

July 21, 2022

**BSE Limited**  
(BSE: 542726)

**National Stock Exchange of India Limited**  
(NSE: INDIAMART)

**Subject: Outcome of the Board Meeting**

Dear Sir/Ma'am,

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the meeting of the Board of Directors of the Company was held today i.e., Thursday, July 21, 2022, *inter alia*, to transact the following businesses:

**I. Audited (Standalone and Consolidated) Financial Results:**

Approved the Audited (Standalone and Consolidated) Financial Results (*Collectively referred as 'Financial Results'*) of the Company for the quarter ended June 30, 2022. A copy of Financial Results along with Auditors' Report thereupon is enclosed herewith. The Financial Results are also being disseminated on the Company's website at <https://investor.indiamart.com/FinancialResultsStatements.aspx>

**II. Annual General Meeting:**

Convening of 23<sup>rd</sup> Annual General Meeting ('AGM') of the Shareholders of the Company on Tuesday, September 20, 2022 at 11:00 a.m. IST through Video Conferencing/Other Audio Visual Means ('VC/OAVM') in accordance with the relevant circulars issued by Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') along with the AGM Notice thereof.

**III. Record Date:**

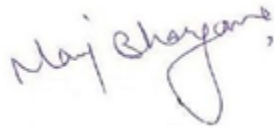
Fixed Friday, September 02, 2022, as the Record Date for the purpose of determining the names of Members eligible for final dividend of Rs. 2/- per equity share of face value of Rs. 10/- each for the Financial Year 2021-22 pursuant to Regulation 42 of Listing Regulations.

The meeting commenced at 11:30 a.m. and concluded at 3:45 p.m.

Please take above information on record.

Yours faithfully,

**For IndiaMART InterMESH Limited**



**(Manoj Bhargava)**  
**Group General Counsel,**  
**Company Secretary & Compliance Officer**  
**Membership No: F5164**

**Encl: As above**

# B S R & Co. LLP

Chartered Accountants

Building No.10,12th Floor, Tower-C,  
DLF Cyber City, Phase-II,  
Gurugram – 122 002, India

Telephone: +91 124 719 1000  
Fax: +91 124 235 8613

## Independent Auditor's Report

### To the Board of Directors of IndiaMART InterMESH Limited

### Report on the audit of the Consolidated Financial Results

#### Opinion

We have audited the accompanying Statement of Consolidated Financial Results of IndiaMART InterMESH Limited ("Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associates for the quarter ended 30 June 2022, ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate interim audited financial statements of five subsidiaries and an associate, and financial information of seven associates, the Statement:

- a. includes the results of the entities mentioned in Annexure I to the Statement;
- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations as amended; and
- c. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of consolidated total comprehensive income (comprising of net profit and other comprehensive income) and other financial information of the Group for the quarter ended 30 June 2022.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial results.

#### Management's and Board of Directors' Responsibilities for the Consolidated Financial Results

These quarterly consolidated financial results have been prepared on the basis of the consolidated interim financial statements.

The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net profit/ loss and other comprehensive income and other financial information of the Group including its associates in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making

Registered Office:

## Independent Auditor's Report (Continued)

### IndiaMART InterMESH Limited

judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Management and the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Management and the Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates is responsible for overseeing the financial reporting process of each company.

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/ interim financial statements of the entities within the Group and its associates to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial results/ interim financial statements of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We

## Independent Auditor's Report (Continued)

### IndiaMART InterMESH Limited

remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in sub paragraph (a) of the "Other Matters" paragraph in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

#### Other Matters

- a. The consolidated financial results include the audited financial results of four subsidiaries, whose interim financial statements reflects total revenue (before consolidation adjustments) of INR 9.26 Million, total net profit after tax (before consolidation adjustments) of INR 11.09 Million for the quarter ended 30 June 2022, as considered in the consolidated financial results, which have been audited by their respective independent auditors. The consolidated financial results also include the audited financial results of one subsidiary, whose interim financial statements reflects total revenue (before consolidation adjustments) of INR 0.15 Million, total net loss after tax (before consolidation adjustments) of INR 4.00 Million for the period 1 June 2022 to 30 June 2022, as considered in the consolidated financial results, which have been audited by its independent auditor. The consolidated financial results include the Group's share of total net loss after tax of INR Nil for the quarter ended 30 June 2022, as considered in the consolidated financial results, in respect of one associate, which has been audited by its independent auditor. The independent auditor's reports on interim financial statements of these entities have been furnished to us.

Our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated financial results is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

- b. The consolidated financial results include the Group's share of total net loss after tax of INR 69.66 Million for the quarter ended 30 June 2022, as considered in the consolidated financial results, in respect of seven associates. These interim unaudited financial information have been furnished to us by the Board of Directors.

Our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these associates is based solely on such interim unaudited financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these interim unaudited financial information are not material to the Group.

Our opinion on the consolidated financial results is not modified in respect of the above matter with respect to the interim unaudited financial information certified by the Board of Directors.

- c. Attention is drawn to the fact that the figures for the 3 months ended 31 March 2022 as reported in these consolidated financial results are the balancing figures between audited figures in respect of the full previous financial year and the published audited year to date figures up to the third quarter

B S R & Co. LLP

**Independent Auditor's Report (Continued)**  
**IndiaMART InterMESH Limited**

of the previous financial year.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**KANIKA** Digitally signed  
by KANIKA KOHLI  
**KOHLI** Date: 2022.07.21  
13:26:00 +05'30'

**Kanika Kohli**

*Partner*

Gurugram

21 July 2022

Membership No.: 511565

UDIN:22511565ANIWIP1412

**Independent Auditor's Report (Continued)****IndiaMART InterMESH Limited****Annexure I**

List of entities included in consolidated financial results.

Sr. No	Name of component	Relationship
1.	Tradezeal Online Private Limited	Subsidiary
2.	Tolexo Online Private Limited	Subsidiary
3.	Pay With Indiamart Private Limited	Subsidiary
4.	Hello Trade Online Private Limited	Subsidiary
5.	Busy Infotech Private Limited	Subsidiary
6.	Finlite Technologies Private Limited	Subsidiary
7.	Ten Times Online Private Limited	Associate
8.	Simply Vyapar Apps Private Limited	Associate
9.	IB MonotaRO Private Limited	Associate
10.	Truckhall Private Limited	Associate
11.	Shipway Technologies Private Limited	Associate
11.	Agillos E-Commerce Private Limited	Associate
13.	Edgewise Technologies Private Limited	Associate
14.	Adansa Solutions Private Limited	Associate

IndiaMART InterMESH Limited  
CIN: L74899DL1999PLC101534  
Regd.office :- 1st Floor, 29-Daryaganj, Netaji Subhash Marg, Delhi-110002, India  
Statement of Audited Consolidated Financials Results for the quarter ended June 30, 2022

**I. Audited Consolidated Financials Results**

S.No.	Particulars	Quarter ended			Year ended
		June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
		Audited	Audited	Audited	Audited
1	<b>Income:</b>				
	a) Revenue from operations	2,246	2,014	1,816	7,535
	b) Other income, net	10	295	294	1,122
	<b>Total income</b>	<b>2,256</b>	<b>2,309</b>	<b>2,110</b>	<b>8,657</b>
2	<b>Expenses:</b>				
	a) Purchase of stock in trade (Net of Changes in inventories of Stock-in -Trade)	1	-	-	-
	b) Employee benefits expense	925	874	551	2,676
	c) Finance costs	12	13	14	54
	d) Depreciation and amortisation expense	63	29	32	119
	e) Other expenses	678	568	379	1,781
	<b>Total expenses</b>	<b>1,679</b>	<b>1,484</b>	<b>976</b>	<b>4,630</b>
3	<b>Profit before share of net losses of investment accounted using equity method and tax (1-2)</b>	<b>577</b>	<b>825</b>	<b>1,134</b>	<b>4,027</b>
4	Share in net loss of associates using equity method	(70)	(58)	(15)	(122)
5	<b>Profit before tax (3+4)</b>	<b>507</b>	<b>767</b>	<b>1,119</b>	<b>3,905</b>
6	<b>Tax expense</b>				
	a) Current tax	215	222	287	981
	b) Deferred tax	(175)	(29)	(47)	(52)
	<b>Total tax expense</b>	<b>40</b>	<b>193</b>	<b>240</b>	<b>929</b>
7	<b>Net Profit for the period/year [5-6]</b>	<b>467</b>	<b>574</b>	<b>879</b>	<b>2,976</b>
8	<b>Other comprehensive income/(loss) (net of tax)</b> -Items that will not be reclassified to profit or loss	3	(5)	(4)	3
9	<b>Total comprehensive income for the period/year [7+8]</b>	<b>470</b>	<b>569</b>	<b>875</b>	<b>2,979</b>
10	Paid up equity share capital (face value : INR 10/- each)	304	306	303	306
11	Other equity for the year				18,435
12	<b>Earnings per equity share:</b>				
	Basic earnings per equity share (INR 10 per share)	15.29	18.78	28.99	97.82
	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)
	Diluted earnings per equity share (INR 10 per share)	15.20	18.67	28.61	96.84
	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)	(Not annualised)



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IndiaMART InterMESH Limited  
CIN: L74899DL1999PLC101534  
Regd. office :- 1st Floor, 29-Daryaganj, Netaji Subhash Marg, Delhi-110002, India  
Statement of Audited Consolidated Financials Results for the quarter ended June 30, 2022

**II. Segment Information of Consolidated Financial Results**

Particulars	Quarter ended			Year ended
	June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
	Audited	Audited	Audited	Audited
<b>Revenue from operations from external customers</b>				
a) Web and related services	2,141	2,014	1,816	7,535
b) Accounting Software services	105	-	-	-
<b>Total</b>	<b>2,246</b>	<b>2,014</b>	<b>1,816</b>	<b>7,535</b>
<b>add : Inter-Segment Revenue</b>				
a) Web and related services	-	-	-	-
b) Accounting Software services	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Segment Revenue</b>				
a) Web and related services	2,141	2,014	1,816	7,535
b) Accounting Software services	105	-	-	-
<b>Total</b>	<b>2,246</b>	<b>2,014</b>	<b>1,816</b>	<b>7,535</b>
<b>Segment Result</b>				
a) Web and related services	597	572	886	3,078
b) Accounting Software services	45	-	-	-
<b>Total</b>	<b>642</b>	<b>572</b>	<b>886</b>	<b>3,078</b>
Finance Cost	(12)	(13)	(14)	(54)
Depreciation and Amortization	(63)	(29)	(32)	(119)
Other income	10	295	294	1,122
<b>Profit before share of loss of associate and tax</b>	<b>577</b>	<b>825</b>	<b>1,134</b>	<b>4,027</b>
Share of loss of associates	(70)	(58)	(15)	(122)
<b>Profit before tax</b>	<b>507</b>	<b>767</b>	<b>1,119</b>	<b>3,905</b>
<b>Segment Assets</b>				
a) Web and related services	17,964	29,489	25,843	29,489
b) Accounting Software services	6,207	-	-	-
Unallocable	5,269	-	-	-
<b>Total</b>	<b>29,440</b>	<b>29,489</b>	<b>25,843</b>	<b>29,489</b>
<b>Segment Liabilities</b>				
a) Web and related services	10,674	10,748	8,343	10,748
b) Accounting Software services	728	-	-	-
<b>Total</b>	<b>11,402</b>	<b>10,748</b>	<b>8,343</b>	<b>10,748</b>

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance.

Pursuant to acquisition of Busy Infotech Private Limited and Finlite Technologies Private Limited, in the current quarter, the Group has identified two business segments namely "Web and related Services" and "Accounting Software Services" as reportable segments based on the nature of the products, the risks and returns, the organization structure and the internal financial reporting systems.

Web and related services are business-to-business e-marketplace services which acts as an interactive hub for domestic and international buyers and suppliers. Accounting software services includes business of development, system analysis, designing and marketing of integrated business accounting software to help and manage businesses with increased efficiency.



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**Notes to the Statement of Audited Consolidated Financial Results for the Quarter ended June 30, 2022:**

- 1 The above consolidated financial results for the quarter ended June 30, 2022 were reviewed and recommended by the Audit Committee on July 20, 2022 and subsequently approved by the Board of Directors at its meeting held on July 21, 2022. The statutory auditors have expressed an unmodified audit opinion on these results.
- 2 The above financial results have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- 3 The Results for quarter ended March 31, 2022 are the balancing figures prepared on the basis of the consolidated financial statements for the year ended March 31, 2022 and the condensed consolidated interim financial statements for the nine months ended December 31, 2021.
- 4 The results for the quarter ended June 30, 2022 are available on the BSE Limited website (URL: www.bseindia.com/corporates), the National Stock Exchange of India Limited website (URL: www.nseindia.com/corporates) and on the Company's website.
- 5 During the year ended March 31, 2022, the Company had issued 1,242,212 equity shares of face value INR 10 each fully paid at a price of INR 8,615 per equity share (including a premium of INR 8,605 per equity share) to qualified institutional buyers aggregating to INR 10,702 millions on February 22, 2021 pursuant to qualified institutional placement (QIP). QIP's net proceeds were INR 10,512 Millions (net of issue expenses of INR 190 Millions). The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.  
Out of these proceeds, the company has utilised INR 9,667 Millions towards purposes specified in the placement document from the date of QIP till June 30, 2022. The balance amount of QIP's net proceeds remain invested in liquid instruments.
- 6 The Group acquired 100% equity ownership in Busy Infotech Private Limited ('Busy Infotech') on 06 April 2022 for the aggregate consideration of INR 5,000 Million thereby it becoming the wholly owned subsidiary of the Company. Busy Infotech is engaged in the business of development, system analysis, designing and marketing of integrated business accounting software (popularly known as Busy accounting software). The acquisition would help the Company to offer accounting software solutions to businesses in line with its long term vision of enabling businesses.
- 7 The Group acquired 51.01% equity ownership in Finlite Technologies Private Limited ('Finlite') on 23 May 2022 and has paid INR 459.74 million in cash, out of which INR 350.00 million have been paid towards fresh issue of shares by the company and remaining amount has been paid to purchase shares from the existing shareholders. As part of the acquisition, the Group has committed to Buy-out the remaining share from the promoters of Finlite Technologies Private Limited on specified dates in a manner stipulated under the acquisition agreement. Accordingly, the fair value of remaining consideration payable to promoters of Finlite Technologies of INR 321.27 million has been recognized by the Group as deferred consideration and the acquisition was accounted as per anticipated-acquisition method. Finlite is engaged in the business of providing technology related services, web development and mobile applications along with other services, Company is the owner of 'Live keeping', a mobile application that allows users to access their Tally data. This investment is in line with the Company's long term objective of offering various Software as a Service ('SAAS') based solutions for businesses.
- 8 Decrease in tax expense for the quarter ended 30 June 2022 is primarily due to long term capital gain realised on sale of mutual funds units and investments taxed at lower rate.
- 9 Other income includes Fair value gain (loss) on financial instruments measured at fair value through profit and loss aggregating to INR (41.31) million and INR 262.43 million for the quarter ended June 30, 2022 and June 30, 2021 respectively.
- 10 The Board of Directors at its meeting held on April 28, 2022, approved a proposal to buy-back upto 160,000 equity shares of the Company for an aggregate amount not exceeding INR 1,000 million, being 0.52% of the total paid up equity share capital at 6,250 per equity share. A Letter of Offer was made to all eligible shareholders. The Company bought back 160,000 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on June 29, 2022. Capital redemption reserve was created to the extent of share capital extinguished of INR 1.60 million. The excess cost of buy-back of INR 1,012.85 million (including 12.85 million towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of INR 232.59 million were offset from retained earnings.
- 11 The CEO and CFO have certified these results under Regulation 33(2) of SEBI (LODR) Regulations, 2015.

For and on behalf of the Board of Directors

IndiaMART InterMESH Limited



Dinesh Chandra Agarwal

(Managing Director and Chief Executive Officer)

Place: Noida

Date : July 21, 2022





# B S R & Co. LLP

Chartered Accountants

Building No.10,12th Floor, Tower-C,  
DLF Cyber City, Phase-II,  
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## Independent Auditor's Report

### To the Board of Directors of IndiaMART InterMESH Limited

### Report on the audit of the Standalone Financial Results

#### Opinion

We have audited the accompanying standalone quarterly financial results of IndiaMART InterMESH Limited ("the Company") for the quarter ended 30 June 2022, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, these standalone financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the quarter ended 30 June 2022.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion.

#### Management's and Board of Directors' Responsibilities for the Standalone Financial Results

These quarterly financial results have been prepared on the basis of the interim financial statements.

The Company's Management and the Board of Directors are responsible for the preparation of these standalone financial results that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors

Registered Office:

## Independent Auditor's Report (Continued)

### IndiaMART InterMESH Limited

either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other Matter

- a. Attention is drawn to the fact that the figures for the 3 months ended 31 March 2022 as reported in these standalone financial results are the balancing figures between audited figures in respect of the full previous financial year and the published audited year to date figures up to the third quarter of the

B S R & Co. LLP

**Independent Auditor's Report (Continued)**  
**IndiaMART InterMESH Limited**

previous financial year.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**KANIKA** Digitally signed  
by KANIKA  
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**KOHLI** Date: 2022.07.21  
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**Kanika Kohli**

*Partner*

Gurugram

21 July 2022

Membership No.: 511565

UDIN:22511565ANIVOE7140

IndiaMART InterMESH Limited  
CIN: L74899DL1999PLC101534  
Regd. office :- 1st Floor, 29-Daryaganj, Netaji Subhash Marg, Delhi-110002, India  
Statement of Audited Standalone Financials Results for the quarter ended June 30, 2022

I. Audited Standalone Financials Results

(Amounts in INR million, except per share data)

S.No.	Particulars	Quarter ended		Year ended	
		June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022
		Audited	Audited	Audited	Audited
<b>1</b>	<b>Income:</b>				
	a) Revenue from operations	2,133	2,007	1,811	7,508
	b) Other income, net	(27)	249	296	1,078
	<b>Total income</b>	<b>2,106</b>	<b>2,256</b>	<b>2,107</b>	<b>8,586</b>
<b>2</b>	<b>Expenses:</b>				
	a) Employee benefits expense	880	862	540	2,628
	b) Finance costs	12	13	14	54
	c) Depreciation and amortisation expense	35	29	32	119
	d) Other expenses	655	562	374	1,759
	<b>Total expenses</b>	<b>1,582</b>	<b>1,466</b>	<b>960</b>	<b>4,560</b>
<b>3</b>	<b>Profit before tax (1-2)</b>	<b>524</b>	<b>790</b>	<b>1,147</b>	<b>4,026</b>
<b>4</b>	<b>Tax expense</b>				
	a) Current tax	215	222	287	980
	b) Deferred tax	(180)	(29)	(47)	(52)
	<b>Total tax expense</b>	<b>35</b>	<b>193</b>	<b>240</b>	<b>928</b>
<b>5</b>	<b>Net Profit for the period/year (3-4)</b>	<b>489</b>	<b>597</b>	<b>907</b>	<b>3,098</b>
<b>6</b>	<b>Other comprehensive income/(loss) (net of tax)</b>				
	-Items that will not be reclassified to profit or loss	-	(5)	(4)	5
<b>7</b>	<b>Total comprehensive income for the period/year (5+6)</b>	<b>489</b>	<b>592</b>	<b>903</b>	<b>3,103</b>
<b>8</b>	<b>Paid up equity share capital (face value : INR 10/- each)</b>	<b>304</b>	<b>306</b>	<b>303</b>	<b>306</b>
<b>9</b>	<b>Other equity for the year</b>				<b>18,616</b>
<b>10</b>	<b>Earnings per equity share:</b>				
	Basic earnings per equity share (INR 10 per share)	15.99	19.55	29.92	101.83
		(Not annualised)	(Not annualised)	(Not annualised)	
	Diluted earnings per equity share (INR 10 per share)	15.90	19.44	29.52	100.81
		(Not annualised)	(Not annualised)	(Not annualised)	




**Notes to the Statement of Audited Standalone Financial Results for the quarter ended June 30, 2022:**

- 1 The above standalone financial results for the quarter ended June 30, 2022 were reviewed and recommended by the Audit Committee on July 20, 2022 and subsequently approved by the Board of Directors at its meeting held on July 21, 2022. The statutory auditors have expressed an unmodified audit opinion on these results.
- 2 The above standalone financial results have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- 3 The Results for quarter ended March 31, 2022 are the balancing figures prepared on the basis of the standalone financial statements for the year ended March 31, 2022 and the condensed standalone interim financial statements for the nine months ended December 31, 2021.
- 4 As per Ind AS 108 "Operating Segments", the company has disclosed the segment information only as part of consolidated financial results.
- 5 The results for the quarter ended June 30, 2022 are available on the BSE Limited website (URL:www.bseindia.com/corporates), the National Stock Exchange of India Limited website (URL:www.nseindia.com/corporates) and on the Company's website.
- 6 During the year ended March 31, 2022, the Company had issued 1,242,212 equity shares of face value INR 10 each fully paid at a price of INR 8,615 per equity share (including a premium of INR 8,605 per equity share) to qualified institutional buyers aggregating to INR 10,702 millions on February 22, 2021 pursuant to qualified institutional placement (QIP). QIP's net proceeds were INR 10,512 Millions (net of issue expenses of INR 190 Millions). The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.  
Out of these proceeds, the company has utilised INR 9,667 millions towards purposes specified in the placement document from the date of QIP till June 30, 2022. The balance amount of QIP's net proceeds remains invested in liquid instruments.
- 7 Decrease in tax expense for the quarter ended 30 June 2022 is primarily due to long term capital gain realised on sale of mutual funds units and investments taxed at lower rate.
- 8 Other income includes Fair value gain (loss) on financial instruments measured at fair value through profit and loss aggregating to INR (41.71) million and INR 262.25 million for the quarter ended June 30, 2022 and June 30, 2021 respectively.
- 9 The Board of Directors at its meeting held on April 28, 2022, approved a proposal to buy-back upto 160,000 equity shares of the Company for an aggregate amount not exceeding INR 1,000 million, being 0.52% of the total paid up equity share capital at 6,250 per equity share. A Letter of Offer was made to all eligible shareholders. The Company bought back 160,000 equity shares out of the shares that were tendered by eligible shareholders and extinguished the equity shares on June 29, 2022. Capital redemption reserve was created to the extent of share capital extinguished of INR 1.60 million. The excess cost of buy-back of INR 1,012.85 million (including INR 12.85 million towards transaction cost of buy-back) over par value of shares and corresponding tax on buy-back of INR 232.59 million were offset from retained earnings.
- 10 The CEO and CFO have certified these results under Regulation 33(2) of SEBI (LODR) Regulations, 2015.

Place: Noida  
Date : July 21, 2022

For and on behalf of the Board of Directors  
IndiaMART InterMESH Limited



Dinesh Chandra Agarwal  
(Managing Director and Chief Executive Officer)

