SCRUTINIZER'S REPORT
(Postal Ballot through Remote E-voting)

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('**the Act**') and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('**the Rules**') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**LODR Regulations**')]

To,
Mr. Dhruv Prakash
(Chairman appointed for declaring the results of Postal Ballot)
IndiaMART InterMESH Limited
(CIN: L74899DL1999PLC101534)
1st Floor, 29- Daryaganj, Netaji Subhash Marg,
New Delhi- 110002

Dear Sir,

Subject: Result of the Postal Ballot conducted to obtain the approval of Members of IndiaMART InterMESH Limited ('the Company')

I, Devesh Kumar Vasisht, (Membership No. F8488, CP No. 13700), Managing Partner of M/s DPV & Associates LLP, Company Secretaries, (Firm Registration No.: L2021HR009500) having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of the Company in its meeting held on July 18, 2025, for the purpose of scrutinizing the process of Remote E-voting of Postal Ballot process in a fair and transparent manner under the provisions of Section 108 and 110 of the Act read with the Rules and read with General Circular No. 20/2020 dated May 5, 2020 read with subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated September 19, 2024 respectively ('**MCA Circulars**'), any Circular issued by the Securities and Exchange Board of India **('SEBI')** and Regulation 44 of the LODR Regulations, Secretarial Standard–2 ('**SS-2'**) on General Meetings issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, regulations, circulars and notifications (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice of Postal Ballot dated July 28, 2025.

I submit my report as under:

1. As informed by the Company, Notice of Postal Ballot along with the explanatory statement and Remote E-voting instructions (**"Postal Ballot Notice"**) were sent only through electronic mode to all those members, whose e-mail address were registered with the Company or its registrar and share transfer agent i.e. MUFG Intime India Private Limited ("**RTA**") or with Depository(ies) and whose names appeared in the Register of Members of the Company and/or in the Register of Beneficial Owners as maintained by the Depositories as on Friday, July 25, 2025 ("**Cut-off date**").

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules thereof including Circulars/ LODR Regulations in respect of the resolutions contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as the Scrutinizer is restricted only to scrutinize the Remote E-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in 'Assent'' or 'Dissent' for the resolutions contained in the Postal Ballot Notice, based on the reports generated from the electronic voting service facility provided by National Securities Depository Limited ('NSDL') the authorized agency, engaged by the Company, to provide Remote E-voting facility.

3. The Company has published newspaper advertisements on Tuesday, July 29, 2025 regarding service of Postal Ballot Notice to eligible Members in English language newspaper "Financial Express" and in Hindi language newspaper "Hindustan".

4. The Members of the Company holding shares as on Cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through Remote E-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL.

5. The Remote E-voting commenced on Thursday, July 31, 2025 (at 9:00 A.M. IST) and ended on Friday, August 29, 2025 (at 5:00 P.M. IST) Further, the Remote E-voting process was monitored through the Scrutinizer's secured link provided by NSDL on its designated website i.e. 'https://www.evoting.nsdl.com/'.

6. After the closure of the Remote E-voting window, the votes cast through Remote E-voting were unblocked on Friday, August 29, 2025 after 5:00 pm (IST) in the presence of two witnesses i.e. Parveen Kumar and Mukesh Sharma who are not in the employment of the Company. They have signed below in confirmation of the same:

Parveen Kumar	**Mukesh Sharma**

7. Thereafter, the particulars of Remote E-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose and the Remote E-voting was reconciled with the register of members of the Company as on Cut- off date as maintained by the RTA of the Company.

8. As on cut-off date, the fully paid-up share capital of the Company was Rs. 60,03,21,480 (Rupees Sixty Crores Three Lakhs Twenty-One Thousand Four Hundred and Eighty Only) divided into 6,00,32,148 (Six Crores Thirty-Two Thousand One Hundred and Forty Eight Only) equity shares of Rs. 10 (Rupee Ten Only) each.
9. The result of the Remote E-voting in respect of the resolutions contained in the Postal Ballot Notice is as under:

Resolution No. 1: **To appoint Ms. Vasuta Agarwal (DIN:07480674) as an Independent Director**

Special Resolution				
Particulars	**Number of Valid Votes received**			**Percentage**
	e-votes	**Postal Ballot**	**Total**	
Assent	5,12,01,833	-	5,12,01,833	99.9968
Dissent	1,631	-	1,631	0.0032
Total	**5,12,03,464**	**-**	**5,12,03,464**	**100**

Therefore, the above-mentioned resolution has been approved with requisite majority. The detailed break up of Remote E-voting in respect of the above resolution is attached to this report and marked as '**Annexure - A**'.

Resolution No. 2: **To approve related party transaction in respect to hold office or place of profit in the Company by Mr. Amit Agarwal**

Ordinary Resolution				
Particulars	**Number of Valid Votes received**			**Percentage**
	e-votes	**Postal Ballot**	**Total**	
Assent	2,65,81,673	-	2,65,81,673	78.2829
Dissent	73,74,238	-	73,74,238	21.7171
Total	**3,39,55,911**	**-**	**3,39,55,911**	**100**

Therefore, the above-mentioned resolution has been approved with requisite majority. The detailed break up of Remote E-voting in respect of the above resolution is attached to this report and marked as '**Annexure - B**'.

10. Based on the aforesaid results, the resolutions as mentioned above are deemed to have been passed on August 29, 2025 being the last date of Remote E-voting for the Members of the Company. Therefore, the Company Secretary as authorised by the Chairman may accordingly declare the result of Postal Ballot process.

11. The Register containing the details of Remote E-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking You,

For DPV & Associates LLP
Company Secretaries
Firm Registration No.: L2021HR009500
Peer Review Certificate No. 6189/2024

Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN: F008488G001115242
Date: August 29, 2025
Place: Faridabad

Countersigned by
For IndiaMART InterMESH Limited

Vasudha Bagri

Digitally signed by Vasudha Bagri
DN: c=IN, o=Personal, postalCode=110007, l=North Delhi, st=Delhi, street=B4A/28 3RD FLOOR Rana Pratap Bagh Delhi Delhi India 110007, title=2109, 2.5.4.20=83008f47c310fde4ab0e713400b9509199d5c9ef48038e02ca3f1102e7ad2eb5, serialNumber=b0234da3f0792c1a286114bcd23bb27982e20b215de2d9753546673380f4ad07, email=vasudha.thakur@gmail.com, cn=Vasudha Bagri
Date: 2025.08.29 21:47:12 +05'30'

Vasudha Bagri
Compliance Officer
(As authorised by the Chairman)
Date: August 29, 2025
Place: Noida

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Annexure-A

A detailed summary of the voting through Remote E-voting is given herein below:

A. VOTING THROUGH REMOTE E-VOTING:			
Particulars	**No. of Voters**	**No. of Shares**	**Paid-up value of shares**
a) Total votes	**892**	**5,12,03,464**	**51,20,34,640**
b) Less: Invalid votes	-	-	-
c) Net Valid votes	**892**	**5,12,03,464**	**51,20,34,640**
d) Votes with assent	848	5,12,01,833	51,20,18,330
e) Votes with dissent	44	1,631	16,310

Annexure-B

A detailed summary of the voting through Remote E-voting is given herein below:

B. VOTING THROUGH REMOTE E-VOTING:			
Particulars	**No. of Voters**	**No. of Shares**	**Paid-up value of shares**
a) Total votes	**894**	**5,12,03,421**	**51,20,34,210**
b) Less: Votes not considered	5*	1,72,47,510	17,24,75,100
c) Net Valid votes	**889**	**3,39,55,911**	**33,95,59,110**
d) Votes with assent	648	2,65,81,673	26,58,16,730
e) Votes with dissent	241	73,74,238	7,37,42,380

*Mr. Dinesh Chandra Agarwal, Ms. Chetna Agarwal, Dinesh Chandra Agarwal HUF and Mr. Dinesh Chandra Agarwal (as Trustee through Two Folio) were interested in the resolution No. 2 and their voting is not considered as per section 188 of the Companies Act, 2013 read with MCA Circular 30/2014.

-----------end of report-------------