

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L51909HR2008PLC037998

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	PB FINTECH LIMITED	PB FINTECH LIMITED
Registered office address	PLOT NO. 119, SECTOR 44,NA,GURGAON,Gurgaon,Haryana,India,122001	PLOT NO. 119, SECTOR 44,NA,GURGAON,Gurgaon,Haryana,India,122001
Latitude details	28.472143	28.472143
Longitude details	77.043999	77.043999

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photograph Of Registered Office.jpg

(b) *Permanent Account Number (PAN) of the company

AA*****2A

(c) *e-mail ID of the company

*****@policybazaar.com

(d) *Telephone number with STD code

01*****07

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.pb fintech.in</div>									
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">04/06/2008</div>									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)	2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
S. No.	Stock Exchange Name	Code								
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px;">1</div>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
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ix * (a) Whether Annual General Meeting (AGM) held	<input type="radio"/> Yes <input checked="" type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; height: 20px;"></div>									
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

AGM will be conducted on September 26, 2025

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	63	Information service activities	100

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

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

16

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U74999HR2014PTC053454		POLICYBAZAAR INSURANCE BROKERS PRIVATE LIMITED	Subsidiary	100
2	U74900HR2011PTC044581		PAISABAZAAR MARKETING AND CONSULTING PRIVATE LIMITED	Subsidiary	100
3	U74999HR2016PTC064312		DOCPRIME TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100
4	U72400HR2008PTC038134		ICALL SUPPORT SERVICES PRIVATE LIMITED	Subsidiary	100

5	U74900HR2011PTC044633		ACCUREX MARKETING AND CONSULTING PRIVATE LIMITED	Subsidiary	100
6	U74900HR2008PTC038523		PB MARKETING AND CONSULTING PRIVATE LIMITED	Subsidiary	100
7	U67100HR2022PTC101081		PB FINANCIAL ACCOUNT AGGREGATORS PRIVATE LIMITED	Subsidiary	100
8	U65100DL2013PTC258637		MYLOANCARE VENTURES PRIVATE LIMITED	Subsidiary	70.1
9	U67100HR2022PTC107092		MLC FINOTECH PRIVATE LIMITED	Subsidiary	70.1
10		94558	PB Fintech FZ- LLC	Subsidiary	100
11		CN-4690365	Zphin Computer Systems and Software Designing-Sole Proprietorship LLC	Subsidiary	100
12		797065	YKNP Marketing Management LLC	Associate	26.72
13	U66190HR2024PTC120573		PB PAY PRIVATE LIMITED	Subsidiary	100
14	U86100HR2025PTC127240		PB HEALTHCARE SERVICES PRIVATE LIMITED	Subsidiary	100
15		226673	Genesis Group Limited	Subsidiary	100
16		123	Policybazaar Middle East Insurance Brokers LLC	Subsidiary	100

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	490500000.00	459257282.00	459257282.00	459257282.00
Total amount of equity shares (in rupees)	981000000.00	918514564.00	918514564.00	918514564.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	490500000	459257282	459257282	459257282
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	981000000.00	918514564.00	918514564	918514564

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	950000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	19000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference				
Number of preference shares	950000	0	0	0
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	19000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
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Total amount of unclassified shares

0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	451203464	451203464.00	902406928	902406928	
Increase during the year	0.00	8053818.00	8053818.00	16107636.00	16107636.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	8053818	8053818.00	16107636	16107636	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Nil				0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Nil			0		0	
At the end of the year	0.00	459257282.00	459257282.00	918514564.00	918514564.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>Nil</div>			0	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	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		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

1534397281

ii * Net worth of the Company

79575310261

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others <div></div>	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (promoters)

0

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	46171094	10.05	0	0.00
	(ii) Non-resident Indian (NRI)	2292634	0.50	0	0.00
	(iii) Foreign national (other than NRI)	16	0.00	0	0.00
2	Government				
	(i) Central Government	884	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	18643508	4.06	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	72896895	15.87	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	89442400	19.48	0	0.00

10	Others <div>AIF</div>	229809851	50.04	0	0.00
	Total	459257282.00	100	0.00	0

Total number of shareholders (other than promoters)

151205

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

151205.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	151205
	Total	151205.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of 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)	152153	151205
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	3	5	3	5	5.75	0.00
i Non-Independent	3	0	3	0	5.75	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	1	0	1	0.00	0.00
i. Banks and 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	3	6	3	6	5.75	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
YASHISH DAHIYA	00706336	Director	19814340	
ALOK BANSAL	01653526	Whole-time director	6418055	
SARBVIR SINGH	00509959	Whole-time director	160500	
KAUSHIK DUTTA	03328890	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	
DHRUV SHRINGI	00334986	Director	0	
YASHISH DAHIYA	ABPPD8875Q	CEO	19814340	
SARBVIR SINGH	AYTPS5051J	CEO	160500	
MANDEEP MEHTA	AAQPM3574K	CFO	89701	
BHASKER JOSHI	AKIPJ4129P	Company Secretary	29885	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
DHRUV SHRINGI	00334986	Additional Director	06/08/2024	Appointment
GOPALAN SRINIVASAN	01876234	Director	24/09/2024	Cessation

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

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2024	146515	114	3.33

B BOARD MEETINGS

*Number of meetings held

9

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2024	9	9	100
2	07/05/2024	9	7	77.78
3	06/08/2024	9	7	77.78
4	14/08/2024	9	9	100
5	05/11/2024	9	9	100
6	16/12/2024	9	8	88.89
7	30/01/2025	9	8	88.89
8	27/02/2025	9	9	100
9	11/03/2025	9	9	100

C COMMITTEE MEETINGS

Number of meetings held

16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/04/2024	3	3	100
2	Audit Committee	07/05/2024	3	3	100
3	Audit Committee	06/08/2024	3	3	100
4	Audit Committee	05/11/2024	3	3	100
5	Audit Committee	30/01/2025	3	2	66.67
6	Audit Committee	27/02/2025	3	3	100
7	Audit Committee	11/03/2025	3	3	100
8	Nomination and Remuneration Committee	07/05/2024	3	3	100

9	Nomination and Remuneration Committee	06/08/2024	3	3	100
10	Nomination and Remuneration Committee	14/08/2024	3	3	100
11	Nomination and Remuneration Committee	30/09/2024	3	2	66.67
12	Nomination and Remuneration Committee	04/12/2024	3	3	100
13	Stakeholder Relationship Committee	30/01/2025	4	3	75
14	Risk Management Committee	26/08/2024	3	3	100
15	Risk Management Committee	24/03/2025	3	2	66.67
16	Business Responsibility & Sustainability Committee	06/08/2024	4	4	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	
								<input type="text"/> (Y/N/NA)
1	YASHISH DAHIYA	9	9	100	6	6	100	
2	ALOK BANSAL	9	9	100	3	3	100	
3	SARBVIR SINGH	9	9	100	1	1	100	
4	KAUSHIK DUTTA	9	6	66	7	7	100	
5	VEENA VIKAS MANKAR	9	9	100	4	4	100	
6	NILESH BHASKAR SATHE	9	9	100	10	10	100	
7	LILIAN JESSIE PAUL	9	7	77	1	1	100	
8	KITTY AGARWAL	9	8	88	8	8	100	

9	DHRUV SHRINGI	6	6	100	1	1	100	
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X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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 director	9391384	0	2464300472	6057350	2479749206.00
	Total		9391384.00	0.00	2464300472.00	6057350.00	2479749206.00

B *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
1	Mandeep Mehta	CFO	17598735	0	100899696	39600	118538031.00
2	Bhasker Joshi	Company Secretary	3524166	0	24273780	32400	27830346.00
	Total		21122901.00	0.00	125173476.00	72000.00	146368377.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Kaushik Dutta	Director	0	3600000		1200000	4800000.00
2	Veena Vikas Mankar	Director	0	3200000		1200000	4400000.00
3	Nilesh Bhaskar Sathe	Director	0	3600000		1800000	5400000.00
4	Dhruv Shringi	Director	0	2090325		600000	2690325.00
5	Lilian Jessie Paul	Director	0	3200000		800000	4000000.00
6	Gopalan Srinivasan	Director	0	1740000		500000	2240000.00
	Total		0.00	17430325.00	0.00	6100000.00	23530325.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

151205

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of **PB FINTECH LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Dhananjay Shukla

Date (DD/MM/YYYY)

02/09/2025

Place

New Delhi

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

8*7*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

01653526

*(b) Name of the Designated Person

ALOK BANSAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 19 dated* (DD/MM/YYYY) 03/06/2021 to sign this form and declare that all the requirements of 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.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*6*3*2*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

8*3*

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB6561394

eForm filing date (DD/MM/YYYY)

05/09/2025

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	30-04-2024	3	3	100
2	Audit Committee	07-05-2024	3	3	100
3	Audit Committee	06-08-2024	3	3	100
4	Audit Committee	05-11-2023	3	3	100
5	Audit Committee	30-01-2025	3	2	66.67
6	Audit Committee	27-02-2025	3	3	100
7	Audit Committee	11-03-2025	3	3	100
8	Nomination and Remuneration Committee	07-05-2024	3	3	100
9	Nomination and Remuneration Committee	06-08-2024	3	3	100
10	Nomination and Remuneration Committee	14-08-2024	3	3	100
11	Nomination and Remuneration Committee	30-09-2024	3	2	66.67
12	Nomination and Remuneration Committee	04-12-2024	3	3	100
13	Stakeholder Relationship Committee	30-01-2025	4	3	75
14	Risk Management Committee	26-08-2024	3	3	100
15	Risk Management Committee	24-03-2025	3	2	66.67
16	Business Responsibility & Sustainability Committee	06-08-2024	4	4	100