

June 16, 2025

To,
BSE Limited
(BSE: 542726)

National Stock Exchange of India Limited
(NSE: INDIAMART)

Sub: Proceedings of 26th 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 26th Annual General Meeting ('AGM') of the Company was duly held today i.e., Monday, June 16, 2025 at 10:00 a.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and concluded at 11:00 a.m. (IST).

The remote e-voting on all the resolutions set out in the Notice of the AGM was conducted during the period from Wednesday, June 11, 2025 (09:00 a.m. IST) and ends on Sunday, June 15, 2025 (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.

In view of the above, we submit the following:

1. Brief Proceedings of the AGM of the Company in compliance with Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), is enclosed as **Annexure-A**;
2. Results of remote e-voting and e-voting at AGM in compliance with Regulation 44 of Listing Regulations, is enclosed as **Annexure-B**;
3. Consolidated Scrutinizer Report dated June 16, 2025, on remote e-voting and e-voting at AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure-C**.

The above documents are being uploaded on the Company's website at https://investor.indiamart.com/AGM_EGM.aspx and National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

4. Mr. Dhruv Prakash (DIN: 05124958) has been re-appointed as a Director, liable to retire by rotation and his term would be upto 27th AGM. The details in terms of Regulation 30 of the Listing Regulations are enclosed as ***Annexure-D***.

The details in terms of Regulation 30 of the Listing Regulations for the following matters have already been submitted on April 29, 2025:

5. Appointment of M/s. RMG & Associates, Company Secretaries as Secretarial Auditors of the Company from the conclusion of 25th AGM till the conclusion of 30th AGM of the Company.
6. Ms. Pallavi Dinodia Gupta (DIN: 06566637) has been re-appointed as an Independent Director for a further term of five consecutive years w.e.f. October 20, 2025 to October 19, 2030.
7. Mr. Sandeep Kumar Barasia, (DIN: 01432123) has been appointed as an Independent Director for a term of three consecutive years w.e.f. April 29, 2025 till April 28, 2028.

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

Vasudha Bagri
Compliance Officer
Membership No: A28500

Annexure- A

Summary of Proceedings of 26th Annual General Meeting

The 26th Annual General Meeting ('AGM') of the Members of IndiaMART InterMESH Limited ('Company') was held today i.e., on Monday, June 16, 2025 at 10:00 a.m. ('IST') through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and concluded at 11:00 a.m. (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.	Mr. Dhruv Prakash <i>(Elected Chairman of the meeting)</i>	Non-Executive Director
2.	Mr. Dinesh Chandra Agarwal	Managing Director & Chief Executive Officer
3.	Mr. Brijesh Kumar Agrawal	Whole-time Director
4.	Mr. Manoj Bhargava	Whole-time Director, Group General Counsel and Company Secretary
5.	Ms. Pallavi Dinodia Gupta	Lead Independent Director
6.	Mr. Vivek Narayan Gour	Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
7.	Mr. Rajesh Sawhney	Independent Director
8.	Mr. Manish Vij	Independent Director
9.	Mr. Sandeep Kumar Barasia	Independent Director

In Attendance:

S. No.	Name of the Attendee	Designation
1.	Mr. Jitin Diwan	Chief Financial Officer
2.	Ms. Vasudha Bagri	Compliance Officer
3.	Ms. Kanika Kohli	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors
4.	Mr. Davi Jones	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors

S. No.	Name of the Attendee	Designation
5.	Mr. Sunil Arora	Representative of M/s B S R & Co. LLP, Chartered Accountants, Statutory Auditors
6.	Mr. Lakhan Gupta	Representative of M/s Chandrasekaran Associates, Company Secretaries, Former Secretarial Auditors
7.	Mr. Sachin Khurana	Representative of M/s RMG & Associates, Company Secretaries, Secretarial Auditors
8.	Mr. Devesh Vasisht	Managing Partner of DPV & Associates LLP, Company Secretaries, (Scrutinizer)

Details of the members who attended the AGM:

Shareholders present through VC/OAVM : 41

Proxy: N.A.

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

She 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 Chairman of this AGM among themselves, in terms of Article 89 of Articles of Association of the Company.

Mr. Dhruv Prakash, Non-Executive Director, nominated by the other Directors present at the meeting, was elected as the Chairman of this Meeting.

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

Thereafter, Mr. Dhruv Prakash 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 Chairman addressed the members and updated them about the financial performance and key highlights of the Company during the Financial Year 2024-25.

The Compliance Officer 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, 2025, 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. Further, for Members who have not registered their e-mail address, a letter containing exact web-link of the website where details pertaining to the entire Annual Report is hosted has also been sent at the address registered in the records of RTA/Company/Depositories. The Compliance Officer also informed that there were no qualifications, observations or comments in the Auditor's Report for the Financial Year ended March 31, 2025.

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

The members were further informed, 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 Wednesday, June 11, 2025 and concluded at 05:00 p.m. IST on Sunday, June 15, 2025 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 11:00 a.m. (IST).

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

Item No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To declare a final dividend of Rs. 30/- per equity share for FY 2024-25 and a special dividend of Rs. 20/- per equity share aggregating to total dividend of Rs. 50/- per equity share.	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 and his term would be upto 27th AGM.	Ordinary
Special Business		
4.	Appointment of M/s. RMG & Associates, Company Secretaries as Secretarial Auditors of the Company.	Ordinary

Item No.	Particulars	Type of Resolution
5.	To re-appoint Ms. Pallavi Dinodia Gupta (DIN: 06566637), as an Independent Director of the Company	Special
6.	To appoint Mr. Sandeep Kumar Barasia, (DIN: 01432123) as an Independent Director of the Company	Special

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 Chairman 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 Chairman thanked the members for their participation and dignified presence at the AGM. Upon completion of the E-Voting process, the meeting concluded at 11:00 a.m. (IST).

Annexure-B

DETAILS OF E-VOTING RESULTS

Particulars	Details
<i>Date of Annual General Meeting</i>	Monday, June 16, 2025
<i>Total Number of Shareholders on Record Date</i> (i.e. June 9, 2025 - Cut-off date for e-voting)	1,76,334
<i>Number of Shareholders present in the meeting either in person or through proxy</i> <i>Promoters & Promoter Group</i> <i>Public</i>	N.A. N.A.
<i>Number of Shareholders attended the meeting through Video Conferencing</i> <i>Promoters & Promoter Group</i> <i>Public</i>	13 28

- Item 1** : **To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, 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 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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,514,888	100.0000	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,274,095	92.8455	19,264,226	9,869	99.9488	0.0512
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,759,330	92.8455	19,264,226	9,869	99.9488	0.0512
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,204,062	219	99.9901	0.0099
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9,757,930	22.5896	2,204,062	219	99.9901	0.0099
Total		60,032,148	50,993,264	84.9433	50,983,176	10,088	99.9802	0.0198

The aforesaid resolution has been passed with requisite majority.

- Item 2** : To declare a final dividend of Rs. 30/- per equity share for FY 2024-25 and a special dividend of Rs. 20/- per equity share aggregating to total dividend of Rs. 50/- per equity share.
- 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 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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,514,888	100	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,330,049	93.1150	19,330,049	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,330,049	93.1150	19,330,049	0	100.0000	0.0000
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,204,255	26	99.9988	0.0012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,204,281	22.5896	2,204,255	26	99.9988	0.0012
Total		60,032,148	51,049,218	85.0365	51,049,192	26	99.9999	0.0001

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 and his term would be upto 27th AGM.
- 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 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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,514,888	100.0000	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,329,423	93.1120	16,169,208	3,160,215	83.6508	16.3492
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,759,330	93.1120	16,169,208	3,160,215	83.6508	16.3492
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,203,241	1,040	99.9528	0.0472
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,204,281	22.5896	2,203,241	1,040	99.9528	0.0472
Total		60,032,148	51,048,592	85.0354	47,887,337	3,161,255	93.8074	6.1926

The aforesaid resolution has been passed with requisite majority.

- Item 4** : **Appointment of M/s. RMG & Associates, Company Secretaries as Secretarial Auditors of the Company.**
- 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 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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	29,514,888	29,514,888	100.0000	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,328,949	93.1097	18,976,671	352,278	98.1775	1.8225
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	20,759,330	19,328,949	93.1097	18,976,671	352,278	98.1775	1.8225
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,204,164	117	99.9947	0.0053
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	9,757,930	2,204,281	22.5896	2,204,164	117	99.9947	0.0053
Total		60,032,148	51,048,118	85.0346	50,695,723	352,395	99.3097	0.6903

The aforesaid resolution has been passed with requisite majority.

Item 5 : To re-appoint Ms. Pallavi Dinodia Gupta (DIN: 06566637), as an Independent Director of the Company.

Business : Special Business

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

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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,514,888	100.0000	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,329,423	93.1120	11,390,349	7,939,074	58.9275	41.0725
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		20,759,330	93.1120	11,390,349	7,939,074	58.9275	41.0725
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,203,915	366	99.9834	0.0166
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,204,281	22.5896	2,203,915	366	99.9834	0.0166
Total		60,032,148	51,048,592	85.0354	43,109,152	7,939,440	84.4473	15.5527

The aforesaid resolution has been passed with requisite majority.

- Item 6** : **To appoint Mr. Sandeep Kumar Barasia, (DIN: 01432123) as an Independent Director of the Company**
- Business** : Special Business
- Mode of Voting** : E-Voting (includes Remote E-Voting & E-Voting during the AGM)

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	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	29,514,888	29,514,888	100.0000	29,514,888	0	100.0000	0.0000
Public Institutions	E-voting	20,759,330	19,329,423	93.1120	19,329,423	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	20,759,330	19,329,423	93.1120	19,329,423	0	100.0000	0.0000
Public Non-Institutions	E-voting	9,757,930	2,204,281	22.5896	2,204,121	160	99.9927	0.0073
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	9,757,930	2,204,281	22.5896	2,204,121	160	99.9927	0.0073
Total		60,032,148	51,048,592	85.0354	51,048,432	160	99.9997	0.0003

The aforesaid resolution has been passed with requisite majority.

Annexure-D

Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circulars issued from time to time.

S. No.	Particulars	Description
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment as a Director liable to retire by rotation and his term would be upto 27th AGM.
2	Date of appointment/ cessation and term of appointment	Not Applicable
3	Brief Profile (in case of appointment)	He has 51+ 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). He has vast experience in the field of management consulting, finance, manufacturing and chemicals, having worked with Korn/Ferry International Private Limited, Helion Advisors Private Limited, Hewitt Associates (India) Private Limited, DCM Financial Services Limited, Amar Dye-Chem Limited, DCM Toyota Limited, Hindustan Reprographics Limited and Escorts Limited.
4	Disclosure of Relationships between Directors (in case of appointment of Director)	Not Applicable



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, Tele: 0129 4902641

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 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,
The Chairman
26th Annual General Meeting of the Shareholders of
IndiaMART InterMESH Limited
(CIN: L74899DL1999PLC101534)
1st Floor, 29- Daryaganj, Netaji Subhash Marg,
New Delhi- 110002

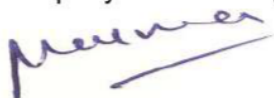
Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 26th Annual General Meeting of the equity shareholders of INDIAMART INTERMESH LIMITED (the "Company") held on Monday, June 16, 2025 at 10:00 a.m. (1ST) through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM')

Dear Sir,

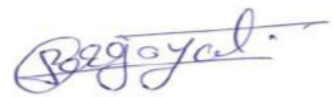
I, Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of IndiaMART InterMESH Limited ('the Company') in their meeting held on April 29, 2025, for the purpose of scrutinizing voting process i.e. remote e-voting and voting during the Annual General Meeting ('AGM'), in a fair and transparent manner under the provisions of Sections 108 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 9/2023 and 9/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('MCA Circulars'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations') read with SEBI vide it's circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ('SEBI circular'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions considered at the AGM of the Company held on Monday, June 16, 2025 at 10:00 a.m. IST through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of notice to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited ('NSDL').
3. The Company has published newspaper advertisements on May 21, 2025 confirming on the completion of dispatch of AGM Notice along with the Annual Report for FY 2024-25 to eligible members in "Financial Express" in English Language and "Hindustan" in Regional Language as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of LODR Regulations.
4. The remote e-voting period commenced on Wednesday, June 11, 2025 (09:00 a.m. IST) and ends on Sunday, June 15, 2025 (05:00 p.m. IST) via e-voting platform on the designated website of NSDL, Authorized Agency to provide e-voting facility through www.evoting.nsdl.com. The Company provided e-voting facility to the Members who participated/ attended through VC/OAVM to enable such Members to cast their votes, if they had not casted their vote earlier through remote e-voting. Further, the e-voting platform was opened during the AGM and remained open till the conclusion of AGM for voting purpose.
5. The Members of the Company as on the "Cut-off Date" i.e. Monday, June 9, 2025 were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions as set out in AGM Notice.
6. After completion of e-voting at the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who were not in the employment of the Company who have signed below:



Mukesh Sharma



Parveen Kumar

7. The data of remote e-voting and e-voting at the AGM was diligently scrutinized and reconciled with the records maintained by NSDL. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.
8. There was no shareholder who opted for both the facilities, i.e. remote e-voting and e-voting at AGM. Further, the shareholders who voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.

9. 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 Forty-Eight only) equity shares of Rs. 10 (Rupee Ten only) each.
10. The consolidated summary of results of e-voting at AGM and remote e-voting are as under:

Resolution No. 1 To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
Assent	76	5,09,83,100	5,09,83,176	99.9802
Dissent	-	10,088	10,088	0.0198
Total	76	5,09,93,188	5,09,93,264	100

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

Resolution No. 2 To declare a final dividend of Rs. 30/- per equity share for FY 2024-25 and a special dividend of Rs. 20/- per equity share aggregating to total dividend of Rs. 50/- per equity share:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during AGM	Remote E-votes	Total	
Assent	76	5,10,49,116	5,10,49,192	99.9999
Dissent	-	26	26	0.0001
Total	76	5,10,49,142	5,10,49,218	100

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

Resolution No. 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 and his term would be upto 27th AGM:**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during AGM	Remote E-votes	Total	
Assent	26	4,78,87,311	4,78,87,337	93.8074
Dissent	50	31,61,205	31,61,255	6.1926
Total	76	5,10,48,516	5,10,48,592	100

Therefore, the above mentioned Resolution has been approved with requisite majority. The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure C'.

Resolution No. 4 **Appointment of M/s. RMG & Associates, Company Secretaries as Secretarial Auditors of the Company:**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during AGM	Remote E-votes	Total	
Assent	76	5,06,95,647	5,06,95,723	99.3097
Dissent	-	3,52,395	3,52,395	0.6903
Total	76	5,10,48,042	5,10,48,118	100

Therefore, the above mentioned Resolution has been approved with requisite majority. The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure D'.

Resolution No. 5 **To re-appoint Ms. Pallavi Dinodia Gupta (DIN: 06566637), as an Independent Director of the Company:**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during AGM	Remote E-votes	Total	
Assent	26	4,31,09,126	4,31,09,152	84.4473
Dissent	50	79,39,390	79,39,440	15.5527
Total	76	5,10,48,516	5,10,48,592	100

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

Resolution No. 6 To appoint Mr. Sandeep Kumar Barasia, (DIN: 01432123) as an Independent Director of the Company:

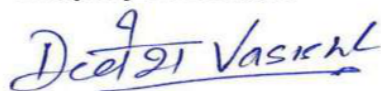
Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during AGM	Remote E-votes	Total	
Assent	26	5,10,48,406	5,10,48,432	99.9997
Dissent	50	110	160	0.0003
Total	76	5,10,48,516	5,10,48,592	100

Therefore, the above mentioned Resolution has been approved with requisite majority. The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure F'.

11. The register containing the details of e-voting will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

**For DPV & Associates LLP
Company Secretaries**



Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN: F008488G000607108

**Countersigned by
For IndiaMART InterMESH Limited**

Vasudha Bagri
Compliance Officer
Date: June 16, 2025
Place: Noida

Date: June 16, 2025
Place: Faridabad

Annexure-A

Details of remote e-voting and e-voting during the AGM for Resolution No.-1 are as under:

A1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares in ₹
a) Total votes received	480	5,09,93,188	50,99,31,880
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	480	5,09,93,188	50,99,31,880
d) Votes with assent for the resolution	473	5,09,83,100	50,98,31,000
e) Votes with dissent for the resolution	7	10,088	1,00,880

A2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	3	76	760
e) Votes with dissent for the resolution	-	-	-

Annexure-B

Details of remote e-voting and e-voting during the AGM for Resolution No.-2 are as under:

B1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	482	5,10,49,142	51,04,91,420
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	482	5,10,49,142	51,04,91,420
d) Votes with assent for the resolution	478	5,10,49,116	51,04,91,160
e) Votes with dissent for the resolution	4	26	260

B2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	3	76	760
e) Votes with dissent for the resolution	-	-	-

Annexure-C

Details of remote e-voting and e-voting during the AGM for Resolution No.-3 are as under:

C1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	482	5,10,48,516	51,04,85,160
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	482	5,10,48,516	51,04,85,160
d) Votes with assent for the resolution	321	4,78,87,311	47,88,73,110
e) Votes with dissent for the resolution	161	31,61,205	3,16,12,050

C2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	2	26	260
e) Votes with dissent for the resolution	1	50	500

Details of remote e-voting and e-voting during the AGM for Resolution No.- 4 are as under:

D1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	480	5,10,48,042	51,04,80,420
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	480	5,10,48,042	51,04,80,420
d) Votes with assent for the resolution	453	5,06,95,647	50,69,56,470
e) Votes with dissent for the resolution	27	3,52,395	35,23,950

D2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	3	76	760
e) Votes with dissent for the resolution	-	-	-

Details of remote e-voting and e-voting during the AGM for Resolution No.- 5 are as under:

E1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	482	5,10,48,516	51,04,85,160
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	482	5,10,48,516	51,04,85,160
d) Votes with assent for the resolution	272	4,31,09,126	43,10,91,260
e) Votes with dissent for the resolution	210	79,39,390	7,93,93,900

E2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	2	26	260
e) Votes with dissent for the resolution	1	50	500

Details of remote e-voting and e-voting during the AGM for Resolution No.- 6 are as under:

F1. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	481	5,10,48,516	51,04,85,160
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	481	5,10,48,516	51,04,85,160
d) Votes with assent for the resolution	475	5,10,48,406	51,04,84,060
e) Votes with dissent for the resolution	6	110	1,100

F2. VOTING THROUGH E-VOTING DURING AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid-up value of Equity Shares ₹
a) Total votes received	3	76	760
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	3	76	760
d) Votes with assent for the resolution	2	26	260
e) Votes with dissent for the resolution	1	50	500