

**General information about company**

Scrip code	542726
NSE Symbol	INDIAMART
MSEI Symbol	NOTLISTED
ISIN	INE933S01016
Name of the entity	INDIAMART INTERMESH LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management committee	Not 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

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Dinesh Chandra Agarwal	00191800	Executive Director	Not Applicable	CEO-MD	19-02-1969
2	Mr	Brijesh Kumar Agrawal	00191760	Executive Director	Not Applicable		16-09-1976
3	Mr	Dhruv Prakash	05124958	Non-Executive - Non Independent Director	Not Applicable		13-11-1951
4	Mr	Vivek Narayan Gour	00254383	Non-Executive - Independent Director	Not Applicable		10-11-1962
5	Mr	Rajesh Sawhney	01519511	Non-Executive - Independent Director	Chairperson		02-02-1966
6	Mrs	Pallavi Dinodia Gupta	06566637	Non-Executive - Independent Director	Not Applicable		02-11-1980
7	Mr	Aakash Chaudhry	00106392	Non-Executive - Independent Director	Not Applicable		11-09-1979

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		13-09-1999	08-01-2020			1	0	0	0			
2	NA		13-09-1999	08-01-2020			1	0	1	0			
3	NA		11-05-2012	01-09-2016			1	0	4	1			
4	NA		07-05-2018	07-05-2023		74	3	3	4	4			
5	NA		23-09-2015	23-09-2020		105	1	1	3	1			
6	NA		20-10-2022	20-10-2022		20	3	3	5	1			
7	NA		20-07-2023	20-07-2023		11.12	1	1	0	0			

**Text Block**

Textual Information(1)

The Company does not have a designated Chairperson. We have referred the Chairperson elected for the previous Board Meeting held on April 30, 2024, 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.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

The Nomenclature of Corporate Social Responsibility Committee was changed to Corporate Social Responsibility & Sustainability Committee with effect from March 24, 2023.

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	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	27-01-2011		
3	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	28-10-2015		
4	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	20-10-2022		



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		
2	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	27-01-2015		
3	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	28-10-2015		
4	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	24-03-2023		

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	00191760	Brijesh Kumar Agrawal	Executive Director	Member	04-06-2018		
2	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	04-06-2018		
3	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Chairperson	04-06-2018		

Risk Management Committee							
Whether the Risk Management 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	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Chairperson	20-10-2022		
2	00254383	Vivek Narayan Gour	Non-Executive - Independent Director	Member	12-05-2020		
3	01519511	Rajesh Sawhney	Non-Executive - Independent Director	Member	12-05-2020		
4	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	12-05-2020		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00191760	Brijesh Kumar Agrawal	Executive Director	Member	23-08-2017		
3	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	20-10-2022		

<b>Other Committee</b>						
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	18-01-2024				Yes	7	7	4
2		05-04-2024	77		Yes	7	6	3
3		30-04-2024	24		Yes	7	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 in the Committee as on date of the meeting	Number of Directors Present (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	17-01-2024				Yes	4	4	3	0
2	Audit Committee	05-04-2024	78			Yes	4	4	3	0
3	Audit Committee	29-04-2024	23			Yes	4	4	3	0
4	Stakeholders Relationship Committee	17-01-2024				Yes	3	3	1	0
5	Stakeholders Relationship Committee	29-04-2024	102			Yes	3	3	1	0
6	Corporate Social Responsibility Committee	17-01-2024				Yes	3	3	2	0

## Annexure 1

### IV. Meeting of Committees

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 in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	15-03-2024	57			Yes	3	3	2	0
8	Corporate Social Responsibility Committee	29-04-2024	44			Yes	3	3	2	0
9	Risk Management Committee	23-02-2024				Yes	4	4	3	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

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	Manoj Bhargava
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	21-07-2024