

Date: February 10, 2021

**BSE Limited**  
(BSE: 542726)

**National Stock Exchange of India Limited**  
(NSE: INDIAMART)

Dear Sir/Ma'am,

**Subject: Proceedings of 26<sup>th</sup> Extra Ordinary General Meeting (EGM) of the Company and voting results pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 26<sup>th</sup> Extra Ordinary General Meeting ("EGM") of the Company was held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) on February 10, 2021 at 11:00 a.m. (IST)

The Remote E-voting on all the resolutions set out in the Notice of EGM was conducted during the period from Saturday, February 06, 2021 at 9.00 a.m. (IST) to Tuesday, February 09, 2021 at 5.00 p.m. (IST) The facility to cast vote through e-voting was also made available during the EGM to the members who did not cast their vote through remote e-voting.

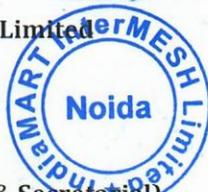
Pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below:

1. Brief Proceedings of 26<sup>th</sup> EGM of the Company as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 13 of Annexure I of the SEBI Circular dated September 9, 2015, enclosed as **Annexure-A**.
2. Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as **Annexure-B**.
3. Scrutinizer's Report dated February 10, 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, enclosed as **Annexure-C**.
4. Brief details of alteration of the Memorandum of Association of the Company, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 14 of Annexure I of the SEBI Circular dated September 9, 2015, enclosed as **Annexure-D**.

Kindly acknowledge receipt.

Yours faithfully,  
For Indiamart InterMesh Limited

  
(Manoj Bhargava)  
Sr. Vice President (Legal & Secretarial),  
Company Secretary & Compliance Officer  
Membership No: F5164



**Annexure- A**

**Brief Proceedings of 26<sup>th</sup> Extra Ordinary General Meeting**

The 26<sup>th</sup> Extra Ordinary General Meeting (EGM) of the Members of the Indiamart Intermesh Limited was held on Wednesday, February 10, 2021 at 11:00 a.m. (IST) held this day through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) and concluded at 11:45 a.m. (IST)

**Directors present:**

<b>S.No.</b>	<b>Name of the Directors</b>	<b>Designation</b>
1.	Mr. Vivek Narayan Gour (Chairman of the Meeting)	Independent Director and Chairman of Audit and Stakeholders Relationship Committee
2.	Mr. Dinesh Chandra Agarwal	Managing Director & Chief Executive Officer
3.	Mr. Brijesh Kumar Agrawal	Whole-Time Director
4.	Mr. Dhruv Prakash	Non-Executive Director
5.	Ms. Elizabeth Lucy Chapman	Independent Director and Chairperson of Nomination & Remuneration Committee
6.	Mr. Rajesh Sawhney	Independent Director

**In attendance:**

<b>S.No.</b>	<b>Names of concern person</b>	<b>Designation</b>
1.	Mr. Manoj Bhargava	Senior Vice President (Legal & Secretarial), Company Secretary and Compliance Officer
2.	Mr. Prateek Chandra	Chief Financial Officer
3.	Ms. Kanika Kohli	Representative of BSR & Co. LLP, Statutory Auditors
4.	Mr. Devesh Vasisht	Representative of Sanjay Grover & Associates, Secretarial Auditors
5.	Mr. Shreyansh Pratap Jain	Proprietor, Shreyansh Jain & Associates, Company Secretaries (Scrutinizer)

**Members Present:**

**Through VC:** 57 representing 1,66,25,533 Equity Shares constituting 57.09% of the paid-up Equity Share Capital of the Company

**Proxy:** N.A.

Mr. Manoj Bhargava, Senior Vice President (Legal & Secretarial) Company Secretary and Compliance Officer of the Company welcomed the members to the 26<sup>th</sup> EGM of the Company held through VC/OAVM, on the platform provided by NSDL, in compliance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and provided a brief on the modalities for participation/process to be followed while attending the meeting.

Thereafter, he introduced all the Directors and KMPs present at the Meeting through Video Conferencing. He also confirmed the presence of representatives of B.S.R. Co. LLP, Statutory Auditors and Sanjay Grover & Associates, Secretarial Auditors, at the meeting through Video Conferencing.

He further, informed that, as the Company doesn't have a designated Chairman of the Board, the members present were required to elect the Chairman of Extra Ordinary General Meeting, from amongst the nominated Directors, through e-voting in compliance with the requirements of the circular issued by MCA

Mr. Vivek Narayan Gour and Mr. Dhruv Prakash were nominated, by the other Directors present, to be elected as the Chairman of the meeting.

*Thereafter the meeting adjourned for enabling members to cast their vote for the election of Chairman of this meeting and resumed at 11:20 a.m. (IST)*

The Company Secretary resumed the meeting and confirmed that as per the poll results Mr. Vivek Narayan Gour has been elected as the Chairman of the meeting.

Mr. Vivek Narayan Gour took the chair and welcomed the members to the 26<sup>th</sup> EGM of the Company. After ascertaining that the requisite quorum was present, he called the meeting to order.

Thereafter, the Chairman informed the members that Notice of EGM has been already circulated to members through Email and available on the Company's website, and the same was taken as read.

The Chairman informed that all the members of the Company present at the EGM, who were eligible and could not exercise their right to vote during the remote e-voting period, can exercise their vote now through the e-voting platform of NSDL. The window for e-voting was open upto 11:45 a.m. (IST).

The following items of business, as per the Notice of EGM dated January 18, 2021, were transacted at the meeting and passed with requisite majority:

Item No.	Details of the Resolutions	Resolution
<b>Special Business</b>		
1.	To approve fund raising activities and issuance of securities by the Company.	Special
2.	Approval for increase in authorised share capital and consequent alteration to the Memorandum of Association.	Ordinary
3.	Approval for reclassification of authorised Share Capital and consequent alteration to the Memorandum of Association.	Ordinary

The Chairman read out few questions received from the shareholders, which were suitably replied to by the management and the Chair.

Thereafter, Chairman concluded the EGM by thanking the members for their participation in the meeting.

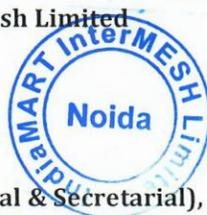
This is for your information and records.

Yours faithfully,

**For Indiamart Intermesh Limited**



(Manoj Bhargava)  
Sr. Vice President (Legal & Secretarial),  
Company Secretary & Compliance Officer  
Membership No: F5164



**Annexure-B**

**DETAILS OF VOTING RESULTS**

Particulars	Details
<i>Date of Extra Ordinary General Meeting</i>	Wednesday, February 10, 2021
<i>Total Number of Shareholders on Record Date</i>	64,565
<i>Number of Shareholders present in the meeting either in person or through proxy</i>	
<i>Promoters &amp; Promoter Group</i>	N.A.
<i>Public</i>	N.A.
<i>Number of Shareholders attended the meeting through Video Conferencing</i>	
<i>Promoters &amp; Promoter Group</i>	19
<i>Public</i>	38

**Item 1: Approve fund raising activities and issuance of securities by the Company**  
 Business: *Special Business*  
 Mode of Voting: *E-voting*

Resolution Required (Ordinary / Special)				Special				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15132091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5757584	17492	99.6971	0.3029
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5757584</b>	<b>17492</b>	<b>99.6971</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784542	46	99.9983	0.0017
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784542</b>	<b>46</b>	<b>99.9983</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23674217</b>	<b>17538</b>	<b>99.9260</b>	<b>0.0740</b>

\*Including E-voting during the Extra Ordinary General Meeting.

Therefore, the aforesaid resolution has been approved with requisite majority.

**Item 2: Increase in authorised share capital and consequent alteration to the Memorandum of Association**  
 Business: *Special Business*  
 Mode of Voting: *E-voting*

Resolution Required (Ordinary / Special)	Ordinary
Whether Promoter/Promoter Group are interested in the Resolution	No





indiamart®

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Plot No.22, Sec 135, Noida-201305, U.P.

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E: customercare@indiamart.com

Website: www.indiamart.com

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15137091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5775076	0	100.0000	0.0000
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5775076</b>	<b>0</b>	<b>100.0000</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784572	16	99.9994	0.0006
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784572</b>	<b>16</b>	<b>99.9994</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23691739</b>	<b>16</b>	<b>99.9999</b>	<b>0.0001</b>

\*Including E-voting during the Extra Ordinary General Meeting.

Therefore, the aforesaid resolution has been approved with requisite majority.

**Item 3: Approval for reclassification of authorised Share Capital and consequent alteration to the Memorandum of Association**

Business: **Special Business**

Mode of Voting: **E-voting**

Resolution Required (Ordinary / Special)				Ordinary				
Whether Promoter/Promoter Group are interested in the Resolution				No				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15137091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5775076	0	100.0000	0.0000
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5775076</b>	<b>0</b>	<b>100.0000</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784542	46	99.9983	0.0017
	Poll		0	00.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784542</b>	<b>46</b>	<b>99.9983</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23691709</b>	<b>46</b>	<b>99.9998</b>	<b>0.0002</b>

\*Including E-voting during the Extra Ordinary General Meeting.

Therefore, the aforesaid resolution has been approved with requisite majority.

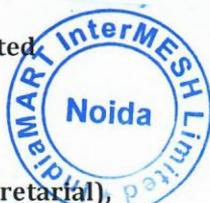
For Indiamart InterMesh Limited

(Manoj Bhargava)

Sr. Vice President (Legal & Secretarial),

Company Secretary & Compliance Officer

Membership No: F5164





**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended]*

To,  
**The Chairman**  
26<sup>th</sup> (Twenty Sixth) Extra Ordinary General Meeting of the Shareholders of  
**INDIAMART INTERMESH LIMITED**  
[CIN: L74899DL1999PLC101534]  
1<sup>st</sup>Floor, 29-Daryaganj,  
Netaji Subash Marg,  
New Delhi-110002

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 26<sup>th</sup> (Twenty Sixth) Extra Ordinary General Meeting ('EGM') held on Wednesday, February 10, 2021 at 11.00 A.M. (IST) through video conferencing ('VC')/other audio visual means ('OAVM') facility**

1. I, Shreyansh Pratap Jain, Practicing Company Secretary (Membership No. F8621 & C.P. No. 9515), was appointed as the Scrutinizer by the Board of Directors of **INDIAMART INTERMESH LIMITED ("the Company")** vide resolution dated January 18, 2021 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolution(s) contained in the notice dated January 18, 2021 for the 26<sup>th</sup> (Twenty Sixth) Extra Ordinary General Meeting ("EGM") of the members of the Company through VC/ OAVM, held on Wednesday, February 10, 2021 at 11:00 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility in accordance with General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.22/2020 dated June 15, 2020, Circular No.33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020 respectively, issued by the Ministry of Corporate Affairs (MCA) (collectively referred to as '**MCA Circulars**'), Government of India and SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as '**SEBI Circulars**').
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
  - (i) Process of e-voting remotely, before the EGM, using an electronic e-voting system on the dates referred to in the EGM Notice ("**remote e-voting**"); and



- (ii) Process of e-voting at the EGM through electronic voting system ("**Voting at the EGM through e-voting system**") to the shareholders present at the EGM through VC, who had not cast their votes earlier.

### 3. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of the (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("**LODR**") relating to remote e-voting and Voting at the EGM through e-voting system on the resolutions contained in the EGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### 4. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Voting at the EGM through e-voting system) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the EGM Notice, based on the reports generated from the e-voting system provided by **National Securities Depository Limited("NSDL")**, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

### 5. Cut-off date

The Shareholders of the Company holding shares as on the '**cut-off**' date of **Wednesday, February 03, 2021** were entitled to vote on the resolutions forming part of the Notice of the EGM.

### 6. E-voting process at the EGM

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
- iii. The e-votes cast were unblocked on Wednesday, February 10, 2021 after the conclusion of the EGM at 11:46 A.M.

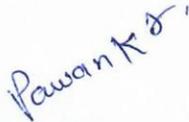
### 7. Remote e-voting process

- i. The remote e-voting period commenced from Saturday, February 06, 2021 (9:00 a.m. IST) and ended on Tuesday February 09, 2021 (5:00 p.m. IST) on the designated website URL: <https://www.evoting.nsdl.com/> via e-voting facility of NSDL.



- ii. The Members whose names appear in the Register of Members/list of Beneficial Owners as on Wednesday, February 03, 2021 only, were entitled to vote on proposed resolutions (Item No. 1 to 3 as set out in the EGM Notice of the Company) by remote e-voting.
- iii. On February 10, 2021, after the conclusion of the EGM at 11:45 A.M. and post counting of e-voting at EGM, remote e-voting event was unblocked by me in the capacity as Scrutinizer in the presence of two witnesses, (Mr. Shiv Singh, R/o Wazidpur Nangli, Sector-135, Noida-201301 and Mr. Pavan Kumar, R/o Wazidpur Nangli, Sector-135, Noida-201301) who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Name: Mr. Shiv Singh

  
Name: Mr. Pavan Kumar

- iv. Thereafter, the details containing, *inter-alia*, the list of Equity Shareholders who voted "in favour" or "against", on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com/>.

8. I hereby confirm that all the resolutions were passed with requisite majority and hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and Voting at the EGM through e-voting system on the resolutions as set out in the EGM Notice, based on the reports generated by NSDL, as under:

### SPECIAL BUSINESS

**Item 1: APPROVE FUND RAISING ACTIVITIES AND ISSUANCE OF SECURITIES BY THE COMPANY.**

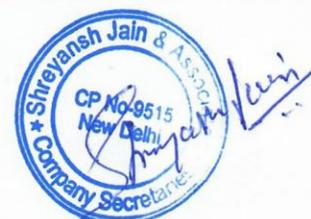
Business: *Special Business*

Mode of Voting: *E-voting*

Resolution Required (Ordinary / Special)				Special					
Whether Promoter/Promoter Group are interested in the Resolution				No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>15137091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5757584	17492	99.6971	0.3029	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5757584</b>	<b>17492</b>	<b>99.6971</b>	<b>0.3029</b>	<b>0</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784542	46	99.9983	0.0017	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784542</b>	<b>46</b>	<b>99.9983</b>	<b>0.0017</b>	<b>0</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23674217</b>	<b>17538</b>	<b>99.9260</b>	<b>0.0740</b>	<b>0</b>

\*Including E-voting during the Extra Ordinary General Meeting

Therefore, the aforesaid resolution has been approved with requisite majority.



**Item 2: INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE MEMORANDUM OF ASSOCIATION.**

Business: **Special Business**

Mode of Voting: **E-voting**

Resolution Required (Ordinary / Special)				Special					
Whether Promoter/Promoter Group are interested in the Resolution				No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>15137091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5775076	0	100.0000	0.0000	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5775076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784572	16	99.9994	0.0006	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784572</b>	<b>16</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23691739</b>	<b>16</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>

\*Including E-voting during the Extra Ordinary General Meeting

Therefore, the aforesaid resolution has been approved with requisite majority.

**Item 3: RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE MEMORANDUM OF ASSOCIATION.**

Business: **Special Business**

Mode of Voting: **E-voting**

Resolution Required (Ordinary / Special)				Special					
Whether Promoter/Promoter Group are interested in the Resolution				No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting*	15137091	15132091	99.9670	15132091	0	100.0000	0.0000	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>15137091</b>	<b>15132091</b>	<b>99.9670</b>	<b>15132091</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public - Institutions	E-Voting*	8660755	5775076	66.6810	5775076	0	100.0000	0.0000	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>8660755</b>	<b>5775076</b>	<b>66.6810</b>	<b>5775076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public - Non-Institutions	E-Voting*	5323670	2784588	52.3058	2784542	46	99.9983	0.0017	0
	Poll		0	00.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>5323670</b>	<b>2784588</b>	<b>52.3058</b>	<b>2784542</b>	<b>46</b>	<b>99.9983</b>	<b>0.0017</b>	<b>0</b>
<b>Total</b>		<b>29121516</b>	<b>23691755</b>	<b>81.3548</b>	<b>23691709</b>	<b>46</b>	<b>99.9998</b>	<b>0.0002</b>	<b>0</b>

\*Including E-voting during the Extra Ordinary General Meeting

Therefore, the aforesaid resolution has been approved with requisite majority.



9. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.
10. This report is issued in accordance with the terms of the Engagement Letter.

**Restriction on Use**

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability of use of this report for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You.  
Yours faithfully,



(SHREYANSH PRATAP JAIN)  
Practising Company Secretary  
M.No. F8621, C.P. No. 9515

Place: Noida  
Date: February 10, 2021

UDIN: F008621B002747161

**Annexure-D**

**BRIEF DETAILS OF AMENDMENT IN MEMORANDUM OF ASSOCIATION**

The members of the Company at Extra Ordinary General Meeting of the Company held today i.e. February 10, 2021, through Video Conferencing / Other Audio-Visual Means have approved the increase and reclassification of the Authorised Share Capital of the Company.

Brief details of alteration of the Articles of Association of the Company, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 14 of Annexure I of the SEBI Circular dated September 9, 2015, are detailed below:

<b>Old Authorised Share Capital</b>	<b>New Authorised Share Capital</b>
₹ 97,94,25,584/- (Rupees Ninety Seven Crore Ninety Four Lakhs Twenty Five Thousand Five Hundred and Eighty Four Only) divided into 3,00,00,000 (Three Crore Only) Equity Shares having face value ₹ 10/- (Rupees Ten Only) each and 14,93,903 (Fourteen Lakhs Ninety Three Thousand Nine Hundred and Three Only) 0.01 % Cumulative Preference Shares having face value of ₹ 328/- (Rupees Three Hundred and Twenty Eight Only) each and 18,94,254 (Eighteen Lakhs Ninety Four Thousand Two Hundred and Fifty Four Only) Compulsorily Convertible Cumulative Preference Shares having face value of ₹ 100/- (Rupees One Hundred Only) each.	₹ 99,44,25,584/- (Rupees NinetyNine Crore Forty Four Lakh Twenty Five Thousand Five Hundred and Eighty Four Only) divided into 9,94,42,460 (Nine Crore Ninety Four Lakh Forty Two Thousand Four Hundred and Sixty Only) Equity Shares having face value ₹ 10/- (Rupees Ten Only) each and 3 (Three Only) 0.01% Cumulative Preference Shares having face value of ₹ 328/- (Rupees Three Hundred and Twenty Eight Only) each.

