

## Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

Refer instruction kit for filing the form

All fields marked in \* are mandatory

### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

L74899DL1999PLC101534

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) \*Type of Annual filing

Original

(d) SRN of MGT-7 filed earlier for the same financial years

iii.

Particulars	As on filing date	As on the financial year end date
Name of the company	INDIAMART INTERMESH LIMITED	INDIAMART INTERMESH LIMITED
Registered office address	Indiamart Intermesh Limited 1st Floor, 29-Daryagang, Netaji Subash M, arg, NA, New Delhi, New Delhi, Delhi, India, 110002	Indiamart Intermesh Limited 1st Floor, 29-Daryagang, Netaji Subash M, arg, NA, New Delhi, New Delhi, Delhi, India, 110002
Latitude details (as on filing date)	28.643201	28.643201
Longitude details (as on filing date)	77.240649	77.240649

(b) \*Permanent Account Number (PAN) of the company

AAACIS853L

(c) \*e-mail ID of the company

\*\*\*\*@diamart.com

(d) \*Telephone number with STD code

1145608941

(e) Website

https://www.indiamart.com/

iv \*Date of Incorporation (DD/MM/YYYY)

13/09/1999

v (a) \*Class of Company (as on the financial year end date)

(Private company/Public company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi \*\*Whether company is having share capital (as on the financial year end date)

Yes

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
3		#N/A
4		#N/A

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED(	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri M	INR000004058

ix \* (a) Whether Annual General Meeting (AGM) held

No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2026

(d) Whether any extension for AGM granted

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

### II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	63	Information service activities	
2		#N/A		#N/A	
3		#N/A		#N/A	
4		#N/A		#N/A	
5		#N/A		#N/A	
6		#N/A		#N/A	
7		#N/A		#N/A	
8		#N/A		#N/A	
9		#N/A		#N/A	
10		#N/A		#N/A	
11		#N/A		#N/A	
12		#N/A		#N/A	
13		#N/A		#N/A	
14		#N/A		#N/A	
15		#N/A		#N/A	

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i \*No. of Companies for which information is to be given

13

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	U72200HR2014PTC120179		BUSY INFOTECH PRIVATE LIMITED	Subsidiary	100
2	U74110DL2005PTC136907		TRADEZEAL ONLINE PRIVATE LIMITED	Subsidiary	100
3	U63111DL2024PTC435856		IIL DIGITAL PRIVATE LIMITED	Subsidiary	100
4	U74999DL2017PTC312424		PAY WITH INDIAMART PRIVATE LIMITED	Subsidiary	100
5	U72900DL2015PTC408182		LIVEKEEPING TECHNOLOGIES PRIVATE LIMITED	Subsidiary	65.97
6	U72900KA2008PTC045157		MOBISY TECHNOLOGIES PRIVATE LIMITED	Associate	31.33
7	U74110KA2018PTC110858		SIMPLY VYAPAR APPS PRIVATE LIMITED	Associate	28.7
8	U52300KA2016PTC092938		AGILLOS E-COMMERCE PRIVATE LIMITED	Associate	26.23
9	U72200KA2015PTC078474		EDGEWISE TECHNOLOGIES PRIVATE LIMITED	Associate	26.01
10	U52609DL2020PTC366962		IB MONOTARO PRIVATE LIMITED	Associate	23.69
11	U74999WB1973PTC028813		ADANSA SOLUTIONS PRIVATE LIMITED	Associate	26.01
12	U60221WB2016PTC217183		TRUCKHALL PRIVATE LIMITED	Associate	35.04
13	U74999HR2017PTC070052		FLEETX TECHNOLOGIES PRIVATE LIMITED	Associate	22.2

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	99442460	60087148	60087148	60087148
Total amount of equity shares (in rupees)	994424600.00	600871480.00	600871480.00	600871480.00

Number of classes

1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Share having face value of				
Number of equity shares	99442460	60087148	60087148	60087148
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	994424600.00	600871480.00	600871480.00	600871480.00

(b) Preference share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	3	0	0	0
Total amount of preference shares (in rupees)	984.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
0.01% Cumulative Preference				
Number of preference shares	3	0	0	0
Nominal value per share (in rupees)	328	0	0	0
Total amount of preference shares (in rupees)	984.00	0.00	0.00	0.00

(c) Unclassified share capital

Particulars	Authorized Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	0	60032148	60032148.00	600321480	600321480	
<b>Increase during the year</b>	0.00	55000.00	55000.00	550000.00	550000.00	0.00
i Public Issues	0	0	0.00	0	0	0
ii Rights issue	0	0	0.00	0	0	0
iii Bonus issue	0	0	0.00	0	0	0
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	0
v ESOPs	0	55000	55000.00	550000	550000	0
vi Sweat equity shares allotted	0	0	0.00	0	0	0
vii Conversion of Preference share	0	0	0.00	0	0	0
viii Conversion of Debentures	0	0	0.00	0	0	0
ix GDRs/ADRs	0	0	0.00	0	0	0
x Others, specify	0	0	0.00	0	0	0
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Buy-back of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
<b>At the end of the year</b>	0.00	60087148.00	60087148.00	600871480.00	600871480.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	0
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Issues of shares	0	0	0.00	0	0	0
ii Re-issue of forfeited shares	0	0	0.00	0	0	0
iii Others, specify	0	0	0.00	0	0	0



Total number of shareholders (other than promoters) 158047

Total number of shareholders (Promoters + Public/Other than promoters) 158049.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl. No	Category	
1	Individual - Female	34400
2	Individual - Male	71499
3	Individual - Transgender	0
4	Other than individuals	3921
	Total	109820.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 201

Name of the FII	Address	Date of Incorporation(DD/MM/YYYY)	Country of Incorporation	Number of shares held	% of shares held
Nalanda India Equity Fund Limited	Kotak Mahindra Bank LtdA Wing, 5th		India	3390739	5.643
Marval Guru Fund	Standard Chartered BankSecurities S		India	600000	0.9985
Pictet - Indian Equities	Hsbc Securities Services 11th FloorB		India	495369	0.8244
Vanguard Total International Stock	Jp Morgan Chase Bank N.A,India Sub		India	429228	0.7143
Ishares Core Msci Emerging Markets	Citibank N.A. Custody ServicesFifc- 9		India	422636	0.7034
Vanguard Emerging Markets Stock In	Jp Morgan Chase Bank N.A,India Sub		India	415700	0.6918
University Of Notre Dame Du Lac	Standard Chartered BankSecurities S		India	310850	0.5173
Government Pension Fund Global	Citibank N.A. Custody ServicesFifc- 9		India	304629	0.507
Vanguard Fiduciary Trust Company L	Jp Morgan Chase Bank N.A,India Sub		India	217462	0.3619
Gp Emerging Markets Strategies, Lp	Deutsche Bank Ag, Db HouseHazarin		India	216863	0.3609
Generation Im Fund Plc-Generation I	Citibank N.A. Custody ServicesFifc- 9		India	203994	0.3395
Discovery Global Opportunity (Mauri	Kotak Mahindra Bank LtdA Wing, 5th		India	200000	0.3328
California State Teachers Retirement	Hsbc Securities Services 11th FloorB		India	191403	0.3185
Uti India Dynamic Equity Fund	Citibank N.A. Custody ServicesFifc- 9		India	189038	0.3146
Platinum Asia Fund	Citibank N.A. Custody ServicesFifc- 9		India	181303	0.3017
Dt Fund	Icici Bank LtdEmpire Complex 1st Flo		India	181028	0.3013
City Of New York Group Trust	Hsbc Securities Services 11th FloorB		India	163723	0.2725
Emerging Markets Small Capitalizati	Jp Morgan Chase Bank N.A,India Sub		India	142556	0.2372
Abu Dhabi Investment Authority - M	Jp Morgan Chase Bank N.A,India Sub		India	135158	0.2249
General Organization For Social Insu	Citibank N.A. Custody ServicesFifc- 9		India	125400	0.2087
Shinsei Uti India Fund (Mauritius) Li	Deutsche Bank AgDb House, Hazarin		India	120188	0.2
Vanguard Fse All-World Ex-U.s Small	Standard Chartered BankSecurities S		India	112989	0.188
Somerville Trading Enterprises, Llc	Jp Morgan Chase Bank N.A, India Sub		India	112679	0.1875
Generation Im Asia Fund Lp	Citibank N.A. Custody ServicesFifc- 9		India	107762	0.1793
Waverton Investment Funds Public L	Standard Chartered BankSecurities S		India	98000	0.1631

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

[Details of , Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	18	18
Members(Other than Promoters)	0	158047
Debenture Holders	172261	0

**VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A Promoter</b>	2	0	2	0	46.99	0
<b>B Non-Promoter</b>	1	5	1	6	0.00	0.03
i Non-independent	1	1	1	1	0	0.03
ii Independent	0	4	0	5	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
<b>Total</b>	<b>3</b>	<b>5</b>	<b>3</b>	<b>6</b>	<b>46.99</b>	<b>0.03</b>

\*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

**B (i) Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
DINESH CHANDRA AGARWAL	00191800	Managing Director	16827523	
BRIJESH KUMAR AGRAWAL	00191760	Whole-time director	11403046	
MANOJ BHARGAVA	08267536	Whole-time director	5924	
PALLAVI DINODIA GUPTA	06566637	Director	254	
VIVEK NARAYAN GOUR	00254383	Director	2000	
SANDEEP KUMAR BARASIA	01432123	Director	0	
DHRUV PRAKASH	05124958	Director	20413	
VASUTA AGARWAL	07480674	Director	0	
MANISH VIJ	00505422	Director	4643	
JITIN DIWAN	AIYPD3488K	CFO	0	
MANOJ BHARGAVA	AGGPB9543D	Company Secretary	0	

**B (ii) \*Particulars of change in director(s) and Key managerial personnel during the year** 5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
VASUTA AGARWAL	07480674	Additional Director	18/07/2025	Appointment
SANDEEP KUMAR BARASIA	01432123	Additional Director	29/04/2025	Appointment

SANDEEP KUMAR BARASIA	01432123	Director	16/06/2025	Change in designation
VASUTA AGARWAL	07480674	Director	29/08/2025	Change in designation
RAJESH SAWHNEY	01519511	Director	22/09/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

\*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/06/2025	176334	41	21.88

B BOARD MEETINGS

\*Number of meetings held

4

S.No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2025	8	8	100.00
2	18/07/2025	9	9	100.00
3	17/10/2025	9	9	100.00
4	20/01/2026	9	9	100.00

C COMMITTEE MEETINGS

Number of meetings held

18

S.No.	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	29/04/2025	4	4	100.00
2	Audit Committee	17/07/2025	5	5	100.00
3	Audit Committee	16/10/2025	4	4	100.00
4	Audit Committee	19/01/2026	4	4	100.00
5	Nomination and Remuneration Com	25/04/2025	4	4	100.00
6	Nomination and Remuneration Com	17/07/2025	4	4	100.00
7	Stakeholders Relationship Committe	25/04/2025	3	3	100.00
8	Stakeholders Relationship Committe	17/07/2025	3	3	100.00
9	Stakeholders Relationship Committe	16/10/2025	4	4	100.00
10	Stakeholders Relationship Committe	19/01/2026	4	4	100.00
11	Corporate Social Responsibility and S	29/04/2025	3	3	100.00
12	Corporate Social Responsibility and S	17/07/2025	3	3	100.00
13	Corporate Social Responsibility and S	16/10/2025	5	5	100.00
14	Risk Management Committee	16/10/2025	5	5	100.00
15	Risk Management Committee	26/03/2026	5	4	80.00
16	Committee of Independent Director	25/04/2025	4	4	100.00
17	Share Allotment Committee	26/11/2025	4	4	100.00
18	Investment and Finance Committee	16/12/2025	4	4	100.00

D ATTENDANCE OF DIRECTORS

S.No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	DINESH CHANDRA AGARWAL	4	4	100.00	2	2	100.00	
2	BRIJESH KUMAR AGRAWAL	4	4	100.00	6	6	100.00	
3	MANOJ BHARGAVA	4	4	100.00	15	15	100.00	
4	PALLAVI DINODIA GUPTA	4	4	100.00	13	12	92.31	
5	VIVEK NARAYAN GOUR	4	4	100.00	1	1	100.00	
6	SANDEEP KUMAR BARASIA	4	4	100.00	4	4	100.00	
7	DHRUV PRAKASH	2	2	100.00	7	7	100.00	
8	VASUTA AGARWAL	3	3	100.00	4	4	100.00	
9	MANISH VIJ	4	4	100.00	12	12	100.00	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Yes

A \*Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Dinesh Chandra Agrawal	Managing director	82714064	0	0	606060	83320124.00
2	Brijesh Kumar Agrawal	Whole-time director	61097364	0	0	634860	61732224.00
3	Manoj Bhargava	Whole-time director	16447440	0	3297058	16200	19760698.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		160258868.00	0.00	3297058.00	1257120.00	164813046.00

B \*Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Jitin Diwan	CFO	17864863	0	0	18900	17883763.00
2	Manoj Bhargava	Company Secretary	16447440	0	3297058	16200	19760698.00
3							0.00
4							0.00



A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

Certificate of practice number

DSC BOX

DEEPAK KUKREJA

Fellow

8265

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

(a) DIN/PAN/Membership number of Designated Person

(b) Name of the Designated Person

5164

Declaration

I am authorised by the Board of Directors of the Company vide resolution number\* [redacted] 12 dated\* (DD/MM/YYYY) 28/10/2015 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

\*To be digitally signed by

\*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

\*To be digitally signed by

\*Whether associate or fellow:

\*Membership number

Certificate of practice number

DSC BOX

Director

00191800

DSC BOX

Company Secretary

Fellow

5164

## **DRAFT FORM NO.MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014.

### **CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and paper of **INDIAMART INTERMESH LIMITED** (hereinafter “**the Company**”) (CIN: L74899DL1999PLC101534) as required to be maintained under the Companies Act, 2013 (“**the Act**”) and the Rules made there under for the financial year ended on March 31, 2026 (“**financial year**”). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of following:

1. The Company being a Listed Public Company and there was no change in the status of the Company;
2. The Company has kept and maintained all required registers/records as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
3. The Company has filed all the forms and returns with the Registrar of Companies within the prescribed time except one form which was filed with additional fees in accordance with the Act and rules made thereunder. Further, the Company was not required to file any forms with Regional Director, Central Government, the Tribunal, Court or other Authorities;
4. The Company has duly complied with the provisions of the Act with respect to calling/ convening/ holding meetings of Board of Directors, Committee Meetings and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given in compliance with the Act and the proceedings including the circular resolution have been properly recorded in the Minute Book maintained for the purpose and the same have been signed;
5. The Company has not closed its Register of Members. Further, there are no other security holders (apart from Equity Shareholders) in the Company during the aforesaid financial year;

6. The Company has not advanced any loans to its directors or persons or firms or companies referred in section 185 of the Act;
7. The Company has entered into contracts, arrangements and transactions with related parties as specified in section 188 of the Act and all contracts / arrangements were on arm's length basis and were in the ordinary course of business. The details of Related Party Transactions are disclosed in the Standalone Financial Statements under note no. 33;
8. During the financial year:
  - a. the Company has allotted 55,000 fully paid up equity Shares of at the face value of INR 10/- each to the Indiamart Employee Benefit Trust for facilitating exercise of Stock Appreciation Rights and Employee Stock Options under Indiamart Employee Stock Benefit Scheme- 2018 and accordingly, the issued, subscribed and paid-up capital of the Company stands increased from 6,00,32,148 fully paid up equity shares of INR 10/- each to 6,00,87,148 equity shares of INR 10/- each.
  - b. the Company has not bought back any securities or redeemed preference shares or debentures or altered or reduced its share capital;
  - c. The Company has not received any request for transfer of shares and transmission of shares;
  - d. The Company has not received any request for issuance of duplicate share certificate(s);
  - e. The Company has not converted any shares or securities;
9. The Company has not issued shares on right basis or bonus shares hence the provisions of keeping in abeyance rights shares and bonus shares pending registration of transfer of shares was not applicable, however the Company has paid dividend during the year and there was no transfer pending for registration at the time of declaration of dividend hence provisions of keeping in abeyance the rights to dividend pending registration of transfer of shares was not applicable;
10. The Company has declared/made payment of dividend during the financial year and there was no case of unpaid/unclaimed dividend for a period of seven years, hence the Company was not required to transfer unpaid/unclaimed dividend to the Investor Education and Protection Fund under section 125 of the Act;
11. The Company's audited financial statement has been signed as per the provisions of section 134 of the Act and report of directors has been prepared in accordance with the Section 134(3), (4) and (5) of the Act;
12. The Board of the company is duly constituted and the appointments/retirements have been made in compliance of the Act and there was no case of filling up casual vacancies. The necessary disclosures were made by Directors and Key Managerial

Personnel and the remuneration paid to Directors & Key Managerial Personnel was in accordance with the Act;

13. That the company has duly complied with the provisions of section 139 of the Act relating to appointment of Statutory Auditor of the company and there was no case of filling of casual vacancies of Auditors;
14. That the Company was not required to obtain approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities prescribed under the various provisions of the Act during the financial year.
15. That the Company has not accepted/ renewed or repaid any deposits under section 73 of the Act;
16. The Company has not made any borrowings during the financial year;
17. The Company has made investments to other bodies corporate or persons falling under the provisions of section 186 of the Act, however the company has not given loans nor provided guarantees/ securities falling under the provisions of Section 186 of the Act; and
18. The Company has not made any alteration in its Memorandum or Articles of Association.

**For DEEPAK KUKREJA & ASSOCIATES  
COMPANIES SECRETARIES**

**Date:**  
**Place: New Delhi**  
**UDIN:**

**CS DEEPAK KUKREJA**  
**Proprietor**  
**FCS, LL.B., ACIS(UK), B.COM, I.P.**  
**C.P. No. 8265**  
**FCS No. 4140**  
**Peer Review No. 2667/2022**