

September 5, 2024

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No: C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of the Board Meeting

Ref: NSE Symbol: MATRIMONY

This is to inform you that the Board of Directors of the Company at its meeting held on September 5, 2024, which commenced at 6:00 p.m. and concluded at 7:05 p.m., inter-alia, unanimously Board approved the proposal of buyback of 7,02,439 fully paid-up equity shares of face value ₹ 5 (Rupees Five only) each of the Company (“**Equity Shares**”) of an amount not exceeding ₹ 720 Million (Rupees Seven Hundred and Twenty Million only) excluding any expenses incurred or to be incurred for the Buyback viz. brokerage costs, fees, turnover charges, taxes such as securities transaction tax, goods and services tax (if any), other taxes (if any), stamp duty, advisors fees, filing fees, public announcement expenses, printing and dispatch expenses, if any, and other incidental and related expenses and charges etc. (“**Transaction Costs**”) (“**Buyback Size**”), being 24.85% and 24.98% of the aggregate of the total paid-up Equity Share capital and free reserves of the Company based on the latest standalone and consolidated audited financial statements of the Company respectively as at March 31, 2024, at a buy back price of ₹1,025 (Rupees One Thousand and Twenty Five only) per Equity Share (“**Buyback Price**”), payable in cash, from the shareholders/beneficial owners of the Equity Shares of the Company as on a record date to be subsequently decided by the Board/Buy Back Committee (“**Record Date**”), through the “tender offer” route, on a proportionate basis as prescribed under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (“**SEBI Buyback Regulations**”) provided that 15% (fifteen percent) of the number of Equity Shares which the Company proposes to Buy Back or number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as prescribed under the SEBI Buy Back Regulations (hereinafter referred to as the “**Buyback**”).

The Board/Buy Back Committee may, 1 (one) working day prior to the Record Date, increase the Buy Back Price and decrease the number of Equity Shares proposed to be bought back

Matrimony.com Limited

(CIN: L63090TN2001PLC047432)

Registered & Corporate Office No.94, TVH Beliciaa Towers, Tower II, 5th Floor, MRC Nagar, Raja Annamalaipuram, Chennai – 600028. Phone No. 044-4900 1919

under the Buy Back, such that there is no change in the Buy Back Size, in terms of Regulation 5(via) of the SEBI Buy Back Regulations.

The proposed Buy Back is subject to the approval of shareholders by way of a special resolution through a postal ballot (including Remote E-voting) pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules framed thereunder and all other applicable statutory approvals. The process, timelines and other requisite details concerning the postal ballot will be communicated in due course.

The public announcement and other documents concerning the Buy Back setting out the process, record date, timelines and other requisite details will also be released in due course in accordance with the SEBI Buy Back Regulations.

The Board has noted the intention of the Promoters and members of the Promoter Group of the Company not to participate in the proposed Buy Back.

Mr. Vijayanand Sankar, Company Secretary, is hereby appointed as the Compliance Officer for the purpose of the proposed Buy Back. Motilal Oswal Investment Advisors Limited, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buy Back and V Suresh Associates, Company Secretaries, has been appointed as the Scrutinizer for conducting the postal ballot and Remote E-voting process.

The Board has also constituted a committee for the purpose of the Buy Back ("Buy Back Committee") and has delegated its powers to the Buy Back Committee to do or cause to be done all such acts, deeds, matters and things, in its discretion, deemed necessary in connection with the Buy Back.

The Pre-Buy Back shareholding of the Company as on August 30, 2024 is annexed as 'Annexure 1'. Further, the post Buy Back shareholding of the Company will be provided upon completion of the Buy Back.

The above information will also be available on the website of the Company at www.matrimony.com.

We request you to take the above information on record.

Thanking you,

Yours faithfully

For **Matrimony.com Limited**

Vijayanand Sankar
Company Secretary & Compliance Officer
ACS: 18951
No.94, TVH Beliciaa Towers, Tower II, 5th Floor,
MRC Nagar, Raja Annamalaipuram
Chennai – 600028

Annexure I:
Shareholding pattern of the Company, as on August 30, 2024 (“Pre-Buy Back”)

Category of Shareholders	Numbers of Shareholders	Numbers of Shares	% of existing Share Capital
Promoter & Promoter Group			
Individual	3	1,14,85,024	51.59%
Total(A)	3	1,14,85,024	51.59%
Mutual Funds	3	10,33,191	4.64%
Alternate Investment Funds	9	10,92,654	4.91%
Foreign Investors (Including NRI, FII FPI, Foreign Mutual Funds, Foreign Nationals)	366	53,66,737	24.11%
Others (Public, Bodies Corporates, IEPF etc.)	18451	32,82,855	14.75%
Total(B)	18,829	1,07,75,437	48.41%
Grand Total	18,832	2,22,60,461	100%