

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L51909HR2008PLC037998

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCE0182A

(ii) (a) Name of the company

PB FINTECH LIMITED

(b) Registered office address

PLOT NO. 119, SECTOR 44 NA
GURGAON
Gurgaon
Haryana
122001

(c) *e-mail ID of the company

CO*****AR.COM

(d) *Telephone number with STD code

01*****07

(e) Website

www.pbfintech.in

(iii) Date of Incorporation

04/06/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 27/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 14

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Policybazaar Insurance Brokers	U74999HR2014PTC053454	Subsidiary	100
2	Paisabazaar Marketing and Co	U74900HR2011PTC044581	Subsidiary	100

3	Docprime Technologies Private	U74999HR2016PTC064312	Subsidiary	100
4	Icall Support Services Private L	U72400HR2008PTC038134	Subsidiary	100
5	Accurex Marketing and Consul	U74900HR2011PTC044633	Subsidiary	100
6	PB Marketing and Consulting F	U74900HR2008PTC038523	Subsidiary	100
7	PB Financial Account Aggrega	U67100HR2022PTC101081	Subsidiary	100
8	Visit Internet Services Private L	U72900DL2012PTC231178	Subsidiary	100
9	Myloancare Ventures Private L	U65100DL2013PTC258637	Subsidiary	70.1
10	MLC Finotech Private Limited	U67100HR2022PTC107092	Subsidiary	70.1
11	PB Fintech FZ- LLC		Subsidiary	100
12	Zphin Computer Systems and		Subsidiary	100
13	Visit Health Private Limited	U72200DL2018PTC333356	Associate	31.62
14	YKNP Marketing Management		Associate	26.72

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	490,500,000	451,203,464	451,203,464	451,203,464
Total amount of equity shares (in Rupees)	981,000,000	902,406,928	902,406,928	902,406,928

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	490,500,000	451,203,464	451,203,464	451,203,464
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	981,000,000	902,406,928	902,406,928	902,406,928

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	950,000	0	0	0
Total amount of preference shares (in rupees)	19,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	950,000	0	0	0
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	19,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	450,116,349	450,116,349	900,232,698	900,232,698	
Increase during the year	0	1,087,115	1,087,115	2,174,230	2,174,230	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	1,087,115	1,087,115	2,174,230	2,174,230	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0

x. Others, specify				0	0	
Nil						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
Nil						
At the end of the year	0	451,203,464	451203464	902,406,928	902,406,928	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
Nil						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE417T01026

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,102,907,274

(ii) Net worth of the Company

77,293,680,533

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	47,926,631	10.62	0	
	(ii) Non-resident Indian (NRI)	7,431,758	1.65	0	
	(iii) Foreign national (other than NRI)	16	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	18,140,787	4.02	0	
4.	Banks	0	0	0	
5.	Financial institutions	18,181	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	47,909,516	10.62	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	90,896,744	20.15	0	
10.	Others Alternate Investment Fund:	238,879,831	52.94	0	

	Total	451,203,464	100	0	0
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Total number of shareholders (other than promoters)

152,153

**Total number of shareholders (Promoters+Public/
Other than promoters)**

152,153

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	195,672	152,153
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	6	3	5	6.38	0
(i) Non-Independent	2	1	3	0	6.38	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	1	0	1	0	0
Total	2	7	3	6	6.38	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

13

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Yashish Dahiya	00706336	Director	20,896,378	
Alok Bansal	01653526	Whole-time director	7,538,078	
Sarbvir Singh	00509959	Whole-time director	351,500	
Kaushik Dutta	03328890	Director	0	
Gopalan Srinivasan	01876234	Director	0	
Veena Vikas Mankar	00004168	Director	0	
Nilesh Bhaskar Sathe	02372576	Director	0	
Lilian Jessie Paul	02864506	Director	0	
Kitty Agarwal	07624308	Nominee director	0	
Yashish Dahiya	00706336	CEO	20,896,378	
Sarbvir Singh	00509959	CEO	351,500	
Mandeep Mehta	AAQPM3574K	CFO	47,858	
Bhasker Joshi	AKIPJ4129P	Company Secretary	19,885	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sarbvir Singh	00509959	Whole-time director	26/08/2023	Appointment
Sarbvir Singh	00509959	CEO	26/08/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/09/2023	183,940	128	6.11
Meeting of Unsecured Creditors	02/09/2023	51	24	52.26
Meeting of Equity Shareholders	02/09/2023	188,385	95	25.11

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/05/2023	9	9	100
2	07/08/2023	9	8	88.89
3	26/08/2023	9	9	100
4	04/11/2023	9	9	100
5	30/01/2024	9	9	100
6	20/03/2024	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/05/2023	3	3	100
2	Audit Committee	07/08/2023	3	3	100
3	Audit Committee	26/08/2023	3	3	100
4	Audit Committee	04/11/2023	3	3	100
5	Audit Committee	30/01/2024	3	3	100
6	Nomination and Remuneration Committee	22/05/2023	3	3	100
7	Nomination and Remuneration Committee	31/07/2023	3	3	100
8	Nomination and Remuneration Committee	26/08/2023	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	Stakeholders F	30/01/2024	4	4	100
10	Risk Manager	04/08/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2024
								(Y/N/NA)
1	Yashish Dahiya	6	6	100	8	8	100	Yes
2	Alok Bansal	6	6	100	4	4	100	Yes
3	Sarbvir Singh	6	6	100	1	1	100	Yes
4	Kaushik Dutta	6	6	100	5	5	100	Yes
5	Gopalan Srinivas	6	6	100	7	7	100	No
6	Veena Vikas M	6	5	83.33	3	3	100	Yes
7	Nilesh Bhaskar	6	6	100	4	4	100	Yes
8	Lilian Jessie P	6	6	100	1	1	100	Yes
9	Kitty Agarwal	6	6	100	4	4	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Alok Bansal	Whole-time Dire	8,730,652	0	0	6,057,350	14,788,002
	Total		8,730,652	0	0	6,057,350	14,788,002

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mandeep Mehta	CFO	14,347,019	0	45,707,858	0	60,054,877
2	Bhasker Joshi	Company Secre	3,268,337	0	9,307,080	0	12,575,417
	Total		17,615,356	0	55,014,938	0	72,630,294

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kaushik Dutta	Independent Dir	0	2,400,000	0	1,100,000	3,500,000
2	Mrs. Veena Vikas M	Independent Dir	0	2,400,000	0	800,000	3,200,000
3	Mr. Nilesh Bhaskar	Independent Dir	0	2,400,000	0	1,000,000	3,400,000
4	Mr. Gopalan Sriniva	Independent Dir	0	2,400,000	0	1,300,000	3,700,000
5	Ms. Lilian Jessie Pa	Independent Dir	0	2,400,000	0	700,000	3,100,000
	Total		0	12,000,000	0	4,900,000	16,900,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Details of Committee Meetings.pdf
MGT-8 PB Fintech 2023-24.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Details of Committee Meetings

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/05/2023	3	3	100
2	Audit Committee	07/08/2023	3	3	100
3	Audit Committee	26/08/2023	3	3	100
4	Audit Committee	04/11/2023	3	3	100
5	Audit Committee	30/01/2024	3	3	100
6	Nomination and Remuneration Committee	22/05/2023	3	3	100
7	Nomination and Remuneration Committee	31/07/2023	3	3	100
8	Nomination and Remuneration Committee	26/08/2023	3	3	100
9	Stakeholders Relationship Committee	30/01/2024	4	4	100
10	Risk Management Committee	04/08/2023	3	3	100
11	Risk Management Committee	29/01/2024	3	3	100
12	Business Responsibility and Sustainability Reporting Committee	19/05/2023	5	5	100