

Date: August 31, 2020

BSE Limited
(BSE: 542726)

National Stock Exchange of India Limited
(NSE: INDIAMART)

Dear Sir/Ma'am,

Subject: Proceedings of 21st Annual General Meeting (AGM) of the Company and voting results pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 21st Annual General Meeting of the Company held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) on August 31, 2020 at 4:00 P.M.

The Remote E-voting on all the resolutions set out in the Notice of Annual General Meeting was conducted during the period from Thursday, August 27, 2020 at 9.00 A.M. to Sunday, August 30, 2020 at 5.00 P.M. 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,

Pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below:

1. Brief Proceedings of 21st AGM of the Company as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 13 of Annexure I of SEBI Circular dated September 9, 2015, enclosed as **Annexure-A**.
2. Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as **Annexure-B**.
3. Scrutinizer's Report dated August 31, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, enclosed as **Annexure-C**.
4. Mr. Brijesh Kumar Agrawal has been appointed as Director, liable to retire by rotation. Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 7 of Annexure I of SEBI Circular dated September 9, 2015, enclosed as **Annexure-D**.

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5. Mr. Rajesh Sawhney has been appointed as Independent Director for a second term of five years w.e.f. September 23, 2020. Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 7 of Annexure I of the SEBI Circular dated September 9, 2015, enclosed as **Annexure-D**.
6. Ms. Elizabeth Lucy Chapman has been appointed as Independent Director for a second term of five years w.e.f. September 23, 2020. Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Annexure I of the SEBI Circular dated September 9, 2015, enclosed as **Annexure-D**.
7. Brief details of alteration of the Articles of Association of the Company, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 14 of Annexure I of the SEBI Circular dated September 9, 2015, enclosed as **Annexure-E**.

Kindly acknowledge receipt.

Yours faithfully,

For Indiamart Intermesh Limited



(Manoj Bhargava)

**Sr. Vice President (Legal & Secretarial),
Company Secretary & Compliance Officer
Membership No: F5164**

Annexure- A

Brief Proceedings of 21st Annual General Meeting

The 21st Annual General Meeting (AGM) of the Members of the Indiamart Intermesh Limited was held on Monday, August 31, 2020 at 4.00 P.M. held this day through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) and concluded at 4:45 P.M.

Directors present:

S.No.	Name of the Directors	Designation
1.	Mr. Vivek Narayan Gour (Chairman of the Meeting)	Independent Director and Chairman of Audit and Stakeholders Relationship Committee
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 & Chairman of the Meeting
5.	Ms. Elizabeth Lucy Chapman	Independent Director and Chairperson of Nomination & Remuneration Committee
6.	Mr. Rajesh Sawhney	Independent Director

In attendance:

S.No.	Names of concern person	Designation
1.	Mr. Manoj Bhargava	Senior Vice President (Legal & Secretarial), Company Secretary and Compliance Officer
2.	Mr. Prateek Chandra	Chief Financial Officer
3.	Ms. Kanika Kohli	Representative of BSR & Co. LLP, Statutory Auditors
4.	Mr. Devesh Vasisht	Representative of Sanjay Grover & Associates, Secretarial Auditors
5.	Mr. Shreyansh Pratap Jain	Proprietor, Shreyansh Jain & Associates, Company Secretaries (Scrutinizer)

Members Present:

Through VC: 52 representing 1,59,96,880 Equity Shares constituting 55.27% of the paid-up Equity Share Capital of the Company

Proxy: N.A.

Mr. Manoj Bhargava, Senior Vice President (Legal & Secretarial) Company Secretary and Compliance Officer of the Company welcomed the members to the 21st AGM of the Company held through VC/OAVM, on the platform provided by NSDL, in compliance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and provided a brief on the modalities for participation/process to be followed while attending the meeting.

Thereafter, he introduced all the Directors and KMPs present at the Meeting through Video Conferencing. He also confirmed the presence of representatives of B.S.R. Co. LLP, Statutory Auditors and Sanjay Grover & Associates, Secretarial Auditors, at the meeting through Video Conferencing.

He further, informed that, as the Company doesn't have a designated Chairman of the Board, the members present were required to elect the Chairman of Annual General Meeting, from amongst the nominated Directors, through e-voting in compliance with the requirements of the circular issued by MCA.

Mr. Vivek Narayan Gour and Mr. Dhruv Prakash were nominated, by the other Directors present, to be elected as the Chairman of the Meeting.

Thereafter the meeting adjourned for enabling members to cast their vote for the election of Chairman of this meeting and resumed at 4.20 p.m.

The Company Secretary resumed the meeting and confirmed that as per the poll results Mr. Vivek Narayan Gaur has been elected as the Chairman of the meeting.

Mr. Vivek Narayan Gour took the chair and welcomed the members to the 21st AGM of the Company. After ascertaining that the requisite quorum was present, he called the meeting to order.

The Chairman addressed the members with reference to the financial performance of the Company and key highlights of the Company during the financial year 2019-20.

Thereafter, the Chairman informed the members that Notice of AGM along with the audited 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, 2020 has been already circulated to members through Email and available on the Company's website, and the same was taken as read.

Similarly, as there were no qualifications, observations, or comments in the Audit Report for the financial year ended March 31, 2020, it was taken as read.