



Date: February 22, 2021

IndiaMART InterMESH Ltd.

6th floor, Tower 2, Assotech Business Cresterra,

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

Call Us: +91 - 9696969696

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Website: www.indiamart.com

BSE Limited

(BSE: 542726)

National Stock Exchange of India Limited

(NSE: INDIAMART)

Dear Sir/Ma'am,

Sub: Allotment of equity shares of face value of ₹ 10 each ("Equity Shares") by IndiaMART InterMESH Limited ("Company") to qualified institutional buyers ("QIBs") under qualified institutions placement in accordance with the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Section 42 of the Companies Act, 2013 (including the rules made thereunder), each as amended ("Issue").

We wish to inform you that, the Fund Raise Committee of the Board ("**Committee**"), at its meeting held today, has considered and approved the allotment of Equity Shares at a price of ₹ 8,615 per Equity Share (including a premium of ₹ 8,605 per Equity Share, which takes into account a discount of 4.97%, to the floor price of ₹ 9065.61 per Equity Share, aggregating to ₹ 10,70,16,56,380/- to successful eligible QIBs in accordance with Chapter VI of the SEBI ICDR Regulations.

The Issue opened on February 17, 2021 and closed on February 22, 2021 and the same was intimated to you through our letters dated February 17, 2021 and closed on February 22, 2021, respectively.

Pursuant to the allotment of Equity Shares in the Issue, the paid-up equity share capital of the Company stands increased from ₹ 29,12,15,160/- divided into 2,91,21,516 Equity shares of ₹ 10/- each to ₹ 30,36,37,280/- divided into 3,03,63,728 Equity shares of ₹ 10/- each.

Further, find attached herewith the list of allottees who have been allotted more than five percent (5%) of the Equity Shares offered in the Issue, marked as **Annexure A**. A certified copy of the resolution passed by the Committee is enclosed for your information and records.

The Committee's meeting which commenced today at 11:40 p.m. concluded at 11:55 p.m.

You are requested to take note of above and arrange to bring it to the notice of all concerned.

Thanking you

Yours faithfully,

For IndiaMART InterMESH Limited

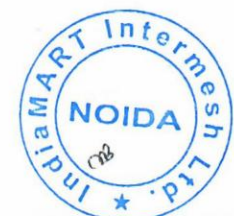
(Manoj Bhargava)

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



ANNEXURE A

LIST OF ALLOTTEES WHO HAVE BEEN ALLOTTED MORE THAN 5% OF THE EQUITY SHARES OFFERED IN THE ISSUE						
SR. NO.	DP ID - CLIENT ID	PAN	NAME OF THE ALOTTEE	NO. OF EQUITY SHARES ALLOTTED ALLOT	PANBASE CLUBED ALLOTTED SHARES	% OF TOTAL EQUITY SHARES OFFERED IN THE ISSUE
1	IN300142 10762067	AARCA1456G	ARISAIG ASIA CONSUMER FUND LIMITED	279042	279042	22.463
2	IN300167 10069080	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS LONG TERM EQUITY FUND	58039		
2A	IN300167 10152313	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS GROWTH OPPORTUNITIES FUND	34823		
2B	IN300167 10088304	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS MIDCAP FUND	26698		
2C	IN300167 10080149	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS TRIPLE ADVANTAGE FUND	11607		
2D	IN300167 10150547	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS EQUITY HYBRID FUND	11607		
2E	IN300167 10164326	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS SPECIAL SITUATIONS FUND	11607		
2F	IN300167 10078807	AACTA5925A	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS REGULAR SAVER FUND	1161	155542	12.521
3	IN300054 10102923	AAATP8273E	PLATINUM ASIA FUND	137383	137383	11.060
4	IN300054 10038557	AAATD9573B	DRIEHAUS EMERGING MARKETS GROWTH FUND, A SERIES OF DRIEHAUS MUTUAL FUNDS	113103	113103	9.105
5	IN300142 10753517	AAGCK4148L	KOTAK FUNDS - INDIA MIDCAP FUND	101815	101815	8.196





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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE FUND RAISE COMMITTEE OF INDIAMART INTERMESH LIMITED HELD ON WEDNESDAY, FEBRUARY 22, 2021 AT 6TH FLOOR, TOWER - 2, ASSOTECH BUSINESS CRESTERRA, PLOT NO, 22, SECTOR - 135, NOIDA, UTTAR PRADESH - 201305

CONSIDER AND APPROVE ALLOTMENT OF SHARES

“RESOLVED THAT in respect of the issuance of equity shares of the Company of face value of ₹ 10 each (**“Equity Shares”**) to qualified institutional buyers (**“QIBs”**), in terms of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure) Regulations, 2018, as amended (**“SEBI ICDR Regulations”**) and Section 42 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof, for the time being in force) (**“Companies Act”**), (**“Issue”**), the allotment of 12,42,212 Equity Shares at a price of ₹ 8,615 per Equity Share, including a premium of ₹ 8,605 per Equity Share, aggregating ₹ 1070.17 crores to the QIBs, as per the list tabled before the Committee (duly initialled by the Company Secretary and Compliance Officer for the purposes of identification), and pursuant to Chapter VI of the SEBI ICDR Regulations, Section 42 of the Companies Act read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, and the provisions of all other applicable laws, rules and regulations, guidelines, circulars, and notifications and pursuant to the resolution of the Board of Directors dated January 18, 2021, the special resolution of the shareholders of the Company passed in the Extra-ordinary General Meeting of the Company held on February 10, 2021, the placement agreement dated February 17, 2021 the memorandum of association and articles of association of the Company and the placement document dated February 22, 2021, against receipt of full payment of application monies in the escrow account, in accordance with the details specified in the Confirmation of Allocation Note and application form for the Issue, be and is hereby approved.

RESOLVED FURTHER THAT the Equity Shares allotted as above shall, subject to the provisions of the memorandum of association and articles of association of the Company, rank *pari passu* with the existing Equity Shares of the Company and be entitled to such dividends and corporate benefits, if any, declared by the Company after the allotment and in compliance with the Companies Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable laws and regulations.

RESOLVED FURTHER THAT the consent and approval of the Committee be and is hereby accorded for filing with BSE Limited and National Stock Exchange of India Limited (together, the **“Stock Exchanges”**), the details of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was circulated to this Committee and placed before this meeting.

RESOLVED FURTHER THAT the above Equity Shares be issued to the allottees and be credited to the respective demat accounts of the successful bidders in dematerialized form, through corporate action with National Securities Depository Limited/ Central Depository Services (India) Limited after obtaining necessary approvals from the Stock Exchanges, as per the details furnished by the respective successful bidders.





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RESOLVED FURTHER THAT the Company do apply for final listing and trading approval of the Stock Exchanges for the Equity Shares issued by the Company pursuant to the placement document dated February 22, 2021 and the aforesaid resolution, which are to be listed on the Stock Exchanges.

RESOLVED FURTHER THAT the names of such allottees be entered into the register of shareholders of the Company and the electronic records maintained in respect of dematerialized holding, as the case may be.

RESOLVED FURTHER THAT Mr. Dinesh Chandra Agarwal, Managing Director & Chief Executive Officer, Mr. Brijesh Kumar Agrawal, Whole-time Director, Mr. Prateek Chandra, Chief Financial Officer, and Mr. Manoj Bhargava, Senior Vice President, (Legal & Secretarial), Company Secretary & Compliance Officer of the Company and are hereby severally authorized to do all such acts and deeds as may be deemed necessary to give effect to the aforesaid allotment of Equity Shares including but not limited to filing the return of allotment with regard to the Equity Shares allotted as aforesaid, with the Registrar of Companies, National Capital Territory of Delhi and Haryana in accordance with the Companies Act, filing of the Form FC-GPR through Authorised Dealer Category-I bank with the regional office of the Reserve Bank of India, if applicable, payment of the applicable stamp duty, credit of shares in the demat account of respective allottees, signing and submitting the letters of application and other deeds, documents and instruments in connection with obtaining final listing and trading approvals for the Equity Shares on the Stock Exchanges, as required, in terms of the provisions of the articles of association of the Company making necessary disclosures to the Stock Exchanges and other regulatory authorities with respect to such allotment as required by law, and to do all such acts and deeds as may be required to give effect to the foregoing resolutions.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company or Chief Financial Officer of the Company, be forwarded to the authorities concerned for necessary action."

**CERTIFIED TRUE COPY
FOR INDIAMART INTERMESH LIMITED**

**(MANOJ BHARGAVA)
SR. VICE PRESIDENT (LEGAL & SECRETARIAL),
COMPANY SECRETARY AND COMPLIANCE OFFICER**

