

General information about company	
Scrip code	542726
NSE Symbol	INDIAMART
MSEI Symbol	NOTLISTED
ISIN	INE933801016
Name of the entity	INDIAMART INTERMESH LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory Textual Information(1)

Whether the listed entity has a Regular Chairperson		No	Disqualification of Directors under section 164 of the Companies Act, 2013																						
Whether Chairperson related to Promoter		No																							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 24(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Dinesh Chandre Agarwal	AAJFA8752G	00191800	Executive Director	Not Applicable	CEO-MD	10-02-1949	No				Active	NA		13-09-1999	08-01-2020			1	0	0	0		
2	Mr	Brijesh Kumar Agrawal	ABADA2257Q	00191760	Executive Director	Not Applicable		16-08-1976	No				Active	NA		13-09-1999	08-01-2020			1	0	1	0		
3	Mr	Dhruv Prakash	AAAPP2237Q	05124958	Non-Executive - Non Independent Director	Chairperson		11-11-1951	No				Active	NA		11-05-2012	01-09-2016			1	0	4	1		
4	Mr	Vivek Narsyan Gour	AAAPG4499H	00254383	Non-Executive - Independent Director	Not Applicable		10-11-1981	No				Active	NA		07-05-2018	07-05-2018		56	3	3	4	4		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 24(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Rajesh Sewhney	AICPS9783N	01519511	Non-Executive - Independent Director	Not Applicable		02-02-1966	No				Active	NA		23-09-2015	23-09-2020		87	1	1	3	1		
6	Ms	Elizabeth Lucy Chapman	AUJMC7669K	06459440	Non-Executive - Independent Director	Not Applicable		20-07-1980	No				Inactive	NA		23-09-2015	23-09-2020	07-10-2022	84.06	1	1	3	1		
7	Ms	Pallavi Dinodia Gupta	AAAPD1732C	06566637	Non-Executive - Independent Director	Not Applicable		02-11-1980	No				Active	NA		20-10-2022	20-10-2022		2.12	3	3	4	1		

Text Block

Textual Information(1)
<p>1. The Company does not have a regular Chairperson. We have referred the Chairperson elected for the previous Board Meeting held on Oct 20, 2022, as the Chairperson of the Board for the purpose of filing the Corporate Governance Report. The relationship between the said Chairperson and MD-CEO has been disclosed in this report.</p> <p>2. Ms. Pallavi Dinodia Gupta was appointed as a Non-Executive Independent Director of the Company wef Oct 20, 2022 by the Board of Directors & Shareholders of the Company.</p>

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	1. The Company doesn't have a regular Chairperson for Risk Management Committee, we have referred the Chairperson elected for the previous Risk Management Committee Meeting held on September 20, 2022, as the Chairperson of the Committee for the purpose of filing the Corporate Governance Report.
Textual Information(2)	2. The Company doesn't have a regular Chairperson for Corporate Social Responsibility Committee, we have referred the Chairperson elected for the previous Corporate Social Responsibility Meeting held on April 27, 2022, as the Chairperson of the Committee for the purpose of filing the Corporate Governance Report.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Chairperson	30-04-2018		
2	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	28-10-2015		
3	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	27-01-2011		
4	06459440	Elizabeth Lucy Chapman	Non-Executive - Independent Director	Member	31-07-2019	07-10-2022	Textual Information(1)
5	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	20-10-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ms. Elizabeth Lucy Chapman (DIN: 06459440), vide letter dated October 07, 2022, has tendered her resignation as an Independent Director of the Company and respective Board Committees with effect from October 07, 2022.
Textual Information(2)	Ms. Pallavi Dinodia Gupta (DIN: 06566637) was appointed as a Non-Executive Independent Director of the Company with effect from October 20, 2022 by the Board of Directors in their meeting held on October 20, 2022 and further approved by the shareholders of the Company by postal ballot through remote e-voting on December 31, 2022.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Chairperson	13-10-2022		Textual Information(1)
2	06459440	Elizabeth Lucy Chapman	Non-Executive - Independent Director	Chairperson	27-01-2015	07-10-2022	Textual Information(2)
3	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	27-01-2015		
4	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	28-10-2015		

Sr Text Block	
Textual Information(1)	Mr. Vivek Narayan Gour, Non-Executive Independent Director, was appointed as the Member and permanent Chairperson of the Nomination and Remuneration Committee by the Board of Directors on October 13, 2022.
Textual Information(2)	Ms. Elizabeth Lucy Chapman (DIN: 06459440), vide letter dated October 07, 2022, has tendered her resignation as an Independent Director of the Company and respective Board Committees with effect from October 07, 2022.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Chairperson	04-06-2018		
2	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	04-06-2018		
3	00191760	Brijesh Kumar Agrawal	Executive Director	Member	04-06-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Chairperson	12-05-2020		
2	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	12-05-2020		
3	06459440	Elizabeth Lucy Chapman	Non-Executive - Independent Director	Member	12-05-2020	07-10-2022	Textual Information(1)
4	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Member	12-05-2020		
5	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	20-10-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ms. Elizabeth Lucy Chapman (DIN: 06459440), vide letter dated October 07, 2022, has tendered her resignation as an Independent Director of the Company and respective Board Committees with effect from October 07, 2022.
Textual Information(2)	Ms. Pallavi Dinodia Gupta (DIN: 06566637) was appointed as a Non-Executive Independent Director of the Company with effect from October 20, 2022 by the Board of Directors in their meeting held on October 20, 2022 and further approved by the shareholders of the Company by postal ballot through remote e-voting on December 31, 2022.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Chairperson	30-04-2018		
2	00191760	Brijesh Kumar Agrawal	Executive Director	Member	23-08-2017		
3	06459440	Elizabeth Lucy Chapman	Non-Executive - Independent Director	Member	23-08-2017	07-10-2022	Textual Information(1)
4	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	20-10-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ms. Elizabeth Lucy Chapman (DIN: 06459440), vide letter dated October 07, 2022, has tendered her resignation as an Independent Director of the Company and respective Board Committees with effect from October 07, 2022.
Textual Information(2)	Ms. Pallavi Dinodia Gupta (DIN: 06566637) was appointed as a Non-Executive Independent Director of the Company with effect from October 20, 2022 by the Board of Directors in their meeting held on October 20, 2022 and further approved by the shareholders of the Company by postal ballot through remote e-voting on December 31, 2022.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	21-07-2022				Yes	6	5	2
2		20-10-2022	90		Yes	6	6	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	20-07-2022				Yes	4	3	2	0
2	Audit Committee	19-10-2022	90			Yes	3	3	2	0
3	Nomination and remuneration committee	20-07-2022				Yes	3	3	2	0
4	Nomination and remuneration committee	19-10-2022	90			Yes	3	3	2	0
5	Stakeholders Relationship Committee	19-07-2022				Yes	3	3	1	0
6	Stakeholders Relationship Committee	19-10-2022	91			Yes	3	3	1	0

Annexure 1				
V. Related Party Transactions				
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
1	Whether prior approval of audit committee obtained	Yes		
2	Whether shareholder approval obtained for material RPT	NA		
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Manoj Bhargava
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Manoj Bhargava
Designation of person	Company Secretary and Compliance Officer

Place	Noida
Date	19-01-2023