



## ANNEXURE VI

### COMPLIANCE REPORT TO BE SUBMITTED ALONG WITH THE DRAFT SCHEME

It is hereby certified that the draft scheme of arrangement involving Makesense Technologies Limited (“Transferor Company”) and PB Fintech Limited (“Transferee Company”) does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sl.	Reference	Particulars	Whether complied or
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
<b>Requirements of this circular</b>			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities	Yes, will be complied with.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied. Copy of the fair equity share exchange ratio report is enclosed as part of this application.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. Copy of the certificate issued by the statutory auditors the Transferee Company confirming that accounting treatment mentioned in the Scheme is in compliance with Section 133 of the Companies Act 2013 and accounting standards framed thereunder is enclosed as part of this application.



## 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



(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	The Company will comply with provisions of e-voting as per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time.
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**(Bhasker Joshi)**  
Company Secretary

**(Alok Bansal)**  
Whole Time Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Makesense Technologies Limited (“Transferor Company”) and PB Fintech Limited (“Transferee Company”) are in compliance with all the Accounting Standards applicable to a listed entity.

**(Mandeep Mehta)**  
Chief Financial Officer

**(Alok Bansal)**  
Whole Time Director

Date: 17.05.2022

Place: Gurgaon



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