

# Lalit Chaudhary & Company

Company Secretaries

Firm Registration No: S2016DE364000

ANNEXURE -C

D-12/60, Ground Floor,  
Sector-8, Rohini, Delhi-110089

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Email: csalitchaudhary1@gmail.com

## Consolidated Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
IndiaMART InterMESH Limited  
CIN: U74899DL1999PLC101534  
7th & 8th Floor, Advant Navis Business Park,  
Plot No.7, Sector-142, Noida 201301 UP

25<sup>th</sup> September, 2019

**Sub: Scrutinizer's Report on remote e-voting and poll conducted at the 20<sup>th</sup> Annual General Meeting of IndiaMART InterMESH Limited held on 25<sup>th</sup> September 2019**

Dear Sir,

I, Lalit Chaudhary of M/s Lalit Chaudhary & Company, Company Secretaries (M.N.A21095, C.P.15889) having office at D-12/60, Ground Floor, Sector 8, Rohini, Delhi-110085, appointed as Scrutinizer(s) of IndiaMART InterMESH Limited ("The Company") pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing the remote e-voting and poll on the below mentioned resolution(s), at the 20<sup>th</sup> Annual General Meeting of the Shareholders of IndiaMART InterMESH Limited, held on Wednesday the 25<sup>th</sup> day of September, 2019 at 09.00 AM at The Executive Club Resort, 439, Kharak Road, Shahoorpur Extension, Sat Bari, New Delhi-110074.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.



Lalit Chaudhary  
Membership No: A21095  
New Delhi



Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019

### **SCRUTINIZER'S REPORT**

Name of the Company	IndiaMART InterMESH Limited
Meeting	20th Annual General Meeting
Day, Date & Time	Wednesday, September 25, 2018 at 09.00 AM
Venue	The Executive Club Resort, 439, Kharak Road, Shahoorpur Extension, Sat Bari, New Delhi-110074

#### **1. Appointment as Scrutinizer**

Pursuant to the Resolution passed by the Board of Directors of IndiaMART InterMESH Limited on July 31, 2019, I have been appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting as well as voting through ballot paper conducted at the 20<sup>th</sup> Annual General Meeting (AGM) of IndiaMART InterMESH Limited (hereinafter referred to as the Company), in respect of the items/resolutions contained in the notice of AGM dated July 31, 2019 as mentioned under Section 108 of Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment rules, 2014.

#### **2. Dispatch of Notice convening the AGM**

The Company informed that on the basis of the Register of Members made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM as under:

- On August 29, 2019 by E-mail to 7343 members who had registered their email-IDs with the Company/ Depositories.
- On August 29, 2019 by Registered Post to 1264 members in physical form.

#### **3. Publication of Notice convening the AGM**

The Company has published on Monday, the September 02, 2019, an advertisement about the dispatch of AGM notice in Mint (English Language National Daily Newspaper-All India) and Hindustan (Hindi Language daily Newspaper-Delhi).

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Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





#### **4. Cut-off date**

Voting rights were reckoned as on Wednesday, September 18, 2019 being the cut-off date for the purpose of deciding the members eligible to vote through remote e-voting and voting at the AGM on the proposed resolutions (item no. 1 to 9) as set out in the notice dated July 31, 2019.

#### **5. Remote e-voting process**

##### **5.1 Agency**

The Company appointed Link Intime India Pvt. Ltd. as the agency for providing the remote e-voting platform.

##### **5.2 Remote e-voting period**

Remote e-voting platform was open from 9:00 a.m. on Saturday, 21 September, 2019 till 5:00 p.m. on Tuesday, 24 September, 2019 and members had the option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions and Special Resolutions on the remote e-voting platform provided by Link Intime India Pvt. Ltd. on the designated website URL: <https://instavote.linkintime.co.in>

#### **6. Voting at the AGM**

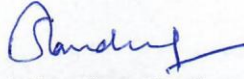
**6.1** The total paid up Equity Share Capital of the Company as on Wednesday, September 18, 2019 was Rs. 28,77,48,200/- (Rupees Twenty Eight Crore Seventy Seven Lakh Fourty Eight Thousand Two Hundred Only) divided into 2,87,74,820 (Two Crore Eighty Seven Lakh Seventy Four Thousand Eight Hundred and Twenty Only) equity shares of Rs. 10/- (Rupees Ten Only) each.

**6.2** A ballot box was kept for voting and the ballot box was locked in my presence.

**6.3** After completion of voting at the AGM at 9.30 AM the Ballot box was opened in my presence and in the presence of two witnesses, Mr. Sandeep Yadav R/o A-79, Teacher Colony, Samaypur, Delhi-110042 and Ms. Kanika Goel R/o D-16/445, Sector 7, Rohini, Delhi-110085 who are not in the employment of company. The ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company, subject to verification of ballots with remote e-voting results. The witnesses



have signed below in confirmation of the ballot boxes being opened in their presence.



**Witness 1: Sandeep Yadav**



**Witness 2: Kanika Goel**

- 6.4 The ballots, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.

## **7. Counting Process**

- 7.1 On completion of voting at the AGM, Link Intime India Pvt. Ltd. provided us with the list of members who had cast their votes through ballots, their holding details and details of vote cast on the Resolutions.
- 7.2 Votes were reconciled with the records maintained by the Company and Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agent of the Company (RTA) with respect to the authorizations/ proxies lodged with the Company.
- 7.3 We unblocked the remote e-voting results on the Link Intime India Pvt. Ltd. remote e-voting platform in the presence of Mr. Sandeep Yadav and Ms. Kanika Goel and downloaded the remote e-voting results.

## **8. Results**

- 8.1 We observed that:
- a) 23 Members had casted their votes at the AGM through ballot out which 4 members ballot were considered Invalid.
  - b) 82 Members had casted their votes through remote e-voting.
- 8.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 31 July, 2019 is enclosed herewith.
- 8.3 Based on the aforesaid results, we report that 4 Ordinary Resolutions and 5 Special Resolutions as set out in Item No. 1 to Item No. 9 of the Notice of the AGM dated 31 July, 2019 have been passed with the requisite majority.

Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





The consolidated summary of results of remote e-voting and poll at AGM are as under:

### CONSOLIDATED RESULTS

**Item No.1: Receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the year ended 31st March, 2019 together with the Report of the Board of Directors and Auditors thereon.**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1256313	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1256313</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3531452	64	100.00	0.00	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18720399</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 2: Appointment of a Director in place of Mr. Dhruv Prakash (DIN: 05124958) who retires by rotation and being eligible, offers himself for re-appointment.**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>

Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





Public – Institutions	E-Voting	3965860	1256313	31.68	1256313	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1256313</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3531452	64	100.00	0.00	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18720399</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 3: Appointment of B S R & Co. LLP, Chartered Accountants, (Firm Registration No: 101248W/W-100022), as the Statutory Auditors of the Company.**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1256313	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1256313</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3531452	64	100.00	0.00	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18720399</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





**Item No. 4: Approval of payment of professional fees to Mr. Dhruv Prakash, Non-Executive Director of the Company**

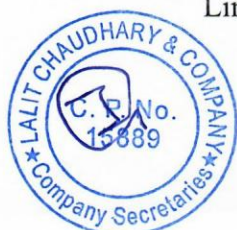
Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1254572	1741	99.86	0.14	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1254572</b>	<b>1741</b>	<b>99.86</b>	<b>0.14</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		609602	6.30	609600	2	100.00	0.00	40060
	<b>Total</b>	<b>9671869</b>	<b>2287005</b>	<b>23.65</b>	<b>2286939</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>40060</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3529711	1805	99.95	0.05	0
	Poll		15148893	52.65	15148891	2	100.00	0.00	40060
	<b>Total</b>	<b>28774820</b>	<b>18680409</b>	<b>64.92</b>	<b>18678602</b>	<b>1807</b>	<b>99.99</b>	<b>0.01</b>	<b>40060</b>

Mr. Dhruv Prakash who was interested in this resolution and have voted in favor with 40056 votes, we have considered them as invalid. Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 5: Re-appointment of Mr. Dinesh Chandra Agarwal as Managing Director and Chief Executive Officer of the Company.**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1194788	61525	95.10	4.90	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1194788</b>	<b>61525</b>	<b>95.10</b>	<b>4.90</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3469927	61589	98.26	1.74	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4

Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18658874</b>	<b>61591</b>	<b>99.67</b>	<b>0.33</b>	<b>4</b>
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Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 6: Re-appointment of Mr. Brijesh Kumar Agrawal as Whole-Time Director of the Company.**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1196529	59784	95.24	4.76	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1196529</b>	<b>59784</b>	<b>95.24</b>	<b>4.76</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3471668	59848	98.31	1.69	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18660615</b>	<b>59850</b>	<b>99.68</b>	<b>0.32</b>	<b>4</b>

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 7: Ratification of the Approval and Implementation of the Indiamart Employee Stock Benefit Scheme – 2018 through Trust Route**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1254572	1741	99.86	0.14	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1254572</b>	<b>1741</b>	<b>99.86</b>	<b>0.14</b>	<b>0</b>

Report of Scrutinizer on voting and remote e-voting by members of IndiaMART InterMESH Limited at the 20<sup>th</sup> AGM held on 25<sup>th</sup> September, 2019





Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3529711	1805	99.95	0.05	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18718658</b>	<b>1807</b>	<b>99.99</b>	<b>0.01</b>	<b>4</b>

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 8: Ratification of the Approval for Grant of Employee Stock Options and Stock Appreciation Right to the Employees of Present and Future Subsidiary Company (ies) under Indiamart Employee Stock Benefit Scheme - 2018**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public - Institutions	E-Voting	3965860	1256313	31.68	1254572	1741	99.86	0.14	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1254572</b>	<b>1741</b>	<b>99.86</b>	<b>0.14</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649658	6.72	649656	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327061</b>	<b>24.06</b>	<b>2326995</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3529711	1805	99.95	0.05	0
	Poll		15188949	52.79	15188947	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720465</b>	<b>65.06</b>	<b>18718658</b>	<b>1807</b>	<b>99.99</b>	<b>0.01</b>	<b>4</b>

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 8** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.

**Item No. 9: Variation in the terms of Indiamart Employee Stock Benefit Scheme - 2018**

Promoter Group	Mode of Voting	No. of Shares Held	No. of votes polled	% of shares polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on polled	% of votes in against on polled	Invalid Votes
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		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	15137091	597800	3.95	597800	0	100.00	0.00	0
	Poll		14539291	96.05	14539291	0	100.00	0.00	0
	<b>Total</b>	<b>15137091</b>	<b>15137091</b>	<b>100.00</b>	<b>15137091</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>
Public – Institutions	E-Voting	3965860	1256313	31.68	1254572	1741	99.86	0.14	0
	Poll		0	0.00	0	0	0.00	0.00	0
	<b>Total</b>	<b>3965860</b>	<b>1256313</b>	<b>31.68</b>	<b>1254572</b>	<b>1741</b>	<b>99.86</b>	<b>0.14</b>	<b>0</b>
Public - Non Institutions	E-Voting	9671869	1677403	17.34	1677339	64	100.00	0.00	0
	Poll		649657	6.72	649655	2	100.00	0.00	4
	<b>Total</b>	<b>9671869</b>	<b>2327060</b>	<b>24.06</b>	<b>2326994</b>	<b>66</b>	<b>100.00</b>	<b>0.00</b>	<b>4</b>
<b>Grand Total</b>	E-Voting	28774820	3531516	12.27	3529711	1805	99.95	0.05	0
	Poll		15188948	52.79	15188946	2	100.00	0.00	4
	<b>Total</b>	<b>28774820</b>	<b>18720464</b>	<b>65.06</b>	<b>18718657</b>	<b>1807</b>	<b>99.99</b>	<b>0.01</b>	<b>4</b>

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 9** of the Notice of the AGM dated 31 July, 2019 has been **passed with requisite majority**.



**Lalit Chaudhary**  
**Membership No: A 21095**  
**25<sup>th</sup> September, 2019**  
**New Delhi**



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