

General information about company	
Script code	542726
NSE Symbol	INDIAMART
MSEI Symbol	NOTLISTED
ISIN	INE933S01016
Name of the entity	INDIAMART INTERMESH LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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							
Whether Chairperson is related to MD or CEO							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors
1	Mr	Dinesh Chandra Agarwal	AAAP8752G	00191800	Executive Director	Not Applicable	CEO-MD
2	Mr	Brijesh Kumar Agrawal	ABAPA2257Q	00191760	Executive Director	Not Applicable	
3	Mr	Dhruv Prakash	AAAPP2237Q	05124958	Non-Executive - Non Independent Director	Not Applicable	
4	Mr	Vivek Narayan Gour	AAAPG6499H	00254383	Non-Executive - Independent Director	Not Applicable	
5	Mr	Rajesh Sawhney	AICPS9783N	01519511	Non-Executive - Independent Director	Chairperson	
6	Ms	Pallavi Dinodia Gupta	AAAPD1732C	06566637	Non-Executive - Independent Director	Not Applicable	
7	Mr	Aakash Chaudhry	ACRPC9947M	00106392	Non-Executive - Independent Director	Not Applicable	

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(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of Cessation	Turnover 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 regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committees 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)	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	07-05-2018		65	3	3	4	4		
5	NA		23-09-2015	23-09-2020		96	1	1	3	1		
6	NA		20-10-2022	20-10-2022		11.12	3	3	5	1		
7	NA		20-07-2023	20-07-2023		2.12	1	1	0	0		

Text Block	
Textual Information(1)	<p>1. The Company does not have a designated Chairperson. We have referred the Chairperson elected for the previous Board Meeting held on July 20, 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.</p> <p>2. Mr. Aakash Chaudhry was appointed as a Non- Executive Independent Director of the Company with effect from July 20, 2023 by the Board of Directors and 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)	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							
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							
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							
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	00191760	Brijesh Kumar Agrawal	Executive Director	Member	04-06-2018		
3	05124958	Dhruv Prakash	Non-Executive - Non Independent Director	Member	04-06-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
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							
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		

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

## 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*	No. of members attending the meeting* (other than Board of Directors)
1	28-04-2023				Yes	6	6	3	
2		20-07-2023			Yes	7	7	4	

## 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	27-04-2023				Yes	4	4	3	0
2	Audit Committee	19-07-2023	82			Yes	4	4	3	0
3	Stakeholders Relationship Committee	27-04-2023				Yes	3	3	1	0
4	Stakeholders Relationship Committee	19-07-2023	82			Yes	3	3	1	0
5	Nomination and remuneration committee	27-04-2023				Yes	4	4	3	0
6	Nomination and remuneration committee	19-07-2023	82			Yes	4	4	3	0

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	27-04-2023				Yes	3	3	2	0
8	Corporate Social Responsibility Committee	19-07-2023	82			Yes	3	3	2	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)	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes	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	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	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	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	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	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	Yes

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

## Annexure III

III. Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No@details of non-compliance may be given here.	
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes		
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes		
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes		
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes		
5	Disclosure of the Secretarial Audit Report of the listed entity and the material Subsidiaries in the Annual Report	24A(1)	Yes		
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes		
7	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	Yes		

## Annexure III

Annexure III			
1	Name of signatory	Manoj Bhargava	
2	Designation	Company Secretary and Compliance Officer	

## Additional Half yearly Disclosure

Applicability of disclosure	Applicable
Reason for Non Applicability	Textual Information(1)

### I. Disclosure of Loans/ guarantees/comfort letters/ securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of security during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0

### (D) Additional Information

II. Affirmations	
Affirmations	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	No
Name	Prateek Chandra
Designation	
Place	Noida
Date	20-10-2023

## Text Block

Textual Information(3)	No loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. Hence, it is not applicable.
------------------------	---

Since there is no option in the drop down menu to select Not Applicable, we have selected No.

## Details of Cyber security incidence

Whether as per Regulation 27(2)(b) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
---	----

## Signatory Details

Name of signatory	Manoj Bhargava
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	20-10-2023