



May 30, 2022

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

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

SYMBOL: POLICYBZR

SCRIP CODE: 543390

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Pursuant to Regulation 24A of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed the Annual Secretarial Compliance Report issued by Mr. Dhananjay Shukla, Proprietor of M/s Dhananjay Shukla & Associates, Practising Company Secretaries, for the year ended March 31, 2022.

This is for your information and records.

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

  
Bhasker Joshi  
Company Secretary and Compliance Officer



Date: May 30, 2022

Place: Gurugram

Encl.: A/a

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**PB FINTECH LIMITED**

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

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

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

Website : www.pbfintech.in CIN : L51909HR2008PLC037998

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House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001  
Mobile: +91 9873347280, Tel: +91-124-2382323/2380740,  
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

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**Annual Secretarial Compliance Report of**  
**PB Fintech Limited**  
**for the Financial year ended 31st March 2022**

(In Compliance with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015)

To,  
**PB Fintech Limited**  
Regd.Office: Plot No.119,  
Sector-44, Gurgaon, Haryana-122001

We have examined:-

- (a) all the documents and records made available to us and explanation provided by PB Fintech Limited (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2022 (“Review Period”) in respect of compliance with the provisions of :

- (a) The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined include:-

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;



- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the company during the review period).**
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 till 12<sup>th</sup> August 2021 and thereafter The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the review period).**
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the review period).**
- (h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/guidelines issued thereunder and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
---Not applicable---			

- (b) The listed entity has maintained proper records under the provisions of the above



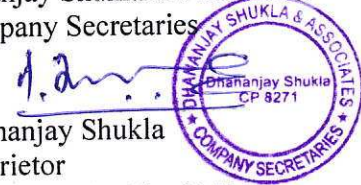


Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

- (c) There are no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) During the Previous financial Year 2020-21, the company was an unlisted public company and therefore Regulation 24 of SEBI LODR pertaining to obtaining of Annual Secretarial Compliance Report was not applicable to it.

We further report that pursuant to Company's code of conduct to regulate, monitor, and report trading by Insiders read with Schedule B and Regulations 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the company had noticed the violations of Company's code of conduct by seven designated persons. The Audit committee of the Company has levied penalty on the erring designated persons and the penalty levied has been deposited by the individual employees to the specified Fund of SEBI and the same has been reported to Stock exchanges on 31<sup>st</sup> March 2022 by the company in the format as specified vide Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135

For Dhananjay Shukla & Associates  
Company Secretaries



Dhananjay Shukla  
Proprietor  
FCS-5886, CP No. 8271  
UDIN:F005886D000413073

Date: 27<sup>th</sup> May 2022  
Place: Gurugram