

National Stock Exchange Of India Limited

Ref: NSE/LIST/31102

June 01, 2022

The Company Secretary
PB Fintech Limited
Plot No. 119, Sector 44,
Gurgaon, Haryana, 122001

Kind Attn.: Mr. Bhasker Joshi

Dear Sir,

Sub: Requirements for in principle approval to Scheme of Amalgamation of Makesense Technologies Limited (Transferor Company) with PB Fintech Limited (Transferee Company) and their respective Shareholders.

In this regard you are requested to provide the following documents/details as mentioned below:

- 1) It is been noted that Net worth of Transferor company is Rs.5078 crores, however post amalgamation of Transferor with Transferee company Net worth is increased only by 1.28 Crores, kindly provide Balance sheet for the Transferor company along with all Annexure and notes.
- 2) As per para 8.4 of the scheme “Any fractional entitlements from such net proceeds shall be rounded off to the next Rupee. It is clarified that any such distribution shall take place only on the sale of all the equity shares of the Transferee Company pertaining to the fractional entitlements”. Further in Brief Particulars Annexure E it is mentioned that Fractional entitlement will be rounded up to nearest whole number. Kindly Clarify how the company is in compliance with SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and amendments thereof.
- 3) Noted that Statutory Auditor’s certificate confirming the compliance of the accounting treatment as specified in Para (A)(5) of Part I of SEBI Master Circular is not as per the format of checklist as company has not confirmed compliance of all regulations of LODR. kindly update Annexure C as per the format of checklist.
- 4) In Brief Particulars Annexure E, kindly update all points as per the format of checklist.

We would be in a position to take necessary action at our end on receipt of the above documents/details.

Yours faithfully,
For National Stock Exchange of India Ltd.
Arpi Chheda

Deputy Manager
9833323070

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL:<https://www.nseindia.com/companies-listing/raising-capital-further-issues-mainsmechecklist>