malaysia. He was associated with Price Waterhouse & Co., Lovelock & Lewes, Chartered Accountants as Partner for over 25 years. He has been retained as an expert on corporate governance by the Indian Institute of Corporate Affairs of the Ministry of Corporate Affairs in matters relating to future of corporate governance in India.

e) Mrs. Veena Vikas Mankar, Independent Director of the Company, Chairperson of the Nomination and Remuneration Committee and participating from Kashmir. Mrs. Mankar is a non-executive director on the board of RBL Bank Limited and has also served as a director on the board of Liberty General Insurance Limited and as the non-executive chairperson of IDFC First Bank Limited.

f) Mr. Nilesh Bhaskar Sathe, Independent Director of the Company, member of Nomination & Remuneration Committee attending this meeting from Nagpur. He has served as whole-time member, IRDAI and as the CEO and Director of LIC Nomura Mutual Fund Asset Management Company and as zonal manager (Northern Zone) of Life Insurance Corporation of India.

policybazaar^{com}

paisabazaar^{com}

QuickFIXcars



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



g) Ms. Kitty Agarwal, Non Executive & Non Independent Director of the Company. She is the Chairperson of Stakeholders Relationship Committee and member of Nomination and Remuneration Committee participating from her office in Gurugram. She heads the investment arm of Info Edge (India) Limited.

h) Mr. Gopalan Srinivasan, Independent Director of the Company and Member of the Audit Committee, Risk Management Committee & CSR Committee. He has previously served as the chairman and managing director of United India Insurance Company Limited and chairman and managing director of the New India Assurance Company Limited. He could not attend the meeting and leave of absence was granted to him.

i) Ms. Lilian Jessie Paul, Independent Director and member of CSR Committee and Stakeholders Relationship Committee. She is the founder and CEO of Paul Writer Strategic Services and is the author of a book titled 'No Money Marketing', published by Tata McGraw-Hill. She has previously been associated with Tata Elxsi (India) Limited, Ogilvy & Mather Limited, Infosys Limited, iGATE Global Solutions Limited and Wipro Limited. She could not attend the meeting and the leave of absence was granted to her.

The Company Secretary also confirmed the presence of following attendees:

- Mr. Mandeep Mehta, Group Chief Financial Officer participating from the board room of our office at Gurugram.
- Mr. Naveen Kukreja, CEO of Paisaabazaar, participating from the board room of our office at Gurugram.
- Mr. Sougata Mukherjee, Partner at PWC, Statutory Auditors of the company
- Mr. Dhananjay Shukla, Proprietor, Dhananjay Shukla & Associates, Secretarial Auditor of the company and the Scrutinizer of this meeting.

Mr. Yashish Dahiya took the chair and welcomed all the members and Board of Directors present at the AGM. He informed the requisite quorum was present and declared the meeting was in order. The Chairman addressed the shareholders and delivered his speech.

Thereafter, Mr. Bhasker Joshi invited Mr. Mandeep Mehta, Group Chief Financial Officer to give overview of financial performance of the company during the financial year 2021-22. Mr. Mehta provided a detailed update to the members.

Mr. Bhasker Joshi, informed the members that the Notice of AGM, the board report, the auditor's report, financial statements for the financial year ended March 31, 2022, have been sent to the members of the Company at their registered email address, within prescribed timelines and with the consent of members were taken as read. He also informed the members that the Statutory Auditors' Report and Secretarial Auditor's Report did not contain any qualifications, observations or adverse remarks.

Thereafter the Company Secretary briefed the members on the resolutions as set out in the notice of AGM:

Ordinary Business:

Resolution No. 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.

Resolution No. 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.



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



Special Business:

Resolution No. 3:

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

Resolution No. 4:

To approve remuneration of Mr. Sarbvir Singh (DIN: 00509959), Non-Executive Director of the company

Resolution No. 5:

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

Resolution No. 6:

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

Resolution No. 7:

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

Resolution No. 8:

Ratification to extend benefits of PB Fintech Employees Stock Option Plan 2021 ("ESOP 2021") to the employees of subsidiary companies of the company

The Company Secretary requested the moderator to begin the Q&A session with the members who have pre-registered as a speaker to ask questions, raise their queries to express their views, give suggestions or make inquiries regarding the operational / financial performance of the Company and related matters. The questions raised by the members were duly answered by Mr. Yashish Dahiya, Mr. Alok Bansal, Mr. Sarbvir Singh and Mr. Naveen Kukreja.

The Company Secretary informed that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the consolidated Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, within stipulated timelines.


The Company Secretary informed the Members, who were participating in the meeting and had not cast their votes through remote voting, were provided an opportunity to cast their votes through e-voting at the AGM.

To enable the members to cast their vote at the AGM, the e-voting facility was kept open for the 15 minutes and upon completion of the e-voting process the Meeting was concluded at 4:40 P.M. (IST)

Thanking you,

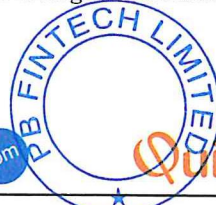
Yours Sincerely

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


Bhasker Joshi
Company Secretary and Compliance Officer











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