

General information about company	
Entity code	142726
ISSE Symbol	INDIAMART
ISSE Symbol	NOTLISTED
ISSE Symbol	INDIA305016
Name of the entity	INDIAMART INTERMESH LIMITED
Date of financial year	01-04-2022
Date of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Business segment	Apparel
Market Capitalization 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

Whether the listed entity has a Regular Chairperson		Disclosure of notes on composition of board of directors explanatory										Textual Information(1)													
Whether Chairperson is related to MD or CEO	No	Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Sl. No	Name of the Director	PA%*	ED%*	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether director is disqualified	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special position (If any) (As per Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of re-appointment	Date of cessation	Terms of director (in months)	No of Directors in listed entities including this listed entity (As per Listing Regulations)	No of Independent Directors in listed entities including this listed entity (As per Listing Regulations)	Number of memberships in Audit Committee (including the listed entity) (As per Listing Regulations)	No of post of Chairperson in Audit Committee (including the listed entity) (As per Listing Regulations)	Other post of Chairperson in listed entities (including the listed entity) (As per Listing Regulations)	Other post of Chairperson in listed entities (including the listed entity) (As per Listing Regulations)
1	1a	Dhish Chandra Agrawal	AAAPR1702	00191893	Executive Director	Not Applicable	CEO-ED	18-10-1966	No				Active	NA	13-09-1999	08-01-2023			1	0	0	0			
2	1b	Bijesh Kumar Agrawal	AAAPR1702	00191791	Executive Director	Not Applicable		16-07-1978	No				Active	NA	13-09-1999	08-01-2020			1	0	1	0			
3	1c	Dirun Prakash	AAAPR1702	00191498	Non-Executive-Independent Director	Not Applicable		13-10-1951	No				Active	NA	11-09-2012	02-09-2014			1	0	4	1			
4	1d	Vivek Narayan Gaur	AAAPR1702	00254811	Non-Executive-Independent Director	Not Applicable	Chairperson	10-12-1960	No				Active	NA	07-06-2018	07-06-2018			59	3	3	4	4		

#### I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson		Disclosure of notes on composition of board of directors explanatory										Textual Information(1)													
Whether Chairperson is related to MD or CEO	No	Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Sl. No	Name of the Director	PA%*	ED%*	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether director is disqualified	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special position (If any) (As per Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of re-appointment	Date of cessation	Terms of director (in months)	No of Directors in listed entities including this listed entity (As per Listing Regulations)	No of Independent Directors in listed entities including this listed entity (As per Listing Regulations)	Number of memberships in Audit Committee (including the listed entity) (As per Listing Regulations)	No of post of Chairperson in Audit Committee (including the listed entity) (As per Listing Regulations)	Other post of Chairperson in listed entities (including the listed entity) (As per Listing Regulations)	Other post of Chairperson in listed entities (including the listed entity) (As per Listing Regulations)
5	1a	Rajesh Sarin	AAAPR1702	01191011	Non-Executive-Independent Director	Not Applicable		05-02-1966	No				Active	NA	23-08-2015	23-08-2020			60	1	1	3	1		
6	1b	Pallavi Diodia Gupta	AAAPR1702	00166001	Non-Executive-Independent Director	Not Applicable		08-01-1980	No				Active	NA	20-10-2022	20-10-2022			512	3	3	4	1		

#### Text Block

The Company does not have a designated Chairperson. We have referred the Chairperson elected for the previous Board Meeting held on January 19, 2023, 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.

### Annexure I

#### II. Composition of Committees

Disclosure of notes on composition of committees explanatory		Textual Information(1)	
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#### Annexure I Text Block

1. Mr. Pallavi Diodia Gupta was designated as Chairperson of Risk Management Committee with effect from March 24, 2023.

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

3. Mr. Vivek Narayan Gaur was designated as Chairperson of Corporate Social Responsibility & Sustainability Committee with effect from March 24, 2023.

#### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00254833	Vivek Narayan Gaur	Non-Executive - Independent Director	Chairperson	30-04-2018				
2	01519511	Rajesh Sarin	Non-Executive - Independent Director	Member	27-01-2015				
3	05124958	Dirun Prakash	Non-Executive - Non Independent Director	Member	28-10-2015				
4	06566637	Pallavi Diodia Gupta	Non-Executive - Independent Director	Member	20-10-2022				

#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00254833	Vivek Narayan Gaur	Non-Executive - Independent Director	Chairperson	13-10-2022				
2	01519511	Rajesh Sarin	Non-Executive - Independent Director	Member	27-01-2015				
3	05124958	Dirun Prakash	Non-Executive - Non Independent Director	Member	28-10-2015				
4	06566637	Pallavi Diodia Gupta	Non-Executive - Independent Director	Member	24-03-2023				

#### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00254833	Vivek Narayan Gaur	Non-Executive - Independent Director	Chairperson	04-06-2018				
2	00191760	Bijesh Kumar Agrawal	Executive Director	Member	04-06-2018				
3	05124958	Dirun Prakash	Non-Executive - Non Independent Director	Member	04-06-2018				

#### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
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 Diodia Gupta	Non-Executive - Independent Director	Chairperson	20-10-2022				
2	00254833	Vivek Narayan Gaur	Non-Executive - Independent Director	Member	12-05-2020				
3	01519511	Rajesh Sarin	Non-Executive - Independent Director	Member	27-01-2015				
4	05124958	Dirun 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		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00254833	Vivek Narayan Gaur	Non-Executive - Independent Director	Chairperson	30-04-2018				
2	00191760	Bijesh Kumar Agrawal	Executive Director	Member	23-08-2017				
3	06566637	Pallavi Diodia Gupta	Non-Executive - Independent Director	Member	20-10-2022				

#### Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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### Annexure I

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		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	20-10-2022	19-01-2023	00	Yes	6	6	3										
2	24-03-2023	03	63	Yes	6	6	3										

### Annexure I

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory		Date(s) of meeting (Enter dates of Previous 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	Risk Management Committee	15-03-2023		Yes	4	4	3	0											
2	Corporate Social Responsibility Committee	15-03-2023		Yes	3	3	2	0											
3	Audit Committee	19-10-2022		Yes	3	3	2	0											
4	Audit Committee	18-01-2023	90	Yes	4	4	3	0											
5	Stakeholders Relationship Committee	19-10-2022		Yes	3	3	1	0											
6	Stakeholders Relationship Committee	18-01-2023	90	Yes	3	3	1	0											

### Annexure I

#### 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 has been reviewed by Board of Directors and Senior	Yes	

### Annexure I

#### 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 I

#### Compliance status

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

### Annexure II

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://investor.indiamart.com/CompanyProfile.aspx">https://investor.indiamart.com/CompanyProfile.aspx</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
3	Composition of various committees of board of directors	Yes		<a href="https://investor.indiamart.com/BoardofDirectors.aspx">https://investor.indiamart.com/BoardofDirectors.aspx</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
8	Policy for determining material subsidiaries	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
9	Details of familiarization programs imparted to independent directors	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>

### Annexure II

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor RPTs	Yes		<a href="https://investor.indiamart.com/Company/ContactDetails.aspx">https://investor.indiamart.com/Company/ContactDetails.aspx</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://investor.indiamart.com/Company/ContactDetails.aspx">https://investor.indiamart.com/Company/ContactDetails.aspx</a>
12	Financial results	Yes		<a href="https://investor.indiamart.com/FinancialResultsStatements.aspx">https://investor.indiamart.com/FinancialResultsStatements.aspx</a>
13	Shareholding pattern	Yes		<a href="https://investor.indiamart.com/Shareholding.aspx">https://investor.indiamart.com/Shareholding.aspx</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentation made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://investor.indiamart.com/CorporateAnnouncements.aspx">https://investor.indiamart.com/CorporateAnnouncements.aspx</a>
16	New names and the old names of the listed entity	NA		
17	Advertisements as per Regulation 47 (1)	Yes		<a href="https://investor.indiamart.com/CorporateAnnouncements.aspx">https://investor.indiamart.com/CorporateAnnouncements.aspx</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://investor.indiamart.com/Subsidiary_Financials.aspx">https://investor.indiamart.com/Subsidiary_Financials.aspx</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://investor.indiamart.com/Disclosure_Under_Regulation_46.aspx">https://investor.indiamart.com/Disclosure_Under_Regulation_46.aspx</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
22	Dividend Distribution Policy as per Regulation 54(A) (as applicable)	Yes		<a href="https://investor.indiamart.com/CorporateGovernance.aspx">https://investor.indiamart.com/CorporateGovernance.aspx</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="https://investor.indiamart.com/index.aspx">https://investor.indiamart.com/index.aspx</a>

### Annexure II

#### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of "independence" and/or "eligibility"	161(b) & 25(5)	Yes	
2	Board composition	17(1), 17(A) & 17(B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Preparation of Board Meeting Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	</