

February 01, 2018

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

Corporate Relationship Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Dear Sirs,

Sub: Submission of report of the monitoring agency under Regulation 16 (4) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009

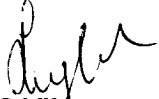
Ref: Scrip Code – BSE: 540704; NSE: MATRIMONY

Pursuant to Regulation 16 (4) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (LODR), copy of the report of monitoring agency dated 31st January, 2018 is submitted for your information and records.

Thanking you,

Yours faithfully

For **Matrimony.com Limited**



S.Vijayanand

Company Secretary & Compliance Officer

ACS: 18951

No.94, TVH Beliciaa Towers, Tower II, 10th Floor, MRC Nagar, Chennai – 600028

Report of the Monitoring AgencyName of the Issuer: Matrimony.Com LimitedFor quarter ended: December 31, 2017Name of the Monitoring Agency: Axis Bank Limited

(a) Deviation from the objects: **No deviation is observed in the utilisation of issue proceeds except to the payments made in relation to General Corporate Purposes has exceeded by 4.21% i.e. by Rs. 6.59 million**

Utilization different from Objects stated in OD but in line with change of objects approved by shareholders' resolution; or

– Utilization neither in line with Objects stated in OD nor approved by shareholders' resolution

– In case of no deviation, the fact would be stated.

(b) Range of Deviation*: **Up to 10%**

Indicate range of percentage deviation from the amount of issue proceeds earmarked for objects. For example, up to 10%, 10 - 25%, 25-50%, 50-75%, 75-100%, not ascertainable etc.

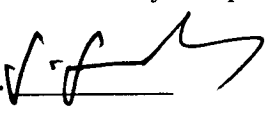
** Range of Deviation may be computed by taking weighted average of financial deviation of each object in the ratio of issue proceeds allocated for it. Non-financial deviation may be indicated separately by way of notes.*

Declaration:

I/We hereby declare that this report is based on the format as prescribed by SEBI (ICDR) Regulations, 2009, as amended. I/We further declare that this report provides true and fair view of the utilization of issue proceeds.

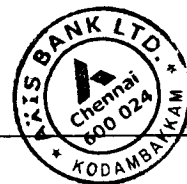
I/We declare that we do not have any direct / indirect interest in or relationship with the issuer/promoters/directors/management and also confirm that we do not perceive any conflict of interest in such relationship / interest while monitoring and reporting the utilization of issue proceeds by the issuer.

Signature:

Name of the Authorized Person/Signing Authority: Mr. 

Designation of Authorized person/Signing Authority: _____

Seal of the Monitoring Agency:



S. SRINIVASAN
DVP & Branch Head
Emp. No. 20381, S.S. No. 4483
KODAMBAKKAM BRANCH-866

Subsequent Pages:

1) **Issuer Details:**

Name of the issuer: **Matrimony.Com Limited**

The names of the promoters of the issuer Industry/sector to which it belongs: **Mr. Murugavel Janakiraman**

2) **Issue Details:**

Issue Period: 2017

Type of issue (public/rights): Public Issue

Type of specified securities: Equity Shares

Grading: Not Applicable: Not Applicable

Issue size (Rs. in Million): 1300



A handwritten signature in black ink, appearing to read 'S. Srinivasan'.

S. SRINIVASAN
DVP & Branch Head
Emp. No. 20381, S.S. No. 4483
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Details of the arrangement made to ensure the monitoring of issue proceeds:

(Give item by item description for all the objects stated in offer document separately in following format)

Particulars	Reply	Comments of Monitoring Agency	Commer Board Direct
Whether all the utilization is as per disclosure in Offer Document?	Yes/ No	Yes	
Whether Shareholder approval is obtained in case of material deviations [#] from expenditures disclosed in Offer Document?	Yes/ No	Not Applicable	
Whether means of finance for disclosed objects of the Issue has changed?	Yes/ No	No	
Any major deviation observed over the earlier monitoring agency reports?	Yes/ No	Not applicable. This is the first report.	
Whether all Government / Statutory approvals related to the object(s) obtained?	Yes/ No	Not Applicable	
Whether all arrangements pertaining to technical assistance/collaboration in operation?	Yes/ No	Not Applicable	
Any favorable events improving object(s) viability	Yes/ No	Not Applicable	
Any unfavorable events affecting object(s) viability	Yes/ No	No	
Any other relevant information that may materially affect the decision making of the investors	Yes/ No	No	

[#] Where material deviation may be defined to mean:

a) Deviation in the objects or purposes for which the funds have been raised

b) Deviation in the amount of fund actually utilized by more than 10% of the amount projected in the offer documents.



[Handwritten Signature]

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Details of object(s) to be monitored:

(i) Cost of object(s)-

(Give Item by Item Description for all the Objects Stated in Offer Document separately in following format)
(Rs. in million)

Sl. No	Item Head	Original Cost (as per Offer Document)	Revised Cost	Comments of Monitoring Agency	Comments of Board of Directors		
					Reason of cost revision	Proposed financing option	Particulars of arrangement made
1.	Advertising and business promotion activities	200.00	200.00	Partially Utilised			
2.	Purchase of land for construction of office premises in Chennai	425.79	425.79	Partially Utilised			
3.	Repayment of overdraft facilities	433.43	433.43	Partially Utilised			
4.	General corporate purposes	156.44	163.03	The change in the amount under the head, "General Corporate Purposes" is due to the IPO issue expenses of Rs. 6.59 million being lower than the estimated amount.			
5.	Issue related expenses	84.34	77.75	The change in the amount under the head, "Issue related expenses" is due to the IPO issue expenses of Rs. 6.59 million being lower than the estimated amount.			
	Total	1300.00	1300.00				

(ii) Progress in the object(s)-

(Give Item by Item Description for all the Objects Stated in Offer Document separately in the following format)

(Rs. in million)

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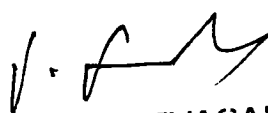
Sl. No	Item's Head	Amount as proposed in Offer Document	Amount utilized			Total unutilized Amount		Comments of Board of Directors	
			As at beginning of the quarter	During the quarter	At the end of the quarter			Reason of idle funds	Proposed Course of Action
1.	Advertising and business promotion activities	200.00	NIL	54.17	54.17	145.83	Partially Utilised		
2.	Purchase of land for construction of office premises in Chennai	425.79	Nil	425.45	425.45	0.34	The Company has saved an amount of Rs. 0.34 million due to better negotiations with the vendor before registration of land and hence the amount shall remain unutilized under this head		
3.	Repayment of overdraft facilities	433.43	NIL	433.40	433.40	0.03	Partially Utilised		
4.	General corporate purposes	156.44	NIL	163.03	163.03	NIL	The change in the amount under the head, "General Corporate Purposes" is due to the IPO issue expenses of Rs. 6.59 million being lower than the estimated amount.		




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5.	Issue related expenses	84.36	NIL	77.75	77.75	NIL	The change in the amount under the head, "Issue related expenses" is due to the IPO issue expenses of Rs. 6.59 million being lower than the estimated amount.		
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§ Provide following details under Item Head:

- (a) Name of the object(s):
 (b) Brief description of the object(s): (c) Location of the object(s) (if applicable):

(iii) Deployment of unutilized IPO proceeds-

S. No	Type of instrument where amount invested*	Amount invested (Rs. in million)	Maturity Date	Earnings (Rs. in million)	Investment (ROI%)	Market Value as at the end of quarter** (Rs. in million)
1	Fixed Deposit – Axis Bank	30.00	January 3, 2018	0.02	5.50%	30.02
2	Fixed Deposit – Axis Bank	30.00	January 26, 2018	0.02	5.50%	30.02
3	Fixed Deposit – Axis Bank	30.00	February 25, 2018	0.02	6.00%	30.02
4	Fixed Deposit – Axis Bank	30.00	March 27, 2018	0.02	6.00%	30.02
5	Fixed Deposit – ICICI	25.00	February 13, 2018	0.01	6.00%	25.01

* Also indicate name of the party/company in which amounts have been invested

** Where market value is not practical to find, provide NAV/NRV/Book Value of the same

(iv) Delay in implementation of the object(s)-

Object(s) Name	Completion Date		Delay (No. of days/months)
	As per Offer Document	Actual*	
Advertising and business promotion activities	March 31, 2018	March 31, 2018	No delay as amount not fully utilised as on December 31, 2017
Purchase of land for construction of office premises in Chennai	March 31, 2018	October 11, 2017	No delay
Payment of our overdraft facilities	March 31, 2018	October 6, 2017 & October 10, 2017	No delay as amount not fully utilised as on December 31, 2017
General corporate purposes	March 31, 2018	December 31, 2017	No delay



[Handwritten Signature]

S. SRINIVASAN

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