

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 09, 2024

ROADZEN INC.

(Exact name of Registrant as Specified in Its Charter)

Virgin Islands, British
(State or Other Jurisdiction
of Incorporation)

001-41094
(Commission File Number)

98-1600102
(IRS Employer
Identification No.)

**111 ANZA BLVD
SUITE 109
BURLINGAME, California**
(Address of Principal Executive Offices)

94010
(Zip Code)

Registrant's Telephone Number, Including Area Code: (347) 745-6448

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Ordinary Shares, par value \$0.0001 per share	RDZN	The Nasdaq Stock Market LLC
Warrants, each warrant exercisable for one ordinary share, each at an exercise price of \$11.50 per share	RDZNW	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On September 9, 2024, members of management of Roadzen Inc. (the “Company”) will present an investor presentation at the H.C. Wainwright 26th Annual Investment Conference. A copy of the investor presentation is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

This information, including Exhibit 99.1, is intended to be furnished under Item 7.01 of Form 8-K and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Investor Presentation dated September 9, 2024.
104	Cover page interactive data file (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ROADZEN INC.

Date: September 9, 2024

By: /s/ Jean-Noel Gallardo

Jean-Noel Gallardo
Chief Financial Officer

EX 99.1



Roadzen Investor Presentation

H.C. Wainwright 26th Annual Investment Conference

September 9, 2024

Forward-looking Statements

This presentation includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company has based these forward-looking statements on its current expectations and projections about future events. These forward-looking statements are subject to known and unknown risks, uncertainties and assumptions about the Company and its business that may cause its actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "may," "should," "could," "would," "expect," "expected," "committed," "plan," "anticipate," "believe," "pipeline," "leads," "estimate," and "continue," or the negative of such terms or other similar expressions. Such statements include, but are not limited to, statements regarding the Company's strategy, demand for the Company's products, expansion plans, future operations, future operating results, estimated revenues (including from new contracts and joint ventures), break-even levels or gross margins, liquidity, losses, projected costs, prospects, plans and objectives of management, as well as all other statements other than statements of historical fact included in this presentation. Factors that might cause or contribute to such a discrepancy include, but are not limited to, those described in "Risk Factors" in the Company's Securities and Exchange Commission ("SEC") filings, including the Annual Report on form 10-K the Company filed with the SEC on July 1, 2024. The Company urges you to consider these factors, risks and uncertainties carefully in evaluating the forward-looking statements contained in this presentation. All written or oral forward-looking statements attributable to the Company or persons acting on the Company's behalf are expressly qualified in their entirety by these cautionary statements. The forward-looking statements included in this presentation are made only as of the date on which it is made. Except as expressly required by applicable securities law, the Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise.

Non-GAAP Financial Measures

This presentation includes Adjusted Earnings Before Interest, Tax, Depreciation and Amortization ("Adjusted EBITDA"), a non-GAAP financial measure which excludes the impact of finance costs, taxes, depreciation and amortization and certain other items from reported net profit or loss, as well as Adjusted EBITDA Margin. The Company believes that these measures aid investors by providing information regarding operating profit/loss without the impact of non-cash depreciation and amortization and certain non-recurring and other items to help clarify sustainability and trends affecting the business. For comparability of reporting, management considers non-GAAP measures in conjunction with U.S. GAAP financial results in evaluating business performance. Adjusted EBITDA should not be considered a substitute for, or superior to, the measures of financial performance prepared in accordance with U.S. GAAP. In addition, Adjusted EBITDA does not purport to represent cash flows provided by, or used for, operating activities in accordance with GAAP and should not be used as a measure of liquidity.

Non-GAAP financial measures have limitations as analytical tools and should not be considered in isolation or as substitutes for financial information presented under GAAP. There are a number of limitations related to the use of non-GAAP financial measures versus comparable financial measures determined under GAAP. For example, other companies in the Company's industry may calculate these non-GAAP financial measures differently or may use other measures to evaluate their performance. These limitations could reduce the usefulness of these non-GAAP financial measures as analytical tools. Investors are encouraged to review the related GAAP financial measures and the reconciliations of these non-GAAP financial measures to their most directly comparable GAAP financial measures and to not rely on any single financial measure to evaluate the Company's business. Reconciliations of Adjusted EBITDA to net loss, the most comparable GAAP measure, are provided at the end of this presentation.

To build the global leader at
the **intersection of AI,
Insurance and Mobility**

Our technology powers the world's leading insurers, fleets and OEMs to underwrite with precision, sell insurance globally, make vehicles safer, and process claims in real-time.



Roadzen is transforming global auto insurance using applied AI



A Leading Global Insurtech Platform

Global Platform operating in US, EU, and India with distribution licenses targeting a US\$ 817bn¹ global auto insurance market



AI at the Core

Award-winning independent AI research lab producing industry-leading models in computer vision, language models and generative AI addressing insurance and mobility



Scalable, High Margin

Accelerating organic growth through two revenue models – Insurance as a Service (IaaS) and Brokerage – with no underwriting risk and limited capital requirements for growth



Technology-led Enterprise Sales model

Attacking the core cost drivers for insurance – operations, distribution, claims – using technology to deliver strong fundamentals, recurring revenue and attractive margins



High Growth

Growing from \$13.6m FY 2023 revenue, to \$46m FY 2024 revenue underpinned by extensive pipeline of over \$200m revenue with global blue-chip clients



Strong M&A Track Record

Targeted M&A across a fragmented insurance distribution landscape ripe for consolidation, using technology as a catalyst to increase sales and lower operating costs

1. <https://www.factmr.com/report/automobile-insurance-market>

Disrupting the Status Quo in Auto Insurance



With the rise of connected, electric and autonomous vehicles, insurance for mobility represents a significant transformation opportunity, projected to surpass a trillion dollars by 2030

1.45bn¹

**Vehicles On
the Road
(2022)**

\$817bn²

**Global Auto
Insurance Market
(2022)**

7.1%²

**Auto-Insurance
Premium Growth
(CAGR, 2022-2032E)**

1. <https://www.whichcar.com.au/news/how-many-cars-are-there-in-the-world/>
2. <https://www.factmr.com/report/automobile-insurance-market>

379
Employees

7 Global
Offices



Auto Insurance is a Legacy Industry

Decoupled, long purchase process

Demographic risk underwriting and Impersonal coverage

Long, Manual claims experience

Zero meaningful touchpoints except policy sales and maybe claims

Roadzen Makes it Simple and Modern

Easy to buy, **embedded** purchase experience

Real-time, personalized coverage using **relevant driving behavior**

Touchless AI-based claims – from accident to payment in real-time

Proactive engagement with real-time driver safety and claims

Vertically integrated product suite that delivers a seamless experience from quote to claim



VIA
AI Based
Inspections



GDN
Global
Insurance Sales



Drivebuddy
Video
Telematics



Mantis
Connected Car
Telematics



Mixtape
Multilayer -
LLM



StrandD
Roadside and
FNOL



Canvas
AI Model
Orchestration



xClaim
End-to-End
Claims



Identity



Authentication



Payments



Dispatching



Pricing



Streaming



Trips



Localization



Document
Reader



Telematics
Data Exchange



Large Vision Model for Mobility



Drivable Area Detection



Accident Detection



Distraction Alert



Drowsiness Alert



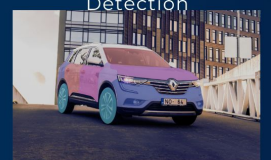
Road Condition Detection



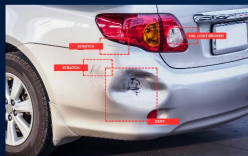
Focus Monitoring



Damage Detection



Car Part Detection



Algorithm Assessment



Generative AI



Insurance Co-Pilot

Powered by Over 150 AI models that add precision to underwriting, road safety, distribution and claims

Go-to-Market focused on Enterprise and SMB Clients across 4 major client types



Auto Insurance

Commercial Vehicle Insurance

Usage Based Insurance

CAP Insurance

Extended Warranty

Driver Safety / Driver Score

Fleet Safety / Score

Accident Prevention

Accident Detection

FNOL

Claims Management

Roadside Assistance

Fleets

Small and medium fleets, taxicabs, ridesharing platforms, commercial and corporate fleets.

Automotive

OEMs, dealerships, online-to-offline car sales platforms.

105
Enterprise Clients

3400
SMB Clients



Insurance

Insurers, reinsurers, agents, brokers, captive insurance and reinsurance.

Others

Auto lenders - banks, auto finance companies, telematics providers, garages.

Our technology platform for mobility and insurance powers road safety, new product underwriting (UBI, Asset Value, Driver Scoring), claims management for insurers and mobility players.

Our brokerage licenses allow us to embed and sell auto insurance through a B2B2C partnership-led approach while providing a seamless customer experience from quote to claim.

01

IaaS Platform Sales

Earns a fixed fee per-vehicle, per-policy, per-claim per usage

02

Broker/MGA¹

Earns commission, policy admin and claims fees as a % of Gross Written Premium per policy sold

1. MGA: Managing General Agent: MGAs are insurance intermediaries, but unlike retail and wholesale brokers, they are often granted binding authority from insurance partners. This means they can quote and bind policies that fit within the agreed-upon risk parameters of their insurer relationships. Gross written premium is the total direct and assumed premium written by an insurer before deductions for reinsurance and ceding commissions

Platform Strategy & Offerings



US

- 282mn registered vehicles in the US (2021)¹⁰.
- Total GWP for motor insurance in the US was \$345 billion (2023)¹¹.
- Large Commercial Auto opportunity
- Market is expected to grow at a 4.7% CAGR through 2028¹¹



UK + EU

- 253mn registered vehicles in the EU⁴ and 40mn registered vehicles in UK (2021)⁵.
- Total GWP for motor insurance in the EU was ~\$164 billion (2020)⁶; in the UK, it was ~\$7 billion (2021)⁷.
- EU market is expected to grow at a 5.3% CAGR (2020-2027)⁸; the UK market is expected to grow at a 4.2% CAGR (2023-2028)⁹.



India

- 30mn registered vehicles (2022)¹
- Total gross written premiums (GWP) for motor insurance in India was \$10 billion (2021)².
- Market is expected to grow at a 9.9% CAGR (2021 to 2026)³.

1. <https://www.statista.com/statistics/664729/total-number-of-vehicles-india/>

2. <https://www.globaldata.com/media/insurance/general-insurance-industry-india-grow-9-9-cagr-2026-forecasts-globaldata/>

3. <https://insuranciasia.com/insurance/news/india-general-insurance-industry-doubles-growth-rate-in-2022>

4. https://ec.europa.eu/eurostat/statistics-explained/index.php?title=Passenger_cars_in_the_EU&An_almost_9_25_increase_in_EU-registered_passenger_cars_since_2016

5. [https://www.gov.uk/government/statistics/vehicle-licensing-statistics-2021/vehicle-licensing-statistics-2021#--text=Headline%20figures,-Latest%20figures%20for&text=2.3%20million%20vehicles%20registered%20for,%20%20up%205%25%20\(VEH0150\)](https://www.gov.uk/government/statistics/vehicle-licensing-statistics-2021/vehicle-licensing-statistics-2021#--text=Headline%20figures,-Latest%20figures%20for&text=2.3%20million%20vehicles%20registered%20for,%20%20up%205%25%20(VEH0150))

6. <https://insuranceeurope.eu/publications/2599/european-insurance-figures-2020-data>

7. <https://www.globaldata.com/store/report/uk-commercial-motor-insurance-market-analysis/>

8. <https://www.researchandmarkets.com/reports/5415986/europe-motor-insurance-market-2020-2027-by>

9. <https://www.mordorintelligence.com/industry-reports/united-kingdom-motor-insurance-market>

10. <https://www.statista.com/statistics/183505/number-of-vehicles-in-the-united-states-since-1990/>

11. <https://www.mordorintelligence.com/industry-reports/united-states-motor-insurance-market>

12. https://bfsi.economictimes.indiatimes.com/news/insurance/indian-insurance-industry-registers-10-3-compound-annual-growth-over-last-decade-rbi/101942626?utm_source=Mail&utm_medium=newsletter&utm_campaign=etbfsi_news_2023-06-28&dt=2023-06-28&em=cmFnaGF2QHUyVWR6ZW4uaW8=

Roadzen has built a solid foundation that is poised for growth

Highly capital efficient, with profitable contractual margins

01

Attractive recurring revenue profile driven by long-term contracts

02

Secular acceleration across twin engines of growth: **IaaS** and **Brokerage**

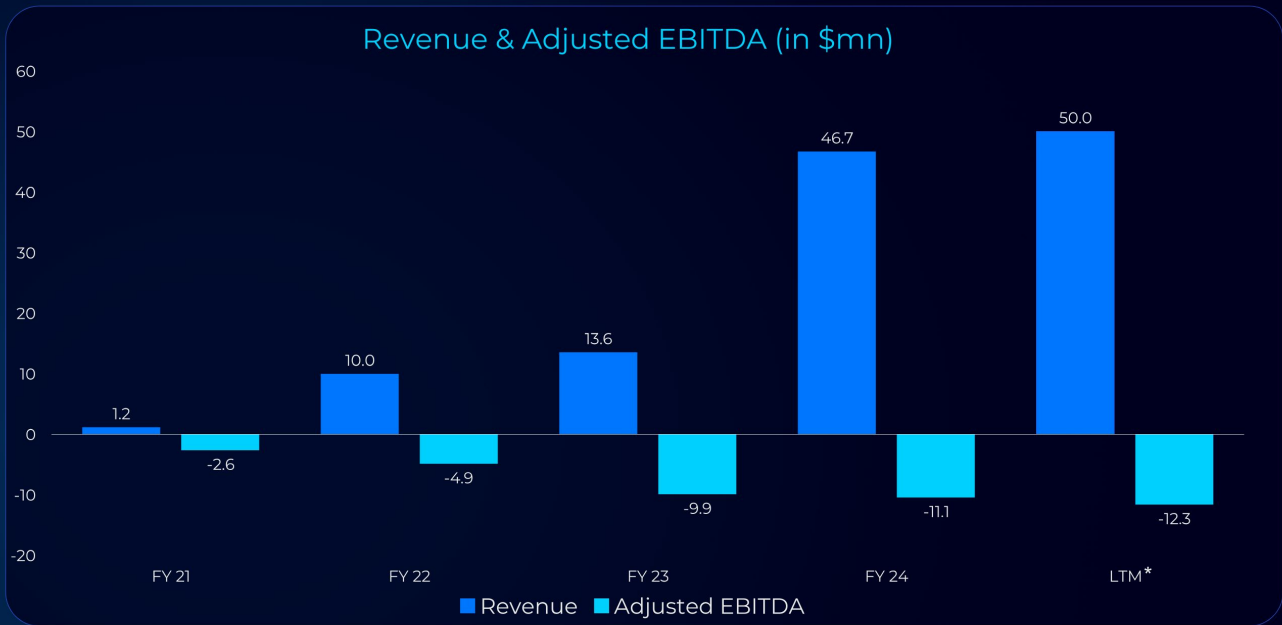
03

High organic growth with **low capex, low regulatory capital requirements and no underwriting risk**

04

Significant M&A opportunities to consolidate a fragmented market and expand globally

05



*LTM financials are from Apr 23 to Jun 24 which include Apr-Jun24 unaudited financials.

Experienced Management Team that Combines Expertise in AI, Mobility and Insurance



Rohan Malhotra

CEO

Carnegie
Mellon
University



Ankur Kamboj

COO

citi



Jean-Noël Gallardo

CFO

GALLAGHER

Supported by an Accomplished Board with **Extensive Technology and Capital Markets Experience** 



Rohan Malhotra
roadzen



Steve Carlson
LEHMAN
BROTHERS



Supurna Vedbrat
BlackRock



Saurav Adhikari
HCL



Zoe Ashcroft
WINSTON
& STRAWN
LP



Ajay Shah
SILVERLAKE



Diane B. Glossman
UBS

High Growth & Strong Fundamentals

Fast growth and improving Adjusted EBITDA towards breakeven as the business scales

AI-First Company hitting scale

Very few AI-first companies have **recurring** revenues north of \$50 million, and less than a handful reaching \$100 million.

Massive Global TAM

Substantial runway for growth supported by massive addressable markets at the cross-roads of insurance and mobility

Attractive Valuation

Growing much faster than peers in insurance, mobility and AI, and trades at a significant discount to them



 roadzen

IR@roadzen.ai

Reconciliation of net loss reported in accordance with US GAAP to Adjusted EBITDA



GAAP NET LOSS TO ADJUSTED EBITDA	FY 23	FY24	LTM
Net Profit/(Loss)	(14,201,152)	(100,586,976)	(144,972,324)
Adjusted for:			
Other (income)/expense net	925,875	(838,728)	(798,650)
Interest (income)/expense	776,023	2,291,123	2,894,855
Fair value changes in financial instruments	1,009,374	19,475,005	36,627,065
Gain on deconsolidation of subsidiaries	-	(2,098,745)	(2,098,745)
Impairment of investment	-	3,395,234	3,395,234
Tax (benefit)/expense	(42,265)	(23,648)	60,591
Depreciation and amortization	1,624,208	2,185,858	2,298,669
Stock based compensation expense	-	56,303,135	82,534,124
Non-cash expenses	-	1,048,465	1,333,525
Non-recurring expenses	-	7,685,747	6,390,759
ADJUSTED EBITDA	(9,907,937)	(11,163,530)	(12,334,897)
Adjusted EBITDA Margin	-73.1%	-23.9%	-24.6%

Fiscal Years ended 3/31; LTM ended 6/30/24

Capitalization



As of June 30, 2024

	Ordinary Shares	Restricted Stock Unit	Warrants	Fully Diluted	%age
Executive Management & Board	18,433,231	6,866,557	-	25,299,788	25.5%
Employees	-	2,341,396	-	2,341,396	2.4%
Total Insiders	18,433,231	9,207,953	-	27,641,184	27.8%
Sponsor Group (Vahanna LLC)	4,852,500	-	10,181,461	15,033,961	15.1%
>5% shareholders	24,802,029	-	-	24,802,029	25.0%
Publicly held	20,353,069	-	11,437,511	31,790,580	32.0%
Total Outsiders	50,007,598	-	21,618,972	71,626,570	72.2%
Grand Total	68,440,829	9,207,953	21,618,972	99,267,754	100.0%
Percentage of Total	68.9%	9.3%	21.8%	100.0%	

1. Restricted Stock Units granted on 9/18/2023 to Management and Employees of Roadzen (DE).
2. Exercise price of \$11.50 per share.
3. 10,004,994 Public Warrants (RDZNW), exercise price of \$11.50 per share and 1,432,517 warrants issued to Mizuho, with an exercise price of \$0.001 per share.

Not included in the Capitalization are 10,461,695 Ordinary Shares reserved for future equity awards under the Roadzen 2023 Omnibus Incentive Plan and 1,368,816 Ordinary Shares available for purchase under the 2023 Employee Stock Purchase Plan.

Balance Sheet

1. Includes \$8.1M Forward Purchase Agreement
2. Investments in joint ventures: \$1.2M Daokang (China) & \$0.3M Moonshot (France)
3. Includes \$17.4M one-time costs related to going public transaction; actively negotiating to lower fees
4. Includes \$7.5M senior secured loan with Mizuho Securities USA; \$3.5M promissory notes to Sponsor Group; \$1.5M Director loans
5. Secured debentures (India)
6. Accrued payables/float to distribution partners (U.K.)
7. Includes \$3.1M Mizuho warrant expense; \$3.2M other current liabilities, including \$1.5M statutory liabilities

As of June 30, 2024 (in USD, unaudited)

Cash and cash equivalents	7,777,413	
Accounts receivable, net	2,669,058	
Inventories	77,399	
Prepayments and other current assets	15,905,725	(1)
Investments	313,488	
Total current assets	26,743,083	
Non marketable securities	1,513,995	(2)
Goodwill	2,061,292	
Intangible assets, net	2,176,671	
Other long-term assets	1,647,991	
Total assets	34,143,032	
Accounts payable and accrued expenses	31,545,371	(3)
Short term borrowings	16,956,691	(4)
Current portion of long-term borrowings	2,225,255	(5)
Due to Insurer	6,637,826	(6)
Other current liabilities	7,015,716	(7)
Total current liabilities	64,380,859	
Long-term borrowings	1,366,308	
Other long-term borrowings	1,405,350	
Total liabilities	67,152,517	
Paid-in capital	84,974,378	
Accumulated Deficit	(199,415,444)	
Other components of equity	81,906,596	
Total shareholders' deficit	(31,534,470)	
Non-controlling interest	(475,015)	
Total liabilities and shareholders' deficit	34,143,032	

