



February 23, 2022

To,

BSE Limited
(BSE: 542726)

National Stock Exchange of India Limited
(NSE: INDIAMART)

Subject: Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that IndiaMART InterMESH Limited (*hereinafter referred as 'Company'*) has entered into an agreement to acquire 26% of the share capital (on fully diluted basis) of IB MonotaRO Private Limited (*hereinafter referred as 'IMPL'*). The details of the transaction are given below:

| S.No. | Particulars | Details |
|-------|---|---|
| 1. | Name of the target entity, details in brief such as size, turnover etc. | IB MonotaRO Private Limited ('IMPL') Registered office – 1 st Floor, Khasra No. 401 & 402, Near Kaluram Market, Ghitorni - 110030, New Delhi. IMPL, under its brand name 'Industry Buying', is engaged in the e-commerce business for Industrial and Business supplies in India. It offers utility products in Maintenance, Repairs and Overhaul (MRO) categories like power tools, abrasives, electronics, robotics, hand tools and many more such products to its customers primarily for industrial purposes. The total turnover of IMPL for the financial year ended March 31, 2021 was Rs. 7.2 Crores. |
| 2. | Whether the acquisition would fall within related party transaction (s) and whether the promoter/ | IMPL is not a related party as on date of this investment. |



| S.No. | Particulars | Details |
|-------|---|---|
| | promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”. | Promoters/Promoter Group/ Group companies of the Company do not have any interest in the said investment. |
| 3. | Industry to which the entity being acquired belongs. | E-commerce business for Industrial and Business Supplies |
| 4. | Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity). | This investment is in line with the Company's strategic initiative of transitioning towards commerce enablement. |
| 5. | Brief details of any governmental or regulatory approvals required for the acquisition. | Not Applicable |
| 6. | Indicative time period for completion of the acquisition. | 30 days |
| 7. | Nature of consideration - whether cash consideration or share swap and details of the same. | Cash Consideration |
| 8. | Cost of acquisition or the price at which the shares are acquired. | The Company intends to invest upto Rs. 104.2 Crores approx. in IMPL by acquiring 8,11,250 Equity Shares at a price of Rs. 1,284.15/- (Rupees One Thousand Two Hundred Eighty Four and Fifteen Paise Only) per equity share from an existing shareholder via secondary purchase. |
| 9. | Percentage of shareholding / control acquired and / or number of shares acquired. | The final aggregate shareholding of the Company, post this acquisition, in IMPL, would be 26% on a fully diluted basis. |
| 10. | Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the | IMPL, under its brand name ‘Industry Buying’, is engaged in the e-commerce business for Industrial and Business supplies in India. It offers utility products in Maintenance, Repairs and Overhaul (MRO) categories like power tools, abrasives, |



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Website: www.indiamart.com

| S.No. | Particulars | Details |
|-------|--|---|
| | acquired entity has presence and any other significant information (in brief). | electronics, robotics, hand tools and many more such products to its customers primarily for industrial purposes. The total turnover of IMPL for the financial year ended March 31, 2021 was Rs. 7.2 Crores. |

Further, the presentation on the above transaction is enclosed herewith. Kindly take the above information on records.

Yours faithfully,

For IndiaMART InterMESH Limited

(Manoj Bhargava)
Sr. Vice President (Legal & Secretarial),
Company Secretary and Compliance Officer
Membership No: F5164




#Bada**Aasaan**Hai

IndiaMART investment in IB MonotaRO Pvt. Ltd.

MRO business in India



Market Size

\$50 Bn

Spend as a % of GDP

2.5%

CAGR

12%

Key Industry Drivers

GST moving market to organized platforms

Rapid SME/Enterprise growth

Shift of customers preference to online purchase

Consolidation of vendors in market

Industry preference to look for non-cash transactions



IMPL – Creating a winning combination



IndiaMART

(~26% stake)

- Deep understanding of Indian Market
- Leverage over 143 Mn registered Buyers and 7 Mn Suppliers



MonotaRO

(51.6% stake)

- Learning in Asian Countries
- Category Experience
- Fulfilment Experience

Emtex Engineering

(22.4% stake)

- Founders – Swati Gupta (CEO) and Rahul Gupta holding 8+ years of experience in MRO space
- Backed by Kalaari Capital, SAIF Partners & BEENEXT



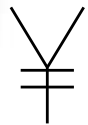
MonotaRO: Overview



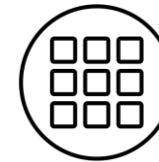
Japanese E-commerce leader



MRO Category



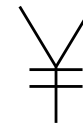
\$8 bn Market Cap; Started in 2000



20 Mn+ SKUs Offered



6.7mn plus Registered Buyers



\$1.6 Bn Revenue for FY-21



Industrybuying.com : Overview

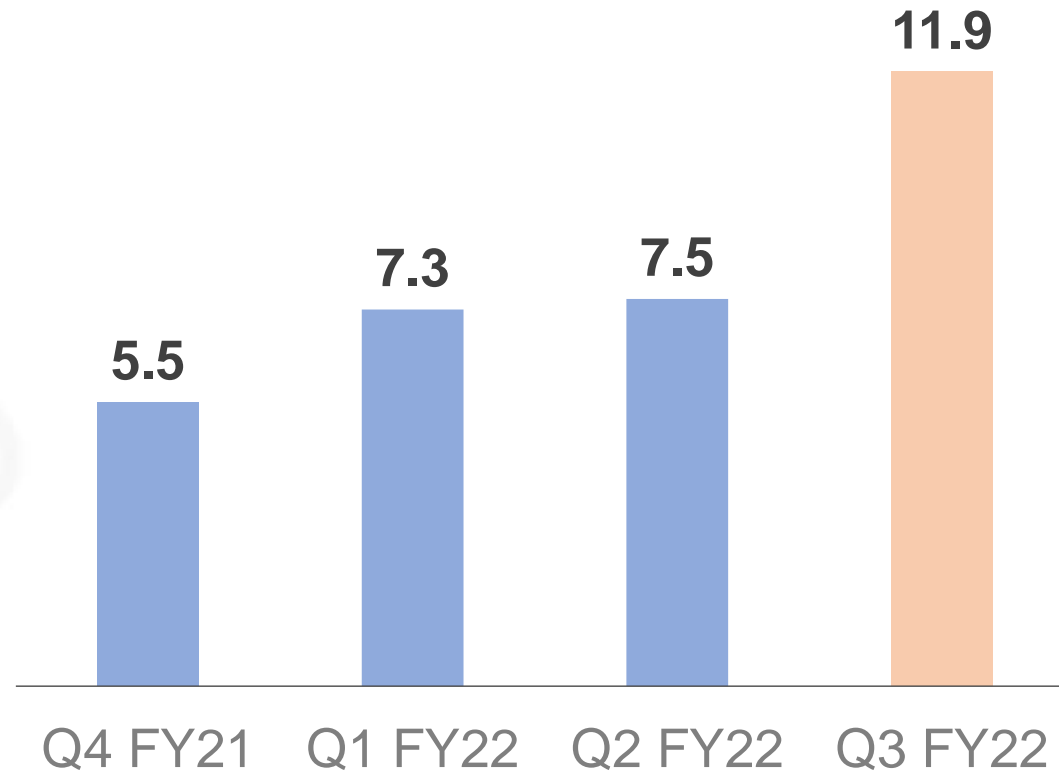
| Category | Products | | | | | |
|-------------------|---|---|---|---|---|--|
| Material Handling |  |  |  |  |  | |
| Electrical |  |  |  |  |  | |
| Testing |  |  |  |  |  | |
| Automotive |  |  |  |  |  | |
| Safety |  |  |  |  |  | |
| Office Supplies |  |  |  |  |  | |
| Plumbing |  |  |  |  |  | |
| Others |  |  |  |  |  | |

Product offering across 19 categories and 39 sub-categories



Industry Buying: KPIs

GMV (Rs Cr)



350k plus
SKU
offering

Note: Above figures as per un-audited financials of Industry Buying



Investment Rationale



- Large Market in India for MRO category - \$ 50 Bn.
- Partnership with MonotaRO; Domain expertise of transaction business.
- Overlap with IndiaMART categories. Long term synergies for both platforms.
- Opportunity to build B2B commerce business in MRO categories with MonotaRO.

Note: MRO stands for Maintenance, Repair and Overhaul category

Slide No. 7



#BadaAasaanHai

Thank You!



#BadaAasaanHai

The text '#BadaAasaanHai' is written in a white, sans-serif font. Above the word 'Aasaan' is a white icon of a hand with the index finger pointing upwards, symbolizing a wish or aspiration.