

BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited
Listing Department,
C-1, G-Block, Bandra - Kurla Complex Sandra (E),
Mumbai - 400051

Scrip Code: 543320, Scrip Symbol: ZOMATO
ISIN: INE758T01015

Sub: Intimation of the Scrutinizer report pursuant to Regulation 30 & 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Ma'am,

In furtherance to our letter dated February 6, 2025 and February 7, 2025 regarding notice of postal ballot ("**Notice**") seeking the approval of the shareholders of Zomato Limited ("**Company**"), please find enclosed the scrutinizer report dated March 9, 2025.

We hereby inform that shareholders of the Company have duly passed the special resolution for the item as set out in the Notice approving the following:

- To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company.

Further details of the voting results pursuant to Regulation 44 of the SEBI Listing Regulations is also enclosed.

The voting results along with the scrutinizer's report are also available on the website of the Company i.e. www.zomato.com and the website of RTA i.e. <https://instavote.linkintime.co.in>.

For **Zomato Limited**

Sandhya Sethia
(Company Secretary & Compliance Officer)
Date: March 9, 2025

SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS
(THROUGH REMOTE E-VOTING)
FOR
ZOMATO LIMITED

To,
The Chairman
Zomato Limited
(CIN: L93030DL2010PLC198141)
Ground Floor 12A, 94 Meghdoot, Nehru Place,
New Delhi – 110019

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot Process

I, Nitesh Latwal, Partner of M/s PI & Associates, Practising Company Secretaries (FRN: P2014UP035400), was appointed as a Scrutinizer by the Board of Directors of **Zomato Limited** (“**the Company**”) on February 06,2025 for the purpose of scrutinizing the postal ballot through e-voting process in a fair and transparent manner in respect of the resolution mentioned in the Postal Ballot Notice dated February 07,2025 (“**Notice**”) issued under the provisions of Section 110 of the Companies Act, 2013 (“**Act**”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) (“**Rules**”) and in accordance with the terms of General Circular No. 14/2020 dated April 08, 2020 read with General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No.09/2024

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dated September 19, 2024 (collectively referred to as the “MCA Circulars”), and pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the following resolution forming part of the Notice:-

S.No.	Type of Resolution	Particulars
1.	Special Resolution	To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company.

In connection with the above-referred matter, I submit my report as under:

1. In compliance with above referred MCA Circulars, the Company had sent the Notice along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolution mentioned therein electronically by email to all the members of the Company, whose names appeared on the register of members/ list of beneficial owners as received from MUFG Intime India Private Limited (*formerly known as Link Intime India Private Limited*), the Registrar and Share Transfer Agent (“MUFG Intime India Private Limited/MI IPL/RTA”) as on Tuesday, February 04, 2025 (“cut-off date”).
2. The Company completed the dispatch of Notice by e-mail on Friday, February 07, 2025. In accordance with the MCA Circulars, no physical copy of the Notice, Postal Ballot Form, and pre-paid business reply envelope was dispatched to the members. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot.
3. The Company had published advertisements in Financial Express (all editions in English) and Jansatta (Delhi edition in Hindi), newspapers on Saturday, February 08, 2025, regarding the

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completion of the dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.

4. The remote e-voting period commenced on Saturday, February 08, 2025 from 9:00 A.M. (IST) onwards and ended on Sunday, March 09, 2025, 5:00 P.M. (IST), both days inclusive for the purpose of postal ballot, via e-voting platform facilitated by MIPL to provide remote e-voting facility viz.: <https://instavote.linkintime.co.in>.
5. The members of the Company holding shares as on the cut-off date were entitled to vote on the resolution as contained in the Notice and have voted through the e-voting facility only as per the MCA circulars. Members have cast their votes on the designated platform, viz.: <https://instavote.linkintime.co.in>.
6. The remote e-voting was unblocked on Sunday, March 09, 2025, after 5:00 P.M. (IST) in the presence of two witnesses who are not in employment of the Company.
7. Thereafter, the details containing, *inter-alia*, list of the members, who voted "For" or "Against" on the resolution were derived from the report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
8. The members have cast their votes through remote e-voting for resolution set out in said Notice, and all votes cast up to Sunday, March 09, 2025, 5:00 P.M. (IST), i.e., the last date and time fixed by the Company for postal ballot process have been considered for the purpose of this report.
9. The detailed result of the postal ballot (through remote e-voting) is annexed herewith in **Annexure A**.



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10. For preparation of this report, Permanent Account Number (PAN) based consolidation of folios of Individual Shareholders has not been done.
11. The relevant records related to this postal ballot activity will be handed over to the Authorised Person of the Company for safekeeping.
12. Based on such result, I hereby certify that the resolution as set out in Notice have been approved and passed by the requisite consent of the members.
13. The resolution specified in the Notice are deemed to be passed on the last date of remote e-voting i.e., Sunday, March 09, 2025.

Countersigned by



Sandhya Sethia
Company Secretary & Compliance Officer
Zomato Limited

Date: March 9, 2025

Place: New Delhi

For PI & Associates
Company Secretaries



Nitesh Latwal

Partner

ACS No.: 32109

C P No.: 16276

PR: 1498/2021

UDIN: A032109F004075687

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Annexure- A

Item No. 1: To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who votes	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who votes	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
E – Voting	4,714	7,07,04,98,986	99.7525	681	1,75,39,443	0.2475	2	15,94,355
Postal Ballot	-							
Total	4,714	7,07,04,98,986	99.7525	681	1,75,39,443	0.2475	2	15,94,355

Result: The special resolution has been passed with requisite consent.



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General information about Company	
Scrip code	543320
NSE Symbol	ZOMATO
MSEI Symbol	Not Listed
ISIN	INE758T01015
Name of the company	Zomato Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	March 9, 2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Nitesh Latwal
Firms Name	PI & Associates
Qualification	CS
Membership Number	32109
Date of Board Meeting in which appointed	February 6, 2025
Date of Issuance of Report to the company	March 9, 2025

Voting results	
Record date	February 4, 2025
Total number of shareholders on record date	27,96,135
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles 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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	6,52,89,48,265	5,46,04,74,869	83.6348	5,44,32,99,893	1,71,74,976	99.6855	0.3145
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,52,89,48,265	5,46,04,74,869	83.6348	5,44,32,99,893	1,71,74,976	99.6855
Public- Non Institutions	E-Voting	2,54,31,36,471	1,62,75,63,560	63.9983	1,62,71,99,093	3,64,467	99.9776	0.0224
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,54,31,36,471	1,62,75,63,560	63.9983	1,62,71,99,093	3,64,467	99.9776
Total		9,07,20,84,736	7,08,80,38,429	78.1302	7,07,04,98,986	1,75,39,443	99.7525	0.2475
Whether resolution is Passed or Not							Yes	
Disclosure of notes on resolution: 57,82,65,911 Equity shares held by Employee Benefit Trust of the Company, classified in the category of "Non- Promoter Non- Public" have not been considered for the purpose of preparation of voting results.								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	15,94,355
Public - Non Insitutions	0