



**Date: July 22, 2020**

To  
**The Manager - Listing**  
**BSE Limited**  
(BSE: 542726)

**The Manager - Listing**  
**National Stock Exchange of India Limited**  
(NSE: INDIAMART)

Dear Sir/Ma'am,

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

This disclosure is given under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Promoter of the Company, Mr. Dinesh Chandra Agarwal, Mr. Brijesh Kumar Agrawal along with their respective identified affiliate shareholders and Indiamart InterMesh has entered into an inter-se agreement with respect to nomination of Directors etc. on the Board. The details of the transaction are given below:

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Name(s) of parties with whom the agreement is entered	Mr. Dinesh Chandra Agarwal (DA), Mr. Brijesh Kumar Agrawal (BA) along with their respective identified affiliate shareholders mentioned therein (DA Group and BA Group) and the Company as confirming party to the said Agreement
2.	Purpose of entering into the agreement	To facilitate the mechanism of nomination and appointment of Nominee Director(s), Managing Director, Whole Time Director and CEO of the Company.
3.	Shareholding, if any, in the entity with whom the agreement is executed	DA and BA holds 29.84% and 20.22% of the Company apart from identified affiliate shareholders, who are holding 1.06% & 1.08% respectively.
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share	(a) DA Group and BA Group shall have a right to nominate and appoint 1 Director each (including DA & BA) and 1 Director

	subscription in case of issuance of shares, right to restrict any change in capital structure etc.	<p>jointly.</p> <p>(b) DA shall continue to be the Managing Director of the Company. In case this position becomes vacant then DA and BA shall have right to jointly appoint Managing Director</p> <p>(c) DA and BA shall have the right to jointly appoint Chairman of the Board</p> <p>(d) After the lifetime of DA, the position of the Chairman of the Board and/or the Managing Director shall be nominated jointly by DA Group and BA Group.</p> <p>(e) BA shall continue to be the Whole Time Director of the Company.</p> <p>(f) The Chief Executive Officer (CEO) shall be nominated and appointed by the Board with consent of majority of the Directors nominated by DA Group and BA Group in the manner stated in the Agreement.</p>
5.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Yes, it is an inter-se agreement between the two Promoter groups
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Not Applicable
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	Same as Point no. 4
9.	In case of termination or amendment	Not Applicable



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	<p>of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <ul style="list-style-type: none"><li>a) name of parties to the agreement;</li><li>b) nature of the agreement;</li><li>c) date of execution of the agreement;</li><li>d) details of amendment and impact thereof or reasons of termination and impact thereof.</li></ul>	
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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**