



March 20, 2024

To

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

BSE Limited
Department of Corporate Services/ Listing
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

SYMBOL: POLICYBZR

SCRIP CODE: 543390

Sub.: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/Madam

Pursuant to Regulation 30 read with Schedule III of SEBI Listing Regulations, we hereby inform that the Board of Directors of the Company at its meeting held today i.e. Wednesday, March 20, 2024, has, *inter-alia*, considered and approved incorporation of a wholly owned subsidiary of the Company under the name and style of “PB Pay Private Limited” to carry on the business of payment aggregator – domestic and / or cross border or both, as may be permitted by the Reserve Bank of India, by facilitating merchants with offline and/or digital payment acceptance infrastructure or both.

Further, the detailed disclosure pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI Listing Regulations, as amended and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure- A**.

This is for your information and necessary records.

Thanking You,

Yours faithfully,
For PB Fintech Limited

(Bhasker Joshi)
Company Secretary and Compliance officer

Encl.: A/a

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PB FINTECH LIMITED

Registered Office Address : Plot No. 119, Sector-44, Gurugram-122001 (Haryana)
Telephone No. : 0124-4562900, Fax : 0124-4562902 E-mail : enquiry@policybazaar.com
Website : www.pbfintech.in CIN : L51909HR2008PLC037998



Disclosure pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Annexure-A

Sr No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	Name: "PB Pay Private Limited" Authorised Share Capital (Proposed): ₹50,00,00,000 (Rupees Fifty Crores Only) Paid-up Share Capital (Proposed): ₹27,00,00,000 (Rupees Twenty Seven Crores Only)
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The wholly owned subsidiary once incorporated will be a related party of the Company. Further, the Company is a professionally managed Company with no identifiable promoter, hence, promoter/ promoter group interest is not involved.
c)	Industry to which the entity being acquired belongs	NBFC (Payment Aggregator)
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The proposed wholly owned subsidiary company to be incorporated in India shall carry the business of payment aggregator – domestic and / or cross border or both, as may be permitted by the Reserve Bank of India, by facilitating merchants with offline and/or digital payment acceptance infrastructure or both.
e)	Brief details of any governmental or regulatory approvals required for the acquisition	The proposed company on incorporation will apply to RBI for Payment Aggregator License and conduct the PA business once RBI licence is received.
f)	indicative time period for completion of the acquisition	The application for the process of incorporation of proposed wholly owned subsidiary would be filed and completed subject to approval from the relevant authorities.
g)	consideration - whether cash consideration or share swap or any other form and details of the same;	100% subscription to the share capital in cash
h)	cost of acquisition and/or the price at which the shares are acquired	Not Applicable



i)	percentage of shareholding / control acquired and / or number of shares acquired	100%
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	Not applicable since the Company is yet to be incorporated.

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