



June 13, 2023

To,
BSE Limited
(BSE: 542726)

National Stock Exchange of India Limited
(NSE: INDIAMART)

Sub: Proceedings of 24th Annual General Meeting of IndiaMART InterMESH Limited and E-Voting Results

Ref.: Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We wish to inform you that 24th Annual General Meeting ('AGM') of the Company was duly held today i.e., Tuesday, June 13, 2023 at 11:00 a.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

The remote e-voting on all the resolutions set out in the Notice of the AGM was conducted during the period from Friday, June 09, 2023 at 09:00 a.m. (IST) to Monday, June 12, 2023 at 05:00 p.m. (IST). The facility to cast vote through e-voting was also made available during the AGM to the members who did not cast their vote through remote e-voting.

Further, as per the e-voting results received from Mr. Devesh Vasisht, Scrutinizer, all the resolution(s) as set out in the Notice of the AGM have been duly passed by the members with requisite majority. The Scrutinizer's Report on remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, will be disseminated to the exchanges and will be placed on the Company's website, in due course.

In view of the above, we submit the following:

1. Brief Proceedings of the AGM of the Company under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), is enclosed as **Annexure-A**.
2. E-Voting results of the AGM under Regulation 44 of Listing Regulations, is enclosed as **Annexure-B**.
3. Mr. Dhruv Prakash (DIN: 05124958) has been re-appointed as a Director, liable to retire by rotation. Details as required under Regulation 30 of Listing Regulations, is enclosed as **Annexure-C**.



IndiaMART InterMESH Ltd.

6th floor, Tower 2, Assotech Business Cresterra,

Plot No.22, Sec 135, Noida-201305, U.P.

Call Us: +91 - 9696969696

E: customercare@indiamart.com

Website: www.indiamart.com

The video recording and transcript of the AGM shall also be uploaded on the Company's website at https://investor.indiamart.com/AGM_EGM.aspx.

We request you to take the above information on record.

Yours faithfully,

For IndiaMART InterMESH Limited

(Manoj Bhargava)
Group General Counsel,
Company Secretary & Compliance Officer
Membership No: F5164

Annexure- A

Summary of Proceedings of 24th Annual General Meeting

The 24th Annual General Meeting ('AGM') of the Members of IndiaMART InterMESH Limited ('Company') was held today i.e., on Tuesday, June 13, 2023 at 11:00 a.m. ('IST') through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and concluded at 12:00 noon (including time allowed for E-Voting at the AGM). The Meeting was conducted in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') from time to time and other applicable provisions of the Companies Act, 2013.

The proceedings of this AGM were deemed to be conducted at the Registered Office of the Company i.e., 1st Floor, 29-Daryaganj, Netaji Subash Marg, New Delhi-110002.

Directors Present:

S. No.	Name of the Director	Designation
1.	Ms. Pallavi Dinodia Gupta <i>(Elected Chairperson of the meeting)</i>	Lead Independent Director
2.	Mr. Dinesh Chandra Agarwal	Managing Director & Chief Executive Officer
3.	Mr. Brijesh Kumar Agrawal	Whole-Time Director
4.	Mr. Dhruv Prakash	Non-Executive Director
5.	Mr. Vivek Narayan Gour	Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee

In Attendance:

S. No.	Name of the Attendee	Designation
1.	Mr. Manoj Bhargava	Group General Counsel, Company Secretary and Compliance Officer
2.	Mr. Prateek Chandra	Chief Financial Officer

Invitees:

S. No.	Name of the Invitee	Designation
1.	Ms. Kanika Kohli	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors
2.	Mr. Ankit Gaba	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors
3.	Mr. Rupesh Agarwal	Managing Partner of M/s Chandrasekaran Associates, Company Secretaries, Secretarial Auditors
4.	Mr. Devesh Vasisht	Managing Partner of DPV & Associates LLP, Company Secretaries, (Scrutinizer)

Details of the members who attended the AGM:

Through VC: 56 representing 1,52,75,247 Equity Shares constituting 49.90% of the paid-up Equity Share Capital of the Company

Proxy: N.A.

Mr. Manoj Bhargava, Group General Counsel, Company Secretary and Compliance Officer of the Company welcomed all the members attending the AGM of the Company held through VC/OAVM, on the platform provided by National Securities Depository Limited ('NSDL'), in compliance with the circulars issued by Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') from time to time and other applicable provisions and provided a brief on the modalities for participation/process to be followed while attending the meeting.

Thereafter, he introduced all the Directors and Key Managerial Personnel's ('KMPs') present at the meeting through VC/OAVM. He also confirmed the presence of representatives of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors, M/s Chandrasekaran Associates, Company Secretaries, Secretarial Auditors and Mr. Devesh Vasisht, Managing Partner, DPV & Associates LLP, Company Secretaries, Scrutinizer, at the meeting through VC/OAVM.

He further, informed that the Company doesn't have a designated Chairman of the Board and requested the present members of Board of Directors to elect the Chairperson of this AGM among themselves, in terms of Article 89 of Articles of Association of the Company.

Ms. Pallavi Dinodia Gupta, Lead Independent Director, nominated by the other Directors present at the meeting, was elected as the Chairperson of this Meeting.

He also informed that the Statutory Registers and other relevant documents referred to in the Notice of the AGM were available for inspection electronically.

Thereafter, Ms. Pallavi Dinodia Gupta took the chair and welcomed the members to the AGM of the Company. After ascertaining that the requisite quorum was present, she called the meeting to order.

The Chairperson addressed the members and updated them about the financial performance and key highlights of the Company during the Financial Year 2022-23.

The Chairperson then informed the members that Notice of the AGM along with the Audited Standalone and Consolidated Financial Statements of the Company and the reports of the Board of Directors and Auditors thereon, including annexures thereof, for the Financial Year ended March 31, 2023, have been already dispatched to members at their registered email address in compliance with the relevant SEBI circular and available on the Company's website. The Chairperson also informed that there were no qualifications, observations or comments in the Auditor's Report for the Financial Year ended March 31, 2023.

Thereafter, the Notice of the AGM along with the reports of the Board of Directors and Auditors were taken as read.

The Chairperson informed the members, that in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided the remote e-voting facility to the members (which started at 09:00 a.m. IST on Friday, June 09, 2023 and concluded at 05:00 p.m. IST on Monday, June 12, 2023) to cast their votes on all the resolutions set forth in the Notice of the AGM. Members who were participating in the meeting and had not casted their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting till 12:00 noon.

The following items as stated in the Notice of the AGM were considered at the AGM:

Item No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To declare dividend of Rs. 20/- per equity share for the financial year ended March 31, 2023.	Ordinary
3.	To appoint a Director in place of Mr. Dhruv Prakash (DIN: 05124958), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

Item No.	Particulars	Type of Resolution
4.	To approve issue of bonus equity shares	Ordinary

Members present at the meeting were given an opportunity to ask questions and seek clarification(s), if any, through chat box facility provided by NSDL during the AGM. The questions were duly responded by the management at the meeting except few which were notified to be responded within seven (7) working days from the date of AGM by the Management.

The Chairperson informed that the E-Voting results along with Scrutinizer's Report shall also be uploaded on the Company's website at https://investor.indiamart.com/AGM_EGM.aspx, NSDL at <http://www.evoting.nsdl.com> and disseminated to BSE Limited and National Stock Exchange of India Limited.

Members attending the AGM who did not have access to remote e-voting facility were also given the facility to cast their vote electronically at the meeting. The e-voting facility was kept open for next 30 minutes to enable the members to cast their vote.

Thereafter, the Chairperson thanked the members for their participation and dignified presence at the AGM. Upon completion of the E-Voting process, the meeting concluded at 12:00 noon (IST).

Annexure-B

DETAILS OF E-VOTING RESULTS

Particulars	Details
Date of Annual General Meeting	Tuesday, June 13, 2023
Total Number of Shareholders on Record Date (i.e. June 06, 2023 - Cut-off date for e-voting)	1,70,179
Number of Shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	N.A.
Public	N.A.
Number of Shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	22
Public	34

- Item 1** : To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.
- Business** : Ordinary Business
- Mode of Voting** : E-Voting (includes Remote E-Voting & E-Voting during the AGM)

Resolution Required (Ordinary / Special)				Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	15,067,524	15,067,524	100.0000	15,067,524	0	100.00000	0.00000
	Postal Ballot		0	0.0000	0	0	0.00000	0.00000
	Total		15,067,524	100.0000	15,067,524	0	0.00000	0.00000
Public-Institutions	E-voting	9,828,550	8,904,539	90.5987	8,904,539	0	100.00000	0.00000
	Postal Ballot		0	0.0000	0	0	0.00000	0.00000
	Total		8,904,539	90.5987	8,904,539	0	100.00000	0.00000
Public-Non Institutions	E-voting	5,718,500	1,512,902	26.4563	1,512,894	8	99.99947	0.00053
	Postal Ballot		0	0.0000	0	0	0.00000	0.00000
	Total		1,512,902	26.4563	1,512,894	8	99.99947	0.00053
Total		30,614,574	25,484,965	83.2446	25,484,957	8	99.99997	0.00003

The aforesaid resolution has been passed with requisite majority.

Item 2 : To declare dividend of Rs. 20/- per equity share for the financial year ended **March 31, 2023.**

Business : Ordinary Business

Mode of Voting : E-Voting (includes Remote E-Voting & E-Voting during the AGM)

Resolution Required (Ordinary / Special)				Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	15,067,524	15,067,524	100.00000	15,067,524	0	100.00000	0.00000
	Postal Ballot		0	0	0	0	0.00000	0.00000
	Total		15,067,524	100.00000	15,067,524	0	0.00000	0.00000
Public-Institutions	E-voting	9,828,550	8,904,539	90.59870	8,904,539	0	100.00000	0.00000
	Postal Ballot		0	0	0	0	0.00000	0.00000
	Total		8,904,539	90.59870	8,904,539	0	100.00000	0.00000
Public-Non Institutions	E-voting	5,718,500	1,512,863	26.45559	1,512,811	52	99.99656	0.00344
	Postal Ballot		0	0	0	0	0.00000	0.00000
	Total		1,512,863	26.45559	1,512,811	52	99.99656	0.00344
Total		30,614,574	25,484,926	83.24442	25,484,874	52	99.99980	0.00020

The aforesaid resolution has been passed with requisite majority.

Item 3 : To appoint a Director in place of Mr. Dhruv Prakash (DIN: 05124958), who retires by rotation and being eligible, offers himself for re-appointment

Business : Ordinary Business

Mode of Voting : E-Voting (includes Remote E-Voting & E-Voting during the AGM)

Resolution Required (Ordinary / Special)				Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	15,067,524	15,067,524	100.00000	15,067,524	0	100.00000	0.00000
	Postal Ballot		0	0.00000	0	0	0.00000	0.00000
	Total		15,067,524	100.00000	15,067,524	0	0.00000	0.00000
Public-Institutions	E-voting	9,828,550	8,904,539	90.59870	8,472,010	432529	95.14260	4.85740
	Postal Ballot		0	0	0	0	0.00000	0.00000
	Total		8,904,539	90.59870	8,472,010	432529	95.14260	4.85740

Public-Non Institutions	E-voting	5,718,500	1,512,864	26.45561	1,512,795	69	99.99544	0.00456
	Postal Ballot		0	0	0	0	0.00000	0.00000
	Total		1,512,864	26.45561	1,512,795	69	99.99544	0.00456
Total		30,614,574	25,484,927	83.24443	25,052,329	432,598	98.30253	1.69747

The aforesaid resolution has been passed with requisite majority.

- Item 4** : **To approve issue of bonus equity shares**
Business : Special Business
Mode of Voting : E-Voting (includes Remote E-Voting & E-Voting during the AGM)

Resolution Required (Ordinary / Special)				Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	15,067,524	15,067,524	100.00000	15,067,524	0	100.00000	0.00000
	Postal Ballot		0	0.00000	0	0	0.00000	0.00000
	Total		15,067,524	100.00000	15,067,524	0	0.00000	0.00000
Public-Institutions	E-voting	9,828,550	8,904,539	90.59870	8,580,291	324248	96.35862	3.64138
	Postal Ballot		0	0.00000	0	0	0.00000	0.00000
	Total		8,904,539	90.59870	8,580,291	324248	96.35862	3.64138
Public-Non Institutions	E-voting	5,718,500	1,512,863	26.45559	1,512,763	100	99.99339	0.00661
	Postal Ballot		0	0.00000	0	0	0.00000	0.00000
	Total		1,512,863	26.45559	1,512,763	100	99.99339	0.00661
Total		30,614,574	25,484,926	83.24442	25,160,578	324,348	98.72729	1.27271

The aforesaid resolution has been passed with requisite majority.

Annexure-C

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 7 of PART A of Annexure I of the SEBI Circular dated September 9, 2015

S. No.	Particulars	Mr. Dhruv Prakash
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment as a Director liable to retire by rotation
2	Date of appointment/ cessation and term of appointment	Not Applicable
3	Brief Profile (in case of appointment)	<p>Mr. Dhruv Prakash has 44 years of Industry experience and currently he is engaged in his independent professional practice for rendering management consultancy and leadership development services including coaching of senior management for various companies viz. Space Matrix Design Consultants and Blink Design Group (Singapore).</p> <p>He has vast experience in the field of management consulting, finance, manufacturing and chemicals, having worked with Korn/Ferry International Private Limited, Helion Ventures Private Limited, Hewitt Associates (India) Private Limited, Amar Dye-Chem Limited, DCM Toyota Limited, Hindustan Reprographics Limited, Escorts Limited, Reliance Industries, Gulf Oil, Make My Trip, Helion Advisors and Jungle Ventures (Singapore).</p>
4	Disclosure of Relationships between Directors (in case of appointment of Director)	None