

DIRECTOR'S REPORT
For the financial year ended 31st March, 2019

Dear Members,

Your Company's Directors are pleased to present the 05th Annual Report of the Company, along with the Audited Annual Accounts for the financial year ended 31st March, 2019.

The Company is an Insurance Regulatory and Development Authority of India (IRDAI) licensed web aggregator having license number 006, Registration code IRDAI/WBA21/15, Valid until 13th July, 2021. The Company received the insurance web aggregator license from IRDAI on 14th July 2015 for carrying on the business of "Insurance Web Aggregator".

The Company operates through IRDAI approved website www.policybazaar.com and carries on its business activities as are permissible under IRDAI (Web Aggregators) Regulations, 2017, including the Listing of insurance products on its websites, providing comparison of insurance products of various insurers, Facilitation of online buy of policy by customers, Distance marketing, tele-calling and outsourcing services as are allowed under IRDAI (Web Aggregators) Regulation 2017.

1. FINANCIAL SUMMARY OF HIGHLIGHTS/PERFORMANCE OF THE COMPANY

(₹. in Lakhs)

PARTICULARS	FOR THE YEAR ENDED 31.03.2019	FOR THE YEAR ENDED 31.03.2018
Revenue from Operation/Turnover	31,030.87	15,831.27
Other Income	208.28	104.97
Total Income	31,239.15	15,936.24
Less: Expenses during the year but excluding depreciation	51,828.19	16,729.19
(Loss)/ Profit before tax and depreciation	(20,589.04)	(792.95)
Less: Depreciation	723.46	149.88
(Loss)/ Profit before tax	(21,312.50)	(942.83)
Less: Provision of Income tax including deferred tax	-	-
(Loss)/ Profit after tax	(21,312.50)	(942.83)
Other Comprehensive Income	(84.18)	(23.75)
Total Comprehensive Income for the year	(21,396.68)	(942.83)
Amount Transferred to General Reserve	-	-

During the year under review, the Company has made net loss after tax of Rs. 21,312.50 lakhs as against net loss after tax of Rs. 942.83 lakhs during the financial year 2017-18.

2. SHARE CAPITAL

A) Authorised share capital

During the year under review, there was no change in the Authorised Share Capital of the Company. However after the year under review, the Authorised Share Capital of the Company has been increased from Rs. 55,00,00,000/- (Rupees Fifty Five Crores Only) divided into 5,50,00,000 (Five Crore Fifty Lakh) Equity Shares of Rs. 10/- each to Rs. 75,00,00,000/- (Rupees Seventy Five Crore Only) divided into 75000000 (Seven Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each by creation of

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

additional 20000000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each, pursuant to an Ordinary Resolution passed by the Shareholders of Company on May 10, 2019.

B) Issued and Paid-up share capital

During the year under review, the Board of Directors of the Company in its meeting duly held on June 29, 2018, September 06, 2018, September 28, 2018, December 28, 2018 and February 27, 2019 allotted equity shares as under to its holding company through Rights Issue. The allotment details are as under:

Sl. No.	Date of Allotment	Name of Alottee	No. of Shares	Face Value (INR)	Premium (INR)
1	June 29, 2018	Etechaces Marketing and Consulting Private Limited	1935484	10/-	145/-
2	September 06, 2018	Etechaces Marketing and Consulting Private Limited	1694915	10/-	167/-
3	September 28, 2018	Etechaces Marketing and Consulting Private Limited	2673796	10/-	177/-
4	December 28, 2018	Etechaces Marketing and Consulting Private Limited	2262443	10/-	211/-
5	February 27, 2019	Etechaces Marketing and Consulting Private Limited	1239669	10/-	232/-

Consequent to the aforesaid allotments, the paid up share capital of the Company increased from Rs. 43,29,89,750/- (Rupees Forty Three Crore Twenty Nine Lakh Eighty Nine Thousand Seven Hundred Fifty Only) divided into 43298975 (Four Crore Thirty Two Lakh Ninety Eight Thousand Nine Hundred Seventy Five) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 53,10,52,820/- (Rupees Fifty Three Crore Ten Lakh Fifty Two Thousand Eight Hundred Twenty Only) divided into 53105282 (Five Crore Thirty One Lakh Five Thousand Two Hundred Eighty Two) Equity Shares of Rs. 10/- (Rupees Ten) each as at March 31, 2019.

Further after the year under review, the Board of Directors of the Company in its meeting duly held on May 08, 2019, has allotted 1886792 (Eighteen Lakh Eighty Six Thousand Seven Hundred Ninety Two) equity shares having a face value of Rs. 10/- (Rupees Ten Only) each, at a premium of Rs.255/- (Rupees Two Hundred Fifty Five Only) per share on a Right Basis to Etechaces Marketing and Consulting Private Limited, ("Holding Company"). Consequent to said allotment, the paid up share capital of the Company was increased from Rs. 53,10,52,820/- (Rupees Fifty Three Crore Ten Lakh Fifty Two Thousand Eight Hundred Twenty Only) divided into 53105282 (Five Crore Thirty One Lakh Five Thousand Two Hundred Eighty Two) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 54,99,20,740/- (Rupees Fifty Four Crore Ninety Nine Lakh Twenty Thousand Seven Hundred Forty Only).

3. ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in Annexure-I and is attached to this Report.

4. DIVIDEND

In view of the losses incurred by the Company during the year 2018-19, the Board does not recommend any dividend on Equity shares of the Company.



Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

5. DEPOSITS:

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

6. TRANSFER TO RESERVES

During the year under review no amount has been transferred to General Reserve.

7. CHANGES IN NATURE OF BUSINESS

There has been no change in the business of the Company during the financial year 2018-19.

The Company is engaged in the business of web aggregation of insurance products and to undertake all such activities as permissible under the IRDAI Web Aggregators Regulations for the time being in force including display of information pertaining to insurance products and comparison of products of different insurers on the website owned and maintained by the Company, Lead generation, Lead transmission, Telemarketing, 'Distance Marketing' & solicitation of insurance products, online sales of insurance products, maintaining lead management system and undertake outsourcing functions to provide 'Insurance Services', online platform development & maintenance, web integration, ecommerce in terms of Information Technology Act 2005 in insurance sector, online premium collection, and ancillary activities as allowed under law.

8. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which the financial statements relate and as on the date of this report.

9. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/ COURTS/ TRIBUNALS

During the year under review, there has been no significant and material orders have been passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in the future.

10. DETAILS OF SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES

The Company does not have any subsidiary, joint venture or an associate company.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the financial year under review, there is no change in the Directorship of the Company.

Company is not required to appoint any Key Managerial Personnel pursuant to the provisions of section 203 of the Companies Act, 2013.

STRUCTURE OF THE BOARD OF DIRECTORS:

Sl. No.	Directors	DIN	Designation
1.	Mr. Alok Bansal	01653526	Chairman & Director

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454



2.	Mr. Yashish Dahiya	00706336	Director
3.	Mr. Manoj Sharma	02745526	Whole-Time Director

12. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES:

The Board met Twelve (12) times during the financial year 2018-19. For further details of the number and dates of meetings of the Board thereof held during the financial year 2018-19 indicating the number of Meetings attended by each Director, please refer to the Annexure II, which forms part of this Report.

13. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Company is committed to ensure that its operations are carried out within a well-defined internal control framework, good governance, robust systems and processes, a vigilant finance function and an independent Internal Audit function are the foundations of the internal control systems.

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. Through our internal audit processes at all levels, both the adequacy and effectiveness of internal controls across various businesses and compliance with laid-down systems and policies are being regularly monitored. The Company has appointed an external professional firm as Internal Auditor. The Internal Audit of the Company is regularly carried out to review the internal control systems and processes. The internal Audit Reports along with implementation and recommendations contained therein are periodically reviewed.

During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

14. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives, as the said provisions are not applicable to the Company.

15. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with rules made thereunder, your Company has Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment.

During the year under review, there were no complaints pertaining to sexual harassment.

16. AUDITORS AND AUDITORS REPORT:

STATUTORY AUDITORS:

M/s. Price Waterhouse, Chartered accountants, LLP (Firm Registration No. 012754N), were appointed as auditors of the Company from the conclusion of the Annual General Meeting (AGM) of the Company held on September 30, 2016 to the conclusion of the Annual General Meeting to be held for the Financial Year 2019-20, subject to ratification of their appointment at every Annual General Meeting (AGM).

The Companies (Amendment) Act, 2017, effective May 7, 2018 has done away with the requirement of annual ratification of appointment of Statutory Auditors.

AUDITOR'S REPORT:

The auditor's report does not contain any qualifications, reservations, or adverse remarks.

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454



The Auditors, Price Waterhouse Chartered Accountants, LLP, Chartered Accountants have conducted the Statutory audit in fair and transparent manner for the financial year 2018-19 and given their report to the Board in the Board Meeting held on 15th June, 2019.

SECRETARIAL AUDITORS:

The provisions relating to submission of Secretarial Audit Report are not applicable to the Company for the financial year ended 31st March, 2019.

17. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY STATUTORY AUDITORS

There was no qualifications, reservations or adverse remark or disclaimers made by the Statutory Auditors in their report and the said Auditor's Report & notes to accounts are self-explanatory.

18. STATEMENT OF RISK MANAGEMENT:

Risk management forms an integral part of the business planning and review cycle. The Company's risk management initiatives are designed to overview the main risks known to your Company, which could hinder it in achieving its strategic and financial business objectives. The objectives are met by integrating management control into the daily operations, by ensuring compliance with legal requirements and by safeguarding the integrity of the Company's financial reporting and its related disclosures like businesses, objectives, revenues, income, assets, liquidity or capital resources. Your Company's risk management approach is embedded in the areas of corporate governance, Business Control Framework and General Business Principles.

19. PARTICULARS OF THE EMPLOYEES

The Company had no employee covered under Rule 5(2) of the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 framed under the Companies Act, 2013.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans given, investments made, guarantees given and securities provided, if any, covered under section 186 of the Companies Act, 2013 form part of the notes to the financial statements, which form part of the Company's Annual Report.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Information on transactions with related parties pursuant to Section 134(3)(h) of the Act with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure-III in Form-AOC-2 and the same forms part of this Report.

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Board of Directors for approval. Prior omnibus approval of the Board Approval is obtained on annual basis for the transactions, which are of a foreseen and repetitive nature. The Company has developed Standard Operating Procedures for the purpose of identification and monitoring of such transactions.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.



22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under Sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 regarding the details of conservation of energy, technology absorption, foreign exchange earnings and outgo are not applicable to the Company.

- i. Part A and B of the Rules pertaining to conservation of energy and technology absorption are not applicable to the Company.
- ii. Foreign Exchange earnings and outgo: The Foreign Exchange Outgo during the year under review in terms of actual outflow was Rs. 259.25 lakh.

23. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- (a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the profit and loss of the company for that period;
- (c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the directors had prepared the annual accounts on a going concern basis; and
- (e) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. ACKNOWLEDGEMENTS

Your Directors place on record their deep appreciation of the assistance and guidance provided by the all stakeholders. Your Directors also appreciate the contribution made by the employees of your Company at all levels.

Your Directors acknowledge the support received from you as shareholders of the Company.

For and on behalf of Board of Directors of
Policybazaar Insurance Web Aggregator Private Limited



(ALOK BANSAL)
DIRECTOR
DIN-01653526

Date: June 15, 2019

Place: Gurugram

Add- Plot No. 119, Sector-44,
Gurgaon-122001, Haryana

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

ANNEXURE-I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

CIN	U74900HR2014PTC053454
Registration Date	25/09/2014
Name of the Company	Policybazaar Insurance Web Aggregator Private Limited
Category / Sub-Category of the Company	Company Limited by shares
Address of the Registered office and contact details	Plot No. 119, Sector-44, Gurgaon-122001, Haryana Fax No.: +91 124 6900099 E-mail: (enquiry@policybazaar.com) Website: www.policybazaar.com
Whether listed company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Other information technology and computer service activities	62099	99.94%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Subsidiary/ Associate/Joint Venture	% of Shares Held	Applicable Section
1	Etechaces Marketing and Consulting Private Limited Add: Plot No. 119, Sector-44, Gurgaon-122001, Haryana	U51909HR2008PTC037998	Holding Company	100%	2(46)

Note- Rest (01) one share is being held by Mr. Alok Bansal (as a nominee of Etechaces Marketing and Consulting Private Limited).

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454



4. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	43298975	43298975	100	-	53105282	53105282	100	22.65%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):-									
2) Foreign									
g) NRIs- Individuals	-	-	-	-	-	-	-	-	-
h) Other- Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	43298975	43298975	100	-	53105282	53105282	100	22.65%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454



2.Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others(Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	43298975	43298975	100	-	53105282	53105282	100	22.65%

5. SHAREHOLDING OF PROMOTERS

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Etechaces Marketing and Consulting Private Limited	43298974	99.999	-	53105281	99.999	-	22.65%
2.	Mr. Alok Bansal (as a nominee of Etechaces Marketing and Consulting Private Limited)	1	00.001	-	1	0.001	-	-
	Total	43298975	100.000	-	53105282	100.000		22.65%

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

6. CHANGE IN PROMOTERS' SHAREHOLDING (please specify, if there is no change)

Sr. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	43298975	100	53105282*	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the End of the year	43298975	100	53105282*	100

** Date wise Increase / Decrease in Promoters Shareholding during the year*

Date of Allotment	No. of Equity Shares	Face Value per Equity Shares (Rs.)	Reasons for Increase	Entity to whom Equity Shares Allotted
29-Jun-18	1935484	10	Allotment	Etechaces Marketing and Consulting Pvt. Ltd.
6-Sep-18	1694915	10	Allotment	Etechaces Marketing and Consulting Pvt. Ltd.
28-Sep-18	2673796	10	Allotment	Etechaces Marketing and Consulting Pvt. Ltd.
28-Dec-18	2262443	10	Allotment	Etechaces Marketing and Consulting Pvt. Ltd.
27-Feb-19	1239669	10	Allotment	Etechaces Marketing and Consulting Pvt. Ltd.

7. REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

a. Remuneration of Managing Director, Whole-time Directors and / or Manager:-

Sl. No.	Particulars of Remuneration	Mr. Manoj Sharma
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	35,15,790
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	32,400
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	
2.	Stock Option	13,56,170
3.	Sweat Equity	-
4.	Commission - as % of profit - others, specify...	-
5.	Others, please specify	-
	Total (A)	49,04,360

Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

- b. Remuneration to other Director- NIL
c. Remuneration to Key Managerial Personnel (KMP) of the Company- NIL
d. Penalties / Punishment/ Compounding of Offences:

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2019.

8. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING / ACCRUED BUT NOT DUE FOR PAYMENT

(₹. in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
Addition	-	3350.00	-	3350.00
Reduction	-	-	-	-
Net Change	-	3350.00	-	3350.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	3350.00	-	3350.00
ii) Interest due but not paid	-	0	-	-
iii) Interest accrued but not due	-	124.45	-	124.45
Total (i+ii+iii)	-	3474.45	-	3474.45



Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

ANNEXURE – II

Number and dates of Meetings of the Board and Committees held during the financial year 2018-19 indicating the number of Meetings attended by each Director.

BOARD OF DIRECTORS:-

During the financial year 2018-19, 12 (Twelve) meetings of the Board of Directors were held on April 2, 2018, June 1, 2018, June 29, 2018, August 21, 2018, September 3, 2018, September 6, 2018, September 28, 2018, October 12, 2018, November 26, 2018, December 28, 2018, February 1, 2019 and February 27, 2019.

Name of Directors	Attendance at the Board meetings		Attendance at last Annual General Meeting (AGM)
	No. of Meetings which last AGM Director was entitled to Attend	No. of Meetings attended	
Mr. Yashish Dahiya	12	12	Yes
Mr. Alok Bansal	12	12	Yes
Mr. Manoj Sharma	12	12	Yes



Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454

ANNEXURE-III

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

S. No.	Particulars	Details of contracts or arrangements or transactions not at arm's length basis
a)	Name(s) of the related party and nature of relationship	NIL
b)	Nature of contracts/arrangements/transactions	NIL
c)	Duration of the contracts / arrangements/transactions	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions	NIL
f)	date(s) of approval by the Board	NIL
g)	Amount paid as advances, if any:	NIL
h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

S. No.	Particulars	Details of material contracts or arrangement or transactions at arm's length basis
a)	Name(s) of the related party and nature of relationship	NIL
b)	Nature of contracts/arrangements/transactions	NIL
c)	Duration of the contracts / arrangements/transactions	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	NIL
e)	Date(s) of approval by the Board, if any:	NIL
f)	Amount paid as advances, if any:	NIL



Policybazaar Insurance Web Aggregator Private Limited

Registered & Corporate Office Address : Plot No. 119, Sector-44 Gurugram-122001 (Haryana)

Telephone No. : 0124-4218302, E-mail : enquiry@policybazaar.com, Website : www.policybazaar.com

Registered No. 006, Registered Code : IRDAI/WBA 21/15 valid from 14/07/2018 to 13/07/2021

CIN : U74900HR2014PTC053454