General information about company							
Scrip code	543390						
NSE Symbol	POLICYBZR						
MSEI Symbol	NA						
ISIN	INE417T01026						
Name of the entity	PB FINTECH LIMITED						
Date of start of financial year	01-04-2023						
Date of end of financial year	31-03-2024						
Reporting Quarter	Yearly						
Date of Report	31-03-2024						
Risk management committee	Applicable						
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities						

					Annexure I							
		A	nnexure I to b	e submitt	ed by listed entity on qua	rterly basis						
				I. Composi	tion of Board of Directors							
	Disclosure of notes on composition of board of directors explanatory Textual Information(1)											
				WI	hether the listed entity has a Reg	gular Chairperson	Yes					
		Yes										
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth				
1	Mr	Yashish Dahiya	ABPPD8875Q	00706336	Executive Director	Chairperson	CEO	16-09- 1972				
2	Mr	Alok Bansal	AFBPB1067Q	01653526	Executive Director	Not Applicable		29-12- 1975				
3	Mr	Sarbvir Singh	AYTPS5051J	00509959	Executive Director	Not Applicable	CEO	17-09- 1971				
4	Mr	Nilesh Bhaskar Sathe	ADXPS3628Q	02372576	Non-Executive - Independent Director	Not Applicable		01-05- 1957				
5	Mrs	Veena Vikas Mankar	AAHPM5924A	00004168	Non-Executive - Independent Director	Not Applicable		24-01- 1953				
6	Mr	Kaushik Dutta	AGYPD3424F	03328890	Non-Executive - Independent Director	Not Applicable		01-05- 1962				
7	Mr	Gopalan Srinivasan	ACGPS4511G	01876234	Non-Executive - Independent Director	Not Applicable		19-07- 1958				
8	Ms	Lilian Jessie Paul ADQPP4942D 02864506 Non-Executive - Independent Director Not Applicable		Not Applicable		02-05- 1970						
9	Mrs	Kitty Agarwal	AFSPA3533M	07624308	Non-Executive - Nominee Director	Not Applicable		21-06- 1988				

		I. Composition of	Board of Directors								
	Disqualification of Directors under section 164 of the Companies Act, 2013										
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status						
1	No				Active						
2	No				Active						
3	No				Active						
4	No				Active						
5	No				Active						
6	No				Active						
7	No				Active						
8	No				Active						
9	No				Active						

	I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		10-06- 2008	05-07- 2021			1	0	1	0			
2	NA		04-06- 2008	28-06- 2021			1	0	1	0			
3	NA		05-06- 2020	26-08- 2023			1	0	0	0		Textual Information(2)	
4	NA		19-06- 2021	19-06- 2021		33.12	1	1	2	0			
5	NA		19-06- 2021	19-06- 2021		33.12	3	2	1	2			
6	NA		19-06- 2021	19-06- 2021		33.12	3	3	4	2			
7	NA		19-06- 2021	19-06- 2021		33.12	1	1	1	0			
8	NA		19-06- 2021	19-06- 2021		33.12	4	4	4	1			
9	NA		07-02- 2018	07-02- 2018			1	0	0	1			

Text Block						
Textual Information(1)	As per disclosure received, Mr. Kaushik Dutta has completed his tenure as independent director in HCL Infosystems Limited and ceased to be independent director with effect from 31st March, 2024. Hence, his directorship in the listed entity and membership/post of chairperson in committee are not included while reporting the corporate governance report for the quarter ended March 31, 2024.					
Textual Information(2)	Mr. Sarbvir Singh has been appointed as the Executive Director and Joint Group Chief Executive Officer (CEO) of the Company by the Board of Directors w.e.f. 26th August, 2023 and his appointment was subsequently approved by the Shareholders of the Company in a duly convened Annual General Meeting held on 23rd September, 2023. Thus, he is serving as Joint CEO of the Company.					

A	Audit Committee Details									
	Whether the Audit Committee has a Regular Chairperson Yes									
Sı	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	03328890	Kaushik Dutta	Non-Executive - Independent Director	Chairperson	28-06-2021					
2	01876234	Gopalan Srinivasan	Non-Executive - Independent Director	Member	28-06-2021					
3	00706336	Yashish Dahiya	Executive Director	Member	28-06-2021					

Nomination and remuneration committee										
	Whether the Nomination and remuneration committee has a Regular Chairperson Yes									
Sr	r DIN Name of Committee members		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	00004168	Veena Vikas Mankar	Non-Executive - Independent Director	Chairperson	28-06-2021					
2	02372576	Nilesh Bhaskar Sathe	Non-Executive - Independent Director	Member	28-06-2021					
3	07624308 Kitty Agarwal		Non-Executive - Nominee Director	Member	28-06-2021					

St	Stakeholders Relationship Committee									
	Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes									
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	07624308	Kitty Agarwal	Non-Executive - Nominee Director	Chairperson	26-07-2021					
2	02372576	Nilesh Bhaskar Sathe	Nilesh Bhaskar Sathe Non-Executive - Independent Director		28-06-2021					
3	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	28-06-2021					
4	01653526	Alok Bansal	Executive Director	Member	28-06-2021					

Ri	Risk Management Committee												
		Whether the Risk N	Yes										
Sr	Sr DIN Name of Committee members		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks						
1	00706336	Yashish Dahiya	Executive Director	Chairperson	26-07-2021								
2	2 01876234 Gopalan Srinivasan		Non-Executive - Independent Director	Member	26-07-2021								
3	01653526	Alok Bansal	Executive Director	Member	26-07-2021								

Corporate Social Responsibility Committee										
	Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes									
Sr	Sr DIN Name of Committee Category 1 of directors		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks			
1	00706336	Yashish Dahiya	Executive Director	Chairperson	21-06-2018					
2	01876234	Gopalan Srinivasan Non-Executive - Independent Director		Member	28-06-2021					
3	C 102864506 II ilian leccie Paul I		Non-Executive - Independent Director	Member	28-06-2021					

	Otl	ner Committee	;				
Ī	Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1										
An	Annexure 1										
Ш	. Meeting of B	oard of Direct	tors								
Di	isclosure of not of boar	es on meeting ed of directors explanatory									
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*			
1	04-11-2023				Yes	9	9	5			
2		30-01-2024	86		Yes	9	9	5			
3		20-03-2024	49		Yes	9	9	5			

Annexure 1	1
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IV. Meeting of Committees

	. Miccing of C	Jiiiiiittees								
		Disclos	sure of notes o	n meeting of	f committee	s explanatory				
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	04-11-2023				Yes	3	3	2	0
2	Audit Committee	30-01-2024	86			Yes	3	3	2	0
3	Risk Management Committee	29-01-2024				Yes	3	3	1	0
4	Stakeholders Relationship Committee	30-01-2024	0			Yes	4	4	2	0

	Annexure 1					
V. Related Party Transactions						
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.			
1	Whether prior approval of audit committee obtained	Yes				
2	Whether shareholder approval obtained for material RPT	NA				
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes				

	Annexure 1						
VI	/I. Affirmations						
Sr	Subject	Compliance status (Yes/No)					
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes					
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes					
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes					
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes					
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes					
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes					
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes					
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes					

	Annexure 1				
Sr	Subject	Compliance status			
1	Name of signatory	Bhasker Joshi			
2	Designation	Company Secretary and Compliance Officer			

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.pbfintech.in/#about
2	Terms and conditions of appointment of independent directors	Yes		https://www.pbfintech.in/pdf/Terms-Letter-of- Appointment-of-Independent-Director.pdf
3	Composition of various committees of board of directors	Yes		https://www.pbfintech.in/investor-relations/board-members-and-committees/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.pbfintech.in/pdf/PB-Fintech-Code-of-Conduct-for-Board-and-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.pbfintech.in/pdf/whistle-blower-policy-pbfintech.pdf
6	Criteria of making payments to non- executive directors	Yes		https://www.pbfintech.in/pdf/Criteria-of-making-payments-to-Non-Executive-Directors.pdf
7	Policy on dealing with related party transactions	Yes		https://www.pbfintech.in/pdf/Policy-on-Related-Party-transactions-and-its-Materiality.pdf?v=2
8	Policy for determining 'material' subsidiaries	Yes		https://www.pbfintech.in/pdf/Policy-on-Related-Party-transactions-and-its-Materiality.pdf?v=2
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.pbfintech.in/pdf/Policy-on- Familiarization-Programme-for-Independent- Directors.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.pbfintech.in/#contact-us
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.pbfintech.in/#contact-us
12	Financial results	Yes		https://www.pbfintech.in/investor-relations/financial-results/
13	Shareholding pattern	Yes		https://www.pbfintech.in/SHP-Report/
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

I. Di	sclosure on website in terms of Listing Re	gulations		
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.pbfintech.in/investor-relations/earnings-call/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.pbfintech.in/investor-relations/earnings-call/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.pbfintech.in/investor-relations/regulation30/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.pbfintech.in/investor-relations/financial-results/
20	Secretarial Compliance Report	Yes		https://www.pbfintech.in/investor-relations/annual-disclosures/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.pbfintech.in/pdf/Materiality- Policy.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.pbfintech.in/pdf/policy-on-determination-of-materiality-of-disclosure-pb-new.pdf?v=2
23	Disclosures under regulation 30(8)	Yes		https://www.pbfintech.in/investor-relations/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://www.pbfintech.in/investor-relations/quarterly-updates/
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.pbfintech.in/pdf/Dividend- Distribution-Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.pbfintech.in/investor-relations/annual-return/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.pbfintech.in/#investor-relation
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.pbfintech.in/#investor-relation

	Annexure II II. Annual Affirmations						
II.							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.			
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes				
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes				
3	Meeting of Board of directors	17(2)	Yes				
4	Quorum of Board meeting	17(2A)	Yes				
5	Review of Compliance Reports	17(3)	Yes				
6	Plans for orderly succession for appointments	17(4)	Yes				
7	Code of Conduct	17(5)	Yes				
8	Fees/compensation	17(6)	Yes				
9	Minimum Information	17(7)	Yes				
10	Compliance Certificate	17(8)	Yes				

	Annexure II							
II. Annual Affirmations								
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.				
11	Risk Assessment & Management	17(9)	Yes					
12	Performance Evaluation of Independent Directors	17(10)	Yes					
13	Recommendation of Board	17(11)	Yes					
14	Maximum number of Directorships	17A	Yes					
15	Composition of Audit Committee	18(1)	Yes					
16	Meeting of Audit Committee	18(2)	Yes					
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes					
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes					
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes					
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes					

	Annexure II							
II. Annual Affirmations								
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.				
21	Role of Nomination and Remuneration Committee	19(4)	Yes					
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes					
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes					
24	Role of Stakeholders Relationship Committee	20(4)	Yes					
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes					
26	Meeting of Risk Management Committee	21(3A)	Yes					
27	Quorum of Risk Management Committee meeting	21(3B)	Yes					
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes					
29	Vigil Mechanism	22	Yes					
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes					

	Annexure II							
II.	Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non compliance may be given here				
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes					
32	Approval for material related party transactions	23(4)	Yes					
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes					
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes					
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes					
36	Alternate Director to Independent Director	25(1)	NA					
37	Maximum Tenure	25(2)	Yes					
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes					
39	Meeting of independent directors	25(3) & (4)	Yes					
40	Familiarization of independent directors	25(7)	Yes					

	Annexure II						
II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.			
41	Declaration from Independent Director	25(8) & (9)	Yes				
42	Directors and Officers insurance	25(10)	Yes				
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes				
44	Memberships in Committees	26(1)	Yes				
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes				
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes				
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes				
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes				
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes				
	Any other information to be provided - Add Notes		•				

Annexure II			
1	Name of signatory	Bhasker Joshi	
2	Designation	Company Secretary and Compliance Officer	

Annexure II			
Ш	III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)	
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes	
	Any other information to be provided		

Annexure II			
1	Name of signatory	Bhasker Joshi	
2	Designation	Company Secretary and Compliance Officer	

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	Textual Information(1)		

	Text Block
Textual Information(1)	Not applicable

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			
Sr.	Date of the event	Brief details of the event	

Signatory Details			
Name of signatory	Bhasker Joshi		
Designation of person	Company Secretary and Compliance Officer		
Place	Gurugram		
Date	19-04-2024		