

March 07, 2025

To,
BSE Limited
(BSE: 542726)

National Stock Exchange of India Limited
(NSE: INDIAMART)

Sub: Voting Results of the Postal Ballot along with the Scrutinizer's Report

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

Dear Sir/Ma'am,

This is in continuation to our letter dated February 03, 2025, regarding submission of Notice of Postal Ballot for seeking approval of the shareholders of the Company through the Remote E-voting process on the resolutions as set out in the Notice of Postal Ballot dated January 21, 2025 ("**Notice**").

Pursuant to the provisions of Sections 108, 110 of the Companies Act, 2013, read with related Rules, as amended from time to time and the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time, the Company conducted the Postal Ballot by Remote E-voting process as set out in the Notice.

The Remote E-voting period commenced on Thursday, February 06, 2025 (at 9:00 A.M. IST) and ended on Friday, March 07, 2025 (at 5:00 P.M. IST). During this period, shareholders of the Company holding shares, as on the Cut-off date i.e., Friday, January 31, 2025, casted their vote electronically. After due scrutiny of all the votes casted through Remote E-voting, the Scrutinizer Mr. Devesh Kumar Vasisht (Membership No. F8488), Managing Partner of M/s DPV & Associates LLP, Company Secretaries (Firm Registration No.: L2021DE009500, Peer Review Certificate No. 6189/2024), submitted his report dated March 07, 2025.

Based on the Scrutinizer's Report, we hereby inform that the following Special/Ordinary Resolution(s) as set out in the Notice have been passed with the requisite majority by the shareholders of the Company:

| S. No. | Type of Resolution | Agenda Item |
|---------------|---------------------------|---|
| 1. | Special | To appoint Mr. Manish Vij (DIN: 00505422) as an Independent Director |
| 2. | Ordinary | To appoint Mr. Manoj Bhargava (DIN: 08267536) as a Whole-time Director of the Company |

The effective date of passing the above resolutions is Friday, March 07, 2025.

Further, the details of the voting results of the Postal Ballot conducted through electronic means is enclosed as **Annexure 'A'** and the Scrutinizer's Report on Postal Ballot pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 is enclosed as **Annexure 'B'**.



IndiaMART InterMESH Ltd.

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Call Us: +91 - 9696969696

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Website: www.indiamart.com

The voting results and the Scrutinizer's Report are being uploaded on the Company's website at <https://investor.indiamart.com/ForthcomingPostalBallot.aspx> and on the website of NSDL at www.evoting.nsdl.com.

This is for your information and records.

Yours faithfully,

For IndiaMART InterMESH Limited

Vasudha Bagri

Compliance Officer

Membership No: A28500

Annexure-A

**Details of the E-Voting results by Postal Ballot process pursuant to Reg 44(3) of SEBI
 (Listing Obligations and Disclosure Requirements) Regulations, 2015**

| Particulars | Details |
|--|---|
| <i>Date of declaration of Postal Ballot Results</i> | Friday, March 07, 2025 |
| <i>Total Number of Shareholders on Record Date (i.e. January 31, 2025 - Cut-off date for remote e-voting purpose)</i> | 1,76,055 |
| <i>Number of Shareholders present in the meeting either in person or through proxy</i> <i>Promoters & Promoter Group</i> <i>Public</i> | Not Applicable <i>(Resolutions passed through Postal Ballot by remote e-voting)</i> |
| <i>Number of Shareholders attended the meeting through Video Conferencing</i> <i>Promoters & Promoter Group</i> <i>Public</i> | Not Applicable <i>(Resolutions passed through Postal Ballot by remote e-voting)</i> |

Item 1 : **To appoint Mr. Manish Vij (DIN: 00505422) as an Independent Director.**
Business : *Special Business*
Mode of Voting : *E-Voting*

| Resolution Required (Ordinary / Special) | | | | Special | | | | |
|--|----------------|--------------------|---------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether Promoter/Promoter Group are interested in the Resolution | | | | No | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | 29,514,888 | 29,514,888 | 100.0000 | 29,514,888 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 29,514,888 | 29,514,888 | 100.0000 | 29,514,888 | 0 | 100.0000 |
| Public Institutions | E-voting | 20,770,554 | 19,222,744 | 92.5481 | 19,222,744 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 20,770,554 | 19,222,744 | 92.5481 | 19,222,744 | 0 | 100.0000 |
| Public Non-Institutions | E-voting | 9,746,706 | 2,224,927 | 22.8275 | 2,223,571 | 1,356 | 99.9391 | 0.0609 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 9,746,706 | 2,224,927 | 22.8275 | 2,223,571 | 1,356 | 99.9391 |
| Total | | 60,032,148 | 50,962,559 | 84.8921 | 50,961,203 | 1,356 | 99.9973 | 0.0027 |

The aforesaid resolution has been passed with requisite majority.

Item 2 : **To appoint Mr. Manoj Bhargava (DIN: 08267536) as a Whole-time Director of the Company**
Business : *Special Business*
Mode of Voting : E-Voting

| 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 votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | 29,514,888 | 29,514,888 | 100.0000 | 29,514,888 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 29,514,888 | 29,514,888 | 100.0000 | 29,514,888 | 0 | 100.0000 |
| Public Institutions | E-voting | 20,770,554 | 19,222,744 | 92.5481 | 13,879,503 | 5,343,241 | 72.2035 | 27.7965 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 20,770,554 | 19,222,744 | 92.5481 | 13,879,503 | 5,343,241 | 72.2035 |
| Public Non-Institutions | E-voting | 9,746,706 | 2,226,645 | 22.8451 | 2,225,662 | 983 | 99.9559 | 0.0441 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 9,746,706 | 2,226,645 | 22.8451 | 2,225,662 | 983 | 99.9559 |
| Total | | 60,032,148 | 50,964,277 | 84.8950 | 45,620,053 | 5,344,224 | 89.5138 | 10.4862 |

The aforesaid resolution has been passed with requisite majority.



DPV & ASSOCIATES LLP
COMPANY SECRETARIES, LLPIN: AAV-8350
Reg. Off: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010
E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com, Tel: 0129 4902641

SCRUTINIZER'S REPORT
(Postal Ballot through Remote E-voting)

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations')]

To,
Mr. Dhruv Prakash
(Chairman appointed for declaring the results of Postal Ballot)
IndiaMART InterMESH Limited
(CIN: L74899DL1999PLC101534)
1st Floor, 29- Daryaganj, Netaji Subhash Marg,
New Delhi- 110002

Dear Sir,

Subject: Result of the Postal Ballot conducted to obtain the approval of Members of IndiaMART InterMESH Limited ('the Company')

I, Devesh Kumar Vasisht, (Membership No. F8488, CP No. 13700), Managing Partner of M/s DPV & Associates LLP, Company Secretaries, (Firm Registration No.: L2021HR009500) having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of the Company in its meeting held on January 21, 2025, for the purpose of scrutinizing the process of Remote E-voting of Postal Ballot process in a fair and transparent manner under the provisions of Section 108 and 110 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022, 9/2023 and 9/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('MCA Circulars') and Regulation 44 of the LODR Regulations, Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, regulations, circulars and notifications (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice of Postal Ballot dated January 21, 2025.

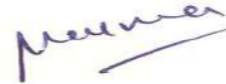
I submit my report as under:

1. As informed by the Company, Notice of Postal Ballot along with the explanatory statement and Remote E-voting instructions ("Postal Ballot Notice") were sent only through electronic mode to all those members, whose e-mail address were registered with the Company or its registrar and share transfer agent i.e. MUFG Intime India Private Limited ("RTA") or with Depository(ies) and whose names appeared in the Register of Members of the Company and/or in the Register of Beneficial Owners as maintained by the Depositories as on Friday, January 31, 2025 ("Cut-off date").

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules thereof including Circulars/ LODR Regulations in respect of the resolutions contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as the Scrutinizer is restricted only to scrutinize the Remote E-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in 'Assent' or 'Dissent' for the resolutions contained in the Postal Ballot Notice, based on the reports generated from the electronic voting service facility provided by National Securities Depository Limited ('NSDL') the authorized agency, engaged by the Company, to provide Remote E-voting facility.
3. The Company has published newspaper advertisements on February 04th, 2025 regarding service of Postal Ballot Notice to eligible Members in English language newspaper "Financial Express" and in Hindi language newspaper "Hindustan".
4. The Members of the Company holding shares as on Cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through Remote E-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL.
5. The Remote E-voting commenced on Thursday, February 06, 2025 (at 9:00 A.M. IST) and ended on Friday, March 07, 2025 (at 5:00 P.M. IST) Further, the Remote E-voting process was monitored through the Scrutinizer's secured link provided by NSDL on its designated website i.e. '<https://www.evoting.nsdl.com/>'.
6. After the closure of the Remote E-voting window, the votes cast through Remote E-voting were unblocked on Friday, March 07, 2025 after 5:00 pm (IST) in the presence of two witnesses i.e. Parveen Kumar and Mukesh Sharma who are not in the employment of the Company. They have signed below in confirmation of the same:



Parveen Kumar



Mukesh Sharma

7. Thereafter, the particulars of Remote E-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose and the Remote E-voting was reconciled with the register of members of the Company as on Cut- off date as maintained by the RTA of the Company.
8. As on cut-off date, the fully paid-up share capital of the Company was Rs. 60,03,21,480 (Rupees Sixty Crores Three Lakhs Twenty-One Thousand Four Hundred and Eighty Only) divided into 6,00,32,148 (Six Crores Thirty-Two Thousand One Hundred and Fourty Eight Only) equity shares of Rs. 10 (Rupee Ten Only) each.
9. The result of the Remote E-voting in respect of the resolutions contained in the Postal Ballot Notice is as under:

Resolution No. 1: Appointment of Mr. Manish Vij (DIN: 00505422) as an Independent Director

| Special Resolution | | | | |
|--------------------|--------------------------------|---------------|--------------------|------------|
| Particulars | Number of Valid Votes received | | | Percentage |
| | e-votes | Postal Ballot | Total | |
| Assent | 5,09,61,203 | - | 5,09,61,203 | 99.9973 |
| Dissent | 1,356 | - | 1,356 | 0.0027 |
| Total | 5,09,62,559 | - | 5,09,62,559 | 100 |

Therefore, the above-mentioned resolution has been approved with requisite majority. The detailed break up of Remote E-voting in respect of the above resolution is attached to this report and marked as 'Annexure - A'.

Resolution No. 2: Appointment of Mr. Manoj Bhargava (DIN: 08267536) as a Whole-time Director of the Company


| Ordinary Resolution | | | | |
|---------------------|--------------------------------|---------------|--------------------|------------|
| Particulars | Number of Valid Votes received | | | Percentage |
| | e-votes | Postal Ballot | Total | |
| Assent | 4,56,20,053 | - | 4,56,20,053 | 89.5138 |
| Dissent | 53,44,224 | - | 53,44,224 | 10.4862 |
| Total | 5,09,64,277 | - | 5,09,64,277 | 100 |

Therefore, the above-mentioned resolution has been approved with requisite majority. The detailed break up of Remote E-voting in respect of the above resolution is attached to this report and marked as 'Annexure - B'.

10. Based on the aforesaid results, the resolutions as mentioned above are deemed to have been passed on March 07, 2025 being the last date of Remote E-voting for the Members of the Company. Therefore, the Company Secretary as authorised by the Chairman may accordingly declare the result of Postal Ballot process.
11. The Register containing the details of Remote E-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking You,

For DPV & Associates LLP
Company Secretaries
Firm Registration No.: L2021HR009500
Peer Review Certificate No. 6189/2024



Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN: F008488F004071580
Date: March 7, 2025
Place: Faridabad

Countersigned by
For IndiaMART InterMESH Limited

Vasudha Bagri
Compliance Officer
(As authorised by the Chairman)
Date: March 07, 2025
Place: Noida

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Annexure-A

A detailed summary of the voting through Remote E-voting is given herein below:

| A. VOTING THROUGH REMOTE E-VOTING: | | | |
|---|----------------------|----------------------|--------------------------------|
| Particulars | No. of Voters | No. of Shares | Paid-up value of shares |
| a) Total votes | 677 | 5,09,62,559 | 50,96,25,590 |
| b) Less: Invalid votes | - | - | - |
| c) Net Valid votes | 677 | 5,09,62,559 | 50,96,25,590 |
| d) Votes with assent | 640 | 5,09,61,203 | 50,96,12,030 |
| e) Votes with dissent | 37 | 1,356 | 13,560 |

Annexure-B

A detailed summary of the voting through Remote E-voting is given herein below:

| B. VOTING THROUGH REMOTE E-VOTING: | | | |
|---|----------------------|----------------------|--------------------------------|
| Particulars | No. of Voters | No. of Shares | Paid-up value of shares |
| a) Total votes | 679 | 5,09,64,277 | 50,96,42,770 |
| b) Less: Invalid votes | - | - | - |
| c) Net Valid votes | 679 | 5,09,64,277 | 50,96,42,770 |
| d) Votes with assent | 502 | 4,56,20,053 | 45,62,00,530 |
| e) Votes with dissent | 177 | 53,44,224 | 5,34,42,240 |

-----end of report-----