

To  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

To  
Listing Department,  
National Stock Exchange of India Limited  
C-1, G-Block, Bandra - Kurla Complex  
Bandra (E), Mumbai – 400 051

**Scrip Code: 543320, Scrip Symbol: ZOMATO**  
**ISIN: INE758T01015**

**Subject: Statement of deviation or variation in utilisation of funds, if any, under Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Ma'am/ Sir(s)

Pursuant to Regulation 32 of Listing Regulations read with SEBI Circular No. CIR/ CFD/CMDI/162/2019 dated December 24, 2019, a statement of deviation or variation, if any, for the quarter ended March 31, 2023, duly reviewed by the audit committee of the Company is enclosed herewith.

The information will also be hosted on the website of the Company i.e. [www.zomato.com](http://www.zomato.com)

**For Zomato Limited**

**Sandhya Sethia**  
**Company Secretary & Compliance Officer**  
**Date: May 19, 2023**  
**Place: Gurugram**  
**Enclosure: As above**

**Statement of Deviation / Variation in utilisation of funds raised**

<b>Name of listed entity</b>	Zomato Limited					
<b>Mode of Fund Raising</b>	Public Issues / <del>Rights Issues</del> / <del>Preferential Issues</del> / QIP / Others					
<b>Date of Raising Funds</b>	July 23, 2021					
<b>Amount Raised</b>	Fresh Issue: Rs. 9000 Crore Offer for Sale: Rs. 375 Crore Total Offer size: Rs. 9375 Crore					
<b>Report filed for Quarter ended</b>	March 31, 2023					
<b>Monitoring Agency</b>	Yes <sup>#</sup>					
<b>Monitoring Agency Name, if applicable</b>	Kotak Mahindra Bank Limited <sup>#</sup>					
<b>Is there a Deviation / Variation in use of funds raised</b>	Yes/ No					
<b>If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders</b>	Not Applicable					
<b>If Yes, Date of shareholder Approval</b>	Not Applicable					
<b>Explanation for the Deviation / Variation</b>	Not Applicable					
<b>Comments of the Audit Committee after review</b>	No Comments					
<b>Comments of the auditors, if any</b>	No Comments					
<b>Objects for which funds have been raised and where there has been a deviation, in the following table</b>						
						<b>(In ₹ Crore)</b>
<b>Original Object</b>	<b>Modified Object, if any</b>	<b>Original Allocation</b>	<b>Modified allocation, if any</b>	<b>Funds Utilised (At the end of the quarter) **</b>	<b>Amount of Deviation/ Variation for the quarter according to applicable object</b>	<b>Remarks, if any</b>
1) Organic Growth	NA	6,750.00	NA	4,883.87	NA	
2) Inorganic Growth	NA		NA	1,866.13	NA	
3) General Corporate Purpose*	NA	1,977.95	NA	1,977.95	NA	
<b>Total</b>		<b>8,727.95</b>		<b>8727.95</b>		
Deviation or variation could mean:						

**ZOMATO LIMITED**

**Registered Address:** Ground Floor 12A, 94 Meghdoot, Nehru Place, New Delhi - 110019, India  
**CIN:** L93030DL2010PLC198141, **Telephone Number:** 011 - 40592373

- (a) Deviation in the objects or purposes for which the funds have been raised or  
(b) Deviation in the amount of funds actually utilized as against what was originally disclosed or  
(c) Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc

# The Company was listed on BSE and NSE on July 23, 2021. Provisions of erstwhile Regulation 41 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 were applicable to the Company on the date of listing which required monitoring agency to submit its quarterly report to the Company, till at least ninety five percent of the proceeds of the issue excluding the proceeds raised for general corporate purposes have been utilised. As per the monitoring agency report submitted by Kotak Mahindra Bank Limited for the quarter ended December 31, 2022 on 9<sup>th</sup> February 2023, the Company had utilised 100% of the amount allocated towards organic and inorganic growth till the quarter ended December 31, 2022. Accordingly, Kotak Mahindra Bank Limited, Monitoring Agency has not issued the report for the quarter ended March 31, 2023.

\*Net Proceeds transferred to Monitoring Agency Account Rs. 8,727.95 Crore – (Gross Proceeds of the Fresh Issue Rs. 9000 Crore Minus Offer related expenses Rs. 272.05 Crore).

\*\* Funds Utilised at the end of the quarter reflects the fund utilised from July 23, 2021 till March 31, 2023 . Given below is the funds utilised during the quarter:

Object as per Prospectus	Amount utilized (in INR Crore)		
	As at beginning of the quarter	During the quarter	At the end of the quarter
Organic Growth	4,883.87	0.00	4,883.87
Inorganic Growth	1,866.13	0.00	1,866.13
General Corporate Purpose	1,528.97	448.98	1,977.95
<b>Total</b>	<b>8,278.97</b>	<b>448.98</b>	<b>8,727.95</b>

For Zomato Limited

Sandhya Sethia

Company Secretary & Compliance Officer

Date: May 19, 2023

Place: Gurugram

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