

August 09, 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: Summary of proceeding of the 23rd Annual General Meeting of Matrimony.com Limited and Voting results

Ref: NSE Symbol: MATRIMONY

In this regard, please find enclosed the brief proceedings of the Annual General Meeting of the Company held on 09th August, 2024, as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – I

The aforesaid information is also being hosted on the website of the Company viz., www.matrimony.com.

Submitted for your information and records.

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

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

Summary of proceedings of the 23rd Annual General Meeting of Matrimony.com Limited:

The 23rd Annual General Meeting (AGM) of the Members of Matrimony.com Limited ('the Company') was held on Friday August 09, 2024 at 10.00 A.M (IST) through video conferencing/other audio visual means. The following were present during the meeting.

Present

Members present through video conferencing/other audio visual means - 55

Directors

Mr. Murugavel J	Chairman and Managing Director attended through Video conferencing from the Registered office of the Company
Mrs. Deepa Murugavel	Non-Executive Woman Director and Chairman of Stakeholders Relationship Committee attended through Video conferencing from her residence at Chennai
Mr. Milind S. Sarwate	Independent Director and Chairman of Nomination & Remuneration Committee attended through Video conferencing from his residence at Thane
Mr. George Zacharias	Independent Director & Chairman of Risk Management Committee attended through Video conferencing from the registered office of the company at Chennai
Mr. C.K Ranganathan	Independent Director attended through Video conferencing from his residence at Chennai
Mrs. Akila Krishnakumar	Independent Woman Director attended through Video conferencing from her residence at Bengaluru
Mr. S.M. Sundaram	Independent Director & Chairman of the Audit Committee attended through Video Conferencing from his residence in, Santa Clara, USA

Key Managerial Personnel

Mr. Sushanth S Pai	Chief Financial Officer attended through video conference from the Registered office of the Company at Chennai
Mr. Vijayanand Sankar	Company Secretary attended through video conference from the Registered office of the Company at Chennai

Other person attended through video conference from the registered office of the Company

Mr. Sushanta Kumar Swain – Vice President - Finance

Other representatives attended through video conference

Mr. SRK Chaitanya - M/s BSR & Co Associates & LLP – Statutory Auditors
Mr. V Suresh – Secretarial Auditors/Scrutinizer
Mr. Udayakumar - Secretarial Auditors/Scrutinizer

The meeting commenced at 10:00 AM (IST) and concluded at around 10:13 AM (IST).

Mr. Murugavel Janakiraman occupied the Chair. He welcomed the shareholders for the meeting. He then called the meeting to order after ascertaining the quorum.

He introduced the Directors and Key Managerial Personnel who had attended the meeting. The Chairman also informed presence of representatives of Statutory Auditors Mr. SRK Chaitanya, M/s B.S.R & Co LLP, Chartered Accountants and Secretarial Auditor Mr. V. Suresh.

With the permission of the members, notice of the meeting was taken as read.

The Chairman informed the shareholders that the Auditors' Report on the accounts for the year ended 31st March 2024, being an unqualified one (clean report), was not required to be read out at the Annual General Meeting as per the provisions of Section 145 of the Companies Act, 2013. With the permission of the members, Auditors report was taken as read.

He informed the members that a certificate had been obtained from the practising company secretary regarding compliance with SEBI (Share Based Employee Benefits) Regulations, 2014. He further informed that the certificate and the Registers are available for inspection through email sent to the Company.

The Chairman then delivered his speech. After the speech, he requested the members to seek clarifications if any on the audited accounts and on all other subjects, as well as set out in the notice. He further informed the members that he is interested on the ITEM NO.4 of the notice of meeting and hence Mr. Milind S. Sarwate, Chairman of Nomination and Remuneration Committee will provide clarifications if any on the above items.

The Chairman then requested the members to seek clarifications if any only on the matters set out in the notice and to take a maximum of 3 minutes each to provide equal opportunity to participate in the discussion. He further requested the members to avoid raising the same question raised by other members and informed them that he will respond to the queries collectively at the end. Four members have registered as speakers. The queries raised by one shareholder who turned up was answered and queries raised by a shareholder through email was answered though he did not turn up as a speaker.

The following items of business, as per the Notice of AGM dated June 21, 2024, were transacted at the meeting.

1. Adoption of Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. Adoption of consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon
3. Declaration of Dividend.
4. Re-appointment of Smt. Deepa Murugavel (holding DIN: 00725522), Director who retires by rotation, being eligible offers herself for re-appointment.
5. Payment of commission to Non-Executive Directors of the Company
6. Alteration of object clause of Memorandum of Association of the Company

The Chairman then informed the members that the Company has provided remote E-voting facility for the resolutions to be considered at the Annual General Meeting. For Members who are present through video conferencing/other audio visual means and have not availed the remote E-voting facility, insta poll option was provided. Such persons are requested exercise their voting on the resolutions, through the insta poll option.

He further informed that the poll will be open for 15 minutes for voting. Mr. V Suresh, the scrutiner appointed for this purpose will consolidate the results of the remote e-voting and the physical ballot and the results for each of the resolutions will be announced within two working days and be published in the Company's website.

With a vote of thanks, the Chairman declared the meeting as closed.

The details of the voting results (remote e-voting and Insta poll voting) on all the resolutions as set out in the Notice of AGM is available in Annexure

Resolution (1)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone Financial Statements for the year ended 31st March 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public - Institutions	E-Voting	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
Public - Non Institutions	E-Voting	3263570	19901	0.6098	18404	1497	92.4778	7.5222
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	31108	1498	95.4058	4.5942
Total		22260461	15340112	68.9119	15338614	1498	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Consolidated Financial Statements for the year ended 31st March 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public- Institutions	E-Voting	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3263570	19901	0.6098	18404	1497	92.4778	7.5222
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	31108	1498	95.4058	4.5942
Total		22260461	15340112	68.9119	15338614	1498	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	

Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public-Institutions	E-Voting	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3263570	19901	0.6098	18404	1497	92.4778	7.5222
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	31108	1498	95.4058	4.5942
Total		22260461	15340112	68.9119	15338614	1498	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	

Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Deepa Murugavel (holding DIN:00725522) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public-Institutions	E-Voting	7511867	3826490	50.9393	3666374	160116	95.8156	4.1844
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3666374	160116	95.8156	4.1844
Public- Non Institutions	E-Voting	3263570	19901	0.6098	18404	1497	92.4778	7.5222
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	31108	1498	95.4058	4.5942
Total		22260461	15340112	68.9119	15178498	161614	98.9465	1.0535
Whether resolution is Pass or Not.							Yes	

Resolution (5)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Payment of commission to Non-Executive Directors of the Company

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public-Institutions	E-Voting	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3263570	19901	0.6098	16926	2975	85.0510	14.9490
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	29630	2976	90.8728	9.1272
Total		22260461	15340112	68.9119	15337136	2976	99.9806	0.0194
Whether resolution is Pass or Not.							Yes	

Resolution (6)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Alteration of object clause of Memorandum of Association of the Company

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11485024	11481016	99.9651	11481016	0	100.0000	0.0000
Public-Institutions	E-Voting	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	7511867	3826490	50.9393	3826490	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3263570	19901	0.6098	18404	1497	92.4778	7.5222
	Poll		12705	0.3893	12704	1	99.9921	0.0079
	Postal Ballot (if applicable)							
	Total	3263570	32606	0.9991	31108	1498	95.4058	4.5942
Total		22260461	15340112	68.9119	15338614	1498	99.9902	0.0098
Whether resolution is Pass or Not.							Yes	