

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	Half Yearly
Date of Report	30-09-2024
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
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		77	3	3	4	4			
5	NA		23-09-2015	23-09-2020		108	2	2	3	1			
6	NA		20-10-2022	20-10-2022		23	4	4	6	1			
7	NA		20-07-2023	20-07-2023		14.12	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 July 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.

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					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		

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	05-04-2024				Yes	7	6	3
2	30-04-2024		24		Yes	7	6	3
3		30-07-2024	90		Yes	7	6	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
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	05-04-2024				Yes	4	4	3	0
2	Audit Committee	29-04-2024	23			Yes	4	4	3	0
3	Audit Committee	29-07-2024	90			Yes	4	4	3	0
4	Stakeholders Relationship Committee	29-04-2024				Yes	3	3	1	0
5	Stakeholders Relationship Committee	29-07-2024	90			Yes	3	3	1	0
6	Corporate Social Responsibility Committee	29-04-2024				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	Nomination and remuneration committee	05-04-2024				Yes	4	4	3	0
8	Risk Management Committee	18-09-2024	165			Yes	4	4	3	0

Text Block

Textual Information(1)

The meeting of the Risk Management Committee was earlier held on February 23, 2024. The gap between the meetings is 207 days however in the XBRL it has been auto-populated as 165 days.

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

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	
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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 issuance 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	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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) 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.		No	Textual Information(3)
Name	Jitin Diwan		
Designation	CFO		
Place	Noida		
Date	19-10-2024		

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)(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	19-10-2024

